

**PUBLIC MINUTES OF  
THE BOARD OF GOVERNORS BUSINESS BOARD MEETING HELD ON  
13 JULY 2023**

**Present:**

Mr W Abbott (External) (Chair)  
Mr M Burgess (Principal)  
Mr P Carr (External)  
Ms L Dance (External)  
Mr A Dover (External)  
Mr M Fabian (External)  
Mr S Harvey (External)  
Ms M James (External)  
Mr P Lachecki (External)  
Dr H Moyes (External)  
Ms E Narey (External)  
Ms H Ridler (External)

**Apologies:**

Ms K Blackbird (External)  
Ms J Buckland (Staff)  
Ms A Nutbrown (Staff)

**In Attendance:**

Mr K Agnew – Head of IT Systems and Security (prior to start of meeting)  
Mr A Bates - Chief Financial Officer  
Mr D Kettley - Director of Student Employment and Experience, Curriculum Innovation and Students  
Dr K Morris - Vice Principal, Curriculum and Quality  
Ms C Rosser-Mayo - HR Director  
Ms J Cosson - Governance Professional and Clerk to the Board of Governors

**Attendance: 80%**

KA attended before the start of the meeting to brief Members on recent cyber security enhancements at the College and to explain the implications for Members.

*KA left the meeting.*

WA reported that he had attended the College's Long Service Awards on 6 July. He congratulated MB and KM for each achieving 25 and 30 years' service respectively, acknowledging the huge contribution they have made to the College.

**44/23 Private Business**

None.

**45/23 Apologies**

Were noted as above.

#### **46/23 Declarations of Interest**

It was confirmed that the Register of Interests recorded all of the current declarations of interests of those present.

#### **47/23 Confidentiality of Items**

As marked (C) for a period of two years. All the marked items were declared confidential on the grounds of commercial sensitivity.

#### **48/23 Membership Proposals**

The Membership Proposals Paper was reviewed.

##### **RESOLVED: Members:**

- 1. Noted the position with regard to the recruitment of Student Governors.**
- 2. Approved the appointment of Amie Nutbrown as Staff Governor for a term of two years from 13 July 2023 to 12 July 2025.**
- 3. Approved the appointment of Lyn Dance as Deputy Designated Safeguarding Lead Governor in line with her term of office.**
- 4. Approved the appointment of Lyn Dance as SEND Link Governor in line with her term of office.**
- 5. Approved the appointment of Tony Dover as Health and Safety Link Governor role in line with his term of office.**
- 6. Considered the imminent vacancy on the Board left by Helen Ridler, and the need for an individual with HR expertise to replace her.**
- 7. Considered the imminent vacancy on the Board left by Liz Narey, and the need for an individual with financial expertise to replace her.**
- 8. Approved the formation of a new EWG and approved the membership of the group as follows: KB, MB, MF, SH (Chair), PL, LN until 5 October.**
- 9. Approved the appointment of Trish Burton as an Honorary Vice-President of the College.**
- 10. Confirmed the Board size at 17 Members.**

#### **49/23 Minutes of the Meeting of 25 May 2023**

The minutes of the meetings were approved as a true record and signed by the Chair.

#### **50/23 Matters Arising from the Minutes and Actions Matrix**

Members were provided with an Actions Matrix and noted the status update of each item.

#### **51/23 Principal's Update (C)**

MB provided an update on activity in the College since the last meeting.

The update covered:

- Overview and staffing
- Sector update
- Recruitment
- LSIP and accountability statements
- Construction Centre
- GC Zero
- Progress against Operating Plan for 2022/23 and KPIs
- Proposed Operating Plan for 2023/24

Reading from the Ofsted report from November 2022, MB reminded Members of some of the highlights of the year and the reason why the College exists.

Members reviewed the progress against the Operating Plan for 2022/23 and KPIs and noted the proposed Operating Plan for 2023/24.

**RESOLVED: Members noted the Principal's Update.**

#### **52/23 Student Progress Update (C)**

KM provided an overview of the quality and performance of the curriculum up to the end of May 2023.

Good progress has been made against the actions in the QIP.

The College continues to complete sample checks through deep dives completed by internal and external reviewers.

KM provided an update on the External Review of CS1 and the Internal Review of Hair and Beauty, as provided to C&Q.

**RESOLVED: The Student Progress Update was noted. The actions, strategies and interventions will be monitored at C&Q.**

#### **53/23 Student Experience Update (C)**

DK presented an update on learner experience at the College.

A Member asked how the College's assures itself that it is not missing any significant feedback in terms of the response rates to surveys. DK answered that the College provides other ways of capturing feedback through learning walks, student forums and focus groups.

**RESOLVED: The Board noted the update on learner experience.**

#### **54/23 HR Update (C)**

CRM provided Members with an operational update on progress against key priorities in the College's People and Culture Strategy.

The College is moving into the second year of the People and Culture Strategy which has been distilled into the Operating Plan.

**RESOLVED: The HR Update was noted.**

## **55/23 Financial Matters (C)**

### **Management Accounts**

AB took Members through the Management Accounts to May 2023.

**RESOLVED: The Management Accounts were noted.**

### **Approval of 3-Year Financial Plan**

AB provided an update on the College's 3-Year Financial Plan and reported movements from the plan previously submitted.

Members were requested to approve the 2023/24 budget and 3-Year Plan for submission to the ESFA.

**RESOLVED: The Board approved the 2023/24 budget and 3-Year Financial Plan for submission to the ESFA.**

### **Implications of ONS reclassification for the College**

Members had received a paper prepared by the Financial Controller summarising the implications of ONS reclassification for the College.

In November 2022, the Office for National Statistics (ONS) announced that it had reclassified colleges into the central government sector with immediate effect. Following this reclassification, colleges (and their subsidiaries) are now part of central government. They continue to be self-governing charities regulated by the Secretary of State for Education but are now subject to the framework for financial management set out in Managing Public Money (MPM).

The Government response sets out the position in relation to the following key areas where MPM applies:

- Borrowing
- Write offs and losses
- Special payments including severance, compensation and ex-gratia payments
- Indemnities, guarantees and letters of comfort
- Novel, contentious and repercussive transactions
- Asset disposals
- Senior pay controls

Many of the requirements of MPM are good common sense, and exemplify sound financial management. However, they do impose additional restrictions on the College to govern itself. In particular, the definition of 'novel, contentious and repercussive' is unclear.

The requirements have been incorporated into the Financial Regulations and other associated procedures to ensure the College complies with MPM, operates within delegated limits and identifies when DfE approval is required. The Financial Regulations were presented for approval later in the meeting.

In March 2023, the ESFA requested colleges to complete an 'MPM return' covering the period 29 November 2022 to 31 March 2023 to provide assurance that they have complied with the new requirements. The College provided evidence to support its MPM return as part of the ESFA validation work but there has been no further update since. The return had been submitted to the Audit Committee and was included in the Board papers for information.

A new section covering the requirements has been added to the ESFA's Regularity Self-Assessment template for completion in the autumn and MPM has been incorporated into the external audit plan.

**RESOLVED: The Board noted the report.**

## **56/23 Audit and Compliance: (C)**

### **Health and Safety**

MB presented the Health and Safety Monthly Report for May 2023.

KB has continued to meet termly with James Billingham and recently Dave Alma in her role as Health and Safety Link Governor. Tony Dover will now take on this role.

**RESOLVED: The Board noted the report and the current assessment of the College's Health and Safety arrangements.**

### **Risk Management Update**

AB provided an update on significant changes to the Principal Risk Register, as reported to the last Audit Committee meeting.

**RESOLVED: The Risk Management Update was noted.**

### **Sub-contracting Update**

AB presented the latest Sub-contracting Update.

As part of the ESFA sub-contracting standard, ICCA have undertaken an external review of the sub-contracting controls in place against the standard and provided a completed certificate of compliance for submission to the ESFA.

**RESOLVED: The Board noted the current College position on subcontracting.**

## **57/23 Approval of Policies**

Members reviewed the following policies and noted the changes listed on the policy front sheets.

- **Student Funds Policy**
- **Admissions Policy**
- **Reserves Policy**
- **Financial Regulations**
- **Board Conflicts of Interest Policy (recommended by GRS)**
- **Governor Eligibility Policy (recommended by GRS)**
- **Senior Staff Remuneration Policy (recommended by SSEC)**

**RESOLVED:** The policies were approved.

#### **58/23 Items for Notification (C)**

Members had been provided with copies of the following items for notification:

- **External Audit Plan for 2023/24 and Letters of Engagement (from Audit)**
- **Internal Audit Plan for 2023/24 (from Audit) and RSM Briefings**
- **Managing Public Money Return (from Audit)**
- **SED and Access and Participation Plan (from March C&Q)**
- **Annual Leasing Summary Update (from GFM)**

**RESOLVED:** The items for notification were noted.

#### **59/23 Committee and Subsidiary Company Minutes and Reports: (C)**

- **Betaris 14.06.23**
- **GFM 14.06.23**
- **GPS 14.06.23**
- **NCD 14.06.23**
- **Audit 14.06.23**
- **GRS 07.06.23**
- **C&Q 23.05.23 and 29.06.23**
- **Link Governor Reports – SH/MJ/LD**

Members had been provided with access to the above committee and subsidiary company minutes and reviewed the reports from the Committee Chairs in the papers.

#### **GRS**

SH highlighted the need for an External Governance Review to be carried out by July 2024. GRS has asked JC to issue the scope/commence the tender process.

The Board was requested to delegate authority to GRS to carry out the tender process and approve a reviewer.

The Annual Governance Self-Assessment will be sent out by the end of term for response by the autumn, to feed in to the above. SH and WA urged governors to complete the survey honestly and constructively so that the Board can consider any actions required to improve the effectiveness of governance.

SH echoed KA's presentation at the start of the meeting regarding the need to enhance the security of governor information in line with the College's cyber security arrangements.

SH reported that GRS had approved a new Governor Training Policy and Plan, which was included in the governance papers for information.

Members discussed the success of alternate strategy/business Board meetings this year and whether there is sufficient time for discussion without dedicated strategic planning days as well. A question will be included in the Annual Governance Survey.

GRS recommended the Board Conflicts of Interest Policy and Governor Eligibility Policy to the Board for approval.

### **Link Governor Reports**

SH gave a verbal report on his involvement with the recent College cyber exercise. He has passed his comments to KA. The report is awaited from the external organisation. SH would like to see this before briefing the Board more fully.

MJ reported that she had attended a Safeguarding Link Governor Visit with DK when they had discussed the new KCSIE filtering and monitoring guidance and a GC magazine article written by DK about the threat of Incel and the Manosphere. They had talked through the process for absent students, the monitoring of staff in 'out of school' settings, e.g., apprentice workplace supervisors and how GC safeguarding statistics compare with national rates.

SH had meet with DK as Link Governor for Wellbeing. SH had raised a question earlier in the meeting regarding wellbeing provision for staff since the College's Mental Health Lead is focused on students.

SH and LD had undertaken a visit to Harbour House to sample the SEND provision as part of SH's handover to LD as SEND Link Governor.

WA thanked the Members for their input and engagement with the College as Link Governors.

**RESOLVED: The reports were noted and endorsed.**

**The Board delegated authority to GRS to carry out the tender process and approve a reviewer for the External Governance Review due by July 2024.**

## **60/23 Governance Matters**

**Annual Review of Board and Committee Terms of Reference and Agenda Cycles**

Members reviewed the Board, Audit, C&Q, GRS and SSEC Committee Terms of Reference and Agenda Cycles for the coming year 2023/24, which are reviewed annually and had been considered at committee level.

**RESOLVED: The Terms of Reference and Agenda Cycles for 2023/24 were approved.**

### **Regulatory Developments**

JC presented a paper which included details of the following matters and the actions to be taken in relation to each of them:

1. Mental Health
2. Funding/Financial Sustainability/Audit/Risk
3. Curriculum
4. Ofsted
5. Legislation
6. Cyber
7. Accountability Agreements
8. Sustainability
9. Governance
10. Governor Training and Development

**RESOLVED: The Board noted the regulatory developments since the last meeting and the actions taken as a result.**

### **Governor Learning and Development Activity**

Members had been provided with the record of Governor Learning and Development activities since the last meeting and a Learning and Development Report from HM.

A new Governor Training Policy and Plan approved by GRS was included in the papers for information.

The Chair thanked Members for their impressive involvement with link and development activities outside of Board meetings, which is hugely appreciated by the Board and the College.

He thanked Members, the Executive Team and the Governance Professional for their support during his first year as Chair and commented that he had enjoyed it and there is a lot to be proud of at the College.

**RESOLVED: The Board noted the Governor Learning and Development activities, which enrich Governors' understanding and oversight of the College.**

WA noted that it was HR's last meeting as a governor and thanked her for the excellent contribution she had made to the Board and the College during her term of office. It was greatly appreciated and she will be missed.



WA also noted that PH had stepped down as a Co-opted Member and Chair of the EWG and recorded thanks to him for continuing to chair the group through to completion of the GC Zero project following the end of his term of office as a governor.

**61/23 Date and Time of Next Meeting**

Business Board Meeting – 5 October 2023, C128a/b, Gloucester Campus, 4pm.