

**Minutes of the meeting of the Corporation held on Wednesday 29<sup>th</sup> March at 5.00pm  
Conference Room – Southport College**

**Present:** Paul Walker (Chair of the Corporation)  
Mark Aberdein (Independent Member)  
Laura Bell (Vice Chair of the Corporation)  
Margaret Boneham (Independent Member)  
Michelle Brabner (Principal)  
Catherine Durr (Staff Governor) (from item 8)  
Rob Firth (Independent Member)  
Roderic Gillespie (Independent Member)  
Diane Hutchinson (Independent Member)  
Alex Kenny (Independent Member)  
Mo Kundi (Independent Member)  
Susannah Porter (Independent Member)  
Katy Robinson (Independent Member)  
Tom Rowe (Staff Governor)

**In Attendance:** Paris Bonwick (AP MIS and Apprenticeships)  
Mark Burrows (VP Curriculum and Performance)  
Lisa Farnhill (Clerk to the Corporation)  
Adam Gordon (Health and Safety Officer (up to and including item 4 only))  
Stephen Musa (AP Student Experience and Welfare)  
Victoria Wickington (AP Teaching, Learning and Quality)  
Kevin Williams (Director of Finance and Facilities)

**Apologies:** Heather Austin (Student Governor)  
Alex Gamil (Independent Member)

**Absent:**

Minute No.	Minutes	Action
C.23.70	<b>WELCOME AND INTRODUCTIONS</b> The Chair opened the meeting by welcoming members and attendees.	
C.23.71	<b>ITEM 1: APOLOGIES FOR ABSENCE</b> <b>(Item 1 and 2 were addressed after item 3)</b>  The apologies of Alex Gamil were accepted, noting she would join later via videoconferencing if possible. Members noted that staff governor, Catherine Durr, would be arriving late due to supporting a student event.  <b><i>Item 1 accepted: The Corporation accepted the apologies for absence or late arrival.</i></b>	

Minute No.	Minutes	Action
C.23.72	<p><b>ITEM 2: DECLARATIONS OF INTEREST</b></p> <p>The standing interests were noted, with it clarified there would be a Part B of the meeting without the presence of staff and student governors due to the nature of discussions to be held.</p> <p><b><u>Item 2 noted:</u></b> <i>The Corporation noted the declarations made and intentions to withdraw.</i></p>	
C.23.73	<p><b>ITEM 3: GOVERNOR TRAINING: HEALTH AND SAFETY (Delivered ahead of item 1)</b></p> <p>The Health and Safety Officer presented to members and attendees a comprehensive summary of different legislation, regulations, and guidance that needed to be adhered to in order to ensure all areas of the college business were safe, healthy and compliant.</p> <p>For each area, in addition to having the guidance and regulations outlined, governors were provided with an overview of responsibilities, staff involved and review periods, highlighting the importance of recording and documenting evidence.</p> <p>The item concluded with the Clerk highlighting the level of accountability held by governors, with the Health and Safety Officer thanked for his time, energy and commitment to compliance. Members confirmed the training slides would be circulated.</p> <p><b><u>Item 3 noted</u></b></p>	
C.23.74	<p><b>ITEM 4: MINUTES FROM THE 14<sup>TH</sup> DECEMBER 2022</b></p> <p>The Chair invited members to raise points of inaccuracy and matters arising not detailed in the report under item 6.</p> <p>With no corrections or additional matters arising, the minutes were approved.</p> <p><b><u>Item 4 - approved:</u></b> <i>The Corporation approved the minutes of the meeting of the Full Corporation on 14<sup>th</sup> December 2022.</i></p>	
C.23.75	<p><b>ITEM 5: MATTERS ARISING/ACTION SUMMARY</b></p> <p>The Clerk confirmed a number of long-standing actions and matters were now fully resolved. This included governor succession planning and appointments, the implementation of data dashboards and establishing the Board's risk appetite.</p> <p>The only matter outstanding was in relation to the Critical Incident Management Plan, with the review deferred to April due to staff absence.</p> <p>The Chair introduced the updated process for presenting Committee updates, ensuring the information circulated provided a rounded 360 view of the paper, now including committee comments, questions and challenge. Members noted this, along with improved summaries facilitated the separation of full reports from the executive summaries, allowing a high level overview with the option to delve into detail without feeling over faced by the length of the paper pack.</p>	

Members were advised further questions and Corporation comments were still encouraged, and that this was only intended to ensure Committee review and impact was evident and to avoid duplicating Committee questions at Corporation.

**Item 5 – Noted**

**C.23.76 ITEM 6: CONFIDENTIAL ITEMS**

The Chair confirmed that the Part B minutes were proposed as confidential, however, nothing further was considered to require redaction ahead of publication. Members agreed the cost savings plan to be discussed as part of the staff pay award would need to be reviewed without the presence of staff and students.

***Item 6 – Noted: The Corporation resolved to approve the Part A minutes for publication, to maintain Part B minutes as confidential and to review the proposed savings plan without the presence of staff and students.***

**C.23.77 ITEM 7: GOVERNANCE MATTERS**

**7.1 - Chair's Report**

The Chair provided a summary of activities undertaken on behalf of the Governing Board in his Capacity as Chair, which included attendance at a number of regional and national meetings. Members were advised of the heavy focus on pay and funding as a sector wide issue.

**7.2 – Link Governor Updates**

The lead link governor updated the Corporation on the outcome of a number of meetings with the Clerk and new Vice Principal Curriculum and Performance around a full review of the scheme. Members noted the intention to make it more effective, including improvements to tracking, recording and monitoring visits and impact.

Members were informed of plans to seek input into the revision, with it clarified the intention was to incorporate the opinions of governors and staff. It was agreed the reach of input from staff would be considered further ahead of circulating the survey.

Members noted the timeframe, with the revised scheme to be reviewed at Governance in June then presented for Corporation approval at the last meeting of the academic year, to ensure it will be in place for the start of 2023/2024.

Members agreed the scheme had previously been more effective and as volunteers, the onus needed to be on the staff to initiate the visits. Governors were described as an underutilised resource, eager to offer more support, better utilise their skills and experience a greater connection to the College. Some members highlighted they had been proactively contacted and had positive experiences of the link scheme, agreeing that consistency and recording needed to be a focus of the revision.

The Principal provided details of how this may be questioned during a visit from Ofsted, providing an example question to members of the Board around what members do to support and have impact, often misunderstood as what they have been asked to do rather than how they have proactively utilised their skillset. Members agreed a well-run scheme would be mutually beneficial, thanking the Lead Link governor for his work in driving forward the improvements.

**7.3 – Training**

The Clerk reminded the Corporation of the process for reporting the completion of training, with this now of more significance due to the requirement to report this within the financial statements as a condition of funding. A number of members were noted to have attended the Northwest Governance Conference, with others having participated in the Meeting Local Needs webinar earlier that week.

***Item 7 – Resolved: The Corporation noted the governance updates, resolving to support and participate in the review of the link governor scheme survey to be circulated after the Easter break.***

**C.23.78 ITEM 8: PRINCIPAL’S REPORT**

The Principal advised the Corporation that her report provided a high level summary of all areas of the business, focusing the in meeting summary on progress around the pay award negotiations and work towards meeting the Skills Bill requirements.

Members supported the proposed format for completing their review of how well the college met skills needs and agreed to convene a short extraordinary meeting as part of the Strategy Event to ensure that the Accountability Statement was approved without the need to apply for an extension.

Members discussed recent Ofsted activity, noting the emerging trend for more traditional FE colleges achieving significant contribution for the enhanced skills element.

Members noted the value of the new KPI scorecard in emphasising the progress of the college and areas for improvement. The Principal confirmed the intention was to offer transparency and oversight to the whole Corporation by providing the overall scorecard within her report, however, it was not intended for this to be scrutinised here as the relevant sections would be used within Committee reports and discussed at Committee level.

The operational detail was highlighted, with members advised to ensure it was used to support strategic oversight and to be cautious of straying into operational discussions when reviewing some of the lines. Members considered how best to use the information, with it agreed only reporting ‘red’ areas risked overlooking emerging risks and prevented the celebration of improvement. The VP Finance and Facilities advised against only reporting by exception, with more rounded view considered to better support the oversight of risk management, with this likely to be reflected within the upcoming internal audit on leadership and management.

The item concluded with a summary of progress in curriculum development, an outline of safeguarding work as well as community engagement and the sharing of individual successes. Members passed on their congratulations to the Head of Inclusion, who had presented nationally on the effective and supportive transition programme that supported learners joining Southport College, and the AP Teaching, Learning and Quality for concluding her training to become an Ofsted Inspector.

***Item 8 – Resolved: Members resolved to accept the update, offering ongoing support for the Principal and VP Finance and Facilities in their ongoing pay negotiations. Members agreed to incorporate the approval of the Accountability Statement into a short meeting during the Strategy Event.***

Minute No.	Minutes	Action
C.23.79	<p><b>Item 9: WEBSITE COMPLIANCE REPORT</b></p> <p>The AP MIS and Apprenticeships summarised the report, highlighting areas of non-compliance and detailing actions to address this, with some being an issue of timing, due to checks being ahead of Corporation approval for new policies.</p> <p>The Clerk summarised the requirement for the Board to ensure the website was compliant, which was presented annually, with internal checks completed at three points each year. Members highlighted how the report did not receive Committee scrutiny ahead of Board review, agreeing termly reviews could be undertaken by the Audit Committee as a compliance matter, with an annual assurance report still being presented to the Corporation.</p> <p>Members discussed the need for oversight of a policy register to ensure timely reviews, with the register including verification of the upload of policies to the website.</p> <p><b><i>Item 9 – Resolved: The Corporation resolved to accept the update subject to assurance of termly compliance checks being reported to the Audit Committee.</i></b></p>	AP MIS & App. /AC
C.23.80	<p><b>ITEM 10: REPORTS AND RECOMMENDATIONS OF THE RESOURCES COMMITTEE</b></p> <p>The Committee Chair summarised the work of the Committee, including the reports received and scrutinised that had not been presented for information or approval.</p>	
C.23.81	<p><b>Item 10.1: HE Tuition Fees for 2023/2024</b></p> <p>The VP. Finance and Facilities clarified that there were no changes recommended with the review by the Committee having taken into account the restrictions around registration with the OfS and the decision of the Corporation at the strategy event. The Corporation accepted the recommendation of the Resources Committee and approved the fee policy for 2023/2024.</p> <p><b><i>Item 10.1 – Approved: Members resolved to approve the Tuition Fees for 2023/2024.</i></b></p>	
C.23.82	<p><b>Item 10.2: ESFA Financial Health Dashboard</b></p> <p>The dashboard detail was noted by the Corporation, including arrangements for accessing the dashboard directly. The VP Finance and Facilities informed the Corporation that the financial health grade for 2021/2022 had been confirmed as 'Outstanding', highlighting how a technical pension adjustment of £50,000 had resulted in the shift from 'good'. Members congratulated the VP and his team for their efforts in improving the college's financial health, acknowledging difficulties in maintaining this in the current climate.</p> <p><b><i>Item 10.2 – Noted</i></b></p>	
C.22.83	<p><b>Item 10.3: Financial Forecasts, MOT Returns and Updated CFFR</b></p> <p>The VP. Finance and Facilities confirmed that the Resources Committee had reviewed and approved the updated Financial Forecasts, asking the Corporation if they required a summary of the adjustments. Members thanked the Committee for their review and presented no further questions or comments.</p>	

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	<b><u>Item 10.3 – Resolved:</u> The Corporation resolved to accept the update.</b>	
C.23.84	<b>ITEM 11: AUDIT COMMITTEE UPDATE</b> On behalf of the Committee Chair, who was unable to be in attendance the Clerk informed the Corporation that the Committee had met earlier in March, with the business detailed in the circulated minutes.	
	Key points were highlighted to the Corporation, including the reports of the internal auditors, with the VP Finance and Facilities advising of the decision to bring forward the review of payroll, now to be reviewed as the first audit in the new academic year.	
C.23.83	<b>Item 11.1: Whistleblowing and Fraud Policies</b> The VP. Finance and Facilities informed the Corporation that a review of the policies resulted in minimal changes, with additional clarity added to reporting procedures as a result of Committee feedback. Members proposed that this was a good example of how the new Committee feedback reporting process was working well, with Committee discussion and suggested amendments clearly indicated on the executive cover. The Corporation accepted the recommendation and approved the policies.	
	<b><u>Item 11.1– Approved:</u> The Corporation resolved to approve the policies.</b>	
C.23.84	<b>Item 11.2: Appointment Of The External Auditors Including Fees</b> The Corporation reviewed the recommendation and approved reappointment of Wylie and Bisset for a term of three years.	
	<b><u>Item 11.2 – Approved:</u> The Corporation resolved to approve the appointment.</b>	
C.23.85	<b>Item 11.3: Data Retention Policy and Updated Privacy Statements Report</b> The DPO summarised the updates to the policy and statements, outlining the questions and challenges presented by the Committee, with the Corporation accepting the recommendation of the Committee and approving the policies.	
	<b><u>Item 11.3 – Approved:</u> The Corporation resolved to approve the retention policy and updated Privacy Statements.</b>	
C.23.86	<b>Item 11.4: Fraud Report</b> The Corporation reviewed the report and subsequent Committee update as circulated and accepted that tightened procedures would prevent a recurrence and that due process had been followed.	
	<b><u>Item 11.4 – Resolved:</u> The Corporation accepted the assurances provided by the Fraud Report and Committee review of the outcomes of the investigation.</b>	
C.23.87	<b>ITEM 12: STANDARDS COMMITTEE UPDATE</b> The Committee Chair summarised the Committee work, highlighting that it had been the first as Chaired by the new Chair and reported to by the new VP for Curriculum and Performance.	
	The Committee Chair summarised the meeting, stating he had been impressed with the student focus and cohesion between reports, with triangulation between the strategic objectives and evidence of student	

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	experience and data, providing reassurance of progress and evidence of awareness where further improvement is necessary.	
<b>C.23.88</b>	<p><b>Item 12.1: Careers Education Policy</b> The AP Student Experience and Welfare summarised the changes, thanking the Careers Link Governor for his support and suggested improvements provided as part of the review process.</p> <p><b><u>Item 12.1 – Approved: The Corporation resolved to approve the updates to the policy.</u></b></p>	
<b>C.23.89</b>	<p><b>Item 12.2: Provider Access Policy</b> The AP Student Experience and Welfare explained the new policy, linked to the Careers Education Policy and had been introduced to ensure compliance with new regulatory requirements. It was clarified that the response to the ‘Baker Clause’ ensured students had access to external advice and guidance on a broad range of opportunities, with a requirement to provide access to external agencies and in approving this, the college would have met seven of the eight Gatsby Benchmarks.</p> <p>Members discussed the challenges in achieving the eighth, relating to the appointment of a Level 6 Careers Advisor, clarifying that students had not been negatively impacted. Assurances were provided, confirming students had access to progress tutors as well as appointments with an external careers’ advice service. Members asked about the financial implications, with it confirmed the external advisor was funded using the salary budget for the vacant Careers Advisor position.</p> <p><b><u>Item 12.2 – Approved: The Corporation resolved to approve the new Provider Access Policy.</u></b></p>	
<b>C.23.90</b>	<p><b>Item 12.3: MSR Policy</b> The AP Student Experience and Welfare informed the Corporation that the policy had previously been internally reviewed and approved, however, was presented for ratification following a review of recommended approval levels for the policy. The Corporation was informed that there had previously been separate academic and conduct policies, with the updated MSR as presented now one combined policy, implemented following a recommendation by the internal auditors, with this having been discussed with the Standards Committee ahead of implementation.</p> <p>Members noted the review of this policy would now be assigned to the Standards Committee, with approval remaining with the Corporation.</p> <p><b><u>Item 12.3 – Approved: The Corporation resolved to ratify the approval of the MSR Policy.</u></b></p>	
<b>C.23.91</b>	<p><b>Item 12.4: Admissions Policy</b> AP Student Experience and Welfare summarised the recommended updates, intended to support every learner and community member in understanding that there would be a course available for them at Southport College.</p> <p>Members commended the individualised approach, described as more equitable and inclusive enrolment, confirming it supported and underpinned the culture of the College.</p>	

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	<p>Members received examples of students having enrolled without formal qualifications and thrived, highlighting the benefit to the student as well as the college, with the reputation of the college being positively promoted by the student and their family, leading to additional enrolments.</p>	
	<p><b><u>Item 12.4 – Approved:</u> The Corporation resolved to approve the updates to the admissions policy.</b></p>	
C.23.92	<p><b>Item 12.5 – HE Curriculum Development Update: Ratification of Strategy Event Decision</b></p> <p>The VP reminded the Corporation of the decision at the strategy event, confirming this had been reviewed and endorsed by the Standards Committee. The Corporation formally endorsed the decision, with the process for withdrawal summarised.</p> <p>Members questioned the impact on students, including those in the first year of a two-year course. Members were assured that there would be a full teach out for those enrolled, with the Student Loans Company having agreed to continue to offer funding for 2023/2024 even if the OfS de-registration took place summer of 2023.</p> <p>Members noted the intention to de-register in July 2023, however, would be led by the OfS with regards to whether this would be permissible with 9 students continuing into the second year of a two-year programme of study.</p> <p><b><u>Item 12.5 – Resolved:</u> The Corporation resolved to ratify the decision of the Corporation made during the Strategy Event, to withdraw from the HE market. It was agreed the College would no longer offer HE courses to new students from 2023/2024 and would seek to de-register with the OfS as soon as practical, subject to the teach out of students on a two-year program of study.</b></p>	
C.23.93	<p><b>12.6 – Complaints Reporting</b></p> <p>The report, as presented to the Standards Committee was summarised, drawing out key themes and offering assurances of updated processes where complaints had been upheld.</p> <p>Members discussed the sector-wide increase in complaints, which was replicated in other industries and considered to be an after-effect of the Pandemic. Members felt assured that complaints were being properly investigated and addressed.</p> <p>Members discussed the high number of complaints linked to students with SEND and asked for additional information around the upheld SEND complaint and for clarity around processes for communicating additional support needs. Members commented on how this had always been a strength of the college, with assurances given that it remained a strength, with it noted that this had been as a result of agency staffing, with processes now amended to ensure new and agency staff were immediately aware of student needs.</p>	
	<p><b><u>Item 12.6 – Resolved:</u> The Corporation resolved to accept the assurances provided by the complaints information.</b></p>	
C.23.94	<p><b>ITEM 13: REPORTS OF THE GOVERNANCE COMMITTEE</b></p> <p>The Committee Chair summarised the work of the Committee for the Corporation, confirming that the minutes as circulated provided the relevant</p>	



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	<p>details of what was described as a productive meeting. The Chair highlighted the work done towards improving the flow of communications, confirming this meeting had seen the first set of papers following the new process.</p> <p>The Corporation were advised of progress against the Governance Development Plan, including detailed discussions around the Skills Bill requirements and progressing with the next external review of governance.</p>	
<b>C.23.95</b>	<p><b>Item 13.1: Member Appointment: Kashfa Kalim</b></p> <p>The Panel summarised the recruitment process, applications and the skills and experience of the recommended candidate. Members agreed that the recommended candidate would be an asset to the Standards Committee as well as being a well-rounded and highly skilled governor, able to contribute well to wider Board business, having considerable experience of change management and stakeholder engagement. The Clerk confirmed all checks had been completed and were satisfactory, with the appointment unanimously approved for a term of four years, subject to DBS clearance.</p> <p>Members discussed vacancies, advertising, and appointment processes, agreeing that the Board was cohesive, with new appointments needing to enhance the balance of skills, experience and characteristics whilst maintaining the supportive culture. Members considered the benefits of 'positive disruption' from diverse opinions, noting that the dynamics of the team supported this, with the transparent culture and mutual respect facilitating healthy debate and considered to be a strength of the Board.</p> <p><b><i>Item 13.1 – Resolved; The Corporation resolved to accept the recommendation of the Panel and approved the appointment of Kashfa Kalim for a term of four years.</i></b></p>	
<b>C.23.96</b>	<p><b>Item 13.2: Governance Self-Assessment and ERG Planning</b></p> <p>The Clerk informed the Corporation of the endorsement for using the process used in the previous year, with minor amendments to include new inclusion questions in the survey, offering a review meeting to staff and student members and the opportunity to contribute to the Clerk's appraisal via the meeting held with the Chair and Vice Chair. Members noted that dates for reviews would be made available shortly, likely to be circulated in the newsletter that was in draft and ready to be sent.</p> <p>Members agreed that this would satisfy the statutory requirements alongside offering the opportunity to provide detailed feedback for a genuine self-assessment and continuous improvement.</p> <p>Members received an update on planning for the external review, thanking the Clerk and Committee for their work on this.</p> <p><b><i>Item 13.2 – Approved: The Corporation accepted the Committee's recommendation to offer staff and student governors the opportunity to participate in the annual one to one meetings and for the new questions to be added to the SAR questionnaire.</i></b></p>	
<b>C.23.97</b>	<p><b>CLOSING COMMENTS (PART A) AND DATE OF NEXT MEETING</b></p> <p>The Chair confirmed there would be a Strategy Half Day on May 10<sup>th</sup>, incorporating a short meeting of the Corporation.</p> <p>The SLT were thanked for their work in preparing reports for the meeting, with members thanked for their time in reading the papers and preparing questions and comments.</p>	

**Minute  
No.**

**Minutes**

**Action**

Part A closed at 7pm.

All staff, including governors and attendees, withdrew, with the exception of the VP Finance and Facilities

**\*Part B after the page break**