

**Minutes of the meeting of the Corporation
Wednesday 5th July at 5pm
Innovation Centre (Southport College) and through MS Teams**

Present: Paul Walker (Chair of the Corporation) (via videoconferencing facilities)
Mark Aberdein (Independent Member) (to item 8)
Laura Bell (Independent Member and Vice Chair of the Corporation)
Michelle Brabner (Principal)
Catherine Durr (Staff Governor)
Rob Firth (Independent Member)
Alex Gamil (Independent Member)
Roderic Gillespie (Independent Member) (via videoconferencing facilities)
Diane Hutchinson (Independent Member)
Kash Kalim (Independent Member)
Alex Kenny (Independent Member) (via videoconferencing facilities)
Susannah Porter (Independent Member)
Tom Rowe (Staff Governor)

In Attendance: Paris Bonwick (AP MIS and Apprenticeships)
Mark Burrows (Vice Principal – Curriculum and Performance)
Lisa Farnhill (Clerk to the Corporation)
Victoria Wickington (AP Teaching, Learning and Quality)
Kevin Williams (Vice Principal of Finance and Facilities)

Apologies: Heather Austin (Student Governor)
Margaret Boneham (Independent Member)
Mo Kundi (Independent Member)
Stephen Musa (AP Student Experience and Welfare)
Katy Robinson (Independent Member)

Absent: PJ (Paul) McGregor (Student Governor)

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C.23.116 TRAINING – UNDERSTANDING THE BUDGET

As recommended by the Resources Committee, all members had the opportunity to attend a detailed presentation of the budget ahead of the meeting commencing. The presentation outlined the forecasts, including a detailed breakdown of the evidence the assumptions were based upon.

Members noted that the slides will be circulated for reference.

Training Attendees:

Mark Aberdein (Independent Member)
Laura Bell (Independent Member and Vice Chair of the Corporation)
Catherine Durr (Staff Governor)

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	Rob Firth (Independent Member) Diane Hutchinson (Independent Member) Kash Kalim (Independent Member) Susannah Porter (Independent Member) Tom Rowe (Staff Governor) Alex Gamil (Independent Member)	
C.23.117	Item 1: WELCOME AND APOLOGIES FOR ABSENCE	
	<p>The Chair opened the meeting by welcoming members and attendees, highlighting how the meeting had been preceded by training on understanding the budget.</p> <p>The Clerk provided details of the reasons for absence, including detailing where members needed to leave early.</p> <p>It was confirmed that all those absent had been given the opportunity to provide comments or present any questions or challenges via the Chair or Clerk, but none had been submitted. With the meeting confirmed as quorate, apologies were accepted.</p> <p><u>Item 1 accepted:</u> <i>The Corporation accepted the absences.</i></p>	
C.23.118	ITEM 2: DECLARATIONS OF INTEREST	
	<p>Standing interests were noted. No interests were declared relating to items on the agenda.</p> <p><u>Item 2 noted:</u> <i>The Corporation noted the declaration made.</i></p>	
C.23.119	ITEM 3: MINUTES	
	<p>The Chair confirmed members had reviewed and were satisfied with the accuracy of the minutes as circulated for the meeting of 29th March 2023, and the extraordinary meetings of 10th May 2023 and 21st June 2023. With no corrections, the minutes were approved for publication subject to the redactions outlined under item 5.</p> <p><u>Item 3 approved:</u> <i>The Corporation approved the minutes of the meeting of the Full Corporation on 29th March 2023, 10th May 2023, and 21st June 2023.</i></p>	
C.23.120	ITEM 4: ACTIONS AND MATTERS ARISING	
	<p>The Clerk summarised the report, noting there were no new actions, with two not yet due, and outlined progress made.</p> <p><u>Item 4 - Noted:</u> <i>The Corporation accepted the update.</i></p>	
C.23.121	ITEM 5: CONFIDENTIAL ITEMS	
	<p>The Chair asked the Corporation to confirm Part B, from the meeting of March 29th, covering item 14 the Staff Pay Award should be maintained as a confidential minute. Members noted the June meeting had been called to</p>	

discuss the resignation of a SPH and recruitment of their successor, therefore had been a Part B meeting, however, agreed that the detail of the discussions themselves were not considered to be confidential and in the interests of full transparency, could be published.

Item 5 – resolved: The Corporation resolved to approve the minutes for publication, subject to the redaction of item 14 from March 29th 2023.

C.23.122 ITEM 6: GOVERNANCE MATTERS

6.1 - Chair's Report

The Chair provided a summary of activities undertaken on behalf of the Governing Board in his Capacity as Chair. This included:

- Fortnightly meetings with the Clerk to the Corporation
- Attendance at the OSCA's, a celebration of staff contributions and commitment
- Student awards at the Little Theatre, described as a wonderful event which had been well received, in particular seeing the pride of parents and carers at hearing about the achievements of students
- Half year appraisals of the Principal and Clerk
- Participating in the AOC Chairs Q&A sessions
- SPH recruitment process including preliminary discussions ahead of establishing the Panel
- Governor reviews, with gratitude to all those who attended, detailing feedback as constructive and being used to drive forward improvements and address the challenges of the college
- Attendance at the Pride of Sefton Awards
- Training on SmartLog
- A meeting with the Chair of Riverside College, with a view to working collaboratively sharing best practice and observing meetings.

6.2 – Link Governor Updates

The Chair invited members to deliver details of any link activity undertaken, noting a significant increase in attendance at celebratory and networking events. Members outlined events and activities attended and supported the introduction of a calendar of events to allow for forward planning and increased engagement, with this to be circulated with each Board pack.

6.3 – Governor Training

The Clerk advised of a new subscription to a webinar series, with members encouraged to attend live to participate, or to use the play back service to listen to the updates, which were all topical and relevant to their role.

Item 6 – Resolved: The Corporation resolved to accept the update.

C.23.123 ITEM 7: STRATEGIC CHALLENGES

Item 7.1: Principal's Report

The Principal summarised the report for the Corporation, with the following key points drawn to the attention of members:

- Advising of the signing and submission of the accountability statement by the original deadline, without the need to utilise the extension
- An Ofsted update, including local activity and updates to inspection processes
- Outcomes of the name change consultation received to date

- Forthcoming changes to the SLT structure, wishing well those retiring and relocating
- Informing governors of the end of year staff celebrations, asking them to inform the Principal if they would like to attend
- A detailed response to questions and concerns raised in the Audit Committee meeting relating to staffing. A comprehensive overview of exit interview outcomes and processes for staff to provide feedback through staff forums and the suggestion scheme. Advised of limited capacity for HR to conduct all exit interviews, with plans to trial online exit interviews with an option to request an in person meeting and self-select whether this is with HR, their line manager or member of the SLT
- An overview of the communications for the HE decision
- Reassurance over progress with recruitment, detailing posts filled since the Standards Committee, noting some strong appointments, and a positive shift in recruitment when compared to recruitment campaigns run in January
- A staff morale update, with positive action to tackle negativity and rumours
- A summary of the end of year presentations to staff on successes and challenges, including feedback from staff following the first presentation
- T Level update including timeline for publication of outcomes
- Highlights of recent staff and student awards and items for celebration

Members thanked the Principal for the update, with discussions and debate around staff morale and recruitment concerns, seeking further assurances that the student experience and curriculum planning was not at risk, with the Principal thanked for reassurances and transparency.

Members discussed the most at-risk areas, including actions to address underperformance, commending staff that had stepped in to support areas that were understaffed or underperforming. Members highlighted how this demonstrated loyalty and commitment, however, indicated it was not sustainable, reiterating the need to continue working on actions for long term solutions to staffing issues.

Item 7.1 – Resolved: Members resolved to accept the report and reassurances from the Principal relating to staffing concerns as raised by the Audit Committee.

C.23.124 Item 7.2: Strategic Plan (final)

The Principal summarised the updates and amendments made since approval in May including the removal of the growth target which had caused controversy and debate at the Strategic Event, highlighting how this was reflected within the financial health target.

The staff consultation outcomes were outlined, and members agreed annual targets based on outcomes could be reviewed at Committee level and circulated by email.

Members clarified how the staffing target would be measured, assured this would be reviewed by numbers and FTE to capture the full impact of actions for improvement, with staffing KPI's now included in the dashboard for termly oversight by the Resources Committee.

Members offered their approval for the strategic intentions within the 5-year strategic plan as follows:

1. A place where learners fulfil their potential
2. A place where people want to work and are supported in their careers
3. A place where employers develop their skilled workforce
4. A place at the heart of our communities.

To be overseen by the targets, clarifying the 5-year targets approved were:

1. Be in the top quartile of colleges in the Northwest region
2. 95% of learners progress to their chosen destination
3. An ESFA Financial Health rating of Good
4. Staff turnover to be below the sector norm as provided by the AoC

Item 7.2 – Approved: Members resolved to approve the updates to the Strategic Intentions and Targets, agreeing the annual targets could be circulated in the new academic year following the release of results.

C.23.125 ITEM 8: COMMITTEE UPDATES

Item 8.1: Standards Committee Update

The Committee Chair summarised the depth of discussions, highlighting how the Committee had commended the College's approach to teaching and learning, with students at the heart of decisions and processes. The Corporation was assured they had been presented with a clear understanding of areas for improvement, which had been interrogated at length, including the benchmarked outcomes data and staffing challenges, with the issues and actions summarised.

The Committee highlighted how the updated approach to curriculum planning and reporting, reflecting the three I's of the EIF had focused discussions and papers in the right areas, with it evident that the college knew and understood its learners, including their aspirations and challenges.

A member linked the summary to the presentation of the Principal's report, reiterating the importance of addressing staffing challenges in the context of student experience and achievement, with it clarified that the exit interview data presented did not differentiate between support and teaching staff.

The Committee reassured the Corporation that paper improvements, with clarity of information, clear data and KPI's ensure they could focus on areas for improvement whilst continuing to recognise and celebrate successes.

The Committee advised of improved curriculum planning processes, with further work to thread policies, procedures and processes as a long-term wider strategy as part of a robust quality system, with shorter, more meaningful policies. The Chair added that the Committee had asked for additional work on one policy, which it would not be recommending for Corporation approval. Members highlighted how high expectations were evidently embedded throughout the information presented, with action taken against underperformance with clear linkage to student aspirations and employer needs.

In concluding, the Committee Chair confirmed there had been robust challenge within the meeting, with papers scrutinised at length for the assurance of the Corporation, asking to draw the attention of members to

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	<p>areas it considered to be key strengths of the College, including safeguarding, learner voice and equality, diversity, and inclusion.</p> <p>The Corporation Chair thanked the Committee for the update, confirming it was evident there was both support and challenge, driven by improved papers.</p> <p><u>Item 8.1 - Noted:</u> The Corporation noted the update</p>	
C.23.126	<p>Item 8.1.1: Quality Strategy 2023/2024 The Committee Chair confirmed the strategy had been reviewed by the Committee and was presented for approval.</p> <p><u>Item 8.1.1 - Approved:</u> The Corporation accepted the recommendation of the Standards Committee and approved the Quality Strategy</p>	
C.23.127	<p>Item 8.1.2: Complaints Policy 2023/24 The Committee Chair confirmed the Policy had been reviewed by the Committee and was presented for approval.</p> <p><u>Item 8.1.2 - Approved:</u> The Corporation accepted the recommendation of the Standards Committee and approved the Complaints Policy</p>	
C.23.128	<p>Item 8.1.3: HE Student Protection Plan 2023/24 The Committee Chair confirmed the Plan had been reviewed by the Committee and was presented for approval.</p> <p><u>Item 8.1.3 - Approved:</u> The Corporation accepted the recommendation of the Standards Committee and approved the HE Student Protection Plan</p>	
C.23.129	<p>Item 8.1.4: Standards Committee Terms of Reference The Clerk summarised the changes, which were accepted and approved by the Corporation.</p> <p><u>Item 8.1.4 - Approved:</u> The Corporation accepted the recommendation of the Standards Committee and approved the updates to the Terms of Reference.</p>	
C.23.130	<p>Item 8.1.5: EDI including Public Sector Equality Duty Reporting The Corporation's attention was drawn to the summary of 2022/2023, including the meeting of the Public Sector Equality Duty requirements, noting that the updated long-term objectives were under consultation and would be reviewed by the Committee early in the new academic year.</p> <p><u>Item 8.1.5: Resolved:</u> Members resolved to accept the update.</p>	
C.23.131	<p>Item 8.1.6: Progress report relating to voluntary de-registration from OfS The Corporation Chair confirmed that following the review by the Committee, the letter had been amended, signed and submitted to the OfS, with the outcome of the request now pending.</p> <p><u>Item 8.1.6: Resolved:</u> Members resolved to accept the update.</p>	

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C.23.132	<p>ITEM 8.2: Audit Committee Update</p> <p>The Committee Vice Chair summarised the work of the Committee, highlighting the key discussion points from two meetings held. Members were advised of considerable debate and constructive challenge, particularly in relation to the Risk Management Plan as reviewed in June.</p> <p>Members were informed of the presence of the auditors within the meetings, as well as information around performance measures and high expectations in relation to the impact of the internal audit service, with constructive discussion resulting in positive actions.</p>	
C.23.133	<p>Item 8.2.1: Internal Audit Plan for 2023/24</p> <p>The Committee Vice Chair informed the Corporation that the Plan had been reviewed and was recommended for approval without amendment.</p> <p><u>Item 8.2.1: Approved:</u> <i>Members resolved to accept the recommendation of the Audit Committee and approve the Internal Audit Plan for 2023/2024.</i></p>	
C.23.134	<p>Item 8.2.2: External Audit Plan for 2022/23 Financial Statements.</p> <p>The Committee Vice Chair informed the Corporation that the Plan had been reviewed and was recommended for approval without amendment.</p> <p><u>Item 8.2.2: Approved:</u> <i>Members resolved to accept the recommendation of the Audit Committee and approve the External Audit Plan for auditing the 2022/2023 Financial Statements.</i></p>	
C.23.135	<p>Item 8.2.3: Risk Assurance Framework</p> <p>The Committee Vice Chair informed the Corporation that the Framework had been interrogated at length, as evidenced by the further assurances provided within the Principal's report. The Committee confirmed that the constructive discussions had been more in relation to concerns over the challenges faced by the College, with the Committee suggesting additional assurances and information was necessary to allow them to fulfil their responsibility for oversight and were not in relation to the Framework itself. The Committee confirmed that the Framework, including the risk register was fully endorsed by the Committee and recommended for approval.</p> <p><u>Item 8.2.3: Approved:</u> <i>Members resolved to accept the recommendation of the Audit Committee and approve the Risk Assurance Framework for 2023/2024.</i></p>	
C.23.136	<p>Item 8.2.4: Audit Committee Terms of Reference</p> <p>The Clerk assured he Board that the updates took into account the latest Post 16 Audit Code of Practice and reclassification guidance relating to the management of public funds. Other changes including the introduction of other areas of compliance and risk, including health and safety and critical incident and business continuity management.</p> <p><u>Item 8.2.4: Approved:</u> <i>Members resolved to accept the recommendation of the Audit Committee and approve the updates to the Terms of Reference for the Committee.</i></p>	
C.23.137	<p>Item 8.3: Governance Committee Update</p> <p>The Committee Chair summarised the work of the Committee, highlighting a considerable volume of work had been undertaken, both within the meeting</p>	

and in preparation for the meeting, as indicated in the documents presented for approval.

C.23.138 Item 8.3.1: Memberships Matters

The Corporation were advised of extensive work to improve the Link Governor Scheme, to ensure it had impact for the College and Corporation. Members were reminded of comments relating to the best use of their expertise and the benefits of learning walks, both of which were built into the plans, which saw new areas and a revised process for feeding back. Members were advised of considerable time invested into the review, which needed their full support to ensure it had the intended impact.

In asking for the full support and commitment of members, the Committee was asked to approve the link scheme and associated link areas. Members accepted the recommendation of the Committee to overhaul the process for managing the link governor scheme, and tentatively approved the governors linked to each area, with members encouraged to contact the Clerk or Chair with any requests for changes to linked areas.

The Corporation noted the successful governor recruitment campaign, resulting in two members recommended for appointment as independent governors, each for a term of four years. The Corporation agreed with the recommendation, which included the appointment of Elaine Small as a member of the Standards Committee, and Alex Barton as a member of the Audit Committee.

Members were advised the skills audit and comments within member reviews were used to direct the priorities within the Governor Training Plan, with this strengthened this year to include the SFCA webinar series, which would provide topical updates relevant to governors in the FE sector.

Members supported the final recommendation within the membership matters papers, approving the updates to the terms of reference.

Item 8.3.1: Approved: *Members resolved to accept the recommendation of the Governance Committee and approved the terms of reference, training plan and link governor scheme.*

The Corporation resolved to appoint Elaine Small and Alex Barton as independent governors, subject to the relevant eligibility checks, each for a term of four years.

The Corporation approved the allocation Elaine and the new student governor to the Standards Committee, and Alex Barton to the Audit with no other changes recommended to the Committee Structures for 2023/2024.

C.23.139 Item 8.3.2: Code of Governance

The Clerk explained that the code had been overhauled, and although not yet available in its final version, the Committee recommended, subject to the final being similar to the draft, that the Corporation adopt the Code upon release. The Corporation was assured this would be reviewed and revisited once the final version was published.

Item 8.3.2: Noted: *Members resolved to accept the recommendation of the Governance Committee and approved the ongoing adoption of the AOC Code of Good Governance, subject to review upon release of the final version of the revised Code.*

C.23.140 Item 8.3.3: Self-Assessment and External Review of Governance

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The Corporation accepted the recommendation to continue with the self-assessment process as used in 2021/2022 with only minor amendments to the survey.

The Committee explained the rationale for their recommendation in relation to the preferred provider for the external review of governance, which included flexibility of approach, extensive experience of governance, acknowledging the value of experience beyond FE as well as value for money from the extent of the review and low comparative cost.

Item 8.3.3: Noted: Members resolved to accept the recommendation of the Governance Committee and approved the ongoing use of the current self-assessment process. The Corporation approved the recommendation to sue the services of Governance4FE to complete the external review of governance.

C.23.141 Item 8.4: Resources Committee Update

The Committee Chair confirmed they had recommended the budget was presented in full to the whole Corporation to ensure everyone was fully aware of the position, highlighting the shift from the positive position a year earlier. The Committee Chair thanked the Vice principal Finance and Facilities for the quality of his work, highlighting how the accurate and transparent way updates have been presented ensured the Board were always fully apprised of the college's current financial position and incoming risks.

The Committee Chair summarised the work of the meeting held on 26th April with the Committee Vice Chair presenting the highlights from the 27th June meeting.

Members were assured by the comprehensive health and safety update and provided with an overview of the learner support fund usage and policy updates.

The Committee advised the Corporation that they had approved a new marketing strategy and had been impressed by and fully supported the revised approach for the Southport College Campus, represented by four pillars, Enterprise and Early-Years, The Art School, Centre for Construction, Centre for Health and Wellbeing.

The Committee Chair thanked the Vice Chair for having stood in when he had been unavailable, and confirmed there would be a working group for oversight of the T Level bids, inviting anyone interested to advise the Clerk of their interest.

Members

C.23.142 Item 8.4.1: Financial Regulations

The Committee Chair confirmed they had reviewed the Financial Regulations and were satisfied they accurately reflected updated guidance relating to Managing Public Money guidance and recommend the Corporation approve the updates.

Item 8.4.1: Approved: Members resolved to accept the recommendation of the Resources Committee and approved the Financial Regulations.

C.23.143 Item 8.4.2: Critical Incident Management Plan

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	<p>The Vice Principal confirmed subsequent to the Resources Committee meeting, the required updates had been made, which included some minor corrections to contact details following Committee review. Members noted the intention for a full overhaul to condense the plan into a more user-friendly format, which would be more accessible in the event of an emergency.</p> <p><u>Item 8.4.1: Approved:</u> <i>Members resolved to accept the recommendation of the Resources Committee and approved the Critical Incident Management Plan.</i></p>	
C.23.144	<p>Item 8.4.3: Revised Learner Support Funds Policy</p> <p>The Corporation noted the update from the Committee, allowing greater reach, supporting more learners, and utilising previous underspend. The Corporation supported the recommendation and approved the policies.</p> <p><u>Item 8.4.3: Approved:</u> <i>Members resolved to accept the recommendation of the Resources Committee and approved the learner support funds policies.</i></p>	
C.23.145	<p>Item 8.4.4: Financial Forecasts 2023/24 to 2025/26</p> <p>The Vice Principal Finance and Facilities asked if following the presentation ahead of the meeting, there were any further questions. Clarity was requested on benchmarking data in relation to staffing costs. The Vice Principal advised that the outsourcing of some services gave a more positive position. Members asked if those with more favourable staffing costs had a financial health grade of outstanding, with the Vice Principal indicating this was unlikely due to all being smaller colleges, with few of the smaller colleges able to achieve outstanding due to the economies of scale, adding that Southport College was the only two site college within this income bracket.</p> <p>The uplift to some apprenticeships was discussed and members asked for an update on the expected pay claim and were provided with an update of the Union position, AOC advice and proposed college approach.</p> <p><u>Item 8.4.4: Approved:</u> <i>Members resolved to accept the recommendation of the Resources Committee and approved the financial forecasts.</i></p>	
C.23.146	<p>Item 8.4.5: Health and Safety Policy and Statement of Intent</p> <p>The Committee confirmed they had reviewed the policies and recommended them for approval without amendment.</p> <p><u>Item 8.4.5: Approved:</u> <i>Members resolved to accept the recommendation of the Resources Committee and approved the health and safety policy and statement of intent.</i></p>	
C.23.147	<p>Item 8.4.6: Resources Committee Terms of Reference</p> <p>The Clerk summarised the updates, assuring the Corporation that they took into account the managing public money requirements as well as removing responsibility for critical incident management and health and safety, both moved to the Audit Committee as compliance and risk matters.</p> <p><u>Item 8.4.6: Approved:</u> <i>Members resolved to accept the recommendation of the Resources Committee and approved the updates to the Committee Terms of Reference.</i></p>	

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C.23.148	<p>ITEM 9: TIMETABLE OF MEETING FOR 2023/2024</p> <p>Members noted the update to the first meeting of the Governance and Remuneration Committee. The Clerk confirmed invitations would be sent for all meetings over the summer.</p> <p><u>Item 9: Approved:</u> <i>Members resolved to approve the schedule of meetings for 2023/2024.</i></p>	
C.23.149	<p>CLOSING COMMENTS AND DATE OF NEXT MEETING</p> <p>The Chair thanked members and attendees for their time and contributions. The Chair highlighted how the work already undertaken by each Committee, along with improved papers and KPI scorecard had a positive impact on the flow of the meeting, with only a high level presentation of items already reviewed in detail at Committee level. Members agreed the scorecard offered transparency and allowed them to focus on areas of risk and see the trajectory of travel and wished the staff a restful summer break.</p> <p>Those online thanked the college for the progress and investment in resources that enabled virtual meetings to be more effective, adding they had been able to fully follow the proceedings.</p> <p>Meeting closed at 6.30 pm</p>	