

**Part I Minutes of the Corporation Meeting held on Tuesday
5th July 2022 at 4.30pm in Conference room 1, Broadway**

Members present: Wendy Davies
Nirmal Gupta (Teams)
Mollie-Amelia Hehir (Teams)
(items 1 – 9)
Alison Hodge
Valerie Little

Sukhninder Panesar
Jason Parker
Jack Stokes
Neil Thomas (Chief Executive & Principal)
Andrew Woodford

In Attendance: Gill Darwood (Director of Corporate Governance) (DCG)
Steve Johnson (Executive Director Estates & Capital Projects)
Kathryn Jones (Director of Human Resources)
Louise Jones (Chief Finance Officer) (CFO)
Diana Martin (Vice Principal)

Board administrative matters

1 Confirmation of quorum

1.1 The Director of Corporate Governance confirmed that a quorum was present.

2 Apologies for absence

2.1 Apologies for absence had been received from Ian Austin, Liam Butler, Liz Sithole, Charlie Harvey, Wendy Brissett and from staff attendees Debbie Goode and Georgina Barnard.

3 Declarations of interest

3.1 There were no declarations of interest in relation to part I items.

4 Appointment of Chair and Vice Chair for 2022/23

4.1 David Whatton was appointed as Chair and Liam Butler as Vice Chair for 2022/23.

5 Approve minutes of previous meeting – 21st June 2022

5.1 The minutes of the meeting held on 21st June 2022 were confirmed as a true record for signature by the Chair.

6 Matters arising

6.1 There were no other matters arising not covered on the agenda.

Student centred matters

7 Students at the centre of all we do – annual update

7.1 The CEP and VP presented an update on highlights of the academic year which included:

- 20,602 exams sat by 5,355 learners.
- The successful Artsfest exhibition and activities.

- 600 learners had benefitted from catch up funding.
- Excellent feedback from learners on their experiences.
- Success of the Skills Shop at Merry Hill.
- First MyDay careers event at Broadway.
- Excellent outcomes for wave one T Level learners.
- Saturday revision sessions for A Level learners.
- Strong attendance at GCSE resits.
- Strong achievements from Skills Shop for Employment programmes.
- Sporting successes in football, cross country and other sports.
- College student as baton bearer for the Commonwealth Games.

7.2 Looking ahead to the coming year:

- Applications were up on last year at 6,082 currently.
- 1,927 progressing learners confirmed to date.
- Parent engagement through open day activity, induction talks, planned workshops on exam preparation, work placements, progression.
- Development of student ambassadors.
- Targeted summer activity to continue to engage learners.
- Taster weeks during first week of July.
- Enrolment process continued to be digitised with a blended approach for those who preferred face to face engagement.
- Induction would include induction passport focusing on digital skills.
- Briefings on safeguarding and health and safety during induction.
- My PIP would continue to focus on career progression, mental fitness, digital credentials, with some tracking improvements made for 2022/23.
- In house skills competitions to prepare for World Skills.
- Rebranding of work experience under Inspiring Industry, to include external speakers.
- Pop Up shop/gallery at Brierley Hill in vacant properties.

7.3 The CEP further outlined plans in respect of:

- Continuing roll out of T Levels.
- Year 2 of the IoT following a successful year 1.
- Expansion of adult offer through the WMCA.
- Capital developments including Health Innovation Dudley, animal science block and Broadway Aspire.

7.4 The CEP provided further clarification in response to questions from members in relation to the points raised.

7.5 Members welcomed the positive developments, noting the successful transition out of Covid restrictions for the College.

7.6 **It was resolved** To note the annual update 'students at the centre of all we do'.

8 **Careers Strategy and Policy**

- 8.1 The CEP presented the updated Careers Policy which reflected statutory guidance for schools, further education colleges and sixth form colleges in England to provide impartial careers education for all learners.
- 8.2 With the government's reform of technical education, there would be an increasing need for the College to work in partnership with employers, local authorities and other education and training providers to support students to prepare for the workplace and to make informed choices about the next step in their education and training. As part of this activity, a working group of Corporation members had been meeting with the Executive Director of Marketing and Public Affairs to support the production of a revised careers strategy. S Panesar had agreed to take on the role of Lead Governor for Careers and he provided an update on the work of the group.
- 8.3 Members were invited to feed back any comments in relation to the draft strategy by email. [Once finalised the strategy would be brought back to the Autumn term meeting for approval and going forward members would be informed on the impact of the strategy.](#)
- 8.4 Members suggested a number of areas for inclusion in the strategy including:
- Supporting students in setting up their own business.
 - The need for keeping options open, changing nature of careers (not lifelong/single career).
 - Industry specialists attending focused careers events – further develop this area of activity.
 - Consideration of the next level of progression – beyond university.
 - Need for teachers to have current knowledge of careers options in their subject area.
 - Further proof reading of the document to pick up typographical errors.
- 8.5 **It was resolved** To approve the Careers Policy and note progress on the development of the Careers Strategy.

9 **Student Union summer term report**

- 9.1 Jack Stokes and Mollie Hehir presented the Students Union summer term report, highlighting a number of points contained within the report:
- Highlighting the 3 key principles of the Students Union – representation, skills development, creating community.
 - Participation at the NUS national and liberation conference.
 - Mollie had run for NUS VP of FE and this experience had allowed her to experience campaigning on a national basis.
 - Autism acceptance event run by SU Disability Officer.
 - Submission for green impact accreditation.
 - Awards event held at Mayors' Parlour.

- International day against homophobia, transphobia and biphobia.
- Potential for a Pride event in Dudley which was supported by Councillors.
- We Socialise Too club activities.
- Working with management to develop transgender inclusion policy.
- Queer student awards – shortlisted for Queer State of the Union event. Sophia Daly awarded Ally of the Year.

9.2 It was noted that Mollie Hehir had been elected for a second term as Students Union President.

9.3 Members expressed their thanks and congratulations to the Students Union team for all of their hard work in achieving another successful year.

9.4 **It was resolved** To note the Students' Union summer term report.

10 **Student Union constitution update**

10.1 The Student Union constitution was currently under review and **would be brought to the autumn term meeting for approval.**

11 **Governor engagement activity report**

11.1 The CEP advised that the recent Governor Engagement Activity reports had been added to the document library for members to review. The reports received from members to date were noted as:

- Digital and Creative
- Academic Studies
- Adult Provision
- Curriculum and Standards
- Engineering
- Equality, Diversity and Inclusion
- Health and Science
- Professional Support Services

11.2 The report contained any questions raised by members together with a response from college management.

11.3 Members reflected on the engagement activities they had been involved with and related their experiences evidencing that the engagement activities had provided very positive and inspiring interactions with students. The CEP noted that these events were also well received by staff and students.

11.4 The CEP advised that work on planning the next year's calendar of activity would be started as early as possible to enable forward planning.

11.5 In response to a question from V Little regarding expansion of the Skills Shop at the Merry Hill centre, the CEP confirmed that an adjacent unit was available to the College but would require extensive refurbishment. Consideration was currently being given to how this could be financed,

potentially with support from other partners such as WMCA, Department for Work and Pensions and local authority.

- 11.6 **It was resolved** To note the report on governor engagement activity.
- 12 **Safeguarding and Prevent annual report**
- 12.1 The VP presented the Safeguarding and Prevent annual report which provided an update on arrangements for safeguarding as well as an overview of student conduct activity this academic year. Key points were noted as:
- 766 incidents involving learners referred to the safeguarding team during this academic year
 - 51 Children Looked After
 - 33 Child Protection Plans
 - 27 Child in Need
 - 45 Early Help
 - 82 learners were suspended but only 1 permanent exclusion.
 - 391 learners and 25 staff supported by counselling teams.
 - 94 learners and 12 staff accessed support through the Togetherall online support service. Referrals of at risk learners have been referred back to the DSL.
- 12.2 The College Conference Day on 8th April 2022 had focussed entirely on safeguarding and Keeping Young People Safe in Education. A range of training sessions had been delivered by external speakers which had been very well attended by staff.
- 12.3 The College had 87 new staff starters this academic year of which 72 had completed the safeguarding training to date and 68 completed the Prevent training within 6 weeks of starting. The remaining 5 staff who had not yet completed safeguarding and/or Prevent were currently within the 6 week time frame.
- 12.4 In response to a question from W Davies, the VP provided further detail on the nature of behaviour which might result in permanent exclusion, which was a very last resort where a learner's continuing attendance could not be managed safely. The CEP advised that any learner allowed back from suspension would be placed on a learning contract which would specify requirements on their behaviour and attendance at support sessions. Any young people permanently excluded were referred to the Connexions service for ongoing support.
- 12.5 In response to a question from J Parker, K Jones provide further detail on the arrangements to manage any safeguarding concerns or allegations in relation to a staff member through the Local Authority Designated Officer. Any referral of a member of staff would be advised to the Chair and Safeguarding lead governor.
- 12.6 **It was resolved** To note the Safeguarding and Prevent annual report.

13 **KCSIE update for September 2022**

13.1 The VP presented the paper which provided a summary of the key changes to Keeping Children Safe in Education from September 2022. A summary of all changes was found within the document, a full copy of which was available to members in the document library. The VP advised that all College policies and procedures linked to this would be updated and the Safeguarding Policy would be brought back for approval in the Autumn term.

13.2 The document would be available to staff via CPOMs and Intranet from 1st September 2022.

13.3 It was noted that the document placed a requirement on governing bodies to ensure that appropriate monitoring and filtering systems were in place from a safeguarding perspective and **it was agreed that this would be picked up through the cyber security annual report to the audit committee.**

13.4 **It was resolved** To note KCSIE for September 2022

14 **Audit Matters**

14.1 **Minutes of audit committee held on 13th June 2022**

14.1.1 The draft minutes of the Audit Committee held on 13th June 2022 were noted and any items recommended to the Corporation would be covered as separate agenda items.

14.1.2 **It was resolved** To note the minutes of the audit committee held on 13th June.

14.2 **Sub-contract controls assurance review**

14.2.1 The CFO presented an update on the sub-contract controls assurance review. The Education & Skills Funding Agency (ESFA) had reviewed and assessed the sector risks associated with subcontracted provision to be high. Consequently, the ESFA's funding agreements contained a clause which required providers to obtain external assurance on subcontracting arrangements on an annual basis.

14.2.2 BDO had been appointed by the College to undertake the review of the internal control framework and had carried out testing of the controls. The review had identified four areas where the College's internal control framework for subcontracting could be improved to ensure compliance with ESFA and WMCA funding rules:

- Second-level subcontracting
- Due diligence checks
- Subcontractor monitoring
- Relationships with employers.

14.2.3 As a result of their work BDO had certified that they had delivered a report of the subcontracting systems and controls. The CEP was required to sign the certificate to confirm that BDO's report provided assurance on the systems and controls in place for the year 1 August 2021 to 31 July 2022.

- 14.2.4 The CEP was also required to confirm that the recommendations raised in the report were either implemented or that there was an implementation plan in place.
- 14.2.5 Due to the timing of the audit, the final report was issued following the last Audit Committee meeting. As a result this report would be scrutinised by the Audit Committee at their next meeting in October.
- 14.2.6 **It was resolved** To note the update in relation to the sub-contract controls assurance review.
- 14.3 **External audit plan for 2021/22 accounts**
- 14.3.1 The CFO noted that, as agreed at the March 2022 Corporation meeting, Bishop Fleming had been appointed as the College's external auditors for three years, to include audit of accounts for 2021/22, 2022/23 and 2023/24, subject to annual review of performance.
- 14.3.2 The audit plan which had been considered and recommended by the audit committee, set out the approach that Bishop Fleming would take to review the accounts of the College and its subsidiary TTPL.
- 14.3.3 In response to a question from W Davies, the CFO confirmed that she had discussed the programme of work with the auditors and felt that the work would be relatively straightforward and therefore achievable within the number of days allocated. They had been asked to do some additional work on grant funding, and there was a contingency in case additional work was required.
- 14.3.4 **It was resolved** To approve the external audit plan for 2021/22 accounts.
- 14.4 **Fraud and irregularity annual report**
- 14.4.1 The CFO presented the Fraud and Irregularity Annual Report. She advised that it was the responsibility of the Corporation, as set out in grant funding agreements and contracts with ESFA and WMCA, to establish and maintain an adequate system of internal control, to ensure compliance, and to prevent and detect irregularities and suspected fraud including theft, bribery and corruption. To achieve this the Corporation must establish and keep up to date an effective and proportionate counter fraud strategy, which set out the approach to raising awareness, prevention, detection, investigation and sanction, including seeking redress where appropriate, of suspected fraud.
- 14.4.2 The College undertook an annual risk assessment of fraud and irregularity that reviewed all key risk areas, which provided commentary on the control framework in place that was designed to prevent fraud, and highlight where relevant further actions were required. This annual report set out the results of that risk assessment and addressed other counter fraud matters. The risk assessment was available in the document library.

- 14.4.3 The CFO's review concluded that whilst the control framework was effective, it would be enhanced by undertaking the following measures:
- A broadened anti-bribery policy to incorporate the College's counter fraud strategy.
 - An annual fraud loss measurement exercise.
 - Anti-fraud/bribery training for relevant staff.
- 14.4.4 **It was resolved** To approve the fraud and irregularity annual report.
- 14.5 **Internal Audit plan for 2022/23**
- 14.5.1 The CFO advised that, for their fourth year as College internal auditors (and subject to reappointment), RSM had proposed the following areas for review. This was based on the College's risk register, discussions with senior leaders and had been recommended by the audit committee:
- Partnership framework – contract management
 - HE framework – arrangements for meeting the regulatory framework and the terms and conditions
 - Marketing arrangements – adult students
 - Human Resources controls: appraisals and performance management
 - Key financial controls – treasury management
 - Learner number systems – apprenticeships
 - IT arrangements (carried forward from 2021/22)
 - Follow up
- 14.5.2 **It was resolved** To approve the internal audit plan for 2022/23.
- 14.6 **Confidential - Internal auditors' performance in 2021/22 and reappointment for 2022/23**
This matter is the subject of a separate and confidential minute.
- 15 Standards and Performance matters**
- 15.1 **Minutes of Standards Committee held on 5th May 2022**
- 15.1.1 S Panesar, as Vice Chair of the Standards Committee presented the draft minutes of the meeting held on 5th May 2022 and highlighted a number of items covered at the meeting, which had included appointment of the Chair, the annual business plan, EDI action plan, T Level delivery roll out, ODP update, data dashboard review, risk register monitoring, teaching and learning report, compliments and complaints analysis, safeguarding, learner conduct, OfS update and one policy recommended to the Corporation.
- 15.1.2 In response to a question from J Stokes, the CEP advised that the EDI commitment statement had been turned into an action plan which would be monitored through the standards committee.
- 15.1.3 **It was resolved** To note the minutes of the Standards Committee held on 5th May 2022.

- 15.2 **Assessment Malpractice and Maladministration Policy**
- 15.2.1 The updated policy, which had been recommended by the Standards Committee, covered assessment malpractice and maladministration of all activities accredited by an awarding organisation.
- 15.2.2 **It was resolved** To approve the assessment malpractice and maladministration policy.
- 16 Remuneration matters**
- 16.1 **Remuneration committee terms of reference 2022/23**
- 16.1.1 The DCG advised that the terms of reference for the Remuneration Committee had been reviewed by the committee and no changes were proposed for the academic year 2022/23.
- 16.1.2 **It was resolved** To approve the remuneration committee terms of reference for 2022/23.
- 17 Finance and Estates matters**
- 17.1 **Insurance tender award**
- 17.1.1 The CFO advised that the College's insurance had been provided by Zurich Municipal for the last five years with their current policy expiring in July 2022. The College had been through a tender exercise, using the CPC framework, where the providers had already been selected by CPC based on an evaluation of financial stability and experience in the FE sector. Of the three providers on the framework, Zurich Municipal and FE Protect had submitted tenders. Due to the technical nature of the College's insurance cover, an external organisation had been appointed to evaluate the tenders received.
- 17.1.2 Based on agreed selection criteria, FE Protect had scored the highest, gaining maximum points of 100, and the College had therefore appointed FE Protect to provide insurance cover from 1 August.
- 17.1.3 Members noted the significant cost saving compared to the previous contract and the CFO confirmed that the level of cover was sufficient and the price comparable to that paid by other colleges.
- 17.1.4 **It was resolved** To note the appointment of FE Protect to provide insurance cover.
- 17.2 **Management Accounts to May 2022**
- 17.2.1 The CFO presented the May management accounts which included a year-end forecast with comparison to the revised budget approved by Corporation in January. The key points were noted as:
- 17.2.2 *Year to Date Position*
- The May management accounts showed an improvement in the year to date position from the previous month. The key drivers

behind this were an improvement in income driven by positive performance in AEB and commercial income. Positive variances on pay and non-pay lines also continued to increase.

- The operating surplus of £2m was £456k higher than the budget surplus of £1.55m and was forecast to settle at a slightly better than expected £279k loss by year-end.
- Income continued to be the biggest risk with adverse variances against apprenticeships and AEB of £1.157m (16%) and £1.640m (31%) respectively. The negative variance against other funding body grants included the underspend on adult bursary.
- KPIs showed a better position to prior month with positive changes in the operating surplus, EBITDA, current ratio and borrowing lines.
- The cash position continued to remain very positive, tracking above the budget set in the 2021/22 CFFR by some £2m. The College remained on track to repay £500k on the revolving credit facility in July. The impact of reduced Apprenticeship and AEB income this year would have a significant impact on cash levels in 2022/23.

17.2.3 *Year-End Forecast*

- Following work on the 2021/22 outturn a deficit of £279k was forecast at the year-end, £355k better than the revised budget. This was a result of income performing slightly better than planned together with continued robust management of the pay and non-pay budgets.
- It was assumed that repayments of AEB and ESFA income occurred up to April 2023. As a result cash was £2.4m in February 2023 giving a low point of 10 cash days.
- The College's financial health score remained at 140 points, against a target of 170. This was a result of the deteriorated EBITDA position.

17.2.4 The CFO confirmed that the repayment of part of the rolling credit facility did not require Corporation approval, as this was in line with the previously agreed budget.

17.2.5 **It was resolved** To note the management accounts to May 2022.

17.3 **Updated budget and CFFR**

17.3.1 The CFO presented the budget for 2022/23 which had been updated to incorporate the agreed cost of living increase of 2.5% following the Corporation meeting on 21st June. Since that meeting, a number of other changes had arisen (partly to compensate for the increase in pay costs) and these had been incorporated. The forecast for 2021/22 had also been updated. Changes in the commentary to the budget were highlighted in yellow. The report included a table which provided a reconciliation of the changes made for both years.

- 17.3.2 The CFO noted that there were some income risks within the proposed budget, however the College had mitigated against these by including a contingency of £0.8m within non-pay costs. These risks were dealt with further in the sensitivity section in the commentary, where more detailed actions to address adverse variances were listed.
- 17.3.3 Members were also asked to approve the College's capital expenditure programme, that had a total cost of £4.675m. £3.375m was funded by the Department for Education for the IoT equipment and Capital Transformation Fund project. The remainder was funded by £700k College funds and £600k leased.
- 17.3.4 The financial return demonstrated that the College continued to achieve the indicators set out in the financial strategy. Financial health of the College was Requires Improvement for 2022, and Good in subsequent years.
- 17.3.5 The sensitivity analysis contained further information as requested at the last meeting in relation to the key risks.
- 17.3.6 The CFO responded to questions from members on points of detail and provided further clarification in relation to write-off of assets including the disposal of Priory Villa and the demolition of D and E blocks.
- 17.3.7 The CEP confirmed that the staff pay award had been very positively received by staff and they had also welcomed the uplift to lower pay bands.
- 17.3.8 The CFO advised that the Corporation was being asked to approve the revenue and capital budgets for 2022/23 and to approve the college financial return to be submitted to the ESFA by 31 July 2022. In approving the financial return, the Corporation confirmed:
- That the most appropriate financial health grade for each of the three years was:
 - 2022 Requires Improvement
 - 2023 Good
 - 2024 Good
 - That the return was consistent with the college's budget for the year ending 31 July 2023 and that this budget had been approved by the governing body.
 - That this return was consistent with the college's strategic plan and that the plan and accompanying commentary had been reviewed in accordance with the method agreed by the governing body.
 - That the supporting commentary had been prepared with due regard to the financial planning checklist in the College Financial Planning Handbook.
 - That the cash balance output in this return, as at 30 April 2022 matched the College's reconciled actual cash position on that date. Furthermore, that a bank reconciliation had been carried out on the indicated date and that there were no concerns or unresolved issues arising from the reconciliation itself or since.

- 17.3.9 **It was resolved** To approve the revenue and capital budgets for 2022/23 and to approve the College Financial Return for submission to the ESFA.
- 17.4 **Environmental and sustainability net zero commitment statement**
- 17.4.1 S Johnson presented the proposed College Net Zero commitment statement. The statement outlined the ongoing commitment of the College towards Net Zero, and would be backed by a detailed, costed plan showing how the College intended to implement the necessary actions which would be brought to the Corporation in March 2023.
- 17.4.2 He advised that the College had submitted a bid for Salix de-carbonisation grant funding to help prepare the detailed plan.
- 17.4.3 The CEP advised that the College was working with Colleges West Midlands on a core set of sustainability materials and achieving a cost effective way to undertake monitoring and reporting.
- 17.4.4 In response to a question from A Hodge, S Johnson advised that the Students Union had been involved in production of the commitment statement and J Stokes confirmed that a number of members of the SU executive team were very passionate and supportive on this initiative.
- 17.4.5 The CEP advised that Colleges West Midlands and AOC were lobbying the government for financial support for colleges to achieve net zero.
- 17.4.6 **It was resolved** To approve the environmental and sustainability net zero commitment statement
- 17.5 **Confidential - Estates and capital projects update**
This matter is the subject of a separate and confidential minute.
- 17.6 **IoT update and appointment of new TTPL Director**
- 17.6.1 The CEP advised that the TTPL Board for the Institute of Technology had met on 1st July and a full copy of the minutes of this meeting would be added to the Convene document library alongside minutes of previous meetings should members wish to read them in full. Matters considered at the board meeting had included:
- Delivery partner update relating to position with University of Wolverhampton and discussions with other potential partners in the areas of engineering, manufacturing and construction.
 - Health Innovation Dudley update
 - Operational Development Plan
 - Curriculum update – Medical Engineering
 - Analysis of enrolments
 - Management accounts to May 2022
 - Five year financial plan and budget for 2022/23
 - Risk management report

- Proposal in relation to new equipment

- 17.6.2 The IoT in its first year of operation had met its KPIs and was in a better financial position than budgeted.
- 17.6.3 The DfE had now granted additional funding to meet the equipment shortfall for the building and this would be purchased over the next six months.
- 17.6.4 In addition, as the sole member of TTPL, the Corporation was required to provide prior approval for the appointment of new directors of TTPL, and was therefore asked to consider the appointment of Bekki Philips, Chief Operating Officer, In-comm Training.
- 17.6.5 **It was resolved**
- To note the update in relation to the IoT.
 - To approve the appointment of Bekki Philips as a member of TTPL board.

18 **Governance and compliance matters**

18.1 **Pay Policy**

- 18.1.1 K Jones advised that the Pay Policy had been updated to reflect the change to motivational points as discussed and agreed by the Corporation at the Corporation Budget setting meeting held on 21st June 2022.

- 18.1.2 **It was resolved** To approve the Pay Policy.

18.2 **Application of College Seal Policy**

- 18.2.1 The CFO advised that under the College's Instrument & Articles of Government members must be informed when the College seal had been used to execute documents.
- 18.2.2 The seal had been used in order to complete the international project with the British Council, where the name of the Legal Representative on the online portal had to be updated to Louise Jones (previously Andy Comyn).
- 18.2.3 **It was resolved** To note the use of the College Seal in relation to the British Council online portal.
- ### 18.3 **Student Search Policy**
- 18.3.1 S Johnson presented the updated Student Search Policy which had been reviewed, and a few minor changes had been made, including some typographical errors, and removing what appeared to be a duplication of information.
- 18.3.2 **It was resolved** To approve the Student Search Policy.

18.4 **Meeting schedule and Business Plans for committees for 2022/23**

18.4.1 The DCG presented the business plans for 2022/23 which had been considered by the relevant committees and were recommended for approval as follows:

- Standards Committee – recommended for approval following the meeting on 5/5/22
- Remuneration Committee – recommended for approval following the meeting on 12/5/22
- Audit Committee – recommended for approval following the meeting on 13/6/22
- Finance & Estates committee – this document had already been approved at the Corporation meeting on 21/6/22.

18.4.2 The full schedule of Corporation and committee meetings for 2022/23 was also considered. Once approved all meeting dates would be sent out as calendar invites to the relevant members. The report also included a list of College term dates and events for the academic year 2022/23 and the DCG agreed to send out key event dates as place holders pending further details.

18.4.3 It was noted that the Strategic Development event on 23rd September would commence at 11.00am, not 16.30 as noted on the schedule.

18.4.4 **It was resolved** To approve the business plans for Standards, Remuneration and Audit committees and the Corporation meeting calendar for 2022/23.

18.5 **Corporation and committee membership 2022/23**

18.5.1 The DCG presented the overview of Corporation and committee membership which provided members with the current composition of the Corporation and its committees. The following points were noted:

- For the academic year 2022/23 it was proposed that Wendy Davies was appointed to the Remuneration Committee.
- Recruitment of a co-opted member of the Standards Committee was ongoing.
- There would be a vacancy for a support staff governor in the Autumn term as a result of the resignation from his employment of Andrew Woodford. This would be filled through an election process amongst support staff members.
- Charlie Harvey's term of office would end in December 2022 which would be the end of her second term of office.
- Recruitment of a Chair designate would commence early in the Autumn term and, subject to their appointment to the Corporation, the search committee would review the committee structure at that point.

18.5.2 **It was resolved** To appoint Wendy Davies to the remuneration committee.

18.6 Instrument and Articles review

18.6.1 The DCG advised that the Instrument and Articles of Government were last reviewed and updated by the Corporation in March 2021. She advised that she had undertaken a detailed review of that document against Evershed Sutherland's latest annotated version of the Instrument and Articles of Government of Further Education Corporations, 19th edition which was published in April 2022 but any changes to that document had been solely to the explanatory notes, references to sources of further information and some updated terminology, and therefore no changes were recommended to the Instrument and Articles at this time.

18.6.2 A copy of the annotated Evershed's document together with the College's Instrument and Articles were available within the document library for reference.

18.6.3 **It was resolved** To note the review of the Instrument and Articles of Government.

18.7 Appointment of Member representative for DAT

18.7.1 The DCG advised that Dudley College of Technology, as sponsor of Dudley Academies Trust, was a corporate Member of the Trust and the Corporation was therefore required to nominate a representative to attend meetings of the Members' Board. This individual was not appointed in their own right, but attended meetings as a representative of the College Corporation. The previous representative was Neil Thomas, however Neil had been appointed as a Trustee in his own right and was therefore no longer able to cover the Member role. She advised that Ian Austin had confirmed his willingness to take on this role.

18.7.2 **It was resolved** To appoint Lord Ian Austin as the representative of the Corporation on the Members' Board of Dudley Academies Trust.

18.8 Governance training and development activity

18.8.1 The DCG advised that the Code of Good Governance for English Colleges placed a heightened focus on the importance of training and development of governors, stating that "The clerk should keep records of the development activity of all board members. A statement on the annual training completed by governors should be included in the annual report".

18.8.2 The reported detailed:

- Governor attendance at training activities in 2021/22.
- Status of Prevent and Safeguarding training for all governors.
- Governor attendance at College events in 2021/22.

18.8.3 In order to fulfil the requirement to provide as full a report on annual training and development activity as possible, members were encouraged to advise the governance team of the completion of any activities. The DCG suggested that it would be helpful to receive feedback on the effectiveness

of any development activity undertaken and a [short Microsoft Forms return could be created to support the gathering of feedback.](#)

- 18.8.4 **It was resolved** To note the report on governor training and development activity for 2021/22.
- 18.9 **Update on Quality Improvement Plan for Governance**
- 18.9.1 The DCG advised that the Quality Improvement Plan for governance had been approved by the Corporation in December 2021 and progress against actions was reported on the update report. All actions were either complete or in progress and on track for completion in the Autumn term. Any ongoing items would be rolled forward into a new Quality Improvement Plan for the 2022/23 academic year.
- 18.9.2 **It was resolved** To note the update on the Quality Improvement Plan for Governance.
- 18.10 **ONS potential reclassification of colleges**
- 18.10.1 The CEP provided a short presentation on the ONS potential reclassification of colleges and its possible implications. [The presentation would be made available to members for further reading](#) and it was proposed that this topic would be an item for further discussion at the development day in September.
- 18.10.2 **It was resolved** To note the update on ONS potential reclassification of colleges.
- 19 **Any Other Business**
- 19.1 There were no items of any other part I business.
- 20 **Date of next meeting**
- 20.1 Friday 23rd September at 11.30am – Strategic Development Event.

The part 2 meeting is the subject of a separate confidential minute.

Approved by the Corporation at the meeting held on 8th November 2022.