

Part I Minutes of the Corporation Meeting held on Tuesday 12th December 2023 at 4.30pm in Conference room I, Broadway

Members present: Liam Butler Jason Parker
 Paul Hartridge Jack Stokes (item 13 onwards)
 Valerie Little Neil Thomas (Chief Executive & Principal)
 Paul Noon (Chair) Tom Westley

In Attendance: Gill Darwood (Director of Corporate Governance) (DCG)
 Susanne Davies (Director of IoT and Partnerships)
 Debbie Goode (Executive Director Public Affairs & Marketing)
 Steve Johnson (Executive Director Estates & Capital Projects)
 Louise Jones (Chief Finance Officer) (CFO) (items 1-17 only)
 Diana Martin (Vice Principal) (VP)
 Craig Sullivan, Bishop Fleming (items 1- 10 only) (via Teams)

Board administrative matters

- 1 **Confirmation of quorum and welcome to new member**
- 1.1 The Director of Corporate Governance (DCG) confirmed that a quorum was present.

- 2 **Apologies for absence**
- 2.1 Apologies for absence had been received from Lord Austin, Anumit Kaur, Nirmal Gupta, Wendy Davies, Liz Sithole and Sarah Wood.

- 3 **Declarations of interest**
- 3.1 Declarations of interest were noted from P Noon, N Thomas, V Little and T Westley in relation to item 24.

- 4 **Approve minutes of previous meeting held on 7th November 2023**
- 4.1 The minutes of the meeting held on 7th November 2023 were confirmed as a true record for signature by the Chair.

- 5 **Matters arising**
- 5.1 There were no matters arising not covered on the current agenda.

Audit and Finance Matters

- 6 **Audit Committee - Minutes of meeting held on 27th November 2023**
- 6.1 L Butler, as Chair of the Audit Committee, presented the draft minutes of the meeting held on 27th November 2023 and highlighted matters covered at the meeting. A number of items had been recommended by the committee and were detailed under separate agenda items. L Butler noted that a lot of hard work from the finance team was evident and positive messages on the effectiveness of the financial processes had emerged during the external audit process.

- 6.2 **It was resolved** to note the minutes of the Audit Committee of 27/11/2023.

7 **Audit Committee's Annual Report for 2022/23**

- 7.1 The DCG advised that the report summarised the work undertaken by the Audit Committee in 2022/23. To comply with the Audit Code of Practice, as reflected in the Audit Committee terms of reference, the annual report summarised the committee's activities relating to the financial year under review, including:
- Any significant issues arising up to the date of preparation of the report.
 - Any significant matters of internal control included in the management letters and reports from auditors or other assurance providers.
 - The number of meetings held in the year, an explanation where this was less than three meetings, and attendance records for each member of the Committee.
 - The appointment date of the external auditors and the remaining term of the contract.
 - The committee's view of its own effectiveness and how it had fulfilled its terms of reference.
 - The Audit Committee's opinion on the adequacy and effectiveness of the corporation's assurance arrangements, assurance over subcontracting, framework of governance, risk management and control processes for the effective and efficient use of resources, solvency, and the safeguarding of assets.

7.2 She advised that the Corporation should rely on the Committee's report in its consideration of the financial statements for the year ended 31 July 2023. A copy of the Audit Committee's Annual Report would be submitted to the relevant funding body with the annual accounts.

7.3 **It was resolved** to note the Audit Committee's Annual Report for 2022/23.

8 **Letter of Representation year ended 31 July 2023**

- 8.1 The CFO advised that the letter of representation had been prepared in a standard format to support the Corporation in confirming that:
- The Corporation had fulfilled their responsibilities in accordance with the UK Financial Reporting Standards, the FE/HE Statement of Recommended Practice and the College Accounts Direction for 2022/23.
 - All information had been made available to Bishop Fleming.
 - Grants made by DfE/ESFA had been applied for the purposes intended and there had been no breaches in grant conditions.
 - The College's expenditure had been applied to the purposes identified by Parliament.
 - The financial statements were prepared on a going concern basis.
 - The Accounting Officer had fulfilled his responsibilities under the requirements of the funding agreement between the college and the Secretary of State for Education and the relevant Financial Handbook.

8.2 **It was resolved** to approve the letter of representation for the year ended 31 July 2023 for signature by the Chair.

- 9 **Management Letter, Annual Report and Financial Statements 2022/23 and reconciliation of July 2023 management accounts and year-end accounts 2022/23**
- 9.1 C Sullivan, audit partner of Bishop Fleming presented the Audit Completion Report (management letter) produced following their external audit for the year ended July 2023. He confirmed that Bishop Fleming had concluded their audit work and had confirmed in doing so, they had not identified any significant risks requiring further audit work and that an unqualified and unmodified audit opinion would be issued. He expressed his thanks to the CFO and her team for their efficient preparation for the external audit which provided positive assurance to the Corporation on the College's financial processes and had in addition found no issues in relation to the College's treatment of the new Managing Public Money requirements.
- 9.2 Members expressed the Corporation's thanks to the CFO and the finance team for achieving this outcome which was testament to their hard work.
- 9.3 The CFO presented the annual report and financial statements for 2022/23 and the reconciliation of July 2023 management accounts and year-end accounts 2022/23.
- 9.4 She summarised that:
- The year-end position showed a positive outturn compared to forecast. While income was lower than target as had been reported throughout the year, both pay and non-pay costs returned positive variances as a result of effective management action in year.
 - The financial outturn also benefited from the release of £764k provisions from the balance sheet, accrued in prior years.
 - At £5.6m EBITDA was £1.2m better than forecast, as was EBITDA as a percentage of income at 11.7%.
 - Most KPIs had been met with the exception of debt service cover, borrowing as a percentage of income and debtor days.
 - Cash and cash days were better than expected (£6.9m and 59 days respectively).
 - Loan covenants had been met with substantial headroom.
 - The College's financial health, including and excluding FRS102 calculated as Good.
 - The report included a review of going concern and the review had found no evidence to suggest that the College would not continue in business for the foreseeable future, and as a result preparation of the financial statements on a going concern basis was appropriate.
- 9.5 The CFO drew members' attention to the reconciliation of the July 2023 management accounts to the final year end audited accounts. The July 2023 management accounts had shown an operating surplus for the year, before accounting for FRS102 of £1.1m. The final reported surplus was now £808k and the report included a summary of the differences between the July and year end accounts. This movement included a release of balance sheet accruals of £764k. Assets with a net book value of £221k had been written off at the year end, which related to historic improvement works undertaken to Broadway and

the former Mons Hill campus and as the assets could no longer be identified, the Corporation was asked to approve their removal from the balance sheet.

9.6 **It was resolved**

- to note the management letter (audit completion report) from Bishop Fleming;
- to approve the annual report and financial statements 2022/23 for signature by the Chair;
- to approve the write-off of £221k fixed assets in respect of Broadway and Mons Hill campus improvements;
- to note the reconciliation of July 2023 management accounts and year-end accounts 2022/23.

10 **Institute of Technology update**

10.1 S Davies advised that the Transformational Technologies Partnership Limited (TTPL) Board had met on Friday 1 December. The draft minutes of the meeting were provided and the covering report provided a summary of the main points covered at that meeting:

- Two new board members – David Williams, Principal and Chief Executive of Herefordshire, Ludlow and North Shropshire College (HLNSC) and Janet Stephens, Deputy Principal of Telford College.
- IoT response to the Local Skills Improvement Fund (LSIF).
- Strategic Plan proposal.
- Recruitment update.
- Operational Developmental Plan update.
- Employer Engagement presentation.
- Risk and DfE Monitoring update including updated risk register.
- Financial update including budget update and management accounts to October 2023.
- Annual report and year end accounts 2022/23 approval (to be covered at agenda item 11).

10.2 S Davies, the CEP and CFO answered questions from members on points of detail relating to the operation of the IoT, in relation to financial performance and the performance of HEI delivery partners. As members were aware, the College provided a float to support the IoT in the first five years of operation and the target was for it to be profitable by year 4. S Davies advised that a performance management framework for delivery partners was being introduced in order to challenge underperformance. She explained that a review was being undertaken to identify gaps in provision from existing partners in order to support delivery or to take a commercial approach to identifying new partners.

10.3 **It was resolved** to note the Institute of Technology update.

C Sullivan then left the meeting.

11 **TTPL annual report and financial statements 2022/23**

11.1 The CFO advised that Bishop Fleming had concluded their audit work and confirmed in doing so that they had not identified any significant risks requiring

further audit work. Bishop Fleming had issued an unmodified audit report for the year.

- 11.2 The year-end position showed a positive outturn compared to forecast. Income, pay and non-pay costs all returned positive variances. The income and expenditure account and balance sheet in management accounts format was included in the appendix.
- 11.3 The key points to note from the financial statements were:
- Income generated through Dudley College and through catering were higher than the budget. As previously reported, there was no income generated by University of Wolverhampton or the University of Worcester.
 - Pay costs were lower than budget by £5.2k (2.6%).
 - Non-pay costs were lower than budget by £26.9k (6.6%).
 - As a result of this positive performance, TTPL returned a deficit of £85.9k, being 35.2% better than the budget deficit of £132.6k.
 - The balance sheet showed net liabilities of £366k, which included the 'float' of £417k owing to the College and classed as a creditor due after one year.
 - The July 2023 management accounts showed an operating deficit for the year of £92.4k. The final reported deficit was now £85.9k.
- 11.4 The movement on income related to VAT being added to the charges made to external partners. For non-pay these movements related to accruals based on actual invoices, with utilities reducing as actual costs were less than the amount estimated in the July accounts.
- 11.5 Bishop Fleming had raised two recommendations regarding TTPL using its own bank accounts and invoicing through the TTPL company on the College's finance system. Both recommendations had been implemented since the year-end.
- 11.6 The annual report and accounts for TTPL had been considered and approved by the TTPL board at its meeting on 1st December 2023.
- 11.7 **It was resolved** to note the TTPL annual report and financial statements for 2022/23.
- 12 **Finance & Estates Committee – Minutes of Meeting held 30th November 2023**
- 12.1 J Parker, as Chair of the Finance & Estates Committee, presented the draft minutes of the meeting held on 30th November 2023 and highlighted the key matters covered at the meeting. A number of items had been recommended by the committee and were detailed under separate agenda items.
- 12.2 **It was resolved** to note the draft minutes of the Finance and Estates Committee held on 30th November 2023.

Jack Stokes joined the meeting.

13 **Management accounts to October 2023**

13.1 The CFO presented the management accounts for October 2023 which showed the position three months into the financial year. The key points were noted as:

- The I&E year to date budget was based on the original budget which did not include the additional funding for 16-18 ESFA or the additional pay increase. A revised budget was therefore presented to Corporation for approval at item 14.
- The operating surplus of £0.81m was £0.28m higher than the budget surplus for 2023/24.
- Income would be the biggest risk as the budget for apprenticeships was expected to track to no more than 2022/23 levels based on current recruitment activity.
- The cash position continued to remain very positive. The cash position of £7.1m at the end of October compared favourably to the target of £4.9m. The spend profile, and therefore income receipts, for capital had changed to match planned works in year. The cashflow included the additional 16-18 funding of £1.9m and the associated pay costs. The increase in 16-19 funding was being paid every quarter from October 2023.
- KPIs show a positive position with most having a green indicator. The KPI currently flagged red was debtor days due to year end accruals.
- Loan covenants were expected to be met in line with budget at the year end.
- Financial health continued to be Good.
- The sensitivity analysis showed a best case and worst-case scenario against the original budget and the CFO advised that there were no concerns that the worst-case scenario would be realised.

13.2 The CEP advised that the RO4 census point had recorded 300 additional 16-18 learners compared to the same point in the previous year which would have a positive impact on funding for 2024/25 but it was not yet known if there would be any in year growth funding made available. In response to a question from V Little, the CEP demonstrated the live Dudley Dashboard, which showed a ten year trend of increased enrolments for 16-18 learners, which represented the biggest portion of College income.

13.3 **It was resolved** to approve the management accounts to October 2023.

14 **Revised budget 2023/24**

14.1 The CFO presented the revised budget 2023/24 which incorporated the financial changes since the budget was originally approved by Corporation in June. She noted the following key points:

- Increase in 16-19 funding of £1.9m from the DfE for addressing key priorities around recruitment and retention of staff.
- Increase in cost of living award of 3.5% funded by the above. Although not all of the £1.9m had been committed, the full cost was shown in pay and provided in year responsiveness to changes in enrolment and staff recruitment challenges. In response to a question from Paul Hartridge, the CEP advised that it was likely that this funding would be consolidated for the sector.
- Reduction in apprenticeship income to reflect forecast recruitment.

- Increase in interest payable on the College's variable rate loans.
- 14.2 These significant changes had resulted in lower EBITDA but the operating position had remained the same at a deficit of £249k. The targets in the financial strategy were largely unaffected when compared to the original budget, however the impact on KPIs was more complex. Cash and cash days were slightly lower and debt service cover was lower due to the increase in interest payable. There was no material impact on the loan covenants or financial health measures, the latter remained at Good.
- 14.3 The revised budget presented a cautious position at this early point in the year; there was headroom particularly in the pay budget which afforded the College opportunity to generate higher income, in which case this additional income would be reflected in the next budget review. Otherwise, this headroom would be released resulting in a higher EBITDA and strong performance against KPIs, loan covenants and financial health.
- 14.4 In response to questions from members relating to T levels which were funded at a higher rate, the VP noted that the budget number was prudent and that enrolment numbers were going up each year significantly, with a further six to be added from September 2024. It was understood that T levels had cross-party political support so would be unaffected by any change in Government and in the longer term they were also a component of the new Advanced British Standard (ABS) qualification reform recently announced.
- 14.5 **It was resolved** to approve the revised budget for 2023/24.
- 15 **ESFA financial health assessment letter**
- 15.1 The CFO presented the letter from the ESFA which confirmed that based on their review of the College Financial Forecasting Return (CFFR) their assessment of the College's financial health was Good for 2022/23 and Good for 2023/24, in line with the College's own assessment.
- 15.2 The letter also reminded members of the availability of financial information on the DfE dashboard 'View Your Education Data'. A copy of the data available for governors on the dashboard was attached for ease of use. The presentation showed actual data for 2021/22 and forecast data for 2022/23 and 2023/24. The College would return the finance record for 2022/23 in December and the dashboard should then be updated in the new year.
- 15.3 **It was resolved** to note the ESFA financial health assessment letter.
- 16 **Partnerships (sub-contracting) plan for 2023/24 and termly monitoring report**
- 16.1 The VP presented the paper which provided the Corporation with an overview of the College's proposed subcontracting provision for 2023/24 and the monitoring arrangements in place. It also provided an update on the employer partnership and other managing agent (OMA) activity.

- 16.2 In summary the total activity relating to subcontracting for 2023/24 was planned to be £0.25m. The College planned to make payments in the region of £0.19m.
- 16.3 It was expected 'niche' high-value partnerships may continue to be required as more technical curricula were introduced (including within the Black Country & Marches Institute of Technology), and new partnerships with Higher Education Institutions were still planned to come on-board from 2023 onwards.
- 16.4 The report noted that Ofsted's opinion had been that 'the college monitors sub-contracting provision effectively'. In response to a member's question, the VP confirmed that safeguarding arrangements within sub-contractors continued to be closely monitored.
- 16.5 **It was resolved** to approve the partnerships (sub-contracting) plan for 2023/24 and note the termly monitoring report.
- 17 **Estates Strategy 2024-27**
- 17.1 S Johnson presented the draft Estates Strategy for 2024-27 which had been considered in detail by the Finance and Estates Committee and recommended for approval. The strategy provided a summary of the current estate as well as a list of future estates projects the College wished to undertake.
- 17.2 Members noted the list of prioritised capital projects contained within the strategy. S Johnson advised that notification had been received of the award of levelling up funding of £15m to fund the proposed new Transport Technologies Centre at Brierley Hill.
- 17.3 In respect of the CAT Centre, the Corporation would need to give further consideration to future plans for this facility as a new replacement facility would need to commence with the design stage in 2025. The aim would be to develop a 'shovel ready' project in preparation for any available funding bids and a further options appraisal would therefore be brought to the Corporation in the new year. Alternatively should the College decide to renew the existing lease, then the building would require significant investment and any negotiations with the landlord would need to take this into account.
- 17.4 The Estates Strategy would sit alongside the new strategic plan and would be reviewed regularly by the Corporation.
- 17.5 The CFO provided a brief update in relation to Health Innovation Dudley. She advised that the College had now achieved a three-way approval for the lease heads of terms between DCoT, DMBC and University of Worcester which would provide a commitment to a 7-year lease. There had been some minor updates to the document since initially presented to the Finance and Estates Committee however there were no additional or more onerous obligations than had been shared with the Committee. The financial agreement between the College and University of Worcester was expected to be agreed next year and a further update would be provided to Finance and Estates Committee on that agreement before approval.

17.6 **It was resolved**

- to approve the Estates Strategy 2024-27;
- to note the update in relation to Health Innovation Dudley.

Louise Jones left the meeting.

Standards matters

18 **Standards Committee – Minutes of Meeting held on 21st November 2023**

18.1 P Noon, as Chair of the Standards Committee, presented the draft minutes of the meeting held 21st November 2023 and highlighted key matters covered at the meeting. A number of items recommended by the committee were covered under separate agenda items.

18.2 **It was resolved** to note the minutes of the Standards Committee of 21/11/2023.

19 **Annual Strategic Impact Assessment 2022/23**

19.1 The VP advised that at the recent Standards Committee, the data tables for all six sections of the Annual Strategic Impact Assessment (ASIA) had been reviewed and overall judgement scores agreed for each area, as follows:

- 16-18 full time learners– meeting (the College’s) expectations
- A-level learners – exceeding expectations
- Adult learners – meeting expectations
- Apprentices – meeting expectations
- Higher level learners – meeting expectations
- High needs learners – meeting expectations

19.2 The latest draft versions of the full written sections of the ASIA were presented for consideration and any final changes would be made to the document ready for it to be professionally produced prior to publication and sharing with Ofsted and other stakeholders. The VP advised that she intended to add some additional references from the Ofsted report once that was available.

19.3 The CEP provided an update on the draft Ofsted report which had been confidentially received for a factual check but could not yet be downloaded or shared. The draft report contained four recommendations. The final report would be provided to members as soon as it was received.

19.4 **It was resolved** to approve the Annual Strategic Impact Assessment.

Policies

20 **Policies for approval**

20.0 The DCG advised that the following policies had been considered at the relevant sub committees. A short summary of the changes to each policy was provided, and the full policies were available in the document library.

20.1 *Fees Policy 2024/25*

20.1.1 The Fees Policy had been recommended for approval by the Finance and Estates Committee. The policy was revised annually to reflect changes in funding agency rules and fees. The key changes to the 2024/25 policy were highlighted as:

- HE fees to meet funding cap of £6,000 for full time (increase of £5) and increase by 10% to £3,845 for part time (cap £4,500).
- Removal of £10 admin fee for resits/retakes. This was challenging to administer, labour intensive and the College was not benefiting from the additional charge.
- Update invoicing timescale for a sponsor from 14 to 30 days.
- One re-sit included in the initial exams fee; further attempts charged at cost (with the exception of EPA where any resit was charged to the employer).
- Maximum number of instalments change from four to nine and were collected at least one month prior to end of programme.
- Alignment to funding rules.
- Clarification of terminology.

20.1.2 In relation to the removal of the £10 admin fee for resits, P Hartridge expressed the view that this financial incentive was helpful to encourage students to succeed in fewer attempts. The VP noted that this applied to only a small number of programmes, as in most areas there was in any case a limit on the number of resits a student could attempt. The administrative burden involved for a low number of programmes was not considered worthwhile to continue.

20.2 *HE Admissions Policy*

20.2.1 The HE Admissions Policy had been considered and recommended for approval by the Standards Committee. The HE Admissions Policy was reviewed annually. The Policy covered all HE provision delivered by the College, including provision delivered by DCT at the Institute of Technology. Other changes to the policy represented non-material updates to terminology, job roles and structures.

20.3 *HE Access and Participation Statement*

20.3.1 The HE Access and Participation Statement had been considered and recommended for approval by the Standards Committee. As a regulatory requirement of the Office for Students (OfS) the College was required to produce an Access and Participation Statement and to review this regularly.

20.4 *Safeguarding Policy and procedure*

20.4.1 The Safeguarding Policy and Procedure had been considered and recommended for approval by the Standards Committee. The documents had undergone review following the publication of Keeping Children Safe in Education (KCSIE) 2023. No changes had been identified other than references to the Keeping Children Safe in Education 2023 guidance.

20.5 *Risk Management Policy*

20.5.1 The Risk Management Policy had been considered and recommended for approval by the Audit Committee. The policy had been reviewed to incorporate sector best practice and recommendations made by RSM following their

internal audit review of risk management. There were no substantial amendments made to the policy.

20.6 *Governor recruitment, appointment and succession planning policy*

20.6.1 This was a new policy which had been written to address the recommendation from the recent External Review of Governance. The Policy incorporated the content of the previous Governor Recruitment and Appointment Policy, with additional content to address succession planning considerations for the board. The purpose of this policy was to ensure the orderly transition of members of the Corporation by ensuring effective recruitment, succession planning and development of governors, promoting continuity, and filling key roles with suitably qualified and skilled individuals. In particular, the Corporation recognised the importance of an ongoing review of succession planning for the positions of Chair, Vice-Chair and committee chairs.

20.6.2 *V Little proposed that the focus on succession planning should also extend to lead governors for mandatory roles and the DCG agreed to incorporate this into the policy wording.*

20.7 **It was resolved** to approve the following policies:

- Fees Policy 2024/25
- HE Admissions Policy
- HE Access and Participation Statement
- Safeguarding Policy and Procedure
- Risk Management Policy
- Governor Recruitment, appointment and succession planning policy

Governance matters

21 **Terms of reference – Standards and Finance and Estates Committee**

21.1 The DCG advised that the committee terms of reference for Standards Committee and for Finance & Estates Committee had been reviewed and were recommended by the relevant committees for approval. Any changes to the previous version were tracked for ease of reference.

21.2 **It was resolved** to approve the terms of reference for Standards Committee and for Finance and Estates Committee.

22 **Updated Standing Orders**

22.1 The DCG advised that the Standing Orders were an important governance document setting out the key rules which regulated the business and proceedings of the Corporation. The Standing Orders had been reviewed and all changes were highlighted through tracked changes. The changes related to:

- Reference to the new Accountability Agreement issued by ESFA.
- Changes to terminology – ‘teaching’ staff and ‘professional services’ staff, and the use of gender neutral ‘their’ rather than ‘his/her’.
- Reference to the Corporation’s Governor Recruitment, Appointment and Succession Planning Policy and to the Governor Expenses Policy.

- Clarification on terms of office of different classifications of governors (this did not represent any changes to current practice as set out in the Instrument and Articles.)
- Reference to the Meeting Attendance Protocol to be considered at item 23.
- The removal of the requirement for minutes of meetings to be signed by the Chair, provided that the minutes of the subsequent meeting recorded their approval.
- Standards Committee and Finance & Estates Committee to have up to six Members (in addition to the Chair and Chief Executive & Principal).

22.2 **It was resolved** to approve the updated Standing Orders.

23 **Meeting attendance protocol**

23.1 The DCG advised that following a recommendation within the External Review of Governance, the meeting attendance protocol had been drafted for the Corporation's consideration. The document aimed to set out the Corporation's approach to in-person, virtual and hybrid meetings, incorporating the following key principles:

- It was recognised that hybrid meetings did not provide the best experience for engagement of all attendees, although it was recognised that occasionally there may be a compelling reason for remote participation in an otherwise face to face meeting.
- For full Corporation meetings, the aim was to conduct all meetings as face to face meetings, with the exception currently of the budget approval meeting in June of each year, which due to the focused nature of this meeting could be conducted efficiently on a virtual meeting.
- It was proposed that on an annual basis, the sub committees each consider their own meeting calendar for the following year and agree whether meetings would be conducted as virtual or face to face meetings.
- Any request for virtual participation at an otherwise face-to-face meeting would be directed to the Chair of the meeting for consideration.

23.2 Members endorsed the approach to meeting attendance as set out within the document, which would serve as a guide and would not discourage flexibility to support members' attendance. The document would be brought to relevant committees for agreement each year when considering the business plan for the following year.

23.3 **It was resolved** to approve the meeting attendance protocol.

24 **Dudley Academies Trust update**

V Little, N Thomas, T Westley and P Noon noted an interest in this item.

24.1 *Master Collaboration Agreement*

The CEP advised that the working party for Dudley College of Technology and Dudley Academies Trust Master Collaboration Agreement met on 27th November 2023. The meeting was attended by representatives of the Corporation (Jason Parker, Liz Sithole, Tom Westley) as well as members of

the DAT Board of Trustees. The purpose of this agreement was to set a framework for collaboration between the two organisations and ensure the longevity of this key strategic relationship.

- 24.2 At the working party meeting a detailed presentation (provided as an appendix to the paper) was delivered by representatives of Stone King, who were providing the legal support to develop the agreement. Stone King would now draft the overarching legal agreement for consideration by the respective boards in the Spring Term. Prior to approval, Dudley College would engage independent legal advice to provide assurance on the content of the agreement from the College's point of view.
- 24.3 At the meeting it was also agreed that a joint committee, or collaborative steering group, would be set up to include representatives from the Board of Trustees (DAT) and Corporation (DCoT) which would have delegated responsibility from each board to meet regularly (probably termly or twice-yearly) to oversee the progress against achieving the actions identified within the MCA. Terms of reference for this group would be drafted and agreed alongside the Master Collaboration Agreement.
- 24.4 *Appointment of Member to the Trust*
This item was deferred to the next meeting due to inaccuracy for the required decision to be taken.
- 24.5 **It was resolved** to note the update on the Master Collaboration Agreement.
- 25 **Any other part 1 business.**
- 25.1 No further matters of part 1 business were raised.
- 26 **Date of next meeting**
- 26.1 The date of the next meeting was noted as 19th March 2024.

The part 1 meeting closed at 18.10hrs.

Susanne Davies, Debbie Goode, Steve Johnson, Diana Martin, Jack Stokes and Paul Hartridge left the meeting.

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

Approved by Corporation members at the meeting held 19th March 2024.