

**Part I Minutes of the Corporation Meeting held on Tuesday
2nd July 2024 at 4.30pm in Conference Room I, Broadway**

Members Present: Wendy Davies Jason Parker
Paul Hartridge Jack Stokes
Paul Noon (Chair) Neil Thomas (Chief Executive & Principal)

In Attendance: Gill Darwood (Director of Corporate Governance) (DCG)
Susanne Davies (Director IoT and Partnerships)
Debbie Goode (Executive Director Public Affairs & Marketing)
Steve Johnson (Executive Director Estates & Capital Projects)
Kathryn Jones (Director of HR)
Louise Jones (Chief Finance Officer) (CFO)
Diana Martin (Vice Principal) (VP) (to item 13.1)

Prior to the meeting members had an opportunity to tour the new Animal Science facility.

Main outcomes

- *Master Collaboration Agreement and supporting documentation to be approved by written resolution.*
- *Commercially sensitive - IoT update noted.*
- *'Students at the centre of all we do' annual update noted.*
- *Students' Union summer term report noted.*
- *Safeguarding and Prevent annual report noted.*
- *Careers Strategy update noted.*
- *Minutes of audit committee of 10th June 2024 noted.*
- *ESFA's response to the subcontracting controls assurance review noted.*
- *Plan for the external audit of 2023/24 accounts approved.*
- *Fraud and irregularity annual report for 2023/24 approved.*
- *Internal audit plan for 2024/25 approved.*
- *Confidential – Assessment of internal auditors' performance in 2023/24 approved.*
- *Integrated management accounts to May 2024 approved.*
- *Minutes of the Standards Committee meeting held on 7th May 2024 noted.*
- *College operational development plan update noted.*
- *Governor engagement activity update noted.*
- *Business plans for the Audit, Standards and Remuneration Committees for 2024/25 and meeting schedule for 2024/25 approved.*
- *Paul Noon appointed as Chair for 2024/25.*
- *Corporation membership update noted.*
- *Updated scheme of delegation approved.*
- *Progress update on quality improvement plan for governance 2023/24 noted.*
- *Supply chain fees and charges policy 2024/25 approved.*

Board administrative matters

- 1 **Confirmation of quorum**
 - 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 Ana Ferreira, Valerie Little, Sarah Wood, Liam Butler, Liz Sithole, Tom Westley, Matthew Collins, Nirmal Gupta and Ian Austin.

- 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 6.

- 4 **Approve minutes of previous meeting on 18/06/24**
 - 4.1 The minutes of the meeting held on 18th June 2024 were confirmed as a true record by members.

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

Strategic matters

- 6 **Master Collaboration Agreement with Dudley Academies Trust**
 - 6.1 Declarations of interest on this item were received from N Thomas (Trustee of DAT) and P Noon (Member of DAT). The DCG noted that the Corporation was therefore not currently quorate to make a decision on this matter and therefore a written resolution would be circulated following the meeting. The DCG advised that Valerie Little (Member of DAT) and Tom Westley (Trustee of DAT) would also be precluded from voting due to their interest, therefore a written resolution on this matter would require the support of a minimum of 8 members of the Corporation, being 75% of those eligible to vote.

 - 6.2 The CEP reminded members that, following the Working Party meeting between Dudley College Corporation Members and Dudley Academies Trust Trustees, the Master Collaboration Agreement had progressed and was now presented as a final draft.

 - 6.3 The CEP provided a presentation which outlined the purpose of the agreement to set a framework for collaboration between the two organisations and ensure the longevity of this key strategic relationship, which reflected the close collaborative association which existed through the public benefit sponsorship arrangement between the Trust and the College.

 - 6.4 As outlined in the agreement, it was proposed to establish a joint oversight committee to include representatives from the Corporation (DCoT) and the Board of Trustees (DAT) which would have delegated responsibility from each

board to meet regularly to oversee the progress against achieving the actions identified within the MCA. Draft terms of reference for this committee were included with the papers for review.

- 6.5 The Collaboration Agreement set out the legal framework for collaboration, and satisfied the requirements of the ESFA for related party transactions. Schedule I of the agreement set out the proposed collaborative aims that would adapt and grow over time.
- 6.6 For services currently in operation, a schedule 4 draft was provided that would be declared by Dudley Academies Trust to the ESFA as a related party transaction, in line with the Academy Trust Handbook requirements. The transactions proposed for September 2024 included:
- English for speakers of other languages (ESOL) Services
 - Alternative Provision Services
 - Governance and Clerking Services
 - Operational Services (Print room and some IT Systems)
- 6.7 The draft documents would be confirmed with charging information shortly prior to execution of the agreement with effect from 1/9/2024, and had been agreed by the DAT board of trustees at its meeting on 28th June.
- 6.8 Schedule I also stated 4 further collaborative aims as agreed with the Executive Teams of the Trust and College:
- Careers Support, Advice & Guidance
 - Staff Development & Innovation Exchange
 - Maths & English Provision
 - Dudley Education Group – Brand Development
- 6.9 The following documents were presented for members' consideration:
- Education Group Collaboration Agreement
 - Schedule 4 Alternative Provision
 - Schedule 4 ESOL Provision
 - Schedule 4 Governance Services
 - Schedule 4 Operational Services
 - Joint Oversight Committee terms of reference
- 6.10 Once the agreement was in place, it was proposed to transfer to Dudley Academies Trust the employment (TUPE) of the Trust's Chief Financial Officer who was employed under the current service level agreement by the College. The CFO worked solely on Trust matters, was line managed by the Trust's COO and now managed a team of finance staff within the Trust, it was therefore appropriate for her employment status to rest solely with the Trust.
- 6.11 The DCG advised that the agreement and appendices had been produced with the support of Stone King, who had been retained by Dudley Academies Trust and had worked closely with colleagues including the Trust's Chief Operating Officer to ensure that the process followed met ESFA requirements. The College's legal advisors Freeths had reviewed the documentation as an independent source of advice on behalf of the College Corporation.

- 6.12 The CEP and DCG provided further clarification on points of detail in response to questions from members, advising that the collaboration was in line with the College's charitable objects, the history of the College's sponsorship of the multi academy trust to improve outcomes and progression opportunities for learners, and to formalise the strategic relationship between the two organisations.
- 6.13 Those members present and eligible to vote on this matter expressed their support for the proposals and the DCG advised that she would email members to seek the approval via written resolution of all members eligible to vote.
- 7 **Commercially sensitive - Institute of Technology update**
This matter is the subject of a separate and confidential minute.

Student centred matters

- 8 **Students at the centre of all we do – annual update**
- 8.1 The VP provided a presentation which detailed a summary of the year, highlighting the following key points:
- 8.2 *Learner numbers*
- 250 T level learners.
 - 4800 16-18 year old learners.
 - 580 Dudley Sixth learners.
 - One of the largest college apprentice providers with over 2,300 apprentices.
 - HE intake with over 540 (not including WMCA funded learners).
 - 4500 adult enrolments making the College one of the largest adult providers in the region.
- 8.3 Members noted that the size of the College, especially for apprenticeships, meant that it had the ability to invest in the necessary infrastructure.
- 8.4 *Outcomes*
- Predictions were for a high retention rate of over 90% in 16-18 and adults. Achievements were predicted to improve for all key client groups against 2022/23.
 - Strong high grades and pass rates were predicted for Dudley Sixth A Levels.
 - Largest ever cohort sitting GCSE maths and English at 1100+ learners. Attendance at GCSE examinations had increased by 14%.
 - Supported Internships had increased significantly.
 - Recent performance review with WMCA had noted that they were very happy with the College's performance and there would be no clawback of funding.
 - The 'Good' rating from Ofsted had noted that leaders maintained a sharp focus on quality of education for learners and apprentices.
- 8.5 *Learner satisfaction*
- 92% of learners agreed that teaching had been good.

- 90% of learners felt safe which was a drop on the previous year, and therefore the reasons for this were being investigated. Scores were mainly lower amongst Evolve learners which indicated that the relocation of the bus station to outside the Evolve campus had detrimentally affected learners' views. The VP outlined arrangements which had been put in place including additional security measures and briefings for staff and students. The College was also working with WM Travel to see what could be done to work with their wardens on improved safety around the bus station.
- Really high levels of satisfaction for adult learners.

8.6 *Other achievements*

- A wide range of sporting achievements during the year were noted.
- Achievements in Worldskills competitions including 4 gold medals in hair, construction and electrical in regional competitions.
- Supporting the community through charity work.
- Other community projects including work with Dudley Archives on the history of immigration into Dudley.

8.7 *Preparations for next year*

- 1,900 progressing learners.
- 5,000 applicants which was +500 on the previous year.
- 750 applicants for T levels which would represent a challenge for sufficient placements. The College would potentially be the largest T level provider nationally.
- Applications to a number of high-volume courses had been paused due to limitations of capacity for further enrolments. Early enrolment on those programmes would take place at the end of July in order to assess actual numbers.
- Summer social for new intake on 5th July – 1,100 learners had registered to attend which was an increase on last year.
- All indicators were pointing to a strong year next year.

8.8 The VP and CEP provided further clarification in response to questions from members in relation to potential curriculum reform at level 3, and the impact of a new government on education reforms.

8.9 The Chair noted that the College should look for support from the WMCA in the form of a requirement on employers to offer T level placements.

8.10 The VP provided further information on the induction period for the start of the new academic year, including:

- Focus on practical skills.
- Focus on progression expectations and milestones.
- Swap don't drop initiative.
- Early diagnostic assessment and intervention including soft skills analysis.
- Fresher's fayre organised by the Students' Union.

8.11 The Chair noted the enormous effort staff had made in all of these areas and expressed the thanks of the Corporation to all staff for the work done this year.

8.12 **It was resolved** to note the 'Students at the centre of all we do' annual update.

9 **Student Union summer term report**

9.1 J Stokes presented the Students' Union summer term report and drew members' attention to key highlights:

- Increase in number of activity clubs.
- National engagement of the Students' Union.
- Focus on root causes of issues affecting students including mental health issues.
- J Stokes had been re-elected as Students' Union President for 2024/25.
- The president election process had mirrored the parliamentary election to encourage learners' participation.
- J Stokes had also run for VP of FE nationally and had lost out by just one vote.
- Campaign to encourage students to register to vote.
- Opt-in through the College's enrolment system to register to vote.
- Four delegates had attended NUS national conference and had interacted and networked well in advocating for FE.
- Campaigning around national campaigns.
- J Stokes had attended an all-parliamentary working group to speak about the importance of flexibility of education to suit personal learning styles and explained his own experiences.
- Duke of Edinburgh award – additional funding had been received to offer free places to marginalised students.
- Zen garden project – a de-stressing area at the rear of Broadway library was being completed for launch in September.
- Football related activities including a focus on supporting learners' mental health, collaboration with Birmingham FA, and a Ramadan football tournament with other colleges.
- AoC FE Summit to identify issues which learners would like AoC to campaign for after the election, which had identified BTEC withdrawal, Education Maintenance Allowance, and mental health issues.
- A senior member of the National SU had commented that Dudley SU was the strongest and most effective FE SU in Europe and an example of best practice.

9.2 In addition. J Stokes provided members with a copy of the Students' Union's Strategic Plan which included four main priorities which were centred around engagement and participation, representation, sustainable growth and expansion, and community, support and environment.

9.3 Paul Hartridge noted that the increased presence at the CAT Centre of the Students' Union had been welcomed.

- 9.4 The Chair thanked J Stokes for his excellent work this year and noted that the Students' Union was an important partner for the College which supported students in a range of vital areas.
- 9.5 **It was resolved** to note the Students' Union summer term report.
- 10 **Safeguarding and Prevent annual report**
- 10.1 The VP presented the Safeguarding and Prevent Annual Report, which noted that:
- The vast majority of new employee starters continued to be compliant with safeguarding core training. 4 staff had exceeded the required 6-week time frame and K Jones noted these were variable hours invigilators who were being supported to complete this training.
 - Updates to KCSIE had been noted.
 - V Little, the safeguarding lead governor had visited the team twice this academic year and completed safeguarding checklists.
 - 2071 concerns had been raised through CPOMs. This was a significant increase compared with last year as CPOMs continued to be embedded. Not all referrals required in depth action. Some of these were multiple referrals for one student or low-level concerns.
 - 40 learners on child protection plans was a slight increase and early help was increasing considerably due to a push back of cases from the local authority, which represented an increased workload for the safeguarding team.
 - 67 full suspensions this year resulting in 9 exclusions.
 - 19 cool off suspensions.
 - 8 students given direct exclusion following one serious incident at Evolve Campus.
 - 477 learners supported by the counselling team.
 - 334 students accessing support through Togetherall.
 - 15 staff accessing support through Togetherall.
 - 1 Prevent referral which had resulted in no further escalation.
 - Safeguarding and Prevent arrangements in the College continued to be effective.
 - Neighbourhood police were working well with the College.
- 10.2 [In response to a request from J Parker, the VP agreed to investigate if it would be possible to generate a CPOMS report on actual student numbers rather than individual occurrences of concerns.](#)
- 10.3 The Chair noted the importance of a balance between providing support and equipping learners with the skills to deal with issues and build their resilience. The VP explained that the tutorial programme was intended to cover this and two staff were doing qualifications in trauma informed practice to deliver to other staff. The focus was on working with all staff to be able to support learners directly rather than refer all issues through the safeguarding team. To support this, the College would be working to develop its own threshold document for staff.

- 10.4 The VP noted that part of the increase in numbers was due to the widespread use of CPOMs where all staff could now log incidents and were comfortable to do this.
- 10.5 The Chair expressed the thanks of members to staff working in this challenging area.
- 10.6 **It was resolved** to note the Safeguarding and Prevent annual report.
- 11 **Careers Strategy annual update**
- 11.1 D Goode provided a high-level update on careers strategy looking back at the previous year and forward to the next year. The focus of the strategy was to ensure that an impartial approach was offered to students to meet their needs. The presentation provided an overview of activity including:
- PIP and one to one advice sessions and group sessions
 - Aspire to HE activity
 - Work experience/exposure ambition for all learners to have at least three engagements per year
 - Supported internships for SEND learners
 - Other activity embedded in the curriculum – including in schemes of work and discussion of career pathways.
 - An overview of activity including 451 careers appointments, 516 staff drop-in sessions, 95 group sessions, 88 year 2 T level placements, 8 supported internship placements, 45 Workskills participants.
 - Example of careers activity embedded into personal tutorial.
 - A range of employer visits and employers coming into College
 - Widening participation in HE overview – routes to progression activity, Aspire to HE and A2B scheme through Birmingham University with preferential offers of places.
 - Aspire to HE funding through University of Wolverhampton had now been withdrawn which had been used to provide a dedicated member of staff.
 - UCAS data showed that there had been an increase in applicants to university for 2024/25.
 - Universities with the most offers/acceptances were Worcester, Wolverhampton and Birmingham City University.
 - Learners also progressed across the UK to other universities in England Scotland and Wales depending on their area of interest.
 - Educating careers advisors in schools so that they were up to date with course and careers information, with a focus on key feeder schools.
 - Huge challenge of meeting demand for work experience and work exposure placements.
 - Matrix re-accreditation was scheduled for September 2024.
- 11.2 D Goode expressed her thanks to W Davies who was careers lead governor and had attended a number of meetings.
- 11.3 In respect of the CAT Centre, Paul Hartridge noted that it would be helpful to invite the careers advisor to more tutorial sessions so that students were familiar with her.

11.4 **It was resolved** to note the annual Careers Strategy update.

Routine business matters

12 **Audit and Finance Matters**

12.1 **Minutes of audit committee held on 10th June 2024**

12.1.1 W Davies presented the draft minutes of the meeting held 10th June 2024 and highlighted matters covered at the meeting, noting that:

- L Butler had been appointed as Chair for 2024/25.
- External audit plan had been presented with no additional risks identified, audit fees were increased by 3% which was felt to be reasonable.
- Internal audit had presented their update which provided reasonable assurance on their latest review.
- Internal audit plan for 2024/25 had been considered in a separate session for the committee to ensure they had input to the plan. At the request of members, the internal auditors had married the risk register to the internal audit plan which had proved helpful.

12.1.2 **It was resolved** to note the minutes of the Audit Committee meeting held on 10th June 2024.

12.2 **Sub-contract controls assurance review**

12.2.1 The CFO presented the ESFA's response to the sub-contract controls assurance review which the College had submitted in July 2023 in line with ESFA requirements.

12.2.2 DfE had reviewed the assurance review and confirmed the College had met the standard for the 2022/23 funding year. This meant that the College could continue to subcontract provision in line with subcontracting rules. A further external review of subcontracting would be required in 2026.

12.2.3 It was noted that all of the recommendations made by the auditors had been fully implemented and removed from the audit recommendation tracker.

12.2.4 **It was resolved** to note the ESFA's response to the subcontracting controls assurance review.

12.3 **External audit plan for 2023/24 accounts**

12.3.1 The CFO presented the external audit plan of 2023/24 accounts the purpose of which was to provide the Corporation with an overview of the nature and scope of the audit work to be undertaken by Bishop Fleming. The document covered the audit of Dudley College of Technology and Transformational Technologies Partnership Limited (TTPL). The key points were noted as:

- Materiality was based on 2% of income.
- Significant risks addressed by the audit were standard areas, which would be:
 - Management override of controls
 - Fraud in income recognition
 - Pension assumptions

- Accounting for capital projects and capital grant funding
- The college accounts direction 2023/24 dealt with recognition of a LGPS fund surplus as an asset; and a number of further refinements that the auditors would adhere to.
- The post 16 audit code of practice (ACOP) had limited changes but highlighted that DfE would no longer require a separate audit and return (Annex G) for discrete DfE funded projects. In 2023/24 the College had required Bishop Fleming to audit the LSIF return at extra cost.
- The interim audit would take place 6 and 7 August with the main audit taking place weeks commencing 30 September and 7 October.
- The fee of £42,075 represented a 3.2% increase on the 2022/23 fee.

12.3.2 The external audit plan had been considered and recommended by the audit committee.

12.3.3 **It was resolved** to approve the plan for the external audit of 2023/24 accounts.

12.4 **Fraud and irregularity annual report**

12.4.1 The CFO presented the fraud and irregularity annual report, noting that it was the responsibility of the Audit Committee, 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.

12.4.2 The College had undertaken an annual risk assessment of fraud and irregularity that reviewed all key risk areas, provided commentary on the control framework in place that was designed to prevent fraud, and highlighted any further actions required. This annual report set out the results of that risk assessment and addressed other counter fraud matters. The full risk assessment was available in the document library for members to see the full detail.

12.4.3 The report concluded that whilst the control framework was effective, it would be improved further by enhancing existing procedures in relation to agency staff contracts, supplier standing data, stock levels, credit note authorisation and procurement policies and training.

12.4.4 The CFO confirmed that there had been no incidents of fraud to report this year.

12.4.5 The report had been considered and recommended by the audit committee.

12.4.6 **It was resolved** to approve the fraud and irregularity annual report for 2023/24.

12.5 **Internal Audit plan for 2024/25**

12.5.1 The CFO advised that internal auditors RSM had proposed a number of areas for review in 2024/25. This plan had been based on the College's risk register and finalised following discussions with senior leaders and governors:

- Student experience framework: 16-18 bursaries. Advisory (August 2024)
- Capital project controls (January 2025)
- Data Protection and Freedom of Information (September 2024)
- Learner Numbers (ALS and 16-19 study programmes). Advisory (January 2025)
- Key financial controls (April 2025)
- Follow up (April 2025)

12.5.2 The internal audit plan for 2024/25 had been recommended for approval by the audit committee.

12.5.3 **It was resolved** to approve the internal audit plan for 2024/25.

12.6 **Confidential - Internal auditors' performance in 2023/24**

This matter is the subject of a separate and confidential minute.

12.7 **Integrated management accounts to May 2024**

12.7.1 The CFO presented the management accounts for May 2024 which showed the position ten months into the financial year. The accounts and commentary took account of the revised budget that had been approved by Corporation. A forecast for the year end was also included. The key points were noted as:

- The operating surplus of £0.87m was favourable to the revised budget surplus for the year to date. The year-end position would be improved on the revised budget, with a surplus of £321k.
- The performance of apprenticeship income was improving and it was expected that the year-end position would exceed budget.
- Cash at the end of May was favourable to revised budget by £0.9m and had increased slightly since April. The reasons for this positive variance against budget were noted as an improved operating surplus, positive movements on working capital and lower interest/financing costs.
- The closing cash balance forecast for July 24 was tracking to the CFFR forecast of £5.5m (44 days).
- The KPIs for cash reserves and net cash days had improved slightly for May. However, there had been no change in cash days in hand from April. The debtor days KPI remained red due to the impact of the delay in payment by Dudley local authority of the high needs invoices for terms one and two, and term 3 being raised in May.

12.7.2 In response to questions from members, the CFO advised that the delay in payment from the local authority was being followed up by the CFO and CEP. Members noted that the cash position would be favourable if not for this delay in payment. The CFO advised that it may be necessary to provide for this but that the issue was being closely monitored.

12.7.3 **It was resolved** to approve the integrated management accounts to May 2024.

I3 Standards and Performance

13.1 Minutes of Standards Committee held on 7th May 2024

13.1.1 P Noon, as Chair of the Standards Committee, presented the draft minutes of the meeting held on 7th May 2024 and highlighted matters considered at the meeting which were not covered on the present agenda:

- Appointment of P Noon as Committee Chair.
- Review of the operational development plan.
- Discussion of implications of AI.
- Review of the dashboard.
- Review of risk register items.
- Discussion on curriculum planning.
- Teaching and learning update where the committee had learned about trauma informed training developments.
- Complaints and compliments analysis.
- Safeguarding termly report.
- HE update.

13.1.2 **It was resolved** to note the minutes of the Standards Committee meeting held on 7th May 2024.

D Martin left the meeting.

13.2 Operational Development Plan update

13.2.1 The CEP presented an update on the Operational Development Plan which had been considered at the most recent Standards Committee. He noted that it was fairly early on in the plan and no items were behind their planned completion date at this stage. A few items had been completed in line with the plan. For all other items, senior team colleagues had provided a brief update on progress. Standards Committee had confirmed they were happy with the progress reported and recommended it be shared with Corporation as was the normal process.

13.2.2 **It was resolved** to note the college operational development plan update.

I4 Governance and compliance matters

14.1 Governor engagement activity update

14.1.1 The DCG advised that, following a discussion at the Corporation Strategic Development event in September 2023, a programme of strategic link activity was agreed for the year, with each member expressing their preferences for their areas of focus. A summary of the engagement activities which had taken place this year was provided.

14.1.2 Following visits, members were requested to complete a visit report using a standard template in order to feedback on their experiences to share with other members. A number of visit reports were noted, including:

- A visit report following Liz Sithole's visit to the Brierley Hill Learning Quarter.

- A visit report following Ana Ferreira’s and Sarah Wood’s visit with the Students’ Union on Equality, Diversity and Inclusion.
- A visit report following Paul Hartridge’s visit to the Dudley Learning Quarter.

14.1.3 In addition, the following activities had taken place:

- Safeguarding lead governor – Valerie Little, as Safeguarding Lead Governor, had undertaken termly visits to meet with the College’s safeguarding team and had submitted visit reports, details of which were included within the DSL’s Annual Safeguarding and Prevent Report, as detailed at item 10 on the agenda.
- Careers lead governor – Wendy Davies, as Careers Lead Governor, had attended regular meetings with the Careers team and external advisors, as detailed at item 11 on the agenda.

14.1.4 Members were invited to feedback on this year’s programme and any changes they would like to make to the current governor visit reporting arrangements. It was felt that the current links should remain in place for the following year in order to provide members with an opportunity to further develop their engagement with selected areas.

14.1.5 **It was resolved** to note the governor engagement activity update.

14.2 **Meeting schedule and Business Plans for committees for 2024/25**

14.2.1 The DCG presented the business plans for the Audit Committee, Standards Committee and Remuneration Committee which provided an indication of business and reports which would be submitted to the meetings of the committees scheduled for 2024/25. The relevant business plans had been considered by each committee and were recommended to the Corporation for approval.

14.2.2 The overarching schedule of all governance meetings had been planned for the year and was also provided. Once approved, calendar invitations would be sent out to members for the relevant meetings.

14.2.3 **It was resolved** to approve the business plans for the Audit, Standards and Remuneration Committees for 2024/25 and to approve the meeting schedule for 2024/25.

14.3 **Appointment of Chair and Vice Chair for 2024/25**

14.3.1 The DCG advised that it was good practice to reconfirm the appointment of the Chair and Vice Chair each year. In the absence of a number of members, including the current Vice Chair, the appointment of Vice Chair for 2024/25 was deferred to the next meeting.

14.3.2 **It was resolved** to appoint Paul Noon as Chair for 2024/25.

14.4 **Membership Update**

14.4.1 The DCG presented an update on membership of the Corporation and its sub-committees for the coming academic year 2024/25, highlighting those members whose term of office would be ending during the year in order to inform the board's succession planning. It was noted that:

- Valerie Little's term of office ended on 10th December 2024. This would leave a vacancy on the Corporation, on the Standards Committee, Search Committee, Remuneration Committee and also as Safeguarding lead governor.
- There was one vacancy for a student member which had remained unfilled during 2023/24.
- There was one vacancy for an independent member, who would ideally join either Audit or F&E Committee.

14.4.2 Over the summer, members would have the opportunity to meet with the Chair for their annual review, at which time they would be able to consider the contribution they would wish to make to the work of committees during 2024/25.

14.4.3 The search committee would be meeting early in the Autumn term to consider future committee membership and wider succession planning.

14.4.4 [The CEP requested that all members use their own networks to identify potential future members. W Davies advised that the ICAEW provided a service to advertise volunteer trustee positions.](#)

14.4.5 **It was resolved** to note the membership update.

14.5 **Scheme of Delegation update**

14.5.1 The DCG presented the updated scheme of delegation which met the requirements of the Further Education Code of Good Governance to ensure that the board adhered to clear structures and delegated authorities. She advised that the scheme of delegation summarised all of the responsibilities of the Corporation, Chair, Chief Executive and Governance Professional, which originated from a variety of sources including the Instrument and Articles of Government, Standing Orders, Financial Regulations, Funding Agreements, Accountability Statement and most recently the College Financial Handbook.

14.5.2 The scheme of delegation had been reviewed in line with the new College Financial Handbook which would be effective from August 2024, and also took into account the changes to the Financial Regulations approved at the last Corporation meeting.

14.5.3 The document also included in the appendices an updated list of those College policies which were reserved to the Corporation for approval, showing the SLG lead responsible for drafting and which committee was responsible for review/recommendation for approval.

14.5.4 **It was resolved** to approve the updated scheme of delegation.

14.6 **Quality Improvement Plan for Governance – progress update**

14.6.1 The DCG presented a progress update on the Corporation’s Quality Improvement Plan for Governance. Latest progress comments were included in blue type for ease of reference. Any actions fully completed had been shaded green. The majority of actions had been completed with just three actions rated as amber due to some aspects not yet being fully completed:

- Objective 1.2 – *governors to provide feedback on their engagement activities to be shared regularly with the board.* A report on the governor link activities completed during the current academic year was covered at agenda item 14.1.
- Objective 2.1 – *governors were supported to complete the ETF Governor Development Programme* – the roll out of the platform by ETF was delayed but was now live. The DCG advised that A Ferreira, the most recently appointed new member had kindly agreed to trial the platform prior to this being rolled out to all members during the Autumn term.
- Objective 3.1 – *board members had regular opportunities to reflect on the effectiveness of the board and their own contribution* – this item had been rated as amber as one aspect had not yet been implemented, which was the 360 appraisal of the Chair. The process for completing this exercise was currently under consideration with a view to completing this during the autumn term.

14.6.2 A new plan would be drafted for the Corporation’s consideration in the autumn term and any outstanding items from this year’s plan would be rolled forward into the new Quality Improvement Plan for the 2024/25 academic year.

14.6.3 **It was resolved** to note the progress update on the quality improvement plan for governance 2023/24.

15 **Policies for approval**

15.1 **Supply Chain Fees and Charges Policy 2024/25**

15.1.1 The CFO presented the updated Supply Chain Fees and Charges Policy for 2024/25 which applied to supply chain activity supported by funding from the Education & Skills Funding Agency, Office for Students, WMCA or any successor organisations.

15.1.2 The policy had been updated to reflect some minor changes in national funding policy, changes in job roles and responsibilities as well as some cosmetic changes to layout. The fundamental arrangements for charges for subcontracting and related provision remained unchanged from the previous year.

15.1.3 **It was resolved** to approve the supply chain fees and charges policy 2024/25.

16 Any Other Business

16.1 Members were invited to propose any topics they would like to cover at the development day in September 2024.

16.2 There were no further items of part 1 business.

17 Date of next meeting

17.1 20th September 2024 (Strategic Development event) at 11.00am.

J Stokes, P Hartridge, S Davies, D Goode, S Johnson, K Jones and L Jones left the meeting.

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

The part 2 meeting closed at 19:12 hours.

Approved by Corporation Members at the meeting held on 12 November 2024.