

DRAFT MINUTES

Corporation

Date & Time	25 November 2024	5:30pm
Date of next meeting	16 December 2024	5:30pm
Location	E228	Telford College
Governors attending	Gail Bleasby	GB Chair of the Corporation
	Chris Pallett	CP Vice Chair of the Corporation
	Lawrence Wood	LW Principal & CEO
	Shaukat Ali	SA Independent Governor
	Jim Arnold	JA Independent Governor
	Gill Eatough	GE Independent Governor
	Natalie Headley	NH Co-opted Governor
	Ann Johnson	AJ Co-opted Governor
	Ruth Matthews	RM Independent Governor
	Teresa Tanner	TT Independent Governor
	Hollie Whittles	HW Independent Governor
	Jack Cooke*	JC Student Governor
	Rehan Kashif*	RK Student Governor
Clerk	Joanna Perch	JP Governance Professional
In attendance	Caroline Bastow	CB Director of Learning Excellence, Innovations & Quality Improvement
	Louise Biffin	LB Chief Finance & Operations Officer (CFO)
	Paul Birch	PBi Executive Director People, Culture, Organisational Development & Effectiveness (EDP)
	Sarah Jones	SJ Assistant Principal Student Experience & Safeguarding (APS)
	Sally Slater	SS Director of 6 th Form
Apologies	Kevin Barton	KB Independent Governor
	Martin Seymour	MS Staff Governor (business)
	Jonathan Abbott	JAb Staff Governor (teaching)

No.	Item	Action
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PROCEDURAL MATTERS

1. Welcome, apologies and introductions

1.1. The Chair welcomed everyone to the meeting acknowledging apologies from **KB, MS** and **JAb**.

1.2. Having conducted interviews on 12 November 2024, the Search committee made its recommendation to the Corporation for the appointment of two candidates.

1.3. **The Corporation formally approved the appointment of both:**

Approved

- **Dr. Shaukat Ali – full Corporation member**
- **Natalie Headley – co-opted Corporation member**

[SA, NH joined the meeting at 5.36pm]

2. Procedural matters

2.1. There were no Conflicts of Interest declared before or during the meeting.

The Governance Professional noted that as the two newly appointed governors had not yet had opportunity to complete a declaration of interest, they should feel free to let the room know should anything on the agenda arise that they felt could be a possible conflict of interest.

2.2. There were no changes to the register of interests declared before or during the meeting.

2.3. No items on the agenda were identified for confidential discussion that were not already in confidential session.

3. Minutes of the last meeting

3.1. **Governors acknowledged the Corporation’s approval of the minutes from the meetings held:**

Approved

- **30 September 2024**
- **21 October 2024**

4. Matters arising

4.1. The Governance Professional reported this document was used to track the progress of agreed actions from previous meetings. It was updated by allocated owners and reviewed by the Corporation, who were requested to render a decision whether the item remains open or closed.

4.2. The following items were agreed closed:

- Item 2 – Bring the annual EDI report / analysis to the Corporation.
- Item 6 – Action 360 assessments
- Item 10 – Explore and implement improved tracking methods for A-level results.
- Item 11 – revise minutes of 30 September 2024
- Item 15 – Add risks around income to the risk register.

Item 4 remained open with a deadline of April 2025.

Item 12 remained open and was given a deadline of March 2025.

Item 13 remained open with a deadline of 27 January 2025.

No.	Item	Action
5.	Governors' updates	
5.1.	CP and HW had attended the college hosted business breakfast.	
5.2.	Chair gave governors a gentle reminder to please complete their mandatory training modules on the iHasco suite.	
5.3.	<u>Governors' 360 reviews</u> Chair informed the Corporation she had met with the Vice Chair and the Governance Professional to review their 360 outcomes, noting overall positive feedback on all three roles. She highlighted key issues had been picked up in the proposed new governance structure and noted she would like the assessment repeated to include all governors and executive team regardless of how long they had been in post, at a later date. It was noted it would be advantageous to carry out the reviews earlier in the year.	<i>JP to ask the governance network for guidance around best practice for 360 reviews.</i>
<p>[RM joined the meeting at 5.43pm] [JC joined the meeting at 5.46pm]</p>		

PRINCIPAL & CEO'S REPORT

6.	Report for information and discussion	
6.1.	The report presented to the Corporation offered updates on; the ongoing work around learner outcomes', target setting, monitoring and tracking, the completion of the college Principal's staff meetings, the 2024/25 college budget, Ofsted, The Self-Assessment Report (SAR) and Quality Improvement Plan (QIP) and Capital Projects.	<i>CEO to share inspection action plan.</i>
6.2.	Governors sought confirmation of feedback from students about their experience at the new Quad facilities.	
6.3.	The Vice Chair of the Corporation noted the success of the new campus located in the town centre and queried whether any positive aspects or best practices from that campus could be identified and implemented at the current campus.	<i>JP to organise a tour of the Hub for new college governors.</i>

KEY PERFORMANCE INDICATORS (KPIs)

7.	College KPIs	
7.1.	The CFO noted there had been a review of the KPI monitoring and reporting process, and a new format had been introduced to include a Balance Scorecard approach monitoring performance across all key curriculum and operational areas of the college. The revised report set out: A summary of the KPIs with a traffic light indicator as to progress Further detail on each KPI, again with the traffic light system for each line	
7.2.	<u>Governor Challenge, Queries and Observations</u> Governors queried why targets had been set so high when there had been previous discussion around high targets last year.	
7.3.	The Chair of the Corporation highlighted that the appraisal process represented an important development for the Board, college staff and managers. She queried how the college could ensure that all teams appreciate the significance of this initiative. She also asked whether staff	

No.	Item	Action
	were receiving appropriate training o deliver effective and meaningful appraisals.	
7.4.	Governors enquired about the possibility of establishing college-wide or generic targets for staff. They observed that appraisals require significant time and effort and suggested that implementing streamlined targets could help create consistency and make the process more efficient.	
7.5.	Governors offered to share examples of streamlined or generic target setting approaches. The Principal expressed his gratitude and noted these would be useful.	
7.6.	The Chair asked the Principal what specific support or input he would like from the Board regarding this matter.	
7.7.	The Vice Chair requested an extra column to reference the headline in the KPI report to reference the headline for clarity and ease of use.	<i>CFO to add extra column in KPI report to reference headline.</i>
7.8.	Governors noted the absence of remedial actions in the report and recommended that these be included. They also suggested that, even if addressed later in the report, a reference to remedial actions should be made in the summary. Governors highlighted, in the event of a review by an external body, remedial actions would be overlooked with the report in its present format.	<i>CFO to note next to red items; bullet points on why they're red and any actions.</i>
7.9.	The Chair of the Corporation queried the meaning of “active applicants” in the report. Upon confirmation that this referred to students in the pipeline, she sought and was given further clarification, asking whether this was primarily driven by events such as open evening and similar activities.	

FINANCE

8. College Management Accounts

- 8.1. The CFO presented the financial position as at October 2024 and the forecast outturn at the year-end including the operating activities through the income and expenditure account, the cash position and the progress of the capital expenditure programme.
- 8.2. **Governor Challenge, Queries and Observations**
Governors sought and were given confirmation that the CFO had confidence in her forecast and that they could be reassured there was no need for any exceptional actions.
- 8.3. Governors observed potential increased government funding had not been included and therefore projected forecast could be even more favourable.

SAFEGUARDING

9. Safeguarding monthly update

- 9.1. The APS reported increasing complexities in student mental health cases, requiring external referrals and the adoption of a six-week counselling model with signposting to external services to support academic progress. Additionally, challenges related to homelessness and accommodation had resulted in more students starting the academic year with pastoral support plans, reflecting heightened concerns within the team.
- 9.2. **Governor Challenge, Queries and Observations**

No.	Item	Action
	Governors queried whether enough upstream work was being undertaken around mental health, focusing on causes and prevention, as the report emphasized prevention and response. They also sought clarification on whether mental health services were designed collaboratively, involving the college, community partners, students and staff across the wider system.	
9.3.	Governors observed that while the safeguarding report contained extensive data, it did not clearly indicate how key issues were being addressed, requesting clarity around which data points were most critical, particularly those requiring immediate remedial action or those that represented the most pressing concerns.	
9.4.	Governors highlighted the significant investment within Telford and Wrekin from the NHS and other providers, being directed toward mental health support particularly for young people and expressed interest in strengthening strategic connections with these providers offering to assist by supplying links to relevant community resources, particularly those targeting young people. Governors also queried how the college could support these providers in meeting their targets, suggesting this as a potential area for collaborative work.	
	In response, APS highlighted an upcoming meeting with the Safeguarding link governor to review the college's current mental health provisions and identify gaps. It was noted any additional information from governors that could further support this effort would be welcomed.	
9.5.	Governors observed that whilst mental health was high, figures had dropped from last academic year.	
	Discussion followed around improved provision from the college and how local hospitals had not experienced the expected increase in young people presenting with mental health issues in September. Governors speculated that this improved support from the college might correlate with the reduced hospital admissions, as students were receiving the care they need within the college environment.	
9.6.	Governors enquired whether there were any patterns determined by which year students were in.	
9.7.	<u>Landau</u> New governors had queried what the relationship was between the college and Landau, having seen a Landau Safeguarding Report within the meeting papers.	
	The APS explained, Landau was one of the college's subcontractors. They have their own Designated Safeguarding Lead; however, the staff keep the college informed of any serious safeguarding concerns.	

[SS joined the meeting at 6.37pm]

CURRICULUM & QUALITY

10. Learning, Teaching and Assessment (LTA) Update Report

- 10.1. The Director of Learning Excellence, Innovation and Quality Improvement reported:
- Headline achievement results

No.	Item	Action
	<ul style="list-style-type: none"> • Strong GCSE English and maths high grades. • Continuing focus on improvement of A level provision. • October predicted grades • More robust A level tracking to inform intervention and gaps in knowledge. • Robust English and maths tracking to inform responsive teaching and learning strategies and give clarity to students about their areas for improvement. 	
10.2.	<p><u>Governor Challenge, Queries and Observations</u> Governors examined the tracking system for A Levels in greater details through discussion with The Director of 6th Form who gave a demonstration of the A Level tracking process.</p>	
10.3.	Governors queried what the difference was between a pass and an achievement. The distinction was clarified by the Director of Learning Excellence, Innovation and Quality Improvement and the Principal & CEO.	
10.4.	Governors queried whether the data had been split between years one and two, noting that first year students are not directly comparable to second year students in terms of their proximity to predicted grades, as first year students in their initial term are likely to be much further from their target grades than those in their second year.	
10.5.	Governors queried whether data was handled manually. It was clarified that spreadsheets were used for data management, incorporating algorithms to assist with processing and analysis.	
10.6.	There was discussion around the variability in how predicted grades were assigned. Governors explored how this could be levelled out to ensure greater consistency and accuracy, suggesting that addressing this inconsistency should be prioritised as an initial intervention.	
10.7.	It was suggested analysis could be done retrospectively, reviewing specific curriculum areas to assess the accuracy of their predicted grades in comparison to actual outcomes.	
10.8.	There was discussion around potential collaboration between the college and local schools to align approaches to teaching maths, particularly for students who had failed the GCSE's and were required to resit maths at the college.	
10.9.	The Chair of the Corporation acknowledged the value of the new, transparent information being presented, noting its usefulness for the Board. However, she highlighted the significant cultural shift required, both for the board in adapting to the new approach and for staff in implementing these changes. She queried whether staff were being provided with adequate training to develop the necessary skills and raised concerns around staff capacity to manage the cultural shift effectively.	
10.10.	The Principal & CEO noted his involvement in the process, including attendance of meetings and engaging directly with staff. He highlighted the value of asking staff what support they needed and committed to ensuring that staff receive the necessary support to implement the new changes effectively.	

No.	Item	Action
10.11.	The Principal & CEO highlighted that the implementation of the new tracking system enabled a significant shift, with key interventions now being driven by performance rather than by attendance, as was previously the case.	
10.12.	The Principal & CEO noted the SAR was almost complete and asked governors if anyone would like to volunteer to be part of the SAR process.	
	The following governors volunteered to be part of the SAR process:	CEO to work with governance professional to arrange meeting with governors.
	Ruth Matthews Gail Bleasby Gill Eatough	

[SS left the meeting at 7.08pm]

POLICIES / REPORTS

11. The following policies and reports were circulated prior to the meeting for the Board's consideration and / or for information:

11.1. Health & Safety report

A summary report by The Director of Estates, setting out the health and safety related activities that had been carried out since the start of term, including outcomes and actions taken had been circulated prior to the meeting.

11.2. The report covered:

- Statutory inspections
- Drills undertaken
- Departmental inspections
- Accident and incidents stats
- Individual health related risk assessments
- External health and safety audits

11.3. Governors were asked to note the report which had been brought to the Health & Safety committee on 20th November.

11.4. Data protection / FOI report

The Head of MIS prepared a GDPR / Data Protection Report which was circulated prior to the meeting for information. The report explained the process around receiving requests for access to subject data and the categories which access requests fall into.

11.5. The robust processes and procedures in place to ensure data is maintained in a secure environment were outlined alongside response timeframes set by the Information Commissioner's Office (ICO) and college wide training programmes in place to instil the importance of data protection.

11.6. The report set out requests received in the year to date, with three consecutive previous comparator years.

11.7. Governors were asked to note the number of Data Breaches and Freedom of Information (FOI) requests to date.

11.8. Governor Challenge, Queries and Observations

Governors queried the statutory requirements around response timeframes.

No.	Item	Action
11.9.	<p><u>Procurement Policy</u> It was noted, the Procurement Policy had been revised by the Director of Finance, was currently waiting CFO approval and would be brought to the following Corporation meeting.</p>	
11.10.	<p><u>Annual EDI report</u> The EDP prepared an Equality, Diversity and Inclusion report to outline the demographic staff profile of the Organisation in an annual report for 2023/24 and highlight next steps to improve reporting and understanding.</p>	
11.11.	<p>The Board was reminded of the revised EDI policy, approved in February 2024 alongside revised objectives which aimed to refresh and invigorate the college approach to EDI, to support the college’s responsibilities under the Equality duty.</p>	
11.12.	<p>EDP noted the college would be reporting annual progress against these objectives to the Board, at the 12 month point in March 2025.</p>	<p><i>Report annual progress against EDI policy objectives to the Board.</i></p>
11.13.	<p>It was noted the demographic profile of the students would be reported in the SAR, including achievement analysed by diversity strands.</p>	
11.14.	<p>The report also outlined ways in which the college works towards creating an inclusive working environment.</p>	
11.15.	<p>The EDP noted that quality impact assessments would be implemented starting in January, ensuring that whenever the Board reviews and approves a policy, a quality impact assessment would accompany it.</p>	
11.16.	<p><u>Governor Challenge, Queries and Observations</u> Governors noted that the EDI report identified the need for specific interventions but did not detail the strategies that would be used to address them. The EDP clarified that this would be outlined in the March report, which would include a review of progress made against the objectives set.</p>	
11.17.	<p>Governors highlighted the report effectively highlighted socio-economic factors noting they found the conclusions regarding disability disclosures particularly interesting. It was suggested that the issue may not be a low prevalence of disabilities but rather low levels of disclosure. The importance of focusing on inclusive practices was emphasised by governors who noted that fostering an inclusive environment could address the needs of individuals without requiring formal disclosure.</p>	
11.18.	<p>Governors expressed interest in the strategic approach to attracting more culturally diverse candidates through the recruitment process and emphasised the need for a deeper analysis and focus on this strategic priority.</p>	
11.19.	<p>Governors observed that the Worker Protection Act was now in place and queried whether any additional support was needed to comply with its requirements. EDP noted the key focus and steps in place alongside ongoing work to draft a bullying and harassment policy for staff. Governors acknowledged this and emphasized the importance of addressing liability proactively.</p>	

No.	Item	Action
11.20.	Governors queried whether the HR system was currently fit for purpose. Clarification was given that while efforts were being made to resolve issues with fields and data, the system would require further investment in the future to enhance its functionality.	
11.21.	<p><u>Remuneration terms of reference</u></p> <p>The Chair of the Corporation summarised the Governance Professional’s report on the Remuneration Committee terms of reference which highlighted the terms of reference must be reviewed annually. They were last approved in December 2023 by the Corporation.</p> <p>The Remuneration Committee last met 11 November 2024, reviewed the committee terms of reference and were recommending to the full Board for approval.</p> <p>Minor changes to the wording under the heading ‘Purpose’ had been made to reflect compliance with the AoC Senior Post Holder Remuneration Code (Annex 1), which is part of the AoC Code of Good Governance in England.</p> <p>In order to be compliant, college Governing Bodies must adopt or must have due regard for the Remuneration Code (as stated in the AoC Code of Good Governance).</p>	
11.22.	The Corporation approved the revised terms of reference for the Remuneration Committee, as recommended by the Remuneration Committee.	<i>Approved</i>

GOVERNANCE STRUCTURE

12. New Governance Structure Proposal

- 12.1. The Governance Professional’s paper presented the proposal to move from a Carver model to a streamlined governance structure that emphasizes strategic direction over operational oversight. This transition of governance model was designed to enhance the board’s ability to focus on long-term strategy and institutional priorities, aligning the corporation’s governance approach more closely with the evolving needs of our FE college whilst reflecting its current position. The revised approach would reduce the number of full Corporation meetings to four per academic year with 2 strategic planning sessions and will include two new committees:
- The Quality of Education & Safeguarding Committee and
 - The People, Finance & Resources Committee
- alongside the current Audit, Search and Remuneration Committees.

Governors were asked to:

Review this paper thoroughly to ensure a comprehensive understanding of the proposed changes to the governance structure.

Discuss the proposal briefly at the meeting, providing feedback and identifying any additional considerations or potential gaps.

Approve the proposed change in governance framework, committee structure, meeting schedule, Link Governor roles, and committee terms of reference to proceed with implementation starting in January 2025.

No.	Item	Action
12.2.	<p><u>Governor Challenge, Queries and Observations</u> Governors queried whether the proposed committees were flexible or if adjustments could be made, particularly in splitting the responsibilities of one committee into two, as they were interested in separate aspects of its scope. The Chair of the Corporation responded that the proposed committees were designed based on best practice.</p>	
12.3.	<p>Governors enquired whether any restrictions would be put in place to prevent the Chair of the Corporation from chairing the committees, in the interest of openness and transparency.</p> <p>The Chair of the Corporation clarified that due to current low numbers on the Board, no such stipulation had been included in the terms of reference. However, she expressed her expectation that whilst the Chair of the Corporation could be a committee member, they would not take on the role of committee chair. Flexibility in the terms of reference remained in case the Board's numbers became too low to avoid this.</p>	
12.4.	<p>It was noted calendar invites would need to be updated in alignment with the new governance structure and meeting schedule.</p>	<p><i>Governance Professional to update meeting calendar invites for governors in alignment with the new structure.</i></p>
12.5.	<p>The Chair of the Corporation emphasised that the draft terms of reference presented here should be reviewed by the committees themselves and then brought to the Board for approval.</p>	
12.6.	<p>The Principal & CEO stated he would collaborate with the governance professional before new committee meetings to ensure that papers and agendas are as effective as possible.</p>	
12.7.	<p>Governors suggested having standard agendas would be useful and timesaving.</p> <p>The Chair of the Corporation acknowledged the governance professional had explored this idea having completed a piece of work around this that could be brought to the Board at a later date.</p>	
12.8.	<p>The Corporation approved the proposed governance framework and committee structure, to be in effect from 1st January 2025 and to be reviewed in July 2025.</p>	<p><i>Approved</i></p>
12.9.	<p>The Corporation approved the following Committee Memberships:</p>	<p><i>Approved</i></p>
	<p>Quality of Education & Safeguarding Committee</p>	
	<ul style="list-style-type: none"> • Gill Eatough • Ruth Matthews • Teresa Tanner • Shaukat Ali • Lawrence Wood 	
	<p>People Finance & Resources Committee</p>	
	<ul style="list-style-type: none"> • Jim Arnold • Gail Bleasby • Ann Johnson • Lawrence Wood 	

No.	Item	Action
	Search Committee <ul style="list-style-type: none"> Hollie Whittles 	
12.10.	The Corporation approved the following Link Governor Roles:	<i>Approved</i>
	<ul style="list-style-type: none"> Ann Johnson – EDI link governor Natalie Headley – EDI link governor Ruth Matthews – Sustainability link governor Teresa Tanner – Safeguarding link governor Hollie Whittles – People & Culture link governor 	

FINAL BUSINESS

13. Questions, comments, self-assessment, and reflection

- 13.1. There were no questions or comments not previously addressed during the meeting.
- 13.2. There were no suggestions for potential improvements for meeting effectiveness.
- 13.3. New governors queried whether diversity in students was monitored alongside diversity of staff. Clarification was given that this monitoring took place and was presented within the college Self-Assessment Report (SAR).

The Chair of the Corporation noted it would be useful for the governance professional to share the SAR with new governors. The governance professional clarified that now the Board had formally approved the appointment of new governors, the SAR and other relevant documents would be shared with new governors as part of the induction process in place.

- 13.4. The following issue was identified to be added to the risk register:

Governors noted the new governance structure may be a new risk for the register.

Governance professional to add the new governance structure to the risk register.

ANY OTHER BUSINESS

14. Additional urgent items for discussion

- 14.1. There were no additional urgent items raised for discussion by governors.

**[Non-Confidential session ended at 7.43pm]
CB, LB, PB, JC, and RK left the meeting.**