

## APPROVED MINUTES

### Corporation

Date & Time	31 March 2025	5:30pm
Date of next meeting	23 June 2025	5:30pm
Location	E228	Telford College Haybridge Campus
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 Chair of the People, Finance & Resources Committee
	Richard Cambray	RC Link Governor, Capital & Estates
	Gill Eatough	GE Chair of the Quality of Education & Safeguarding Committee
	Sue Gill	SG Independent Governor
	Natalie Headley	NH Link Governor, EDI
	Ann Johnson	AJ Link Governor, EDI
	Ruth Matthews	RM Link Governor, Sustainability
	Gavin Sermon	GS Independent Governor
	Teresa Tanner	TT Link Governor, Safeguarding
	Hollie Whittles	HW Link Governor, People & Culture
	Claire Wincott-Holder	CWH Independent Governor
Clerk	Joanna Perch	JP Governance Professional
In attendance	Caroline Bastow*	CB Vice Principal Support & Performance
	Louise Biffin	LB Chief People, Finance & Operations Officer
	Sarah Davies	SD Executive Director, Partnerships & Employer Engagement
	Rob Lees	RL Vice Principal, Curriculum
Apologies	Jack Cooke	JC Student Governor
	Rehan Kashif	RK Student Governor
	Martin Seymour	MS Staff Governor

Attendance via Teams\*

No.	Item	Action
<b>OPENING OF THE MEETING</b>		
<b>1.</b>	<b>Welcome and Introductions</b>	
1.1.	The Chair of the Corporation opened the meeting, noting apologies from Martin Seymour, Jack Cooke and Rehan Kashif.	
1.2.	The Chair of the Corporation welcomed all members to the meeting, with a particular welcome to the newly appointed governors: Richard Cambray, Sue Gill, Gavin Sermon and Claire Wincott-Holder. All in attendance introduced themselves.	
<b>BOARD DEVELOPMENTS AND UPDATES</b>		
<b>2.</b>	<b>Committee Chair and Link Governor Approvals</b>	
2.1.	The Corporation received a recommendation from the People, Finance & Resources Committee for the appointment of Jim Arnold, as Chair of the Committee.	
2.2.	<b>The Corporation approved the recommendation.</b>	<i>Approved</i>
2.3.	The Corporation received a recommendation from the Quality of Education & Safeguarding Committee for the appointment of Gill Eatough, as Chair of the Committee.	
2.4.	<b>The Corporation approved the recommendation.</b>	<i>Approved</i>
2.5.	The Corporation received a recommendation from the Chair of the Corporation for the appointment of Richard Cambray, as Link Governor for Capital & Estates.	
2.6.	<b>The Corporation approved the recommendation.</b>	<i>Approved</i>
<b>3.</b>	<b>Written Resolutions</b>	
	The Corporation noted that the following written resolutions had been circulated to all governors eligible to vote. A majority of eligible governors provided their approval within the required timeframe. As such, the resolutions were duly passed in accordance with the Corporation’s governing documents to be formally recorded in these meeting minutes:	
3.1.	<ul style="list-style-type: none"> <li>● Scheme of Delegation – approved 27 January 2025</li> </ul>	
3.2.	<ul style="list-style-type: none"> <li>● Gender Pay Gap Annual Report – approved 11 February 2025</li> </ul>	
3.3.	<ul style="list-style-type: none"> <li>● Appointment of Gavin Sermon as Governor – approved 12 February 2025</li> </ul>	
<b>STANDING ITEMS</b>		
<b>4.</b>	<b>Procedural Matters</b>	
4.1.	There were no Conflicts of Interest declared before or during the meeting.	
4.2.	There were no changes to the register of interests declared before or during the meeting.	
4.3.	No items on the agenda were identified for confidential discussion that were not already in confidential session.	
<b>5.</b>	<b>Minutes of the previous meeting</b>	
5.1.	Governors acknowledged the Corporation’s approval of the minutes from the meeting held on 16 December 2024.	<i>Approved</i>

5.2. **Governor Challenge, Queries and Observations**

There was discussion around appropriate content and confidentiality after which it was **agreed** the Principal & CEO would meet with the Governance Professional in future, to review the minutes before publication.

**6. Matters Arising**

- 6.1. It was **agreed** that the standing item, 'Matters Arising' would be moved to the end of the agenda going forward. This change allows the Corporation to consider each item in the context of the full meeting discussion, particularly where items are addressed on the agenda, and to determine whether they should remain open or be considered resolved and marked as closed.

*Governance Professional to move MA to the end of the agenda for Corporation meetings moving forward.*

**STRATEGIC SESSION**

**7. Draft capital plan**

- 7.1. The Corporation was presented with a summary of the draft capital plan for the Wellington campus. The Principal & CEO explained that the draft had been developed in conjunction with architects who bring relevant sector experience in supporting colleges to define and prioritise capital investment.
- 7.2. Key areas of focus included:
- Opportunities for further development following the transition of A Level provision to Telford 6<sup>th</sup>
  - Expansion of construction provision
  - Expansion of health and care provision
  - Potential for a more centralised student services area
  - Enhancements to facilities and the overall learning environment to support quality of life improvements
  - Improved meeting and office spaces
  - A new approach to managing the College's long-term capital planning processes
- 7.3. The Principal & CEO recommended the draft plan be approved in principle and used as a strategic guide for ongoing capital planning and prioritisation.
- 7.4. It was further clarified that approval of the draft would not confer delegated authority to the Executive Leadership Team (ELT) to proceed with individual projects. All future capital proposals arising from the plan would continue to require Corporation approval through the established capital development process.
- 7.5. **Governor Challenge, Queries and Observations**  
Governors queried whether the student allocation figures accounted for projected growth associated with the pending A-Level building. It was also noted that all local secondary schools were currently operating above capacity suggesting an increase in potential student numbers for the college.
- 7.6. The Principal & CEO highlighted the ongoing challenge around space for provision particularly in construction despite significant local housing development planned in the area.
- 7.7. Governors queried the origin of a percentage figure referenced during the capital planning discussion and the Principal & CEO clarified that the figure had been used illustratively to demonstrate how the system processes inputs but was not drawn from actual data.

- 7.8. Governors queried who the College's competitor would be for the type of provision proposed for expansion and emphasised the importance of understanding both market demand and competitor landscape before committing to capital investment in new areas of provision.
- 7.9. The Chair of the Corporation noted her agreement and commented on the importance of linking market competition to the quality of provision. She observed that if the College could demonstrate sector-leading quality in the proposed area, the associated risk from competition would be reduced.
- 7.10. Governors referenced Structural Insulated Panels (SIPs) as an emerging area in construction and noted that there was currently little to no evidence of this being delivered elsewhere in Telford. It was suggested that this could present a strategic opportunity for the College to explore, given the lack of local competition.
- 7.11. Governors noted the potential for a dynamic estate and commended the Principal & CEO for his willingness to test new approaches and take the initiative to explore innovative options.
- 7.12. The Principal & CEO noted if the college did not make strategic use of its reserves, there was a risk that government may seek to recover or reallocate unused funds.
- 7.13. Governors observed some investment opportunities, particularly in relation to the front-of-house reception area. It was noted that the current space lacked impact and that creating a stronger first impression should be a priority, both to attract prospective students and to support staff recruitment.
- 7.14. Governors queried whether a former, now unused, entrance to the campus could be reopened, highlighting that current arrival and departure points experience significant traffic congestion, which not only affects the student experience but also has a wider impact on the surrounding local community. Concerns were raised regarding student safety during peak arrival and departure times. The Principal & CEO noted that options for reopening the former entrance had been previously explored but were found to be prohibitively expensive. He advised that a more immediate and practical step would be to review and adjust timetabling to enable more staggered arrival and departure times, helping to alleviate congestion.

## **8. Accountability Agreement & Statutory Local Needs Duty**

- 8.1. Local Skills Improvement Fund (LSIF) & Local Skills Improvement Plan (LSIP)  
The Corporation received a verbal update from the Executive Director of Partnerships and Employer Engagement on the Local Skills Improvement Fund (LSIF) and Local Skills Improvement Plan (LSIP) projects. An overview was provided of KPI delivery across both projects.
- 8.2. Project 1  
It was confirmed the College would take the lead on the final report.
- 8.3. Project 2  
The College was not lead on this project which was currently RAG rated amber. Sector-wide delivery challenges were noted, of which the Department for Education (DfE) were aware.
- 8.4. For the benefit of newly appointed governors, a summary of Projects 1 and 2 was provided and the Executive Director of Partnerships and Employer Engagement

confirmed the current LSIF / LSIP cycle was nearing completion, with the next three-year cycle due to commence in October.

8.5. Accountability Agreement 2025/26 process

The Executive Director of Partnerships and Employer Engagement provided a verbal update on the Accountability Agreement process. She outlined that the College must consider the local needs duty and where unmet needs were identified, the College must consider what changes were required to address them.

- 8.6. The Executive Director of Partnerships and Employer Engagement confirmed the Accountability Agreement would be aligned to the College's strategic aims and Quality Improvement Plan (QIP), with KPIs in place to support progress monitoring. Once drafted, the Accountability Agreement would be brought to the Corporation for approval, with this scheduled for the June Corporation meeting.

## **GOVERNANCE**

### **9. Governors' Updates**

- 9.1. Governors provided the following feedback on recent Link visits and their continuing professional development (CPD) activities:

9.2. Equality, Diversity and Inclusion (EDI) Link Governors

The EDI link governors had both attended an Association of Colleges (AoC) Equality, Diversity and Inclusion session, where the AoC's EDI strategy was presented. While the session focused on supporting students, there was no reference to EDI accessibility to colleges and their provision. The College EDI link governors raised this omission with the AoC, who acknowledged the oversight and advised they would review their policy.

- 9.3. EDI link governors also queried whether the College would consider signing up to the AoC EDI Pledge, noting that the College was not listed on the AoC database. The Vice Principal, Support and Performance advised she would seek clarification from AoC in order to confirm whether the College had previously made the pledge.

*Vice Principal,  
Support and  
Performance to  
seek clarification  
from AoC re:  
Telford College's  
AoC EDI pledge.*

9.4. Capital & Estates Link Governor

The Capital & Estates link governor provided an update on his recent familiarisation visits with the Chief People, Finance & Operating Officer and the Head of Capital Projects. He reported that the Telford 6<sup>th</sup> project was progressing well and commented positively on the projected outcomes, noting that the overall impact would be significant.

- 9.5. He commended the commitment of all parties involved and highlighted the strong leadership being shown by the Head of Capital Projects. He also reflected on his tours of both the Wellington campus and the Quad in the Town Centre and valued the opportunity to engage with staff and students during the visits.

- 9.6. The Governance Professional shared positive feedback received from staff following the visit and interactions with the Capital & Estates link governor. Staff had appreciated the governor's engagement and interest in their work during the familiarisation tour.

9.7. Safeguarding Link Governor

The Safeguarding link governor reported that she had recently spent half a day with the Designated Safeguarding Lead (DSL) as part of her link role.

- 9.8. The Safeguarding link governor also shared that she had reached out to the DSL following two recent and tragic student deaths, to check on the DSL's wellbeing, recognising the emotional impact of supporting others during such difficult circumstances.
- 9.9. People & Culture Link Governor  
The People & Culture link governor reported completion of the following AoC training modules:
- Culture, People and Organisational Development
  - Understanding Sector Policy and Inspection
  - Effective Teaching, Learning and Assessment
  - Leading a Committee
- 9.10. The Vice Chair of the Corporation  
The Vice Chair of the Corporation reported he had recently attended both the Digital Employers Hub and the High Sherrif Awards. He commented that it was good to see students recognised at the awards and noted that the College should be very proud of student achievements. Several other governors echoed this sentiment and commented positively on the success of the event.
- 9.11. The Chair of the Corporation  
The Chair of the Corporation informed members that she had recently attended the WMCA Chair's meeting, where agenda items had been:
- National policy update – what this means to the region
  - State of the region – people & places
  - Integrated Settlement – Functional strategy Employment & Skills
  - 16-19 – Mayors Youth Plan
- The Chair requested the Governance Professional circulate the PowerPoint presentation that had been shared after the event.
- 9.12. The Chair of the Corporation had attended the AoC Chair's meeting, which had focused on the topic of External Governance Reviews. The Chair requested the Governance Professional circulate the Executive Summary provided by AoC.
- 9.13. Finance and Audit Committee Network Meeting (AoC)  
One of the EDI link governors reported that she had attended the AoC Finance and Audit Committee Network Meeting to broaden her understanding of areas that, while not within her direct expertise, ultimately fall under the Corporation's collective responsibilities.
- 9.14. The Quad  
An independent governor reported he had recently been given a tour of the Quad building and had spoken with several individuals during his visit. He reflected that the atmosphere within the building felt overly corporate and suggested that student views should be sought on the matter.
- 9.15. The Principal & CEO agreed that the feedback was helpful and noted that he and the Vice Principal Curriculum were currently reflecting on how the use and feel of the Quad aligned with the College's curriculum intent and student experience.
- 9.16. **Governor Challenge, Queries and Observations**  
Further discussion followed. Governors observed that the completion of Telford 6<sup>th</sup> was expected to create additional opportunities for the College. The Chair of
- Governance Professional to share WMCA PowerPoint presentation with Corporation members*
- Governance Professional to share AoC Executive Summary of External Reviews with Corporation members.*

the Corporation noted that she and another governor had visited the building and remarked that other occupants had created a more dynamic and engaging environment. Governors reflected on the current layout and use of the College's space, suggesting there may be scope to improve its presence and sense of connection within the wider setting.

9.17. Governor Engagement and Appreciation

The Chair of the Corporation expressed her appreciation for the high level of engagement shown by governors. She noted that such active involvement was a real strength for governance at the College and thanked governors for their time, support and ongoing commitment.

**10. Corporation Handbook**

10.1. The Governance Professional advised that the Corporation Handbook had been updated to reflect recent changes in the governance structure, as requested. However, it had become clear that there were several other areas requiring further revision and update.

10.2. The Governance Professional noted that the document had been amended incrementally over time, resulting in a piecemeal structure and proposed undertaking a full review of the Handbook to be brought to the June Corporation meeting for consideration and approval.

10.3. The Governance Professional invited Governors to provide any feedback on the Corporation Handbook while it was under full review. Governors were encouraged to share any suggestions for improvement or observations they felt would support the development of a clearer and more cohesive document.

*Governance Professional to gather Governors' feedback on Corporation Handbook*  
*Governance Professional to bring revised Corporation Handbook to June Corporation meeting for review.*

10.4. **Governor Challenge, Queries and Observations**

Governors welcomed the opportunity to contribute and were asked to direct any feedback to the Governance Professional by the end of April, ahead of the revised draft being presented to the June Corporation meeting.

**11. Speak Up (whistleblowing) Policy**

11.1. The Governance Professional presented the revised Speak Up (Whistleblowing) Policy noting she had worked collaboratively with the Sustainability link governor, to develop a complete redraft of the policy, rather than amend the existing version which had been updated incrementally over time. She expressed her thanks to the Sustainability link governor for the constructive feedback received which had been incorporated into the revised version.

The Governance Professional highlighted that the revised policy included reference to the Health & Safety Executive (HSE) as an external authority for concerns relating to significant health and safety breaches. She and the collaborating governor had agreed this reference should be limited to the contact list at the end of the policy only and that recourse to HSE should be proportionate and only in cases where internal escalation routes were deemed insufficient. Informal advice had been sought from a trusted Health & Safety professional to support this position.

11.2. **Governor Challenge, Queries and Observations**

The Principal & CEO questioned the breadth of coverage in the policy, noting that the inclusion of third parties was unusual. He recommended limiting the scope to cover staff, and subcontractors only.

*Governance Professional to remove third parties from scope of policy.*

- 11.3. The Principal & CEO further recommended simplifying the procedure for raising concerns: reference to line managers and the Executive Leadership Team should be removed, with the Whistleblowing Officer identified as the sole contact point with one further member of staff detailed for circumstances where the Whistleblowing Officer was unavailable or inappropriate. *Governance Professional to simplify procedure around raising concerns as advised.*
- 11.4. It was further noted there was reference to a “misconduct policy”. The correct name for the policy was “Disciplinary Policy”. *Governance Professional to amend policy name from “misconduct policy” to “disciplinary policy”.*
- 11.5. The Principal & CEO recommended renaming the policy from “Speak Up” to “Whistleblowing Policy”, on the basis that “whistleblowing” was the more commonly recognised term and what individuals were likely to search for when seeking the policy. *Governance Professional to rename policy, “Whistleblowing Policy & Procedure”*
- 11.6. The Governance Professional confirmed her agreement with all these recommendations and the wider Corporation **agreed** all proposed amendments.
- 11.7. It was further agreed that the policy would be circulated for approval via written resolution once the requested amendments had been made. *Governance Professional to circulate via written resolution once requested amendments made.*

## **12. Governors’ College IT Equipment and Access**

- 12.1. The Governance Professional provided an update regarding governor access to Corporation documents.
- 12.2. It was noted that it would be preferable for Governors to access all documentation via their college email accounts. This approach would support the secure sharing of confidential material and streamline document access.
- 12.3. It was acknowledged that some Governors had experienced difficulties accessing their college email accounts. To address this and support ease of access, two options were made available:
- i. Governors may bring their own devices into college for configuration by the Network Manager, enabling seamless access to college email. Appointments to be arranged via the Governance Professional
  - ii. Alternatively, the college could provide a dedicated laptop for Governors, set up in the same way as staff devices.

### **12.4. Governor Challenge, Queries and Observations**

Governors were in agreement with the proposed arrangements and those who were currently experiencing difficulty accessing their college email accounts, would notify the Governance Professional of their preferred option.

*Governance Professional to gather preferred options re: dedicated laptop from Governors*

## **13. Student Governor Process & Succession Planning**

- 13.1. The Governance Professional proposed a new approach to student governor appointments and succession planning.
- 13.2. The Governance Professional and Vice Principal, Support and Performance had collaborated to revise the process for appointing student governors.
- 13.3. The intention for the next academic year was that the President of the Student Council would automatically assume the role of Student Governor upon election

to the presidency. However, to ensure the opportunity remained available to all students, the position of the second Student Governor would continue to be advertised college-wide, with an election process in place for any additional nominations.

- 13.4. It was noted that the current Student Council election cycle did not align with the term of office for Student Governors, and this would need to be reviewed as part of the revised approach.

*VPSP to review Student Council election cycle in alignment with Student Governor terms of office. Governance Professional to bring a finalised proposal to the June Corporation meeting for consideration and approval.*

13.5. **Governor Challenge, Queries and Observations**

The Corporation approved of the approach, and it was **agreed** the Governance Professional would bring a finalised proposal to the June Corporation meeting for consideration and approval.

## **EXECUTIVE BUSINESS**

### **14. College Principal & CEO's report**

- 14.1. The report presented to the board offered updates and clarification on:

- Current and upcoming developments in government funding relevant to the sector.
- Interventions being implemented to support A-Level learners in both the short and medium term, with early signs of improvement reflected in milestone grading across several subjects
- College's active involvement in supporting Vision 2032, engagement with local councils and investment in school liaison and transport routes. It also detailed political engagement with local figures and the development of University partnerships through memorandum of understanding.
- Changes to the Executive Leadership Team (ELT) structure, including recent appointments. It also provided an overview of new curriculum planning tools being used for the 2025/26 academic year and outlined the development of the 2025/26 budget, informed by the updated planning process.
- Development opportunities being explored for the Wellington campus, with a focus on enhancing vocational skills facilities
- Progress on key projects including the transformation of the Wellington Campus library, development of a new college website and branding for launch in July 2025 and the implementation of Insight4GRC risk management software.
- Development of the 2025-28 Strategic Plan, including initial work on strategic priorities, core values, and measures of success. It also outlined efforts to consolidate proposed changes into a high-level operational plan aligned to strategic priorities

14.2. **Governor Challenge, Queries and Observations**

Governors noted the importance of maintaining political neutrality and sought assurance that the college's local political engagement extended across the political spectrum. The Principal & CEO confirmed he had personally written to both local MPs.

- 14.3. Governors queried whether there had been any further development and update from the government regarding national insurance contributions. The Principal & CEO advised there had been no update received, and this continued to contribute to uncertainty around future funding.

- 14.4. Governors commented that it was a strong report and welcomed the broad overview of developments across the college.
- 14.5. Governors questioned whether the Corporation should agree a baseline position around the finance piece and what the organisation would be happy to accept as reserve levels. The Chair of the Corporation agreed and noted that this would appropriately fall under the remit of the People, Finance & Resources committee for further discussion.

## 15. College Balanced Scorecard

- 15.1. Governors were requested to review the February 2024 / 25 Balanced Scorecard Performance Indicators attached prior to the meeting and raise any questions during the meeting.

- 15.2. The Principal & CEO opened the item by noting that the balanced scorecard had expanded over time and was becoming increasingly complex. He advised that a review of the document and its associated KPIs was underway. For the June Corporation meeting, the Principal & CEO confirmed that two versions of the balanced scorecard would be presented: the current version and a proposed revised version. The intention being for the Corporation to consider both and determine which version to adopt going forward,

*Principal & CEO to present both the current and revised versions of the balanced scorecard to the June corporation meeting for consideration and decision on future format.*

### 15.3. Governor Challenge, Queries and Observations

- 15.3. Governors welcomed the executive summary accompanying the updated balanced scorecard and engaged in detailed discussion across several areas of performance.
- 15.4. A query was raised regarding any reported increase in staff resignations. The Vice Principal, Support and Performance explained that, in general, staffing movement tended to occur following key points in the academic year, including the Easter break.
- 15.5. Governors scrutinised data relating to space utilisation and occupancy, seeking clarity on how these metrics were defined and used. The Vice Principal, Support and Performance clarified the distinction between utilisation (room use) and occupancy (number of individuals within a space). The Chief People, Finance & Operating Officer noted that some figures were affected by existing timetabling patterns, which may require review.
- 15.6. The Principal & CEO noted that he was familiar with physical space utilisation audits involving in-person checks of room usage and headcounts and proposed that this approach be carried out in October to help validate the current data. Governors agreed that validation would be an important step, particularly when considering any future investment.
- 15.7. Governors also highlighted the need to understand long-term staff absence patterns in more detail, supporting robust oversight of workforce capacity and wellbeing.

## 16. Safeguarding

- 16.1. Governors received a verbal update from the Vice Principal, Support & Performance.
- 16.2. The Vice Principal, Support and Performance reported on the recent, unrelated deaths of two students and outlined the wide-ranging support offered to students, staff and the families involved. The Vice Principal, Support and Performance

recognised the significant emotional impact of these events and commended the response and ongoing involvement of the BeSafe team.

16.3. She further advised that a detailed safeguarding report had been submitted to the Quality of Education & Safeguarding Committee, where it had been subject to full scrutiny.

16.4. **Governor Challenge, Queries and Observations**

The Principal & CEO formally recorded his thanks to staff who had worked with care and commitment to ensure that students and staff were well supported during a very difficult period. He noted that the support provided had been deeply appreciated by the families affected.

16.5. The Chair of the Corporation noted that the safeguarding report had not been included in the meeting pack and suggested that safeguarding should remain a standing item on the Corporation agenda going forward. Governors supported this proposal, emphasising the importance of continued visibility at Board level, even where detailed reports were being considered by the Quality of Education & Safeguarding Committee. It was also noted that maintaining safeguarding updates at Corporation level ensured governors were appropriately informed and prepared to engage sensitively with the College community.

*Governance Professional to ensure the full safeguarding report is included in the Corporation pack moving forward.*

16.6. The Governance Professional confirmed that responsibility for Safeguarding ultimately sits with the corporation and therefore, the Corporation should have sight of the Safeguarding Report.

## **COMMITTEE REPORTS**

### **17. People, Finance & Resources Committee**

17.1. The People, Finance & Resources Committee meeting minutes had been included in the pack.

17.2. The Chair of the People, Finance & Resources Committee provided an overview of the committee's recent meeting. The Chair summarised the key areas discussed, and decisions made under delegated authority and highlighted two items requiring Corporation approval.

The People, Finance & Resources committee brought forward the following matters for Corporation approval:

17.3. Streamlining Energy & Carbon reporting (SECR)

17.4. Treasury Management Plan

The Chair of the People, Finance & Resources Committee, highlighted that facilitation of the Treasury Management Plan, would require allowance for the Principal & CEO and Chief People, Finance & Operating Officer to move funds out to Treasury. This in turn, would require an amendment to the Financial Regulations.

17.5. The committee had resolved to recommend the following amendment to the Financial Regulations:

17.6. The original Financial Regulations required the Principal & CEO and the **Chair of the Corporation** both authorise the movement of funds.

17.7. The amended version of the Financial Regulations required the Principal & CEO and the **Chief People, Finance & Operating Officer** both authorise the movement of funds.

- 17.8. However, the committee explicitly clarified that this approval applied *only* to treasury-related transactions over £1million and did not extend to any other type of payment or transfer.
- 17.9. **Governor Challenge, Queries and Observations**  
The Chair of the Corporation noted that, although papers for the items requiring Corporation approval had not been included in the pack, she was satisfied that, on this occasion, governors had received sufficient context through the committee’s detailed verbal report and the in-depth discussion.
- 17.10. Governors reflected on the governance process, noting that this was the first cycle of meetings under the College’s revised governance structure, which included newly established committees and a new Scheme of Delegation. It was recognised that ongoing refinement would be necessary as the new arrangements embedded.
- 17.11. Governors proposed that, in future, any recommendations without delegated authority, to the Corporation from committees should be accompanied by a short supporting paper, enabling Corporation members to make informed decisions. While there was full confidence in the scrutiny carried out at committee level, it was agreed that all Corporation members must have access to sufficient information when asked to formally approve items.
- 17.12. The Governance Professional confirmed this process would be adopted for future meetings. *Governance Professional to ensure papers are included in the Corporation meeting pack for all items requiring approval despite prior scrutiny at committee.*
- 17.13. **The Corporation approved the Streamlining Energy & Carbon reporting (SECR)** *Approved*
- 17.14. **The Corporation approved the Treasury Management Plan** *Approved*
- 18. Quality of Education & Safeguarding Committee**
- 18.1. The Quality of Education & Safeguarding Committee meeting minutes had been included in the pack.
- 18.2. The Chair of the Quality of Education & Safeguarding committee provided a verbal report highlighting the recent inclusion of new data relating to student disciplinary procedures, which was welcomed by the committee as a positive step in supporting oversight and transparency.
- 18.3. The committee received updates on the College’s Provent duty, Self-Assessment and Quality Improvement Plan (QIP). It was noted that the committee was tracking progress against a medium-term improvement trajectory, recognising this as a 2-to-3-year journey rather than a single year objective.
- 18.4. The Chair of the Quality of Education & Safeguarding committee also commended the Student President who had attended and spoken at the committee meeting held 4 March 2025. She was described as confident and articulate and had been invited to return for the next Quality of Education & Safeguarding committee meeting scheduled in June.
- 18.5. The Chair of the Quality of Education & Safeguarding committee noted that new performance data had been received relating to A-Level provision. This data

enabled governors to monitor student progress more clearly and identify areas for intervention. The committee also held discussions around the College's A-Level entry requirements and grading policy, which remained under review.

18.6. The Corporation received recommendation from the Quality of Education & Safeguarding Committee for the approval of the college Self-Assessment Report (SAR).

18.7. **The Corporation resolved to approve the 2023 /24 college SAR.**

*Approved*

18.8. **Governor Challenge, Queries and Observations**

The Chair of the committee noted that the June committee meeting had been rescheduled, and this needed to be reflected in the circulated schedule of meeting dates.

*Governance  
Professional to  
amend table of  
future meeting  
dates circulated  
in the TCC  
governors'  
weekly*

18.9. The Corporation approved a change to the Scheme of Delegation, transferring responsibility for the approval of the College's Self-Assessment Report (SAR) from the Corporation to the Quality of Education & Safeguarding committee. This decision grants delegated authority to the committee for future SAR approvals.

*communication  
Governance  
Professional to  
amend the  
Scheme of  
Delegation to  
give Quality of  
Education &  
Safeguarding  
cttee delegated  
authority for the  
SAR.*

18.10. Discussion was held regarding the inclusion of confidential committee minutes within the Corporation meeting pack. The Governance Professional advised that the reasons for confidentiality at committee level were not applicable in the Corporation context and that including such minutes in the pack did not place them in the public domain. However, for clarity and consistency, the Corporation **agreed** that any confidential committee business would be reviewed within the confidential session of the Corporation meeting moving forward.

*Governance  
Professional to  
include  
confidential  
cttee mtg  
minutes in the  
Corporation's  
confidential  
session only  
moving forward.*

## **19. Audit Committee**

19.1. The Audit Committee meeting minutes had been included in the pack.

19.2. The Chair of the Audit Committee provided a verbal update to the Corporation. He informed governors that the Smoothwall appliance, previously used for internet filtering, had now been fully retired, and the College had transitioned to using Senso. This change ensured continued compliance with the Department for Education's (DfE) Keeping Children Safe in Education (KCSiE) document and was noted for governors' information and assurance.

19.3. The Committee had also received an update on key software transitions relating to HR, payroll and risk. Considering the importance of payroll systems to staff, the Audit Committee had reviewed the proposed implementation approach and received confirmation of plans in place to mitigate disruption during rollout.

19.4. Internal auditors had presented their review of the College's risk management processes, which resulted in a judgement of substantial assurance.

19.5. The Chair of the Audit Committee brought forward the following matters for Corporation approval:

19.6. **Strategic Risk Register and Board Assurance Framework**

*Governance  
Professional to  
circulate the  
Strategic Risk  
Register and*

	These documents had not been circulated with the Corporation meeting pack but would be shared post-meeting. The Committee had reviewed and scrutinised both documents and recommended them for Corporation approval.	<i>Board Assurance Framework.</i>
19.7.	<b>The Corporation approved the Strategic Risk Register and Board Assurance Framework</b>	<i>Approved</i>
19.8.	<u>Risk Management and Board Assurance Framework Policy</u> A revised single policy was proposed, combining the previously separate Risk Management Policy and Board Assurance Framework. The new policy defined the College's risk appetite and provided guidance on risk identification and scoring.	
19.9.	<b>The Corporation approved the Risk Management and Board Assurance Framework Policy</b>	<i>Approved</i>
19.10.	<u>Governance Risk Register</u> The Committee proposed that the governance-specific risk register, which currently formed part of the College's overall register, be maintained separately. As governance risk sits with the Corporation and cannot be delegated, this register should remain the responsibility of the Corporation. It was suggested that, once implemented, the new risk management software should host this register for ease of oversight and consistency.	<i>Governance Professional to ensure the governance risk register is maintained separately and housed in the new risk management system once implemented.</i>
19.11.	<b>The Corporation approved the separation of the Governance Risk Register from the College's overall risk register.</b>	<i>Approved</i>
19.12.	<u>Scheme of Delegation Amendment: Strategic Risk Register</u> The Committee recommended an amendment to the Scheme of Delegation to grant it delegated responsibility for oversight of the Strategic Risk Register. The Corporation would retain responsibility for setting the College's risk appetite, while the Audit Committee would be authorised to discharge this appetite through operational oversight.	<i>Governance Professional to amend Scheme of Delegation to reflect the Audit Cttee's delegated authority for the Strategic Risk Register.</i>
19.13.	<b>The Corporation approved the amendment to the Scheme of Delegation to reflect delegated authority for the Audit Committee regarding the Strategic Risk Register.</b>	<i>Approved</i>
19.14.	<u>Scheme of Delegation Amendment: Internal Auditors</u> The Committee sought Corporation approval to amend the Scheme of Delegation so that the Audit Committee was given delegated authority for the appointment of the College's internal auditors.	<i>Governance Professional to amend Scheme of Delegation to reflect the Audit Cttee's delegated authority for the appointment of the College's internal auditors.</i>
19.15.	<b>The Corporation approved the amendment to the Scheme of Delegation to reflect delegated authority for the Audit Committee regarding the appointment of the college Internal Auditors.</b>	<i>Approved</i>
19.16.	It was noted that the appointment of external auditors must remain a Corporation -level decision, in line with regulatory requirements.	

- 19.17. Tender Process for Internal and External Auditors  
The Audit Committee confirmed that one year remained on the current contracts for both the internal and external auditors. Options had been considered on how to proceed, and the Committee was seeking approval from Corporation to go to tender using the Crescent Purchasing Consortium (CPC) framework in October 2025.
- 19.18. **The Corporation approved the proposal to commence a tender process in relation to the internal auditors, via the CPC framework in October 2025.**
- 19.19. **The Corporation approved the proposal to commence a tender process in relation to the external auditors, via the CPC framework in October 2025.**
- 19.20. **Governor Challenge, Queries and Observations**  
Newly appointed governors queried when and how the Corporation engaged with the College's main strategic risks. The Chair of the Corporation responded that strategic risks were identified at Corporation level and then monitored and managed through the Audit Committee. The Principal & CEO added that the forthcoming strategic away day would provide a dedicated opportunity for governors to review and discuss the College's key strategic risks in depth.
- 19.21. **[CB left the meeting at 19:39]**

Chief People,  
Finance &  
Operating Officer  
to proceed with  
tender process in  
October 2025,  
using the CPC  
framework for  
both internal and  
external College  
auditors.  
**Approved**

**Approved**

## **CLOSING OF THE MEETING**

### **20. Matters Arising**

- 20.1. The Corporation reviewed the matters arising, working through each outstanding action to determine whether it could be marked as complete and closed, or whether it should remain open.
- 20.2. The following items were agreed closed:
- 20.3. **Item 1**-begin tender process for college auditors in the autumn term.
- Bring update on tender process to **July** board.
  - Report to Audit Committee – 26<sup>th</sup> June
- Process to begin in **September** 2024.
- 20.4. **Item 2**-Review appropriateness of targets when reviewing KPIs
- 20.5. **Item 3**-Bring update on A-level improvement plan and any decision made around the college's approach to retaining students and supporting them to achieve their qualifications vs having those difficult conversations and moving students who look like they won't achieve, to alternative courses.
- 20.6. **Item 6**-Organise tour of the Hub for new college governors
- 20.7. **Item 7**-work with governance professional to arrange meeting with governors for SAR process / input.
- 20.8. **Item 9**-CPFO, Network manager and Governance Professional to liaise around resolving IT issues re: calendar invites
- 20.9. **Item 10**-Send amended version of Whistleblowing policy to RM for review
- 20.10. **Item 11**-Amend detail in audit TOR from 'Chair may not chair...' to 'chair may not attend'
- 20.11. **Item 12**-Amend TOR to reflect allowance for the college Principal & Principal & CEO to attend Audit Committee as an observer without voting rights.

Governance  
Professional to  
mark closed.

- 20.12. **item 13** -Update Procurement policy with suggested wording from governors – page 3, replace “Is a similar product available internally@”, with “is a more sustainable product available?”.
- 20.13. **Item 14**-Replace “Validera” with “HWCA trading as Validera” in the annual report of the audit committee.
- 20.14. **Governor Challenge, Queries and Observations**  
The link governor for Capital & Estates noted previous experience with the 4Risk software and offered support in helping College staff become familiar with its use as the new risk management system embedded.

## **21. Final Business**

- 21.1. There were no questions or comments not previously addressed during the meeting.
- 21.2. There were no suggestions for potential improvements for meeting effectiveness.
- 21.3. There no issues identified to be added to the risk register.

## **22. Any Other Business**

- 22.1. Governors questioned the reported closure of the Teams chat function for students. They queried the rationale behind the decision and whether there had been appropriate consideration of the impact on students, particularly in relation to communication with lecturers, assignment submissions, and deadline management. Governors questioned whether this was an operational matter or one that should be brought forward for wider discussion, given the potential implications for teaching, learning and the student experience.
- 22.2. The Vice Principal Curriculum provided clarity, confirming the matter was operational in nature and already appropriately managed.
- 22.3. The Governance Professional proposed the appointment of Governor Sue Gill to the Quality of Education & Safeguarding Committee.
- 22.4. The Corporation **approved** the appointment of Sue Gill to the Quality of Education & Safeguarding Committee.

**[Non-Confidential session ended at 19:50]**