

**College of West Anglia
Minutes of
The Corporation Board Meeting
6 July 2022
8.30 am
Room E8/9, Cambridge Campus**

Present	Gill Rejzl	Governor (Chair)
	Dave Clark	Governor
	Sam Fletcher	Governor
	Ray Harding	Governor
	Scott Leadley	Governor
	Alan Measures	Governor
	Sally Mitton	Governor
	David Pomfret	Governor (Principal)
	Carolyn Rand	Governor
	Roderick Watkins	Governor
	Hein van den Wildenberg	Governor
	Donna Woodruff	Governor
Attending	Paul Harrison	Vice Principal Corporate Services
	Kerry Heathcote	Vice Principal Curriculum & Quality
	Paul O'Shea	Assistant Principal Student Services
	Rob Petto	Assistant Principal Funding & Performance
	Stephen Halls	Clerk to the Corporation

The Chair welcomed everybody to this, the last meeting of the Board for the academic year but also to her first meeting as Chair. The Chair asked members to take time over the summer period to reflect on the work of Board over the past year. The Chair noted the Chair's Dinner on 5 May 2022 during which the Board said 'goodbye' to Sharon Cambridge, retiring as Chair of the Corporation; the Chair noted her thanks to the hospitality staff and students for the excellent meal and service that evening. The Chair commented positively on the Student Awards, held on 15 June 2022 and encouraged all governors to attend this, and similar events, where possible. The Chair noted that this would be the last meeting for Roderick Watkins who was stepping down from the Board at the end of this academic year. The Chair thanked Roderick for his commitment and support of the Board, and also for his input to the Performance Review & Quality Committee; the Chair added that she looked forward to remaining in touch with Roderick through the college's links with ARU, where Roderick was the Vice Chancellor. The Chair asked for her thanks to be recorded for Mckenzie-Graye Evans and Rachel Lewis, Student Governors, for their service over the past year, both of whom would be retiring from the Board. The Chair reminded governors that there would be a tour of the Cambridge Campus following the meeting, led by Alison Barber, Head of the Landbased Faculty, for those interested in taking part.

1 Apologies

Apologies for absence had been received from Chris Ashman, Mckenzie-Graye Evans and Gary Webb. Rachel Lewis and Lee Smith were both absent from the meeting.

2 Declarations of Interests

Declarations of interest were recorded for:

- Item 10, Annual Pay Settlement – Scott Leadley, Donna Woodruff, Rob Petto and Paul O’Shea;
- Item 13, HE Performance Report & Strategic Plan – Roderick Watkins;
- Item 21, Governance Items – Ray Harding (item i); All committee chairs (item ii); Clerk (item iii).

3 Minutes of the previous meeting – 30 March 2022

The Minutes of the meeting held on 30 March 2022 were reviewed and agreed as being an accurate record of the meeting.

4 Matters Arising

The progress against the outstanding matters from previous meetings was summarised in the report for Item 4.

Governors referred to Item 16, Tower Block Roof, from the confidential minutes and asked for confirmation if the repairs were to be charged as capital or revenue expenditure. The Vice Principal Corporate Services explained that due to the high value of expenditure involved and also because the roof was part of a building, and therefore also an asset, it was usual for this type of expenditure to be classed as capital; further, it may then be necessary to allow for impairment in the accounts for the original roof now to be replaced. Governors asked the Vice Principal to ensure that the college had agreement from the auditors that this major repair should be charged to capital. **ACTION-VP CS**

The Chair referred to Item 12, 30/6/21, Budget 2021/22 within the Matters Arising report and the benchmarked salary information provided, noting that this was useful information for when the meeting moved to consider the annual pay award at Item 10 on the agenda.

5 Committee Chairs’ Briefing Items:

- Audit Committee – The Committee Chair reported on the meeting held on 29 June 2022. The Committee received an update on the current issues of risk and concern for the college and reviewed the risk register, which now included target risks; the committee had asked for the presentation format of the register to be reviewed. A progress report on the apprenticeship funding audit from Rob Petto and Mandy Lakey was received; the committee was pleased to note that progress was being made, although there was much still to do; there was a financial risk of clawback; an update report had been requested for the next meeting. Nathan Ackroyd from KPMG presented his planning schedule to the committee; the fee had increased for this time and although the college was probably not able to negotiate this the committee asked for feedback to justify the level of the increase. The committee considered the internal audit plan for next year and the re-appointment of the auditors for one further year; both items would be reviewed by the Board in today’s meeting.

The Corporation Chair asked about the risk if apprenticeship funding was selected by the regulators for review. The Assistant Principal Funding & Performance noted that there would likely be the potential for financial clawback, but no interference to the continued provision of apprenticeships by the college. The Assistant Principal continued that the new Head of Apprenticeships had just commenced at the college and that data cleansing and correction was taking place to rectify the errors found. Training had been planned for existing staff to ensure that all future starters and their documentation would be processed

correctly. Governors asked if there was a need to provide a provision in the accounts for potential clawback. The Assistant Principal considered that it would be difficult to assess the likelihood of any clawback at this stage. The Corporation Chair asked the Audit Committee to review apprenticeships and the need for a provision at its next meeting.

ACTION-CLERK

- Employment Policy Committee – The Committee Chair reported on the meeting held on 18 May 2022. The committee reviewed two staff policies, one of which related to data protection where the committee had asked for the process of reporting data breaches to the Board to be reviewed. The committee looked at the latest figures regarding staff training on safeguarding and Prevent; it also reviewed the curriculum impact report from the Head of HR. The major item of business which caused much discussion was the annual pay settlement where the committee was very mindful of the need to show its support for staff, particularly to assist with the college’s current problems of recruitment and retention, but also to recognise that staff were being greatly affected by the high levels of inflation at the current time. The committee agreed to recommend the pay award to the Board, subject to this being affordable. The committee gave its thanks to Nicky Rowland, Head of HR, who would be retiring in August 2022. Nicky joined the college in 2000 and had supported the college through many years and many challenges, particularly noting more recently the Coronavirus pandemic
- Finance & General Purposes Committee - The Committee Chair reported on the meeting held on 22 June 2022, at which the committee approved the sub-contractor / partnership arrangements for the next academic year, and the Supply Chain Fees & Charges policy. Income for AEB non-devolved activity was much reduced due to the ESFA’s directive to reduce this subcontracted activity to 25%, with only 180 learners planned. The annual marketing plan was reviewed and also the management accounts for April 2022. The committee reviewed the proposed budget, to be discussed in more detail by the Board later in today’s meeting. The committee completed its other usual business, including the approval of the fees policy. Finally, an update report on the IT provision was received and the committee was pleased to hear that all was going to plan to bring the service in-house from 1 August 2022.
- Performance Review & Quality Committee – The Committee Chair provided a summary of the meeting held on 15 June 2022 at which the committee welcomed Kerry Heathcote, Vice Principal Curriculum & Quality to her first committee meeting and also said goodbye to Ruth Harrison. The committee received reports from Maths & English, ESOL, Apprenticeships & Technology and had a close look at the Single Equality Action Plan with Clare Pelling, the Learning Experience Manager. The quality framework was reviewed and recommended to the Board for approval, along with the HE plan for the coming year. Complaints were reviewed and the committee asked the Head of Learning Improvement to analyse one particular category of complaint and to supply additional detail to the committee. The committee said “thank you” and “goodbye” to Roderick Watkins for his support of the committee.

The Corporation Chair noted the recent area performance reviews she had attended along with one or two other governors and commented on the common themes that had been raised during those reviews. The Corporation Chair took the opportunity to formally introduce and welcome Kerry Heathcote, Vice Principal Curriculum & Quality to her first Board meeting.

- Search & Governance Committee – The Chair reported that the committee met on 11 May 2022. The Chair thanked those governors who had recently agreed to take on additional responsibilities. The committee had reviewed new applications to the Board and had made recommendations for governors to consider later in this meeting. The Chair reported on the Clerk’s notice to retire in December 2022 and advised that plans were in hand to search for his successor. The agency, Peridot Partners, had been engaged to assist with the recruitment process.

The updates were noted.

6 Principal's Strategy Report

The Principal highlighted the Carbon Net Zero Centre project to be funded from the levelling up fund, managed by Fenland District Council and also from the CPCA. The project had received good support so far from both authorities. The Principal was currently exploring further support from companies to cover a small shortfall in the funding for the project. Governors asked about the benefits received for private companies investing in this project; the Principal considered that the particular companies being approached suffered with skills gap issues and concerns over staffing for future technologies; the new proposed centre would provide an ideal centre for the training and development of their future workforce; further, to help the college, companies were also being asked to consider releasing key professionals to help in the development and teaching of the new courses now being explored.

The college had been successful in being awarded 2 grants from the strategic development fund, to be used for capital and specialist equipment.

The Landex Peer Review had been very positive with a number of areas of good practice within the landbased faculty being identified within the report. The Principal noted that at the recent Student Awards ceremony the overall student of the year winner came from the Landbased faculty. Governors asked about the commercial income opportunities for the landbased faculty. The Principal advised that the faculty received income from a number of activities, although this had ceased during the period of the Coronavirus pandemic and only now was activity seen to be increasing again. The Vice Principal Corporate Services added that an allowance for commercial income from this faculty had been included in the proposed budget for 2022/23.

The Chair commented on the DfE annual strategic conversation held on 24 May 2022, which she found to be uplifting, collegiate and delivered with strong support and confidence from the senior management team in their respective presentations to the interview panel. Very good feedback had been received from the panel, with their very positive report attached as an appendix to the Principal's report. The Principal added that the Chair's attendance and presentation had been welcomed, enjoyed and appreciated by the panel.

The report was noted.

7 Student Governor Report

The Chair noted from the report that students had said they were unaware of the existence of the Student Code of Conduct, a matter which would be addressed during next year's induction period. The Chair also noted that a number of events and activities had taken place during the term for the students.

From the Student Council minutes, attached as an appendix to the report, the Chair asked managers to ensure completion dates for each action were specified to ensure their timely completion and to aid monitoring. The Clerk would remind the respective managers.

ACTION-CLERK

The report was noted.

8 3-Year Strategic Plan 2022-25

The Chair thanked the Board and the senior management team for their work in developing the strategic plan. The proposed document, presented with the tracked changes displayed,

clearly showed the changes to the ambitions and individual targets. The Chair asked for a report to be developed to aid the monitoring of the strategy and its targets.

ACTION-CLERK

Governors noted that the correct budgeted surplus, once approved, would need to be amended within the targets.

ACTION-VPCS/CLERK

Governors also asked for targets relating to repair of the tower block roof and the review of the college's financial systems to be added under Ambition 4-Resources.

ACTION-VPCS/CLERK

The Board approved the 3-Year Strategic Plan 2022-25, subject to the amendments noted above.

9 Budget 2022/23 and 3-Year Financial Plan, and 10 Annual Pay Settlement

Due to these 2 reports being closed related, the Chair advised that these would be considered together by the Board.

These items were deemed 'Confidential.'

The Chair called for a break in the meeting at 10.47 am

The meeting re-commenced at 10.55 am

11 Current Performance Data and KPIs

The Vice Principal Curriculum & Quality reported that 25 performance reviews had recently been carried out, with plans now being devised to focus on the key issues raised. Future reporting to the Board would be developed using BRAG rating (blue to indicate completed actions, and then the usual Red, Amber and Green indicators).

The Chair, who attended selected area performance reviews, noted the high-level issues affecting various areas, and suggested to managers that the basic, lower-level issues would need addressing also. ESOL was a particular area where action was needed both in the development of those who deliver the course, and also in how it was delivered to the learners. The Chair commented that although the Coronavirus pandemic had caused issues for the college, it was time to move on from this. The Chair considered that some of the information presented was too detailed for the purposes of Board review; the Chair of the Performance Review & Quality Committee agreed with this.

The Vice Principal agreed that improvements should be made to the reporting of performance, and also for the need to review the delivery of ESOL. The teaching of British Values to learners would also be an area of review for the autumn term.

The report was noted.

12 Strategic Targets 2021/22 – Progress Review

The Chair commented that many of the targets which were showing as being behind expectations or unachieved were related to the issues listed within the college's Risk Register. The Chair was pleased to note the successes detailed under target 1.11 regarding WorldSkills. Attendance, however, was an area for concern (targets 1.5a & 1.5b).

Governors asked about the overspend on capital, as reported against target 4.5. The Vice Principal Corporate Services explained that much of the overspend related to the new School of Nursing Studies facility.

The Chair referred to 4.13 regarding the in-house catering operation. The Chair considered that this was an area which could generate additional surpluses for the college. Governors referred to Novus, the college training restaurant and considered that this facility ought to be advertised more to ensure full tables at all sittings to provide better training opportunities for the students and also additional income.

The report was noted.

13 HE Performance Report & Strategic Plan

The Vice Principal Curriculum & Quality reported that she had recently been appointed to the Board of the University Centre West Anglia (UcWA).

The Vice Principal advised that the HE strategic plan had been reviewed by the Performance Review & Quality Committee at its meeting held on 15 June 2022.

The Chair commented that governors would appreciate a tour of the new School of Nursing Studies facility; the Clerk advised that this had been planned for the next meeting on 12 October 2022.

The Chair asked about the recent visioning session held between staff from both the college and ARU. The Principal reported that this had been a constructive session, with a shared vision between the 2 institutions. Priorities for the next academic year had been discussed along with the future development of courses. There had been a re-establishing of the commitment from both the college and ARU for HE provision for both the college and its learners. The Chair asked what could be done to boost the usage of the University Centre facility; the Principal considered that a refreshed course offer would help to boost interest and learners attending the facility.

The Board approved the HE Strategy.

14 Quality Framework 2022/23

The Vice Principal Curriculum & Quality advised that for 2022/23, 3 deep-dives had already been planned for the autumn 2022 term.

Governors commented that it was good to have a fresh review of the college's framework and processes by the new Vice Principal. The Chair noted that with the approach of the external governance review it was important for the Board to receive evidence that reviews were taking place and that actions were being taken to improve performance. The Vice Principal advised that there would be a further review of the recent area performance reviews in order to moderate the data and then a final summary report would be prepared.

The Principal reported that the new inspection framework was now enquiring how the college was engaging with and meeting the needs of employers; this would be reported to the Board in due course.

The Chair noted the need for Board members to consider where they felt information was lacking and then to request additional reports from managers. The Chair of the Performance Review & Quality Committee noted the need for close monitoring of the progress on the concerning teaching areas such as ESOL and English & Maths.

The Board approved the Quality Framework for 2022/23.

15 Marketing Plan 2022/23

The Chair of the Finance & General Purposes Committee advised that this plan had been reviewed by the committee at its meeting on 22 June 2022. The proposals in the plan linked well to the strategic plan.

The Chair noted the capacity concern detailed in the report and asked about additional resources for the department, possibly by engaging external agencies for particular projects. The Vice Principal Corporate Services agreed that there was a capacity issue and had asked the Head of Marketing to present proposals to management on how best to manage the capacity shortfall.

The Chair asked managers if the college was sufficiently innovative in its marketing approach and made full use of its students and partners; the Principal considered specifically that the recent staff recruitment fair organised by the Marketing Department had been successful and that the increased use of targeted social media activity was having a positive effect.

The Board approved the Marketing Plan for 2022/23

16 Equality Diversity & Inclusion Policy Review

The Principal advised that the policy had been reviewed by the Performance Review & Quality Committee at its meeting on 15 June 2022. Only minor changes had been made to the current policy, which were shown as tracked changes in the appendix attached to the report. There were no questions or concerns raised.

The Board approved the Equality Diversity & Inclusion policy.

17 Management Accounts – April 2022

The Chair noted that the accounts being presented related to the April 2022 period and asked if there were any early indications as to the financial position for May 2022; the Vice Principal Corporate Services advised that the forecast out-turn for the year remained similar, with cash and liquidity remaining good.

Governors asked about the anticipated overspend of £146k in the forecast for maintenance expenditure; the Vice Principal explained that this related to the use of agency staff for electrical and mechanical works to cover vacancies within Property Services. However, the post of electrician had recently been appointed to and so this particular item of additional expenditure would now cease. The Vice Principal noted that energy costs were currently protected at the present time due to a fixed contract, although an increase of 40% had been allowed for in the budget for 2022/23.

Governors asked if there were any concerns or issues that could arise before the end of the financial year to cause an impact on the expected forecast. The Vice Principal advised that there were no concerns at the present time; on a positive note, the Vice Principal considered that the expected surplus on partnerships could be slightly higher than had been allowed for in the current forecast.

The Chair of the Finance & General Purposes Committee said that he was comfortable with the report but would welcome refinement of the contribution analysis in the future to allow more detailed and accurate analysis of the performance of each department. The Chair added that in time the Board would welcome a better understanding of the loss leading

areas of the college and a focus on possible areas to be reviewed for efficiency savings. Governors asked if the current financial software allowed for better contribution analysis; the Vice Principal explained that the financial software was purely a transactional processing system with limited reporting capabilities and that at present the management accounts were processed using spreadsheets; a new financial system in the future would be expected to provide advanced reporting and analysis.

The report was noted.

18 Review of the Risk Register

The Vice Principal Corporate Services advised that the Risk Register had been reviewed recently by the Audit Committee at its meeting on 29 June 2022, with one or two slight amendments having been made to the register since. The Vice Principal highlighted the inclusion of target risk scores, still to be fine-tuned, and the reduced scoring for the Coronavirus risk (2020-2). The Vice Principal noted that the Audit Committee had asked for the narrative within the document to be reviewed and reduced where possible to aid the presentation of the report and to focus attention.

The Chair referred to risk 2018-8 regarding external factors affecting the college, and asked management to consider if inflation and the current economic issues should be added into this item. Governors suggested that the cost-of-living pressures could be considered as a defined risk all of its own. The Vice Principal would review this risk. **ACTION-VP**

The report was noted.

19 Auditors – Appointment

This item was deemed ‘Confidential.’

20 Internal Audit – Needs Assessment & Audit Plan

The Vice Principal advised that the internal audit plan had been considered by the Audit Committee at its meeting on 29 June 2022, with the following 4 areas being highlighted for review in 2022/23:

- Procurement
- Assurance Framework
- Governance Review (ahead of the external governance review due in 2023/24)
- IR35 – anti-avoidance tax legislation, originally intended for 2021/22, but delayed

Although supportive of the internal governance review, the Chair advised a delay to the start of this particular audit until further information had been published regarding external governance reviews, so that the internal review could take note of the issues and concerns to be addressed, and any framework used. The Vice Principal considered that the review would be made with reference to the AoC’s Code of Good Governance.

The Board approved the Internal Audit Plan for 2022/23

21 Governance Items

The Clerk referred in turn to the various of items of business as listed within the report:

- i. **The Board ratified the Chair’s Action in appointing Ray Harding as Chair of the Audit Committee;**

- ii. **The Board approved the chairs of committees for 2022/23 as recommended by the Search & Governance Committee;**
- iii. **The Board appointed Tony Kenbar to the Board, to serve on the Finance & General Purposes Committee;**
- iv. **The Board appointed Kay Driver to the Board, to serve on the Employment Policy Committee and the Audit Committee;**
- v. **The Board appointed Mark Eastwood to the Board, to serve on the Audit Committee.**
- vi. **The Board approved the creation of a working group to oversee the recruitment process of a new clerk and to set the appropriate salary.**

Regarding Link Governor feedback, Dave Clark, Governor, reported positively on his recent visit and review of access to learning with Richard Bradley, Head of Faculty.

All other items of business detailed in the report were noted.

22 Any Other Business

There were no items of other business.

23 Date and time of next meeting

Wednesday, 12 October, 2022 at 8.30 am.

The Chair once more thanked Roderick Watkins for his service to the Board. The Chair thanked all governors for their attendance and participation in the meeting. The Chair thanked the Senior Management Team for their work during the academic year and wished everyone a good break over the summer period.

The meeting closed at 11.44 am