

Preston College

Redacted and Abridged¹ Minutes of the Board Meeting held on 4 July 2024 at 5.30pm, Boardroom

Present:

Mr Steve Browne	Acting Chair
Mr Simon Nixon	Principal and Chief Executive
Mrs Isara Cotton	Until Minute 18
Miss Aoife Cullen	Until Minute 21
Mrs Georgia Dunn	
Mrs Sally Little	
Mr Robert Marshall-Slater	Remote
Mrs Laura Mason	
Mrs Lynda Mason	Remote Until Minute 22
Miss Amanda Morey	
Mr Jose Sedano-Martinez	

Absent:

Mr John Boydell	
Mrs Helen Curtis	
Mr Marcel Driver	
Mr Malcolm Goulding	
Mrs Marie Haworth	Vice Principal - Quality, Teaching, Learning and Learner Support
Mrs Jane Hilton	
Ms Joanne Jones	
Mrs Jen Walters	

In attendance:

Mr Mark Airey	Head of Finance - Until Minute 8
Mr Mick Noblett	Vice Principal - Curriculum Delivery and Planning - Until Minute 20
Mrs Clare Rayner	Clerk to the Board
Mr Iain Stott	Vice Principal - Resources - Until Minute 20
Ms Gill Thornton	Head of Human Resources - Until Minute 20

Part 1 (a)

1. Welcome and apologies

The Clerk welcomed everyone to the meeting and explained that as the Chair had sent his apologies and the Vice Chair would join the meeting by Zoom the Board would need to appoint an Acting Chair for this meeting. The Board appointed Mr Steve Browne as Acting Chair.

The Acting Chair welcomed everyone to the meeting.

The Board noted that apologies had been received from Mr John Boydell, Mrs Helen Curtis, Mr Marcel Driver, Mr Malcolm Goulding, Mrs Marie Haworth, Mrs Jane Hilton and Ms Joanne Jones.

It was noted that a quorum was present.

¹ Please note that any matters which the Corporation is satisfied should be dealt with on a confidential basis have been removed from these minutes.

The Acting Chair reported that Mrs Isara Cotton would leave the Board at the end of July 2024 due to the work commitments of her new job. On behalf of the Board the Acting Chair congratulated Mrs Cotton on her new job, thanked Mrs Cotton for her contribution to the Board and the Audit and Risk Committee and wished her well in her new job.

Mrs Cotton thanked the Acting Chair, she commented positively on the College, that she had found serving on the Board for the past 18 months a valuable experience and that she was only leaving the Board due to the increased responsibilities of her new job. She recorded her thanks to the Board and the Executive Leadership Team.

2. Declarations of Interest

The Board noted the interest of;

- all staff present for Item 6 Budget 2024/25 in relation to the pay award and Item 12 Employment Policy Review;
- Mr Sedano-Martinez in the succession planning discussion to be considered under Item 21 - Governance Matters and his induction year review. The Board noted that Mr Sedano-Martinez would leave the room for this discussion.

FOR APPROVAL

3. Minutes of the previous meeting

The Board approved the Minutes of the Board meetings held on 14 March 2024 and 25 April 2024 as correct records.

Resolved: The Minutes of the Board meetings held on 14 March 2024 and the on 25 April 2024 were agreed and signed as correct records.

4. Matters arising

The Board noted the report on progress of actions from previous meetings.

Resolved: The Board noted the report on progress of actions from previous meetings.

5. Notes of Deep Dive – 25 April 2024

The Board noted that the Notes of the Deep Dive on 25 April 2024 were available on the Governors' Portal. The Clerk reported that the actions from this meeting were included in part 1 (b).

Resolved: The Board noted that the Notes of the Deep Dive on 25 April 2024 were available on the Governors' Portal.

6. Management Accounts

The Acting Chair referred members to the Period 9/10 Management Accounts and explained that this item would be brought forward so it could be considered before the draft Budget 2024/25.

Mr Mark Airey, Head of Finance, reported that the Period 9 year end surplus forecast (before pension adjustments) and the Period 10 surplus forecast increased which meant that the College would return to the "Good" financial health category. He referred members to the detailed commentary at Appendix B.

The Principal and Chief Executive reported that, whilst it was important to wait for the final accounts, Period 10 indicated an excellent result for the College and commended the financial stewardship of Mr Airey, his team and all budget holders.

On behalf of the Board, the Acting Chair recorded congratulations to management and staff on the achievement of the surplus.

The Board noted the Period 9/10 Management Accounts.

Resolved: The Board noted the Period 9/10 Management Accounts.

7. Budget and Financial Plan 2024/25

Mr Airey presented the Budget and Financial Plan 2024/25. He reported:

- that the draft budget and a proposed surplus;
- that funding had increased in line with the increased 16-18 learner numbers;
- that the College had invested in staff pay during 2023/24 and the budget allowance for staff pay award in 2024/25 was 2%;
- the budget indicated that the College would remain in Good financial health for 2024/25 and 2025/26;
- the budgeted cash position.

The Board noted that, at its meeting on 13 June 2024, the Resources Committee had recommended the draft Budget and Financial Plan 2024/25 to the Board for approval.

The Principal and Chief Executive referred to a typographic error in the report and confirmed that a 2% pay award had been included in the budget and the cost.

The Board approved the Budget and Financial Plan 2024/25.

Resolved: The Board approved the Budget and Financial Plan 2024/25.

8. Strategies for Approval

Mr Airey left the meeting.

The Acting Chair referred members to the draft strategies included as appendices.

a) Estates Strategy

Mr Stott, Vice Principal Corporate Services, referred members to the draft Estates Strategy at Appendix A. He reported that:

- the current draft had been developed over the last two years, with input from the Resources Committee and the Board at a Deep Dive session and Board meetings;
- in response to feedback, the strategy had been revised to ensure it was curriculum led;
- the strategy included a number of options which could be progressed, subject to the funding available;

The Acting Chair recorded thanks to all management and staff involved with the preparation of the draft and highlighted the importance of the College having an estates strategy in place to be able to bid for funding available.

The Board noted that the Resources Committee had considered the draft at its meeting on 2 May 2024 and recommended the strategy to the Board for approval. The Board approved the Estates Strategy.

b) Equity, Diversity and Inclusion Strategy

The Clerk highlighted a typographic error in the cover report and confirmed that Resources Committee, Quality and Standards Committee, and Search and Governance Committee had reviewed the draft at meetings in the spring and summer term.

The Principal and Chief Executive referred members to the draft Equity, Diversity and Inclusion Strategy at Appendix B and highlighted the key changes made to the draft following the review by committees including:

- renaming the strategy as the Equity, Diversity and Inclusion Strategy to reflect that most of the objectives related to equity. He added that definitions of equity and equality were provided in the introduction to the strategy to ensure that the College's legal responsibilities for equality remained clear;
- references to wellbeing had been removed;
- the Board's role in the oversight of College partnerships had been added.

The Acting Chair recorded thanks to the College management and staff for the development of the draft and in particular the College's Equality, Diversity & Inclusion Working Group.

The Board approved the draft Equity, Diversity and Inclusion Strategy.

c) Environmental and Sustainability Strategy

Mr Stott referred members to the draft Environmental and Sustainability Strategy at Appendix C. The Board noted the Resources Committee had reviewed the draft, at its meeting on 13 June 2024, and recommended to the Board for approval.

The Board discussed the draft with management. Members queried:

- that given the references to inequality and poverty in the draft, how the Environmental and Sustainability Strategy complemented the Equity, Diversity and Inclusion strategy. Mr Stott explained that whilst there were some barriers to achieving this, the two strategies should align. He referred to initiatives such as including the green agenda and green skills in the College's curriculum and that College management would remain mindful of potential inequalities as the strategy was implemented;
- the use of the terms net zero and carbon neutral in the report and the differences between these terms. Mr Stott acknowledged this and explained that the College's first step was to measure the College's carbon emissions to ascertain a benchmark;
- the involvement of wider College staff in the development and implementation of the strategy as it was important that the strategy resonated with staff and they understood the implications for their Schools/departments. Mr Stott reported that staff would be involved in the development of the associated action plans. The Principal and Chief Executive reported that the new strategy could be launched at the staff development days in August. Ms Thornton highlighted that environmental matters were regularly raised at Staff Voice meetings and the strategy would be welcomed by staff. The Board noted the current communications to the staff and the Resources Committee on energy use.

The Board approved the Environmental and Sustainability Strategy. The Acting Chair recorded thanks to the College management and staff for the development of the strategy.

d) People Strategy

Ms Thornton, Head of Human Resources, referred members to the draft People Strategy at Appendix D. She reported that the draft had been considered at the Resources Committee meeting on 13 June and, in response to helpful feedback, a road map had been included in the strategy, at Appendix D (ii), which would support staff and governors in understanding the route and key milestones of the strategy over the next three years.

The Acting Chair thanked Ms Thornton for producing the roadmap which helped distil the draft strategy into a more understandable format which would be helpful to management, staff and governors when reviewing progress.

A member suggested that the action on providing opportunities for staff to become members of working groups by 2027 – 2030 should be amended to continue to provide opportunities as working groups were already operating at the College.

The Board approved the People Strategy.

Resolved: The Board approved the:

- Estates Strategy;
- Equity, diversity and inclusion strategy;
- Environmental and Sustainability Strategy;
- People Strategy.

Action: Ms Thornton to update the roadmap to reflect that working groups were already operating at the College.

9. Accountability Statement

The Clerk reported that the Quality and Standards Committee, at its meeting on 20 June 2024, had requested some changes to the draft Accountability Statement 2024/25, which Mr Noblett would outline, and that the updated version was available on the Governors' Portal.

Mr Mick Noblett, Vice Principal -Curriculum and Planning, referred members to the report on progress against the Accountability Statement 2023/24 and the draft Accountability Statement 2024/25. He reported on the changes made to the draft following the Quality and Standards Committee's review of the draft, including the inclusion of more information on impact on learners and the College's participation in World Skills.

The Board noted that with these amendments the Committee had recommended the draft to the Board for approval.

The Board noted the report and approved the Accountability Statement 2024/25. The Board noted that the Accountability Statement would be uploaded to the Department for Education (DfE) website on 5 July 2024.

Resolved; The Board noted progress against the approved Accountability Statement 2023/24 and approved the Accountability Statement 2024/25.

10. Quality and Standards Policy Review

Mr Noblett referred members to the proposed changes to the Complaints Policy and Procedure at Appendix A which had been reviewed by the Quality and Standards Committee at its meeting on 29 February 2024 and recommended to the Board for approval.

The Acting Chair highlighted that with the removal of the signposting to student services for complaints in the policy it wasn't clear from the policy how complaints could be made. The Principal and Chief Executive explained that the complaints route varied depending on the type of complaint and the sector and this was detailed in the procedure. Members also noted that a flow chart was available on the College's website. Following discussion, the Board agreed that it would be helpful to signpost the procedure for making complaints in the policy part of the document and to incorporate the flow chart into the Complaints Policy and Procedure.

With these amendments, the Board approved the changes to Complaints Policy and Procedure.

Resolved: The Board approved the revised Complaints Policy and Procedure, subject to the amendments agreed.

11. Higher Education Update

Mr Noblett presented the HE Update report. He reported that 60% of learners in the College's dance degree course had achieved first class honours and 10 out of 12 learners in the College's HND provision had achieved distinctions.

On behalf of the Board, the Acting Chair recorded congratulations to College staff and learners and suggested that the Executive Leadership Team (ELT) consider external promotion of these excellent learner outcomes.

Mr Noblett referred members to the minor changes to the Student Protection Plan at Appendix A which had been reviewed by the Quality and Standards Committee at its meeting on 20 June 2024 and recommended to the Board for approval. The Board noted the report and approved the changes to the Student Protection Plan.

Resolved: The Board noted the report and approved the Student Protection Plan.

12. Partnership and Sub-contracting

Mr Noblett presented his Partnership and Sub-contracting report. He reported that:

- the formal partnership with JTL would cease at the end on 31 July 2024 and outlined the reasons for this, including that the College had to cap learner numbers for some provision due to teacher shortages in some curriculum areas;
- the College would reintroduce Building Services apprenticeships, such as plumbing and construction, into the curriculum;
- the partnership with Preston North End was ongoing.

The Board noted that the report had been reviewed by the Quality and Standards Committee at its meeting on 20 June 2024 and recommended to the Board for approval.

In response to a query from a member, the Board noted that the formal partnership between the College and JTL would cease, although it was hoped that some level of collaboration would remain.

The Board noted the report and approved the proposed sub-contracting arrangements for 2024/25.

Resolved: The Board noted the report and approved the proposed sub-contracting arrangements for 2024/25.

13. Resources Policy Review – Employment Policy

Ms Thornton presented her report which highlighted the policies and procedures for Board approval which were appended to the report and had been reviewed by Resources

Committee at its meetings on 2 May 2024 and 13 June 2024 and had been recommended to the Board for approval.

Ms Thornton reported:

- on the proposed changes to the Trade Union Recognition and Agreement Procedure which were shown in track changes at Appendix A;
- on the proposed changes to the Trade Union Time Off and Facilities Policy at Appendix B which were shown in track changes at Appendix B;
- on the proposed changes to the Paternity Policy which were shown in track changes at Appendix C;
- on the proposed changes to the Special Leave Policy which were shown in track changes at Appendix D, including changes required with the enactment of the Carer's Leave Act 2023 from 6 April 2024;
- on the proposed changes to the Flexible Working Policy which were shown in track changes at Appendix E and included the removal of the requirement for employees to provide an explanation of why they were requesting flexible working and changes required to comply with the Employment Rights (Flexible Working) Act 2023, and The Flexible Working (Amendment) Regulations 2023 from 6 April 2024;
- on the proposed changes to the Hybrid Working Policy which were shown in track changes at Appendix F, and changes included giving line management more responsibilities for the approval of hybrid working requests;
- on the proposed changes to the Managing Redundancy and Restructures Policy which were shown in track changes at Appendix G, which accommodated the new Statutory Code of Practice on "Dismissal and Re-engagement" which was due to come into effect from July 2024;
- on the introduction of a Local Government Pension Scheme Employer Discretions Policy (LGPS) at Appendix H and the reason this new policy was required.

In response to a query on the introduction of the LGPS Employer Discretions Policy, Ms Thornton confirmed that there were no current issues, however, the College had received a request for flexible retirement from a staff member which had highlighted the requirement for a policy. The Board noted that flexible retirement might also be of benefit to College staff more widely, as staff might want to step down from a more senior role or reduce the number of hours they worked.

Ms Thornton recorded thanks to Emma Collinson who, in her first year at the College and in the FE sector, had drafted the updates to the policies and procedures.

The Acting Chair recorded thanks to Emma Collinson on behalf of the Board.

The Board approved the proposed changes to the policies and procedures and the introduction of a LGPS Employer Discretions Policy.

Resolved: The Board approved:

- **Trade Union Recognition and Agreement Procedure;**
- **Trade Union Time Off and Facilities Policy;**
- **Paternity Policy;**
- **Special Leave Policy;**
- **Flexible Working Policy;**
- **Hybrid Working Policy;**
- **Managing Redundancy and Restructures Policy;**
- **LGPS Employer Discretions Policy.**

14. Resources Policy Review – Other

Mr Stott presented the Resources Policy Review – Other. He reported:

- on the proposed changes to the Fees Policy 2024/25 which were shown in track changes at Appendix A and related to changes in Education and Skill Funding Agency (ESFA) funding guidance;
- on the proposed changes to the Health and Safety Policy which were shown in track changes at Appendix B and the rationale for changing the name of the policy to the Health and Safety Policy;
- the General Statement of Intent which was reviewed and annually approved by the Board.

The Board noted that the Fees Policy 2024/24, Health and Safety Policy and General Statement of Intent had been reviewed by the Resources Committee at its meeting on 13 June 2024 and recommended to the Board for approval.

The Board approved the proposed change to the Fees Policy 2024/24 and the Health and Safety Policy and approved the General Statement of Intent.

Resolved: The Board approved:

- **the Fees Policy 2024/25;**
- **the Health and Safety Policy; and**
- **the General Statement of Intent.**

15. TU Facilities Time

Ms Thornton presented the Trade Union Facilities Time report. She referred members to the draft statutory report at Appendix A. The Board noted that the Trade Union Facilities Time report had been reviewed by the Resources Committee at its meeting on 13 June 2024 and recommended to the Board for approval.

In response to a query, Ms Thornton confirmed that there were no significant changes other than an increase in the number of local trade union representatives during 2023/24.

The Board approved the report for publication on the government portal and College website. The Acting Chair reported positively on the College's relationship with trade unions and the importance of the College investing in staff working as trade unions representatives.

Resolved: The Board approved the statutory report for publication on the government portal and College website.

16. Risk Management Register

Mr Stott presented the Risk Management Register report. Mr Stott:

- reported on the proposed addition of a new risk on attacks on learners or staff by learners which related to a national increased risk rather than a particular risk at the College;
- risks which were increasing and decreasing;
- risks related to forthcoming governor retirements;
- changes to the format of the risk register.
- referred members to the Risk Register at Appendix A which had been considered by the Audit and Risk Committee at its meeting on 19 June 2024 and a discussion at the meeting of how the report could be made more readable.

A member referred to the risk related to small numbers on some courses and members discussed the related risks. Following a query, management agreed to review the risk of small numbers of learners on some course and potential reputational risks.

The Board noted the Risk Management Register, agreed the current risks, the additional risk, actions completed and further actions still to be completed and approved the proposed changes to the register.

Resolved: The Board noted the Risk Management Register, agreed the current risks, actions completed and further actions still to be completed and approved the proposed changes to the register.

Action: To review whether more detail on reputational risks needed to be included on the risk register.

FOR DISCUSSION

17. Principal and Chief Executive's Report

The Principal and Chief Executive presented his Principal and Chief Executive's Report and reported:

- that after a period of under performance against contract in recent years, the Adult Education Budget (AEB) was expected to be met or exceeded in 2023/24;
- that the Staff Awards would take place on Tuesday 9 July and governors were welcome to attend. He reported that the Chair had prepared a video for staff as he was away and that Mr Jose Sedano-Martinez would attend;

- the general election which could bring opportunities for the FE sector as Labour, Conservatives and Liberal Democrats had highlighted the importance of the FE sector;
- that the College had invited all local candidates to the College during the election campaign and two candidates had accepted the invitation and toured the College with management.

In response to a query, the Principal and Chief Executive explained that the underperformance in AEB in recent years was not quality related and related to the impact of the pandemic and the cost of living crisis. However, in 2023/24 the adult education market had improved and to build on this, the College had undertaken activities to raise the profile of the College's adult provision including engagement with employers, increased marketing and the introduction of sector advisory groups.

Mr Noblett provided detail of how the College had identified patterns in the demand for adult provision and the changes made to the curriculum in response. He reported that, with the exception of Nelson and Colne College, the College had the largest adult provision in the area and recruited throughout the year.

The Board noted the report.

Resolved: The Board noted the Principal and Chief Executive's Report.

18. Strategic Plan 2023/26

The Principal and Chief Executive referred members to a report on progress of the College's Strategic Plan at Appendix A and the proposed deliverables for 2024/25 at Appendix B.

In response to queries from members, the Board noted:

- the role of the Principal and Chief Executive in oversight of the work of the Executive Leadership Team;
- that the Board would consider a report on the structure of the ELT at the September Board meeting;
- the College's approach to the opportunities and risks of Artificial Intelligence.

The Board noted the report and agreed the proposed deliverables for 2024/25.

Resolved: The Board noted the current progress on delivery of the first year's deliverables contained in our Strategic Plan 2023/26, and the proposed deliverables for 2024/25.

Mrs Cotton left the meeting.

19. Progress and Performance Against the Quality Improvement Plan

The Acting Chair referred members to the Progress and Performance Against the Quality Improvement Plan (QIP). Mr Noblett reported that 60% apprenticeships performance.

The Chair of the Quality and Standards Committee, referred to discussion at the last meeting of the Quality and Standards Committee on the External Governance Review's recommendation that the QIP could be made more accessible. She referred to the Committee's view that the QIP worked in its current detailed format and that the Committee would review the updates to the QIP at each meeting rather than review the whole document.

The QIP noted the Progress and Performance Against the Quality Improvement Plan report.

Resolved: The Board noted the Progress and Performance Against the Quality Improvement Plan report.

20. Annual Safeguarding and Support for Learners 2023/24 report

Mr Noblett referred members to the Annual Safeguarding and Support for Learners 2023/24 report and the Prevent Risk Assessment at Appendix A.

The Board noted the Audit and Risk Committee had reviewed an excellent internal audit report on the College's safeguarding arrangements, which was rated Strong and included no recommendations and a high number of examples of good practice.

On behalf of the Board, the Acting Chair recorded congratulations to the management and staff involved in this audit.

The Committee noted the report Prevent action plan at Appendix A.

Resolved: The Board noted the Annual Safeguarding and Prevent Update Higher Education Update and Support for Learners 2023/24 report and noted the Prevent and Support for Learners 2023/24 report.

The Acting Chair thanked Mr Noblett, Mr Stott and Ms Thornton for their contribution to the meeting.

The Acting Chair reported that:

- as Mrs Georgia Dunn would retire from the Board in the autumn this would be her last "in person" Board meeting. On behalf of the Board, the Acting Chair recorded thanks to Mrs Dunn for her valued contribution over the last four years and as member of the Board and since September 2023 as Chair of the Search and Governance Committee. Mrs Dunn thanked the Board;
- Miss Aoife Cullen's, student governor 16-18, term of office would end on 4 July 2024 and thanked Miss Cullen for her valued contribution to the Board and wished her well in her studies;
- this would be Mr Marcel Driver's last Board meeting and that Mr Driver had served on the Board for nine years and was also Chair of the Audit and Risk Committee. The Board recorded thanks to Mr Driver for his valued contribution as a member of the Board and also as Chair of the Audit and Risk Committee.

Mr Noblett, Mr Stott and Ms Thornton left the meeting.

Part 1 (b)

21. Governance Matters

a) Board and Committee Membership and Succession Planning

The Clerk referred members to her Governance Matters report and the report of Board and Committee membership at Appendix A. The Clerk reported that:

- there were two vacancies on the Senior Post Holder (SPH) Remuneration Committee and that all current members of this Committee would retire during 2024/25 therefore some succession planning was required for this Committee;
- following the resignation of Mrs Cotton and the retirement of Mr Driver, there were now only three members on the Audit and Risk Committee. She reported that one of the three members, was currently having difficulties attending meetings. She reported that there was a risk that the Committee could be inquorate in the autumn and therefore it might be necessary for other Board members to temporarily serve on the Audit and Risk Committee until new members could be appointed. The Acting Chair and the Principal and Chief Executive highlighted the importance of the Audit and Risk Committee and the valuable insights into the College that members could gain from serving on this committee;
- the College had applied to the Department for Education (DfE) Governor Recruitment Service for support with identifying potential new governors;
- the Board and Search and Governance Committee had made a number of suggestions for finding new governors which she had been unable to progress to date for a number of reasons, including that she had been in discussions with seven people who had already seen the vacancies;
- that the Search and Governance Committee had reviewed five applications at its meeting on 6 June 2024 and shortlisted three candidates for interview, one candidate had withdrawn and two interviews would be held on 11 July 2024.

The Board noted that:

- Mrs Joanne Jones was due to retire in October 2024 and had volunteered to extend her term until March 2025 to support succession planning and the new Chair of the Governing Body. The Clerk explained that Mrs Jones had originally asked to be appointed for a second term of two years and therefore this extension would mean a term of c.7 years;
- the Chair of the Governing Body had agreed to extend his term until October 2024 to help with succession planning and Mrs Mason, Vice Chair of the Governing Body, had agreed to retire at the end of December 2024 to assist with succession planning and supporting the new Chair of the Governing Body;
- a member had also shared details of the governor vacancies with BAE;

- under the SPH Remuneration Committee's terms of reference, the Chair of the SPH Remuneration Committee could not be Chair or Vice Chair of the Governing Body or chair of another committee;
- under normal circumstances, the time commitment for the SPH Remuneration Committee was two meetings per year in September and June.

The Board agreed to extend Mrs Jones term of office until March 2024 and recorded thanks to Mrs Jones.

Mr Jose Sedano-Martinez left the meeting.

The Clerk reported that Mr Jose Sedano-Martinez had expressed an interest in being appointed as Chair of the Governing Body and a Board succession planning meeting had been held on 13 June 2024. As agreed at the Board's meeting in January 2024, the Clerk had asked members who had been present at the meeting to submit anonymous feedback on whether they would recommend to the Board the appointment of Mr Sedano-Martinez. The Clerk read the feedback submitted.

The Clerk outlined a proposal that for succession planning and handover purposes that Mr Boydell's term of office be extended until the October Board meeting and that if the Board wished to appoint Mr Sedano-Martinez as Chair of the Governing Body, the Board consider appointing Mr Sedano-Martinez as Chair Designate. The Clerk explained that the role of Chair Designate did not currently exist in the College's constitutional documents, but was a useful role to introduce as it allowed organisations to start more formal induction and handover before the new chair's start date.

Following discussion, the Board:

- appointed Mr Sedano-Martinez as Chair Designate of the Governing Body;
- appointed Mr Sedano-Martinez as Chair of the Governing Body from 18 October 2024;
- agreed to share the feedback from members with Mr Sedano-Martinez;
- appointed Mr Sedano-Martinez as a member of the Senior Post Holder Remuneration Committee;
- approved Mr Sedano-Martinez's induction year review at Appendix D.

Mr Jose Sedano-Martinez rejoined the meeting.

The Acting Chair congratulated Mr Sedano-Martinez on his appointment. Mr Sedano-Martinez thanked the Board.

Ms Cullen left the meeting.

The Clerk reported that the Board was required to complete an induction review for governors after their first year. The Clerk reported that the Search and Governance Committee had reviewed induction year reviews for Mrs Isara Cotton, at Appendix B, Mrs Jane Hilton, at Appendix C, and Mrs Jen Walters, at Appendix E, at meetings on 27 March 2024 and 6 June 2024. The Clerk reported that the Search and Governance

Committee had recommended to the Board that all the induction year reviews should be approved.

As Mrs Cotton would leave the Board at the end of July 2024, the Board noted Mrs Cotton's induction review.

The Board approved induction year reviews for Mrs Hilton and Mrs Walters.

b) Skills and Experience Audit

The Clerk referred members to the hyperlink to the draft Skills and Experience Audit template which had been reviewed by members of the Search and Governance Committee. The Board approved the Skills and Experience Audit template. The Clerk reported that the template would be issued to members for completion over the summer.

c) Further Education Code of Good Governance

The Clerk reported that:

- the Association of Colleges (AoC) had published a new Further Education Code of Good Governance (the Code) in September 2023;
- it was a funding requirement and good practice for colleges to review compliance against a governance code;
- at its meeting on 6 June 2024, the Search and Governance Committee had reviewed the new Code and recommended that the Code should be adopted by the College;
- the new code and template were available on the Governors' Portal or via the hyperlink in her report.

The Board approved the adoption of the AoC Further Education Code of Good Governance (2023).

d) Governance schedule for 2024/25

The Clerk referred members to the draft governance schedule for 2024/25. She asked the Board to consider whether the deep dive in the autumn term should be held on the afternoon of the Board meeting or on another evening. The Board agreed that an alternative meeting should be identified. The Clerk reported that a more detailed forward work programme would be considered by the Board in September 2024. The Board approved the governance schedule for 2024/25.

The Clerk referred members to the link to the Training and Stakeholder Engagement Opportunities newsletter and reported that some activities would take place in the autumn term.

Resolved: The Board:

- extended the term of office of Ms Joanne Jones until 31 March 2025;
- considered the appointment of Mr Sedano-Martinez as Chair Designate of the Governing Body and appointment of Chair of the Governing Body from 18 October 2024 and appointed Mr Jose Sedano-Martinez to the Senior Post Holder Remuneration Committee;
- extended the Chair of the Governing Body's term of office until the October 2024 Board;
- noted Mrs Isara Cotton's induction review and approved induction reviews for Mrs Jane Hilton, Mr Jose Sedano Martinez and Mrs Jen Walters;
- approved the draft Skills and Experience Audit template;
- adopted the Association of Colleges (AoC) new Further Education Code of Good Governance;
- approved the draft governance schedule for 2024/25 subject to the identification of an alternative date for the October deep dive.
- noted the Governor Induction, Training and Stakeholder Engagement Opportunities.

Action: To add an evening deep dive session to the schedule for the autumn term.

22. External Governance Review

The Clerk presented her External Governance Review report. She reported that:

- Stone King's External Governance Review report, which was available on the Governors' Portal, included 13 recommendations and 21 supplementary suggestions;
- at its meeting on 6 June 2024, the Search and Governance Committee had reviewed the recommendations and suggestions and the comments from management and the Clerk and, where appropriate, committees had also reviewed the recommendations and suggestions related to their committees;
- the recommendations and supplementary suggestions were listed at Appendix A and B with feedback from the Clerk, management and the committees alongside proposed timescales for completion and that these tables would form the College's External Governance Review Action Plan;
- the recommendations or suggestions which the committee/s recommended should not be taken forward and an explanation of the reasons;
- whilst some minor changes had been made in response to the External Governance Review, it was important for the Board to formally review the recommendations from the external review and the response of the Search and Governance Committee and agree a formal plan before any key actions were taken. Also, it was important that the Chair Designate of the Governing Body had the opportunity to contribute, particularly on the format of the Board agenda;
- a new Board/committee template had been trialled during 2023/24 and, whilst there were benefits the format of the new template, with the new sections on impact on stakeholders, Equality, Diversity and Inclusion and key risks, they sometimes made the reports longer;

- a proposal to hold a workshop over the summer to look at different agenda formats, template formats and KPI reporting/dashboards to boards and committees;
- the Board would need to publish a summary of the external governance review and the actions the Board had taken in response;
- the Board would need to consider how any changes made can be reviewed for effectiveness.

The Board discussed the report with the Clerk. Members discussed:

- the advantages and disadvantages of the current Board agenda format of matters for approval, discussion and noting and that different Board agenda formats should be trialled during 2024/25;
- the importance of a good quality Executive Summary on the Board/committee template which included a summary of the key issues, why the report had been sent to the Board/committee and what the requirement of the Board/committee was. It was noted that the Executive Summary was easier to write for some reports than others depending on the topic, and that compliance or routine reports might not require a detailed executive summary;
- the importance of reviewing whether all items currently considered by the Board needed to be considered at meetings in at all and also whether some reports could be considered by written resolution between meetings to provide more time on the Board agenda for other discussions;
- the view of the Search and Governance Committee and Audit and Risk Committee that it was unnecessary to minute resolutions in minutes to make them more meaningful as committees' views on each item would be clear from the minutes. The Board agreed with this view. The Board noted a suggestion discussed at the Search and Governance Committee on 6 June 2024 that an item is added to committee agendas of 'Items to highlight to the Attention of the Board' and these matters then be highlighted verbally by the chairs of committees;
- the importance of the Board increasing its oversight of teaching and learning;
- that the introduction of a Board balanced scorecard might provide oversight of key College areas without the need for long reports;
- that the Board/committee template currently included guidance to authors on how to write a Board and committee report and content to include. However, it was important that authors were still able to bring their own writing style and approach to reports;
- whether the detailed reports which went to committees could be distilled before they were included on Board agendas. It was noted that the timescales for some committee meetings made this challenging.

The Board approved the External Governance Review Action Plan.

The Clerk reported that the Board was not required by the DfE to complete an annual self assessment in the year it held an External Governance Review. The Clerk reported the Audit and Risk Committee would complete a review as this was a requirement of the Post 16 Audit Code of Practice. However, other committees had agreed not to complete a review of 2023/24. Following discussion, the Board agreed not to complete a Board self assessment of 2023/24 and to instead focus on the implementation of the External Governance Review Action Plan.

The Board:

- **approved the draft External Governance Review Action Plan;**
- **noted plans for external reporting on the College's external governance review;**
- **noted that the Board would need to consider how any changes made can be reviewed for effectiveness;**
- **agreed not to hold a Board self assessment (Board Evaluation) of 2023/24.**

Mrs Lynda Mason left the meeting.

23. Committee Minutes

The Board noted the minutes from the following Committee meetings:

Audit and Risk Committee - 6 March 2024

Search and Governance - 27 March 2024

Resources - 2 May 2024

Draft Search and Governance - 6 June 2024

Draft Resources - 13 June 2024

Draft Audit and Risk Committee - 19 June 2024

Draft Quality and Standards Committee - 20 June 2024

Resolved: The Board noted the minutes from Committee meetings.

24. Date of next meeting

The Board noted that the next meeting would be take place on 18 September 2024.