

THE TRAFFORD COLLEGE GROUP

**Minutes of the Meeting of the Board of the Corporation
held on Wednesday 14 December 2022 at 5.30 pm
in Aspire Restaurant at the Altrincham Campus Trafford College**

* Joined the meeting via Microsoft Teams during consideration of agenda item 2b (Final Governance and Management Report for the period ending 31 July 2022).

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COR/144/22 Apologies for Absence

The Corporation Secretary (CS) reported that apologies for absence had been received from Olivia Bussey, Adele Carney, Fatema Desai, Janet Grant and Marcia Reynolds.

The Chairperson extended a welcome to three recently appointed governors, Charlotte Barrett, Emily McIntosh and Jonathan O'Brien, who were attending their first meeting of the Board of the Corporation.

The CS explained that in the future it was intended that when Board and Committee meetings took place via Microsoft Teams, including hybrid meetings, they would routinely be recorded in order to help support the accuracy of the minutes. It was explained that this was required due to difficulties that had been experienced at a recent Committee meeting due to connectivity issues.

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It was confirmed that the Data Protection Officer (DPO) had been consulted concerning the matter and he had indicated that there would be no Data Protection issues arising from this approach as it was considered essential business requirement.

The CS advised that post the approval of the minutes by the Chairpersons the recordings would be deleted accordingly.

Action: Corporation Secretary

Members concurred with the approach that was being undertaken and it was resolved that the updated be noted and accepted.

COR/145/22 Declarations of Direct or Indirect Interest

There were no declarations of direct or indirect interest in any of the meeting business items.

COR/146/22 Minutes of the Board of the Corporation Meeting held on 19 October 2022

The minutes of the meeting were received and noted.

After due consideration it was resolved that the minutes be approved and accepted as a correct account of the meetings proceedings.

Action: Corporation Secretary**COR/147/22 Matters Arising from the Minutes**

The Chairperson referred members to the previously circulated summary and progress concerning the actions arising from the minutes and earlier meetings of the Board of the Corporation.

It was confirmed that that most of the actions were closed and those that remained open were in the future in terms of their action.

The following further updates on progress were reported:

i) **COR/114/22 Draft Quality Improvement Plan 2022-2023 and Ofsted Ready Update**

In response to a question from a member as to whether there was an update in respect of staff shortages in some key areas, the Principal and CEO (PCEO) responded that the Group continued to carry a large number of vacancies. It was added however that the position was slowly coming under control particularly in the areas of Construction, Engineering and Motor Services with some apprenticeship areas of provision also having made progress in filling vacancies although the required numbers were still not in place.

The PCEO further reported that with respect to learning facilitators progress was being seen but unfortunately it was often a “one-in-one out” scenario. It was suggested that this area continued to be a sector wide issue in part linked

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to the associated salary scales. It was stated that moving forward the Group would be progressing a number of initiatives around the specialisation of learning facilitators.

The PCEO concluded that the position was improved from six months previously but that there continued to be work to do.

The member further asked if the position was leading to additional stress for those staff working in these areas. The PCEO stated that the position was variable but in the main was under control with appropriate support in place.

There were no further matters raised by members arising from the minutes that had not been actioned or were included on the meeting's agenda.

COR/148/22 Report and Financial Statements including Letter of Representation for the period ending 31 July 2022

Members were referred to the previously circulated Report and Financial Statements, including the letter of representation for the period ending 31 July 2022, as provided in the supporting documentation.

The attention of members was further directed to the following appended documents:

- i) Appendix 2 - Annual Report and Financial Statements for the period ended 31 July 2022
- ii) Appendix 3 - Letter of Representation
- iii) Appendix 4 - Letter of Representation Regularity

There was confirmation that the Audit Committee, at its meeting on 21 November 2022, had given detailed consideration to the Report and Financial Statements as well as the letter of representation and other supporting documents, and had duly recommended them to the Board of the Corporation for approval.

There were no questions or comments from members and it was resolved that the Report and Financial Statements including Letter of Representation for the period ending 31 July 2022 and accompanying appendices, be received and noted with a view to informing consideration of agenda item 2b (Final Governance and Management Report for the Period Ending 31 July 2022) and the approvals of the Board of the Corporation therein.

COR/149/22 Final Governance and Management Report for the Period Ending 31 July 2022

The Chairperson invited the representative from Armstrong Watson (AW), the Group's Financial Statements and Regularity Auditor, to present the item.

The AW representative provided the Board of the Corporation with an overview of the Governance and Management Report and confirmed that the audit had progressed well; the auditors had been able to obtain all initial information; and that they were well supported throughout the process and there had been good communication with the Group.

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The following key issues were highlighted:

- the identification of three significant audit risks under the headings of income recognition, including income entitlement; management override; and defined benefit pension scheme
- the key audit focus areas encompassing regularity and potential clawback
- a summary of adjustments
- audit findings and matters to bring to the attention of the Board of the Corporation
- internal controls (2 amber and 2 green recommendations)
- audit conclusions.

The AW representative stated that of the key audit focus areas and regularity, there was confirmation that the ESFA were seeking to utilise the External Auditors as their "watchdog". There was confirmation of satisfaction that the Group was using its funding for the purposes intended and that there was nothing to bring to the attention of the Board of the Corporation.

In respect of audit conclusions and opinion, AW concluded that it anticipated that they would be in a position to issue an unmodified audit report in respect of the Financial Statements of The Trafford College Group, subject to the Board of the Corporation approving the Accounts as presented.

In addition, it was stated that AW would also issue an unmodified assurance report on regularity to The Trafford College Group, subject to the Board of the Corporation approving the Accounts as presented.

Questions and comments were invited from members.

Reference was made to the considerations of the Audit Committee in particular around the pension provision (audit risks).

Members thanked the Armstrong Watson representative for her attendance and presentation. The Chairperson further recorded the thanks of the Board of the Corporation to the Finance Team.

There were no questions or comments from members and following due consideration and deliberation it was unanimously resolved that:

- (a) the Final Governance and Management Report for The Trafford College Group, including the letter of representation, for the period ending 31 July 2022 be approved;
- (b) the Report and Financial Statements including the Letter of Representations for the period ending 31 July 2022 be approved;
- (c) the authorised signatories (Chairperson and Principal and CEO) be duly authorised to sign the documents accordingly; and
- (d) that the Chief Executive be authorised to convert both sets of Financial Statements into the "Finance Record" to be uploaded to the ESFA before 31 December 2022, with sign off by the Accounting Officer.

Action: Chairperson/Principal and CEO/Chief Finance Officer

Minute No.**COR/150/22 Self-Assessment of Compliance with Regularity and Propriety Requirements for 2021-2022**

Members were referred to the previously circulated completed Self-Assessment of Compliance with Regularity and Propriety Requirements (SACRPR) 2021-2022 in relation to The Trafford College Group (TTCG).

The Chief Finance Officer (CFO) stated that it was a requirement of the Post 16 Audit Code of Practice that the completed Self-Assessment questionnaire be signed by the Chairperson and Accounting Officer (PCEO).

There was confirmation that the SACRPR had been presented to and considered by the Audit Committee at its meeting on 21 November 2022 and that it had been recommended to the Board of the Corporation for approval.

There were no questions or issues raised by members and following due consideration and deliberation it was unanimously resolved that the Self-Assessment of Compliance with Regularity and Propriety Requirements for 2021-2022 be approved and the Chairperson and Principal CEO be duly authorised to sign the documents accordingly.

Action: Chairperson and Principal and CEO

COR/151/22 Annual Report of the Audit Committee 2021-2022

The Chairperson of the Audit Committee referred members to the previously circulated Annual Report of the Audit Committee 2021-2022 and provided an overview of the key aspects of the report.

There was confirmation that the report had been considered in detail by the Audit Committee at its meeting on 21 November 2022. The Chairperson of the Committee further confirmed that the Committee was satisfied the report presented an accurate record of the work undertaken by Audit Committee during the 2021-2022 academic year.

The Chairperson of the Committee referred members to the Report and the overview of the internal audit and advisory reports as conducted during the course of the academic year. Reference was also made to the oversight of risk management and board assurance.

The Chairperson commended the Annual Report to the Board of the Corporation stating that *“based upon the matters reported and considered by the Committee, to the best of its ability, the Committee had concluded that the adequacy and effectiveness of the Board of the Corporation’s audit arrangements, assurance over subcontracting, framework of governance, risk management and control processes and its process for the efficient and effective use of resources, solvency and safeguarding of assets, could be relied upon by the Board of the Corporation.”*

The Committee was also of the view that *“the Governing Body responsibilities, as detailed in the annual Financial Statements, had been satisfactorily discharged.”*

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There were no questions or issues raised by members and following due consideration it was unanimously resolved that the Annual Report of the Audit Committee 2021-2022 be accepted and approved.

COR/152/22 Chief Finance Officers Report and Management Accounts for the 3 months ending 31 October 2022

The CFO referred members to the previously circulated Management Accounts for the 3 months ending 31 October 2022.

The CFO advised that the Management Accounts for the 3 months ending 30 September 2022 had been considered in detail by the Resources Committee at its meeting on 16 November 2022.

A brief overview of the key issues from the accounts was provided within which the following was highlighted:

- the new style of the report covering all things financial and including a summary of the Management Accounts as included in the supplementary pack
- the reclassification of Further Education (FE) colleges in to the public sector which moving forward would feature as a standard item in reports until full transition had taken place, anticipated to be by August 2024
- an overview of the financial performance and Strategic Key Performance Indicators (KPIs) of the Group to 31 October 2022 incorporating Financial Health of Good (against a target of Good and forecast of Good); EBITDA as a percentage of income of 5.60% (against a target of 6.2% and forecast of 5.20%); and staff costs of 62.40% (against a target of 68.20% and forecast of 67.60%).

The CFO presented a summary of the ONS reclassification. It was stated that there would be a need for the Board and Group to give consideration to how these changes would be approached and what it would mean in terms of being part of the public sector.

Action: Board of the Corporation

The CFO further reported the receipt of £400k of capital monies and the announcement, earlier in the day, of the availability of new funds comprising capital monies directed to college estate and other priorities. It was noted that these monies were likely to be in excess of £1m and that further reporting would take place to the Resources Committee.

Action: Chief Finance Officer/Resources Committee

Members were also directed to the Governing Body Finance Dashboard and the accompanying graphical representation of the Financial Health Grades for all Colleges. The CFO highlighted the increased proportion of colleges classified as good and the lower number of outstanding, requires improvement and inadequate.

Questions and comments were invited from members.

- A question was asked by a member as to whether the ONS reclassification was considered to be good or bad by the sector.

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The CFO responded that the reclassification took away some of the current freedoms. Reference was made to current inconsistencies whereby School Academies, under ONS, could reclaim VAT but that FE Colleges could not. In addition, it was stated that additional layers of “red tape” would require approval from the Department for Education. In conclusion the CFO suggested that it could be perceived that there were more negatives than positives associated with the re-classification.

The PCEO clarified that following major changes in legislation it was the norm for a review of ONS classification to be initiated. There was confirmation that the Skills Bill had been the trigger for the review.

The CFO confirmed that moving forward borrowings would now be secured from central government as opposed to the current arrangements in place with banks.

The CS also referred to the change in oversight of senior pay and a requirement that applied to new senior postholder appointments where salaries were in excess of £150k.

- A further question was asked by a member in relation to the re-classification and where there was any immediate impact on the Group’s ability to invest and/or assess capital monies.

The CFO responded that where there were agreed capital programmes they could continue as normal and further that cash reserves could be spent as long the banking covenant was being met. There was assurance that the current bank loan arrangements would continue through until the end of the loan period.

- In relation to the VAT issue a member asked whether there was any likelihood that this would be reconsidered.

The CFO responded that as far as she was aware HMRC had no intention of changing their position with regard to the matter.

- A question was asked by a member in relation to the EBITDA as a percentage of income and the likely position should income reduce further. Reference was made to the Financial Health grade score as it relates to EBITDA and the current headroom of £315k before the Group’s Financial Health grade was negatively impacted upon.

The CFO responded that should there be further deterioration in income management would need to undertake remedial action. There was assurance that this aspect maintained under scrutiny by the Resources Committee.

In relation to the undertaking of a review of costs the CFO confirmed that vacant posts were under review and further that a pause had been placed upon recruitment moving forward with any recruitment proposals to be made via a business case. In addition it was noted that other areas such as class sizes and consultancy arrangements were also under review.

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The PCEO clarified that future recruitment would be considered carefully and that the emphasis was upon greater scrutiny of appointments as opposed to not recruiting.

There were no further questions or issues raised by members and following due consideration and deliberation it was resolved that: -

- (a) the Chief Finance Officer's Report be received and noted; and
- (b) the Management Accounts for the period to 31 October 2022, including the year end forecast for the financial year 2022-2023, be duly approved.

COR/153/22 Financial Regulations 2022-2023

The CFO referred members to the updated Financial Regulations 2022-2023 as circulated in the supporting papers.

There was confirmation that the Regulations would normally be considered by the Resources Committee but that following the ONS changes and the timing of meetings they were being presented to the Board of the Corporation for consideration and approval as appropriate.

The CFO provided assurance that the updated Financial Regulations presented compliance in terms of the managing of public money and the external requirements placed on the Group.

Members commented upon the clarity of the Regulations as presented.

There were no further questions or comments from members and following due consideration it was unanimously resolved that the updated Financial Regulations 2022-2023 be approved and implemented.

Action: Chief Finance Officer

COR/154/22 Board Assurance and Risk Management Framework Update December 2022

The CFO referred members to the previously circulated report and the Board Assurance and Risk Management Framework (BARMF) update. There was confirmation of the Board's role in monitoring the BARMF throughout the year in order to satisfy itself that risks were being actively managed, with the appropriate controls in place and that they were working effectively.

In relation to horizon scanning and emerging risks the following were highlighted:

- a proposal in relation to the removal of the risk in relation to an Ofsted inspection
- the increasing risk in relation to staff and student finances and the cost of living
- the potential for the external environment to impact on future student recruitment.

Reference was made to the impact of the cost-of-living increase and the potential for this to impact upon student recruitment. The PCEO commented that Strategic

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Priorities 1 and 3 both addressed the impact of the cost of living on existing students. It was noted that there was also a potential for impact upon the recruitment of adult learners.

There was confirmation that the BARMF had been thoroughly reviewed and challenged by the Audit Committee arising from which the risks had been refined. The CFO reported that following the review of the Full Framework by the Committee the following amendment had been recommended:

- Removal of risk OTH1/8 - Inability to adequately prepare for an Ofsted inspection can impact on the quality of provision, which in turn can impact capital and revenue funding, directly or indirectly or through declining student numbers as any outcomes from the recent Ofsted visit will roll into business-as-usual activities.

There were no further questions or comments from members and following due consideration and deliberation it was resolved that:

- (a) following a review and consideration of the Board Assurance and Risk Management Update there was satisfaction that risks were being actively managed, with the appropriate controls in place and that they were working effectively; and
- (b) the proposal of the Audit Committee and an amendment in relation to the Full Framework, as detailed above, be endorsed.

COR/155/22 Minutes of the Audit Committee Meeting held on 21 November 2022

The minutes of the meeting were received and the Chairperson of the Committee provided a brief overview of the business items considered by the Committee as follows:

- ESFA's new subcontracting and an assurance review process update arising from which it was resolved that the identified assurance work be taken out of the Internal Audit Plan for 2022-2023 and that the contract be undertaken by the Group's Financial Statements and Regularity Auditor (Armstrong Watson).
- consideration of the Data Protection Annual Report 2021-2022 which was duly recommended to the Board of the Corporation for approval.
- consideration of a Data Protection Progress Report which included notification of a high-level data breach that had subsequently been investigated to the satisfaction of the Information Commissioner.
- detailed consideration of the items detailed earlier in the meeting.
- consideration of the Anti-Fraud, Theft and Bribery Policy 2022-24 which was duly recommended to the Board of the Corporation for approval.

There were no further issues or comments raised by members following the update and it was resolved that the minutes be received and noted.

Minute No.**COR/156/22 Matters Arising from the Minutes****i) AUD/52/22 – Data Protection Annual Report 2022**

There were no questions or comments from members and following due consideration, on the recommendation of the Committee, the Data Protection Annual Report 2022 was approved.

ii) AUD/54/22 – Draft Report and Financial Statements including Letter of Representation Period Ending 31 July 2022

This item was considered and duly approved earlier in the meeting.

iii) AUD/55/22 – Final Management and Governance Report for the Period Ending 31 July 2022

This item was considered and duly approved earlier in the meeting.

iv) AUD/56/22 – Self-Assessment of Compliance with Regularity and Propriety Requirements

This item was considered and duly approved earlier in the meeting.

v) AUD/57/22 – Annual Report of the Audit Committee 2021-2022

This item was considered and duly approved earlier in the meeting.

vi) AUD/61/22 – Anti-Fraud Theft and Bribery Policy 2022-2024

There were no questions or comments from members and following due consideration, on the recommendation of the Committee, the Anti-Fraud Theft and Bribery Policy 2022-2024 was approved.

There were no further matters arising from the minutes.

COR/157/22 Minutes of the Resources Committee Meetings held on 9 October 2022 and 16 November 2022

In the absence of the Chairperson of the Committee the CS presented a brief overview of the business items considered by the Committee at its meetings and the following was highlighted:

- confirmation that the minutes from the meeting of the 9 October 2022 had previously been verbally reported to the Board of the Corporation.
- the considerations given by the Committee to a range of issues including rising energy costs, sustainability and procurement.
- consideration of the Procurement Strategy Outcomes 2021-2022 and approval of the Action Plan for 2022-2023
- endorsement of the Equality, Diversity and Inclusion Strategy Action Plan 2022-2023
- the year-end update in relation to the Digital Strategy 2021-2022 and plans for 2022-2023

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- consideration of the Draft Financial Statements for the year ended 31 July 2022 as approved earlier in the meeting
- consideration of the Management Accounts for the 2 months ending 30 September 2022

There were no issues or comments raised by members following the update and it was resolved that the minutes be received and noted.

COR/158/22 Matters Arising from the Minutes

i) **RES/71/22 – Management Accounts for the 2 Months Ending 30 September 2022**

There was confirmation that the Management Accounts for the 2 months ending 30 September 2022 had been approved earlier in the meeting as part of the Chief Finance Officer's Report.

COR/159/22 Higher Education Self Evaluation Documentation 2021-2022 and Quality Improvement Plan 2022-2023

The PCEO referred members to the previously circulated report and information in relation to the self-evaluation of Higher Education (HE) provision for the academic year 2021-2022.

Reference was made to the 8 actions identified in the HE QIP for further improvement and enhancement and there was confirmation that the action in relation to the submission of the Teaching Excellence Framework was currently ongoing.

The CS highlighted the proposed change in approach to the SED and QIP moving forward and the introduction of a validation panel, similar to the approach adopted for FE, which it was considered would add further robustness to the validation process.

There were no questions or issues raised by members and following due consideration it was unanimously resolved that the Higher Education Self Evaluation Report and Quality Improvement Plan be approved and implemented.

Action: Principal and CEO

COR/160/22 Draft Self-Assessment Report 2021-2022 and Quality Improvement Plan 2022-2023

The Deputy Principal (DP) referred members to the previously circulated report and information in relation to the Self-Assessment Report (SAR) 2021-22 and Quality Improvement Plan (QIP) for 2022-2023.

There was confirmation that both documents had been considered at length by the FE Curriculum and Quality Committee and had further been validated as part of the recent Ofsted inspection process. It was noted that with the exception of apprenticeships Ofsted had endorsed the Group's self-assessment.

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In addition reference was made to the contribution being made to meeting skills needs, a new Ofsted requirement, for which there were three judgements – limited, reasonable and exceeding. There was confirmation that an award of reasonable had been made by Ofsted.

The DP outlined the 8 key objectives/areas for improvement (AfI) and reported that they had been revisited to reflect the feedback provided as part of the Ofsted process to address aspects such as the importance of undertaking planning of the curriculum with all employers; ensuring apprenticeship KPIs addressed both quantitative as well as qualitative aspects; and the incorporation of greater detail within the QIP on apprenticeships and their management at Assistant Principal level.

Questions and comments were invited from members.

- A question was asked by a member in relation to the apprenticeship grading and the prevailing issues.

The DP responded that there were three key issues which centred upon:

- the impact of Covid on some programmes which had led to the loss of students during this period which in turn had impacted on their ability to complete their programme of learning in 2021-2022;
- staff shortages and the impact this had upon recruitment in areas such as construction and engineering including the progression of students in these areas;
- and the internal changes to staffing and structures.

The DP added that it was known that the whole sector had been similarly impacted with the sector average for apprenticeship achievement rates expected to be 50% (against 47% for the Group). It was also stated that Ofsted had recognised the progress made by the Group over the last six months supported by improved retention and the appointment of a new Assistant Principal who was due to commence with the Group in January 2023.

There were no further questions or issues raised by members and following due consideration and deliberation it was unanimously resolved that the Self-Assessment Report 2021-2022 and Quality Improvement Plan 2022-2023 be approved and the Quality Improvement Plan 2022-2023 implemented.

Action: Deputy Principal

COR/161/22 Key Performance Indicators 2021-2022 Outcomes and Targets 2022-2023

The PCEO referred members to the previously circulated Key Performance Indicators (KPIs) 2021-2022 outcomes and proposed targets for 2022-2023.

The PCEO provided an overview of performance against the KPIs for 2021-2022 adding that following reflection on the outcomes and the national picture, the Executive had proposed some minor changes to the KPIs for 2022-2023.

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It was further stated that the KPI document also identifies the link to the TTCG Strategic Priorities/Enablers as well as the grant merger agreement where appropriate.

The PCEO concluded that the performance against the headline measures had been positive. It was added that moving forward it was proposed that:

- the Ofsted skills measure be adopted in relation to Student Outcomes
- to include a new Headline Measure on Organisational Culture based on the Pacific Institute “Blueprint” survey results
- under People a more realistic measure for staff turnover be adopted that still reflected an improvement on the previous year.

It was suggested that the proposed KPIs for 2022-2023 were more reflective of the wider sector whilst not losing any of their ambition.

Questions and comments were invited from members.

- A member asked a question in relation to the student measures and whether they extended to HE.

The PCEO responded that they currently only applied to the achievement rates and destinations for FE.

- The member asked whether there were any plans specific to HE within the KPIs.

The PCEO indicated that different performance indicators were in place for HE and that at the time of setting the KPIs the Board of the Corporation considered the KPIs as presented were the prevailing key measures.

It was suggested however that this aspect could be considered further by the HE Quality and Curriculum Committee.

Action: HE Curriculum and Quality Committee

- In relation to People and Culture a question was asked as to the criteria for their inclusion in the KPIs.

The PCEO responded that their inclusion was consistent with the new strategy now in place and further that following the two mergers the Pacific Institute outcomes presented a good measure around aspects such as what it was like to work at the Group. In addition, it was suggested that these outcomes also presented an opportunity to benchmark against other institutions as well as more globally the institutions the Pacific Institute worked with.

The member asked at to whether there were any other performance measures at a lower level. The PCEO referred to aspects such as staff surveys and temperature checks which were reported via the Group's People and Culture Strategy. In addition, it was noted that reporting in relation to staff attendance and sickness was also undertaken as part of this Strategy.

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- With reference to Estates Utilisation a members asked for clarity over its meaning.

The VPCSP made reference to the planned utilisation survey which was scheduled to take place in the following term. It was stated that this had not yet taken place due to the fluid state of the Group's accommodation and its ongoing redevelopment projects. It was added that it was hoped that at a granular level the survey would enable oversight of travel year-by-year.

There were no further questions or issues raised by members and following due consideration it was resolved that the Key Performance Indicators 2021-2022 outcomes report be received and noted and that the revised and updated targets for 2022-2023 be approved and adopted.

Action: Principal and CEO/Executive Team

COR/162/22 Minutes of the FE Curriculum and Quality Committee held on 28 November 2022

The Chairperson of the Committee presented a brief overview of the business items considered by the Committee at its meeting and the following was highlighted:

- consideration of the draft SAR and QIP as presented for approval to the Board of the Corporation earlier in the meeting
- wide ranging discussion in relation to the quality of education
- consideration of the Curriculum Development Areas Review (CDAR) reports, the "backbone" of the Group's quality assurance processes
- progress against the Group's English and Maths Strategy and action plan including issues in relation to attendance
- a comprehensive and enlightening report from the Student Governors.

There were no issues or comments raised by members following the update and it was resolved that the minutes be received and noted.

COR/163/22 Matters Arising from the Minutes

i) FEC&Q/40/22 – Draft Self-Assessment Report 2021-2022 and Quality Improvement Plan 2022-2023

There was confirmation that the Self-Assessment Report 2021/2022 and Quality Improvement Plan 2022-2023 had been considered earlier in the meeting and duly approved.

COR/164/22 Key Issues of the Equality and Diversity Committee Meeting held on 25 November 2022

In the absence of the Equality and Diversity Link Governor (MR) the Vice Principal Corporate Services and Planning (VPCSP) referred members to the previously circulated notes, provided for information, in relation to the actions from the Equality and Diversity Committee.

The Committee's areas of consideration were outlined which included the Equality, Diversity and Inclusion (EDI) Annual Report the publication of which was a statutory

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duty. Reference was also made to the work undertaken by the VPCSP and Human Resources (HR) Team in relation to the promotion of EDI across the Group. The support to student engagement and students in general was noted.

Reference was also made to the Sixth Form Colleges Association (SFCA) governor webinar, in respect of “A sustained approach to race equality”, and as attended by the EDI Link Governor (MR).

Discussion took place in relation to student outcomes and the extensive work that had taken place across the Group to address equality gaps.

There were no issues or comments raised by members following the update and it was resolved that the key issues and considerations of the Committee be noted.

COR/165/22 Matters Arising

There were no matters arising from the issues and actions of the Committee.

COR/166/22 Key Issues of the Safeguarding Committee Meeting held on 28 November 2022

In the absence of the Safeguarding Link Governor (AC) the Deputy Principal referred members to the previously circulated report and key issues emanating from the Safeguarding Committee held on 28 November 2022.

There were no questions or comments from members.

COR/167/22 Matters Arising

There were no matters arising from the Committee.

COR/168/22 Governor Links and Learning Walks Update

Members were referred to the previously circulated reports arising from Governor link visits as follows:

- Employer Engagement – June and November 2022
- Marketing and External Relations – July and October 2022
- Audit and Risk
- Human Resources
- Health and Safety
- Education Programmes (Academic)
- Progression Curriculum/SEND/High Needs
- Students’ Personal Development
- Safeguarding

The Chairperson referenced the positive reports some of which encompassed new link areas.

Questions and comments from members were invited.

- A member commented on the marketing report in relation to recruitment and the accuracy of information. It was stated that 24% of courses currently

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featuring in the prospectus were not currently published on the website. It was noted that assurance had been received from the Marketing and External Relations Manager that the statistic would reduce over time.

There were no further questions or comments issues raised by members and following due consideration it was resolved that the reports, arising from the Governor Link visits, be received and noted.

COR/169/22 Draft Governance Self-Assessment Report 2021-2022

The CS referred members to the previously circulated Draft Governance Self-Assessment Report 2021-2022 and to which members had previously been invited to comment.

The CS stated that the Governance Self-Assessment Report had been updated to reflect progress and any aspects arising post the Ofsted inspection.

Members were reminded that the Group had been graded as Good by Ofsted and that in respect of governance the following was recorded: "*Governors are suitably qualified and experienced to carry out their roles. Governors have a clear understanding of the strengths and areas of improvement. They receive useful reports that enable them to provide support and challenge to senior leaders and hold them to account....*"

Reference was made to the addition of a further key issue moving forward in relation to ensuring the implementation of the agreed action plan arising from the Ofsted inspection.

The CS confirmed that following approval of the self-assessment report the action would be updated and progress reported in March 2023.

Action: Corporation Secretary

There were no questions or comments from members and following due consideration it was resolved that the Governance Self-Assessment Report 2021-22 be approved and that progress against the action plan arising be reported to future meetings of the Board of the Corporation accordingly.

COR/170/22 Minutes of the Meeting of the External Governance Review Working Group held on 1 December 2022

The minutes of the meeting were received and the Chairperson of the Committee provided a brief overview of the business items considered by the Committee.

There was confirmation that moving forwards reviews would be conducted every three years and that there was a desire on the part of the Group to ensure the process added value.

Reference was made to the scope as issued to interested parties and the associated timetable. It was noted that it was anticipated the final report arising would be available for consideration by the Board of the Corporation in late September/early October 2023.

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It was reported that shortlisting would be taking place in early January 2023 with a view to the review largely taking place over the summer term.

There were no questions or comments from members and following due consideration it was resolved that the minutes of the meeting of the External Governance Review Working Group be received and noted.

COR/171/22 Matters Arising from the Minutes

There were no matters to report arising from the Minutes.

COR/172/22 Committee Membership Arrangements 2022-2023

The CS referred members to the previously circulated updated Committee and Working Group Membership for 2022-2023.

The CS drew attention to the co-option of Glad Capewell, former member of the Board of the Corporation, as an External Member of the FE Curriculum and Quality Committee. There was recognition of the number of new appointees to this Committee and the wealth of knowledge and support that GC would be able to offer.

It was noted that arrangements in relation to the co-opted membership of the Audit and HE Curriculum and Quality Committees was a later agenda item.

There were no questions or comments raised by members and following due consideration it was resolved that the updated Committee Membership arrangements for 2022-2023 be approved.

COR/173/22 Arrangements for Co-opted Members of the Audit and HE Curriculum and Quality Committees

The CS provided information in relation to proposals for the re-appointment of a Co-opted member to the Audit Committee and a new Co-opted Member to the HE Curriculum and Quality Committee.

Members were referred to the CVs of the two candidates as provided within the supporting information.

The CS commented that the term of office Ian Duncan was due to expire. Reference was made to the extensive experience of ID and his strong contribution to the Committee. There was confirmation that subject to approval by the Board of the Corporation ID had agreed to an extension of his term of office until 30 September 2023.

In relation to recruitment to a third external member of the HE Curriculum and Quality Committee the CS referred to the strong application from Dr CS, a Principal Lecturer, Learning and Teaching in the University sector.

There were no questions or comments from members and following due consideration it was unanimously resolved that the following be approved:

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- (a) the re-appointment of ID to the position of External Member of the Audit Committee until 30 September 2023; and**
- (b) the appointment of Dr CS, to a four-year term of office, as an External Member of the HE Curriculum and Quality Committee.**

Action: Corporation Secretary

COR/174/22 Freedom of Information Policy 2022-2026

The CFO referred members to the Freedom of Information Policy 2022-2026 as circulated in the supporting documentation.

There was confirmation that there were no significant changes to the Policy to report.

There were no questions or commented from members and following due consideration it was resolved that the Freedom of Information Policy 2022-2026 be duly approved and implemented.

COR/175/22 Sustainability Strategy 2022-2025

The VPCSP referred members to the Sustainability Strategy 2022-2025 as circulated in the supporting documentation.

The VPCSP outlined the background to the development of the Strategy which followed on from the Governor and Leadership Development Day held earlier in the academic year. Reference was also made to the input from the Sustainability Working Group as well as the focus group.

It was noted that the theme throughout the Strategy was its alignment with the values of the Group and individual responsibility to make small changes in support of the priority areas. The excellent engagement from students was also highlighted.

The VPCSP reported that the Strategy had also been shared with both Stockport and Trafford councils adding that the next steps would be to develop an annual plan and a benchmarking framework. In addition, it was stated that the Group also planned to utilise campaigns challenging both staff and students.

There were no questions or comments from members and following due consideration it was resolved that the Sustainability Strategy 2022-2025 be duly approved and implemented.

COR/176/22 Community Response Strategy 2022-2024

The PCEO referred members to the previously circulated proposed Community Response Strategy (CRS) 2022-2024.

There was confirmation that the Strategy addressed a number of objectives as outlined in the Group's overall Strategic Plan under Strategic Priority 4:

Clearly defined and delivering our corporate responsibility and civic duty as an anchor institution for our local communities.

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It was further stated that the CRS was a second pillar of how the Group drives local needs and promoted community cohesion and meeting local needs.

The four main priorities of the strategy were outlined:

- Further develop high quality community learning to support community cohesion and social and economic wellbeing within our local areas of Stockport and Trafford.
- Embed the Community Partnership model within Stockport and Trafford to enable a coordinated multi-agency approach to community cohesion and student enhancement with the College as the “dynamic nucleus”.
- Establish highly effective approaches to working with young people and adults not engaged in education or training (NEETs) and work with community partners to tackle isolation.
- Create a clear proposition for the Group around its wider responsibility to “civic duty”, its contribution to social value and its role as a community asset.

There was confirmation that alongside four priority areas, the CRS contained a number of objectives along with the outcome/impact measures for 2023/24. It was stated that once approved the CRS would be accompanied by an annual plan with milestone targets which would be monitored by the FE Curriculum and Quality Committee.

Questions and comments from members were invited.

- A question was asked by a member in relation to the removal of traineeships.

The PCEO responded that the Group did not offer Traineeships so it was not an issue however he added that the change to the traineeship idea would not mean that they disappeared completely but that they could be absorbed into other types of mainstream programmes including T level transition programmes.

- A member welcomed the proposals and went on to comment on social mobility as part of the CRS and that it could be made more explicit.

The PCEO recognised the importance of this aspect stating that social mobility was at the core of FE. The PCEO undertook to revisit the CRS to reflect on how social mobility could be better reflected in the document.

Action: Principal and CEO

- The comment was made by a member that they were pleased to see the reference to high quality community learning which was an area that often had a lower profile.

There was recognition of the importance of community learning as part of community engagement. Reference was made to the work taking place with Stockport Council. The PCEO stated that this was one of many examples and cited the work that took place during Covid and the provision of support to parents to enable them the support their children.

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There were no further questions or comments from members and following due consideration and deliberation it was unanimously resolved that the Community Response Strategy 2022-2024 be approved and implemented subject to further development of Social Mobility within the strategy.

Action: Principal and CEO

COR/177/22 Any Other Business

In answer to a question from a member the VPCSP reported that the purchaser (Investar) of the surplus building at the Stockport site had entered receivership and that Savill's had been appointed the receiver.

There was confirmation that whilst there was no financial risk to the Group following the sale of the site and receipt of monies there had been overage clause inserted as part of the sale which the Group would be seeking to ensure was met in regard to any future sale.

It was noted that the building could now be sold with planning permission and that the onus would be upon ensuring the interests of the Group would be protected moving forward.

The CFO provided assurance that the sale of the building would not impact on the future plans of the Group.

There were no questions or issues raised by member and following due consideration it was resolved that the updated position be received and noted.

The Chairperson recorded his thanks to members for their continued service as the Group approached the end of a challenging year.

COR/178/22 Date of the Next Meeting

It was agreed that the next meeting of the Board of the Corporation would be held at 5.30pm on Wednesday 30 March 2023 in the Aspire Restaurant at the Altrincham Campus.

Action: Corporation Secretary

The CS further highlighted the following forthcoming events:

- Finance for Governors Training on Wednesday 4 January 2023
- Governor Training Event on Wednesday 18 January 2023
- Annual Governor Dinner in the Aspire Restaurant on Wednesday 18 January 2023
- Governor Development Event on Wednesday 1 February 2023.

Members were invited to confirm their availability to the CS in regard to their attendance at these events.

Action: Members/Corporation Secretary

Minute No.

The meeting closed at 7.22pm.

The Armstrong Watson representative left the meeting at 5.50pm following consideration of agenda item 2b.

Lina Tsui-Cheung joined the meeting at 6.15pm during consideration of agenda item 2g.