

Minutes of the Corporation Meeting

Held Tuesday 12 December 2023

Present Joanne Chilton (*Chair*), Jacquie Carman (*Principal*), Aisha Benachour, Shabir Chagan, Lee Smart, Andy Hanson, Ian Hughes, Tiffany Harvey-Pallent, Alison Jarrett, Helene Jones, Raj Joshi, Gail Rothnie, Joanne Rouse, and Mark Sterling,

In attendance Joanne Williams (*Deputy Principal*)
Andrew Woodford (*Vice Principal and Chief Operating Officer*)
Jon Priest (*Director of Information Services*)
Craig Tucker (*Assistant Principal Quality and Standards*)
Jennifer Sunter (*Clerk to the Corporation*)

1	Apologies
	Apologies were received on behalf of Sarah Dawson and Chloe Naughton.
2	Declarations of Interest
	Senior Post Holders Present declared their interest in agenda items 9.2, 9.2a and 9.2b with reference to their remuneration.
3	Minutes
3.1	Minutes of the Corporation Meeting held 19 October 2023
	<p>The minutes of the meeting held 19 October 2023 were approved as a correct record.</p> <p>Actions were considered under Matters Arising:</p> <p>From the Corporation Meeting 13 December 2022</p> <p>Item 6.3a Equality and Diversity Annual Report Members discussed that the action to report on the impact of staff diversity in relation to student diversity had not yet been met. The matter would be further discussed under the current meeting agenda. Delays to finalising this action were noted. This remained an ongoing item for reporting in January 2024.</p> <p>Corporation Meeting 5 July 2023</p> <p>4.2a, Principal's Report Strengths and weaknesses highlighted for the new SAR and QIP had been reported to the Students Curriculum and Quality Committee and the Corporation. the action was closed.</p> <p>Corporation Meeting 19 October 2023</p> <p>5.3a Apprenticeships Current Position Apprenticeships were being reported to the Students' Curriculum and Quality Committee and the Corporation. The deep dive was scheduled for 13/14 March. Governors were asked for nominations to participate.</p> <p>5.5a Annual Plan and Targets 2023/2024 With regard to a monthly data report to chairs and a meeting of the committee chairs to consider the metrics for committees and Corporation reporting, it was noted that some additional work had been undertaken, but this remained ongoing.</p> <p>8.3a New Code of Governance for FE The Clerk confirmed she had contacted the AoC and that feedback would be provided at a later date, when the code was more embedded.</p>

4		Strategic
	4.1	Principal's Report
		<p>Members received the Principal's comprehensive report addressing:</p> <ul style="list-style-type: none"> • Key activities and notable achievements across the Autumn Term • Key actions for the Spring Term • Update on the Agenda for Positive Change • Estates Update • Communication with Funding Agencies • Educational Reform • AoC Update • Stakeholder Engagement <p>Members asked about staff engagement and noted the use of "You said, we did" reporting.</p> <p>Members asked about the pace of digital change and the impact of Artificial Intelligence and noted that a range of actions were planned for the beginning of 2024.</p> <p>Members also commended the increase of stakeholder engagement.</p> <p>The comprehensive update was received.</p>
5		Performance
	5.1	Minutes of the Students, Curriculum and Quality Committee held 29 November 2023 - Committee Chair's Overview.
		<p>The Chair of the Students, Curriculum and Quality Committee outlined the work addressed at the meeting. Previous year performance had been considered, a new target for measuring value added at departmental level had been added to the performance targets and student destinations had been monitored and were still subject to being updated.</p> <p>Looking forward, lower GSCE's at entry level, Apprenticeship and T level recruitment challenges were of note. The Committee was also monitoring action in relation to high achievers.</p> <p>Key reports including the Self-Assessment Report and the revised Quality Improvement Plan were provided for members under the agenda.</p> <p>The minutes were accepted.</p>
	5.1a	Self-Assessment Report 2022/2023
		<p>The draft Self-Assessment Report had been received as part of the Ofsted inspection early in the current term. This had now been considered by the Students, Curriculum and Quality Committee.</p> <p>Members were asked to adopt the current report from which a new action plan had ensued.</p>
		On recommendation of the Students Curriculum and Quality Committee the Corporation adopted the SAR 2022/2023.
	5.1b	Higher Education Self-Assessment Report
		The Higher Education Self-Assessment Report had been considered by the Students, Curriculum and Quality Committee and provided as part of the assessment of all provision.

	Members asked about the accessibility of this report re the terminology and data. It was agreed that a supportive session regarding Higher Education could be scheduled.
5.1b	A Teams meeting would be scheduled for 2024 to provide an overview of Higher Education assessment.
	On recommendation of the Students Curriculum Quality Committee the Corporation adopted the HE SAR 2022/2023.
5.1c	Quality Improvement Plan 2023/2024
	Members received the updated Cross College Quality Improvement Plan 2023/2024. A revised format provided clarity to move forward. Craig Tucker highlighted that the plan focussed on root causes to be addressed.
	Following consideration by the Students Curriculum and Quality Committee and following amendment, the Corporation adopted the Cross College Quality Improvement Plan for 2023/2024, which included the post inspection plan.
5.1d	Update Report on Apprenticeships
	Members received the update regarding Apprenticeships and noted that the deep dive had been scheduled with a consultant for March 2024.
5.2	Annual Plan and Targets 2023/2024 Update
	The further development of targets and metrics was discussed, with value added and sustainability areas developed. Members asked about ease of monitoring fluctuation of performance against targets. Jonathan Priest responded that a trend line could be added in the short term, while awaiting transference to Power BI dashboards. It was noted that transfer to Power Bi would be addressed by a new member of staff with a target date of Spring 2024 (February/March). Jacquie Carman highlighted that metrics used related to Ofsted judgements, which would support triangulation of evidence with key information in one location.
	The Corporation approved the updated Annual Plan and Targets.
5.2a	ESFA Financial Health and Data Dashboard
	Members received the letter from the Education and Skills Funding Agency (November 2023) noting Good Financial Health for both 2022/23 and for 2023/24.
5.3	CEFSS Update
	The Chair commended how well managers had received the approach outlined through the Curriculum Efficiency and Financial Sustainability model. Jacquie Carman highlighted that under the agreed actions the review of High Needs activity would be addressed with new software to support funding claims. Members discussed the detailed consideration of the College claiming all funding due. The update was received.
5.4	Accountability Agreement and Skills Update
	Members noted that much work had been undertaken in relation to the skills agenda and stakeholder engagement. The Employer Engagement Group would

	<p>formally review the Accountability Agreement with a further update planned for the Corporation in March 2024. In the summer term 2024 a formal review would be undertaken with submission of the agreement provided for the ESFA as required.</p> <p>Jacquie Carman reported on the positive Business Breakfast Meetings with an open invitation for governors to attend.</p> <p>Member asked if T Level take up was comparable with other Colleges. Jacquie Carman responded that this would vary across providers with a different curriculum offer. The key issue for Halesowen College was that of curriculum reform with defunding of areas of provision, including priority skill areas of Digital and Health, now impacting on recruitment.</p> <p>A governor recommended the insights from a recent conference regarding looking at skills and adult provision in a different light. Jacquie Carman responded that this was timely as the College was considering skills and adult provision moving forward.</p> <p>The update was accepted.</p>
5.4a	It was agreed that a separate one item agenda on Skills and Adult provision would be scheduled for the early in the new year 2024.
5.5	Equality and Diversity Annual Report
	<p>Members discussed the form and content of the report provided and felt that while much information was provided and while management should decide on appropriate reporting, the current report required focus and clarity to enable governors to monitor Equality and Diversity effectively. A few points raised included:</p> <ul style="list-style-type: none"> • Highlighting when a difference/gap becomes significant and requiring action • Clarity on statistics with percentages and numbers • Information about how Halesowen College staff and student diversity reflect each other. <p>Members did note that the current achievement gap for care experienced learners as reported under achievement data.</p> <p>Members asked for a new report to be provided in January 2024 which is recorded against the ongoing action from December 2022.</p>
6	Compliance
6.1a	Minutes of the Finance and Resources Committee held 5 December 2023 – Committee Chair’s Overview
	<p>The Chair of the Finance and Resources Committee highlighted that key considerations regarding Estates/Capital and the College Coaches were provided under the agenda.</p> <p>The Committee had also highlighted that while financial targets for Liquidity and Pay had not been met by small margins, they remained above sector benchmarks.</p> <p>The minutes were accepted.</p>
6.1b	Minutes of the Audit Committee meeting held 6 December 2023 – Committee Chair’s Overview
	<p>The Chair of the Audit Committee confirmed that the Committee had reviewed in detail the reports provided for approval under the agenda, noting the sources of assurance.</p> <p>There had been no significant findings from the External Auditors.</p> <p>The minutes were accepted.</p>

6.2	Summary of Assurance relating to Systems of Financial Control and Corporate Governance
	Members received the report addressing assurances received against individual responsibilities of the Corporation.
6.3	Confidential External Audit Findings: Bishop Fleming Key issues for Discussion
	<p>Members received the report from Bishop Fleming.</p> <p>The additional work to address the requirements of 'Managing Public Money' was noted.</p> <p>The report contained findings and addressed the necessary letter of comfort required for Halesowen College Enterprises Limited, which had now been approved by the ESFA.</p> <p>Members asked about Free School Meals and understood that the very stringent criteria to qualify for these meant that many students in need did not qualify. The College provided much support through the Learner Support Fund.</p>
	The Corporation accepted the Bishop Fleming Report on Key Issues for Discussion year ended 31 July 2023 and the assurance therein and noted the letter of representation. These would be provided in conjunction with the Annual Members' Report and Financial Statements for the ESFA.
6.4	Audit Committee Annual Report year ended 31 July 2023
	Members accepted the Annual Report of the Audit Committee.
	<p>On the basis of the recommendation from the Audit Committee the Corporation accepted the Annual Report of the Audit Committee 2022/2023 and the opinion contained therein, which would be provided to the Education and Skills Funding Agency alongside the Annual Members' Report and Financial Statements 2022/2023.</p> <p>For the period 1 August 2022 to 31 July 2023 the Audit Committee is satisfied</p> <ul style="list-style-type: none"> • <i>that the College's audit arrangements, governance framework, processes for risk management and control and processes for securing economy, efficiency and effectiveness, the solvency of the institution and safeguarding of its assets were adequate and effective, and in line with the requirements of 'Managing Public Money and that there were no significant issues of concern arising up to the date of the preparation of the Annual Report,</i> • <i>with adequate disclosures and that the College remains a going concern moving forward,</i> • <i>that the sources of assurance considered and the internal and external arrangements in place to manage and quality assure the data on which it relies throughout the Corporate Cycle of Business are effective,</i> • <i>that there were no significant matters of internal control included in the management letters or reports from auditors or other assurance providers.</i> <p><i>The Audit Committee has received the necessary assurance to advise the Corporation on the adequacy and effectiveness of the Colleges' audit framework to support the signing of the Statement of Corporate Governance and Internal Control within the Annual Members' Report for the year ended 31 July 2023.</i></p>
6.5	Confidential Annual Members' Report and Financial Statements 2022/2023

		Members had considered the detailed report including financial statements that had been considered in detail by the Finance and Resources and Audit Committees, with subsequent amendments addressed.
		On recommendations provided by both the Audit and Finance and Resources Committees with amendments addressed, the Corporation approved the Annual Report and Financial Statements 2022/2023 and that the required statements within, including the statements on Corporate Governance, Internal Control and on the College's Regularity, be signed by the Chair and the Principal.
	6.6	Halesowen College Enterprises Ltd Directors Report and Financial Statements 2022/2023
		Members noted that the Halesowen College Enterprises Ltd Directors Report and Financial Statements 2022/2023 had been approved by the company directors.
		On recommendation of the Audit Committee, the Corporation received the Halesowen College Enterprises Ltd Directors Report and Financial Statements 2022/2023.
	6.7	Risk Report Executive Summary
		Members discussed that the highest risk to the College had shifted from that of local competition to that of impact and uncertainties regarding educational reform. The pace of digital and technology change was also noted as increasing in risk with a review of the Digital Strategy now planned. While recognising the impact of a step change in marketing and of College presence in the sector, governors asked about concerns regarding new competitors such as Eton Star. Jacquie Carman reported that a concern had been lodged under regularity following the closure of Stourbridge College site of BMET and disaggregation of provision, however Eton Star was going ahead. The ripple effect on recruitment for local institutions was noted. Members asked about potential partnership opportunities with Eton Star and Jacquie Carman confirmed that the College would attend an event in February and pursue sharing and working together, which might yield some positive outcomes. Members agreed that this needed to be monitored.
	6.7a	A report regarding Eton Star would be provided for the Corporation's meeting in March 2024.
		On recommendation from the Audit Committee the Corporation approved the risk management suite provided.
	6.8	Review of Audit Plan 2023-2024
		It was noted that the updated plan included a changed approach with fewer, more in depth audits to be undertaken across the cycle.
		On recommendation from the Audit Committee the Corporation approved the final Audit Plan for 2023/24.
	6.9	Review of Financial Regulations
		Members considered the revised Financial Regulations which had been updated to address staff changes and requirements of 'Managing Public Money'.
		On recommendation of the Finance and Resources Committee the Corporation approved the revised Financial Regulations.

6.10	Estate: Trinity Point
	<p>Members considered the complexities of developing the estate to best accommodate curriculum areas moving forward.</p> <p>The refurbishment of floors 1-3 of Trinity Point were underway and due to complete approximately April 2024. The refurbishment of Shenstone House was then in plan to be undertaken. However, due to the increase of students, further space was needed, therefore it was practical and good value for money to bring forward the refurbishment of floor 4 of Trinity Point.</p> <p>Further background to this was that Dudley had been successful in the bid under the Levelling Up Fund, therefore the College would be developing the Pool Road site as previously reported. The longer-term plan was therefore to dispose of the Coombs Wood facility.</p> <p>Members asked about the costs to address Radon in Block 9 and noted that these were approximately £7,000.</p> <p>Members also discussed an increase in costs to refurbish Shenstone House and how this would be addressed, particularly in seeking matched funding.</p> <p>Members asked about financial reserves following expenditure to address floor 4 of Trinity Point, required timescales and not exceeding the cost envelopes.</p> <p>Additionally the complexities and unknowns regarding the project for Pool Road were considered with suggestions to enquire about administration fees and enablement funding.</p> <p>Members were updated on the case for planned curriculum movements.</p> <p>With regard to diversification and maximising assets Jacquie Carman reported that as of Budget Revision 1, the budget deficit had been clawed back and that diversification remained high on management’s agenda.</p>
	<p>On recommendation from the Finance and Resources Committee the Corporation:</p> <ol style="list-style-type: none"> 1. Agreed the revised capital plan as provided in the report dated 12.12.23. 2. Agreed to the disposal of Coombs Wood, subject to a satisfactory valuation. 3. Agreed that the College proceed with the Floor 4 refurbishment at Trinity House. <p>The Corporation also agreed, (reported decision dates notwithstanding), to waive Financial Regulations to allow the College to engage with the current Trinity House contractor, Manton.</p>
6.11	College Coaches
	<p>Members considered the need to review travel options going forward. The increased take up of coach transport has increased costs. Additionally, mostly low-level complaints had also increased.</p> <p>The starting point was the survey of students being undertaken.</p> <p>Key issues to be considered included costs, potential reputational damage, loss of a unique selling point and a service valued for safety and safeguarding.</p> <p>Members asked what other Colleges offered and if the requests to implement a turning circle for the coaches were being progressed. It was noted that some Colleges offer a free bus pass for the first term however, the College was mindful of the capacity of local public bus service provision in light of the volume of students travelling. The turning circle planning permission had not yet been accepted by the Secretary of State, with further consultations regarding the site required.</p> <p>Members also discussed transport in relation to three sites of Whittingham Road, Shenstone House and Trinity Point and if this would impact on a feasibility study.</p> <p>The update was received.</p>

6.11 a	It was agreed that an update be provided for the Corporation, including alternative options, should permission for a turning circle not be granted and understanding of what other colleges provided.
6.12	Sexual Violence and Harassment Policy
	In considering the policy members asked if it also applied to adult learners and Joanne Williams responded that the same procedure would apply with the exception of involvement of parents.
6.12 a	A member asked about the tone of language used in relation to alleged perpetrators and it was agreed they would provide examples to clarify the query.
	The Corporation on recommendation of the Students Curriculum and Quality Committee approved the Sexual Violence and Sexual Harassment Policy.
7	Governance
7.1	Appointment of Governors
	The Clerk outlined the recruitment process undertaken through Peridot partners with five candidates shortlisted. Four interviews had taken place with recommendations on appointments. The Corporation membership was discussed, as it was recognised that the current determination would not sufficiently support the skills needs identified.
	The Corporation approved amendment of Instrument 2(1)(a) of the Instrument of Government to <i>fifteen members who appear to the Corporation to have the necessary skills to ensure that the Corporation carries out its functions under article 3 of the Articles of Government</i> ; Based on the qualifications, skills and experience the Corporation accepted the recommendations of the Search Committee and subsequently approved the appointment of Anna Sutton and Kate Taylor for one year in the first instance and subject to meeting set eligibility criteria. The terms of office commencing 22 January 2024. It was agreed that Anna Sutton be invited to join the Students Curriculum and Quality Committee and that Kate Taylor be invited to join the Audit Committee.
7.2	Review of Conflicts of Interest
	Members received the annual review of conflicts of interest with nothing of concern noted.
7.2a	The Clerk would consult under the review of governance on other practice for annual declarations of interest.
8	Date of Next Meeting
	The next meeting remained as scheduled for 26 January 2024 and is a Development Day. <i>Following resolution to withdraw the staff governor left the meeting. Staff having declared their interest left the meeting.</i>
9	Confidential
9.2	Minutes of the Remuneration Committee held 19 October and 5 December 2023 - Committee Chair's Overview

		The minutes of the Remuneration Committee meetings held 19 October and 5 December 2023 were approved as a correct record
	9.2a	Remuneration Committee Annual Report
		The Remuneration Committee Annual Report for the year ended 31 July 2023 was noted.
		The Corporation approved the Remuneration Committee Annual Report and that an extract from this be published on the College website.
		<i>The Clerk left the meeting.</i>
	9.2b	Senior Post Holder Remuneration
		It was agreed that following recent appointments and review of pay, and in light of the staff pay award, no further action was required at this point. The next review of Senior Post Holder Remuneration would be through the normal business cycle.
		Any Other Business
		Following an AoC briefing for chairs, members discussed the College's approach to student voice and how greater understanding was increasing in importance.

The meeting closed at 5.45pm

Actions from Meetings			
Ref	Agenda item and action	Review Date	
Corporation Meeting 13 December 2022			
6.3a	Equality and Diversity Annual Report It was agreed that research on the impact of staff diversity in relation to student diversity would be undertaken and reported to the Corporation. A report was requested for January 2024	March, July, Dec 23 January	HBa/ RCh
Corporation Meeting 29 March 2023			
4.1c	Principal's Report Work in relation to being trauma informed around wellbeing and protection was noted and would be highlighted through reporting to the Personnel Committee.	Autumn 23 Spring 24	
Corporation Meeting 5 July 2023			
4.2a	Principal's Report Strengths and weaknesses highlighted for the new SAR and QIP would be reported to the Students Curriculum and Quality Committee and the Corporation. Closed December 2023.	September 2023-SCQC and Corp Dec 23	JWi
8.4b	Instrument and Articles of Government Detailed review of Standing Orders and Instrument and Articles of Government would be undertaken 2023/2024.	July 2024	JSu
Corporation Meeting 19 October 2023			

5.3a	Apprenticeships Current Position The Corporation received the update and wished to be kept informed of progress, with a deep dive undertaken through the Students' Curriculum and Quality Committee. December Update: Apprenticeships were being reported to the Students' Curriculum and Quality Committee and the Corporation. The deep dive was scheduled for 13/14 March. Governors were asked for nominations to participate.	SCQC November 2023 Achieved. March 2024	Jwi/ JCa
5.5a	Annual Plan and Targets 2023/2024 It was agreed that a monthly data report to chairs should be instigated and that a meeting of the committee chairs should consider the metrics for committees and Corporation reporting. December Update: It was noted that some additional work had been undertaken but this remained ongoing.	Nov/Dec 23 March 2024	JSu
8.3a	New Code of Governance for FE The Chair reported that the AoC were looking for volunteer colleges to review use of the new Code and members felt that it was positive to support this. December Update: The Clerk confirmed she had contacted the AoC and that feedback would be provided at a later date when the code was more embedded.	Nov 23 May 2024	JSu
Corporation Meeting 12 December 2023			
5.1b	Higher Education Self-Assessment Report A Teams meeting would be scheduled for 2024 to provide an overview of Higher Education assessment.	Jan/Feb 2024	JSu/ JWi
5.4a	Accountability Agreement and Skills Update It was agreed that a separate one item agenda on Skills and Adult provision would be scheduled for the early in the new year 2024.	Jan/Reb 2024	JSu/ JCa
6.7a	Risk Report Executive Summary A report regarding Eton Star would be provided for the Corporation's meeting in March 2024.	March 2024	AWo
6.11 a	College Coaches It was agreed that an update be provided for the Corporation, including alternative options, should permission for a turning circle not be granted and understanding of what other colleges provided.	March 2024	AWo
6.12 a	Sexual Violence and Harassment Policy A member asked about the tone of language used in relation to alleged perpetrators and it was agreed they would provide examples to clarify the query.	Jan/Feb 2024	THP/ JWi
7.2a	Review of Conflicts of Interest The Clerk would consult under the review of governance on other practice for annual declarations of interest.	March 2024	JSu