




Minutes of the Corporation Meeting

Tuesday 17 December 2024

Present	Joanne Chilton (Chair), Aisha Benachour, Jacquie Carman (Principal), Shabir Chagan, Sarah Dawson, Stuart Fisher, Andrew Hanson Tiffany Harvey-Pallent, Ian Hughes (<i>Vice Chair</i>), Alison Jarrett, Raj Joshi (<i>Vice Chair</i>), Gail Rothnie, Anna Sutton, Mark Sterling, Kate Taylor and Oli Preece
In attendance	Joanne Williams (<i>Deputy Principal</i>) Andrew Woodford (<i>Vice Principal and Chief Finance Officer</i>) Craig Tucker (<i>Assistant Principal Quality and Standards</i>) Jon Priest (<i>Chief Information Officer</i>) Jennifer Sunter (<i>Clerk to the Corporation</i>)
Observer:	Steph Morley (<i>Director of Governance in waiting</i>) Mike Craigie (<i>Head of Maths</i>)

1		Apologies
		Apologies were received on behalf of Mark Hammond and Tegan Powers who would arrive late.
2		Declarations of Interest
3		Minutes
	3.1	Minutes of the Corporation Meeting held 23 October 2024
		<p>The minutes of the Corporation Meeting held 23 October 2024 were approved as a correct record.</p> <p>Under matters arising the Clerk to the Corporation outlined two actions for address. From the Corporation meeting held 23 October:</p> <p>Agenda item 10.1a, Annual Report to Staff, Students and Community Stakeholders, the Principal provided the Annual Report for members.</p> <p>Agenda item, 10.2a Corporation Report – Front Sheets. It was noted that a review was in progress and the outcome of consultant work awaited.</p>
4		Strategic
	4.1	Principal's Report
		<p>The Principal summarised key points addressed by her comprehensive report to the Corporation. These included:</p> <ul style="list-style-type: none"> • That while additional Further Education Funding had been granted it was unclear how this would be allocated. While a change in tone from the Government was positive, the additional funding was not an overall solution to a fair funding settlement. • Levelling Up Funding had provided opportunity and the College was communicating with Dudley Council to consider capital development to best meet the needs of learners and of Halesowen. • The College had several very positive developments in engaging with the community not least Cedric the bus, which was already in demand and delivering learning.

		<ul style="list-style-type: none"> University Partnerships were also strong with much positive work collaborating to support progression and with potential to deliver more HE on site. Strategic development had featured much work, engaging all staff in a new culture for leadership and performance to drive the strategic plan, with more detail to be considered at the January Development Day. Conversations with the West Midlands Combined Authority were also focused on strategy alignment. Additionally the CEFFS project had received very positive feedback from the FE Commissioner's office. The Government had announced curriculum reform on 12th December and positively for the College provision, many of the Applied General qualifications had been reprieved. The Sixth form Colleges Association had been very helpful in this arena. The College was mindful of increasing work alongside local authorities and Skills England. <p>Governors were also pleased to note that the College was embracing greater celebration of excellence with;</p> <ul style="list-style-type: none">  a finalist for the Best Teacher Award in the Dudley Community Awards,  a College case study to be featured on the FE Commissioner's Annual Report,  and former student Stuart Deeley being recognised in the AoC Hall of Fame. <p>Governors asked about progress with the proposed turning circle on Whittingham Road and noted that this currently lay with Dudley Council legal review and that the College had submitted a pre-planning application. Members further considered timescales and the positive message to the community.</p> <p>The Principal's Report was received.</p>
5		Performance
	5.1	Minutes of the Students, Curriculum and Quality Committee held 20 November 2024 - Committee Chair's Overview
		<p>The Chair of the Students, Curriculum and Quality Committee outlined that core reports from the Committee were provided under the agenda.</p> <p>The minutes were accepted.</p>
	5.1a	Self-Assessment Report 2023/2024
		<p>The Deputy Principal provided an overview of a year of consolidation, the outcome of which was to move the College from a low to a much stronger Grade 2 position. Some areas were expected to be judged as outstanding moving forwards, however there remained work to improve higher grades and to achieve employer boards for all areas. Similarly Apprenticeship assessment had remained cautious; judged as requiring improvement despite good data and having addressed areas of concern. This was due to recognition of work still to be addressed and awareness of a dip in in-year retention.</p> <p>Governors commended the sheer volume of work surrounding teaching and learning.</p> <p>Governors also discussed the evidence that underpinned the Self-Assessment Report and provided triangulation, which lay throughout the College systems but particularly in performance data, Divisional Performance Reviews and self-assessment reports.</p>

		<p>The Chair of Students Curriculum and Quality Committee also highlighted that the work on Value Added had supported a much clearer understanding of performance and the Committee was provided with reassurance that data is being used to drive improving student engagement and performance.</p> <p>Additional work on Apprenticeships was provided for on the Development Day agenda.</p>
		The Corporation approved and adopted the College Self-Assessment Report for 2023/2024.
	5.1b	Higher Education Self-Assessment Report 2023/2024
		<p>The Assistant Principal Quality and Standards reported on the assessment of the College's small but purposeful Higher Education offer.</p> <p>Members asked about potential for students to cheat using Artificial Intelligence, which was debated by governors and staff. In summary this was being tackled through culture, with teacher guidance and challenge supported by knowledge of their students' work. Tackling misuse in Further Education was potentially more flexible within College procedures. AI was also seen as a positive with students needing to be prepared for its use in the workplace.</p>
		The Corporation approved and adopted the Higher Education Self-Assessment Report for 2023/2024.
	5.1c	Quality Improvement Plan 2024/2025
		<p>The Assistant Principal Quality and Standards highlighted three core opportunities for further improvement, being Apprenticeships, attendance across all areas and achievement.</p> <p>Governors asked if a pass rate of at least 98% was a realistic success criteria. The Assistant Principal responded that based on the previous year this was a reasonable target, noting that retention was the larger issue, with those students retained largely passing their course.</p> <p>Governors also asked if attendance was a sector wide issue and it was noted that this is the case across Colleges and that there were also attendance issues in schools. The College continued a relentless push to improve attendance.</p>
		The Corporation approved the Quality Improvement Plan 2024/2025.
	5.1d	Safeguarding Update – Policy and KCSIE
		<p>Governors noted that the Safeguarding Policy had been updated in line with changes to Keeping Children Safe in Education.</p> <p>It was further noted that staff were working extremely hard to address need, which continued to grow.</p>
		The Corporation adopted the updated Safeguarding Policy.
6		Compliance
	6.1	Minutes of the Finance and Resources Committee held 27 November 2024 – Committee Chair's Overview
		<p>The Chair of the Finance and Resources Committee noted to governors that liquidity had been discussed as an area of risk.</p> <p>Members of the Committee commended the finance reports.</p> <p>The minutes were accepted.</p>

6.2	Minutes of the Audit Committee meeting held 4 December 2024 – Committee Chair's Overview
	<p>The Chair of the Audit Committee emphasised the significance of the December meeting of the Committee in the assurance it provides in reporting to the Corporation.</p> <p>It was noted that both Internal and External auditors had spoken of good working relationships with the College.</p> <p>The Audit Committee Chair also highlighted to members that there were fewer more in depth internal audit reports, which resulted in more recommendations. This did not necessarily reflect poorer performance but did reflect audits addressing areas of risk as appropriately identified in the Internal Audit Plan.</p> <p>Governors also asked about the Internal Audit secondary level opinion, which the Audit Committee Chair contextualised as reflecting where 75% of Colleges were benchmarked.</p> <p>The development of risk reporting was also noted as much improved.</p> <p>A governor asked for clarification on the apparent underspend on Free School Meal funding. The Chief Finance Officer responded that this related to a historical position during the pandemic and was currently being investigated regarding the best accounting treatment. There was potential for funding to be clawed back. It was further noted that Dudley Council were looking at a different process with funding going directly to learners, which could be positive. The Principal also highlighted the need to campaign for better financial support for 14-16 home educated learners.</p> <p>The minutes were accepted.</p>
	<i>The student governor joined the meeting.</i>
6.2a	Summary of Assurance relating to Systems of Financial Control and Corporate Governance
	<p>The Chief Finance Officer focused on the assurance provided which supported the signing of the Annual Report and Financial Statements.</p> <p>Governors noted that the report was helpful in supporting the ability to triangulate the information provided.</p> <p>The report and the assurance it provided was received.</p>
6.2b	External Audit Findings: Bishop Fleming Key issues for Discussion Letters of Representation College & HCE Ltd
	<p>Governors received the report of the external auditors which addressed both the College and its wholly owned subsidiary.</p> <p>The Chief Finance Officer highlighted the preparedness for audit being rated green on the auditor performance measures and the Principal emphasised that this did not dilute the thoroughness of their work but that there were no issues of concern.</p> <p>Areas addressed included accounting standards, pensions and capital works.</p> <p>An area highlighted was the long term debt between Halesowen College Enterprises Limited and the College arising from the pandemic. This was annually addressed by a letter of support whereby the College would not reclaim this.</p> <p>Governors noted that the Audit Committee were happy with the report, there were no causes for concern and no material misstatements of impact on performance.</p>
	The Corporation accepted the Bishop Fleming Report on Key Issues for Discussion year ended 31 July 2024 and the assurance therein and noted the letters of

		representation. These would be provided in conjunction with the Annual Report and Financial Statements for the DfE.
	6.2c	Audit Committee Annual Report year ended 31 July 2024
		The Chair of the Audit Committee recommended the Committee's Annual Report which addressed the detail of work undertaken. The report specifically provided an opinion on key areas of assurance.
		<p>On the basis of the recommendation from the Audit Committee the Corporation approved the Annual Report of the Audit Committee 2023/2024 and the opinion contained therein, which would be provided to the Department for Education alongside the Annual Members' Report and Financial Statements 2023/2024.</p> <p>For the period 1 August 2023 to 31 July 2024 the Audit Committee is satisfied</p> <ul style="list-style-type: none"> • that the College's audit and assurance arrangements, governance framework¹, 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 that additionally there were no significant issues of concern arising up to the date of the preparation of the Annual Report, • with the appropriateness and adequacy of the disclosures in the Annual Report including that the College remains a going concern, • 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, • that there were no significant matters of internal control included in reports from auditors or other assurance providers that have not been fully addressed. <p>The Audit Committee has received the necessary assurance to advise the Corporation on the adequacy and effectiveness of the Colleges' audit and assurance 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 2024.</p>
	6.2d	Annual Report and Financial Statements 2023/2024
		<p>The Chief Finance Officer commended the Annual Report and Financial Statements 2023/2024 as recommended by the Finance and Resources and Audit Committees through their respective roles.</p> <p>The report had been prepared in line with appropriate accounting standards and an unqualified Audit Opinion had been received. Financial performance recognised a small surplus, with a decrease in cash and a dip in some key ratios while there was growth in fixed assets.</p> <p>The strategic narrative provided helpful context and the Statement of Corporate Governance would now need to be signed by the Chair and Principal as required.</p> <p>It was noted that accountability, regularity and a clear distinction between management and governance were in place and that the College remained a going concern.</p> <p>The Chair of Audit Committee noted that the process had been clearer and enabled both committees to adopt an appropriate approach to review. While the report model was prescriptive there remained room for some small improvements going forwards.</p>

¹ With reference to the scope of the adopted 'Code of Good Governance for English Colleges'

Action 6.2d a	Governors further discussed the accounting treatment of profit made by Halesowen College Enterprises Limited, which the Chief Finance Officer would investigate regarding debt. While it was likely that any accountancy treatment change could not be addressed until the next financial year, the Chief Finance Officer was asked to report to the Finance and Resources Committee meeting scheduled for March 2025.
	On recommendations provided by both the Audit and Finance and Resources Committees, the Corporation approved the Annual Report and Financial Statements 2023/2024 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.
6.2e	Risk Report Executive Summary
	<p>Governors accepted the Risk Management update, which was provided to be considered alongside the Corporation PowerBI Dashboard, noting two new risks to the risk register, being:</p> <p>7.5 – Failure to adequately deliver a high quality and compliant Apprenticeship provision, included as a specific risk in line with staff retention issues and a difficult internal audit.</p> <p>11.25 – Failure to maintain adequate cashflow to ensure sustainable business operations, included as a specific risk linked to the ongoing capital works.</p> <p>Governors also noted a risk score reduction due to correction of a transpositional error:</p> <p>6.1 – Failure to response to the needs of stakeholders.</p> <p>The Risk Action Plan provided, as linked to the Risk Register addressed higher than tolerance level risks.</p> <p>The Chair noted that in moving forwards relevant key risks would be reported to committees.</p> <p>It was further noted that the College had now appointed to the roles of Finance Director and Director of Apprenticeships.</p>
	The Corporation received and approved the updates on risk management as provided.
6.2f	Reappointment of External Auditors 2024/2026
	The Chief Finance Officer explained the basis for recommending that the Corporation take up the additional two year contract option with Bishop Fleming.
	The Corporation approved the reappointment of Bishop Fleming for the external audit service provision for two years addressing 2024/2025 and 2025/2026.
6.2g	Updated Estates Strategy, Estates Update and Capital Projects
	<p>The Chief Finance Officer provided a detailed overview of the current estates, capital projects. Both the opening of Trinity Point and the Hair and Beauty Salons in a refurbished Block 9 had been received very positively by students. The refurbishment of Shenstone House was on going but had been affected by several issues.</p> <p>Options being considered to take projects forward under the Levelling Up Fund were also discussed. Governors were aware of early broad brush proposals provided to Dudley Council, noting the excellent opportunities to meet need, together with maintaining core business to address appropriate estate provision up to 2030.</p>

		Governors particularly discussed costs and underwriting of risk in some project proposals, together with using appropriate mechanisms for each, including that where any area was profit generating that any profit be used for the pursuance of the College's objectives. The update was accepted.
	6.2h	Sexual Violence and Sexual Harassment Policy
		The Sexual Violence and Harassment Policy was provided for approval having been considered by the Safeguarding Forum.
		The Corporation approved the Sexual Violence and Sexual Harassment Policy for 2024-25.
7		Date of Next Meeting The next meeting is scheduled for 24 January 2025 and is a Development Day.
8		Items for consideration time allowing:
	8.1	Halesowen College Enterprises Ltd Directors Report and Financial Statements 2023/2024
		The Chief Finance Officer confirmed that Halesowen College Enterprises Limited had performed well, remained a going concern and had a letter of support in place from the College. It was further noted that the increases to National Minimum Wage was expected to impact the Company with limited scope to increase prices, however staff continued to work hard to drive performance and income generation. The Principal reported on positive feedback from students regarding catering on all aspects other than cost.
		The Corporation received the Halesowen College Enterprises Ltd Directors Report and Financial Statements 2023/2024.
	8.2	Link Governor Verbal Updates
		Governors provided feedback on their respective link governor roles. Regarding Safeguarding the Chair highlighted challenges of increased workload and the need for additional quiet rooms for consideration in estates review. Regarding SEND it was noted that staff were working hard to address continually growing complex needs despite lack of any additional funding.
10		Any Other Business
		The Principal asked that any feedback on the Annual Report provided be returned by 10th January 2025.

Under provision in Standing Orders with resolution to withdraw, all staff (except the Principal), the Staff Governor and Student Governor left the meeting.

9		Confidential
		<i>A confidential minute of the following agenda items was taken.</i>
	9.2	Minutes of the Confidential Special Meeting of the Corporation held 5 December 2024.
	9.3	Minutes of the Remuneration Committee held 27 November 2024 - Committee Chair's Overview

9.3a	Remuneration Committee Annual Report
9.3b	Senior Post Holder Remuneration

Written resolutions since the last meeting	Carried
WR19 Update of Governance Framework Documents	December 3 2024

The meeting closed at 6pm.

Current Actions from Minutes			
Corporation Meeting 3 July 2024			
5.2a	Annual Plan 2024/2025 While recognising the Complexity of lagged funding, and interrelationship of areas being measured, it was agreed that financial reporting of specific project costs should be provided across 2024/2025 meetings and specifically attendance, which continued as a key area of focus in the new academic cycle.	2024/ 2025	JCa
Corporation Meeting 23 October 2024			
4.1a	Principal's Report To see analysis of impact of the work in digital developments a report would be provided to the July 2025 Corporation meeting together with review of the Six in Six weeks programme.	March /July 2025	JCa
4.2a	Risk Oversight It was agreed that consideration of risks for each committee should be scheduled for at least one meeting in the cycle.	Feb- March 2025	AWo /DG
5.1a	Student Performance Update In considering the timeliness of receiving qualification and performance data for the previous year, it was agreed that for the 2025/2026 cycle of business a Students Curriculum and Quality Committee should be timetabled ahead of the first Corporation meeting.	July 2025	DG
5.2a	Annual Plan, Targets and Transformational Projects 2024/2025 It was agreed that the Principal would review the report to both simplify and include clear visuals and information on timescales and distance travelled. This included that once approved, the overarching narrative relating to strategic aims could be removed.	March 2025	JCa
7.2a	Management Staff Contracts It was agreed that probationary periods in senior post holder contracts should align with that of staff contracts going forwards.		
10.1a	Annual Report to Staff, Students and Community Stakeholders The Principal would provide the Annual Report for the December meeting of the Corporation. Achieved December 2024	Dec 2024	JCa
10.2a	Corporation Report – Front Sheets The Chair asked for member thoughts on the cover sheet for reports and it was agreed that the front sheet was not an executive summary and this would be further reviewed. December 2024 reported as ongoing.	Dec/ March 2024	

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6.2d a	Annual Report and Financial Statements 2023/2024 Governors further discussed the accounting treatment of profit made by Halesowen College Enterprises Limited, which the Chief Finance Officer would investigate regarding debt. While it was likely that any accountancy treatment change could not be addressed until the next financial year the Chief Finance Officer was asked to report to the Finance and Resources Committee meeting scheduled for March 2025.	March F&R	AWo
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