

Present:

Jackie Flynn (Chair)
Rebecca Parks, Group Principal
Charles Davies
Tony Redmond
Paula Summersfield
Adam Fidler
Sam Butler
Dr Martin Toner
Janet Ndungu
Martin Townsend
Roger Cunliffe
Sally Kells
Natalia Dimitrova
Adrian Connell
Lucy Robinson (On Teams)

In Attendance:

Karen Hollins, Chief Finance Officer
Debbie Ward, Director of Operations Management
Kimberley Cash, Deputy Principal
Ruth Osborne-Thompson, Vice Principal (Professional Services)
Kate Rogerson, Vice Principal (Academic)
Kelly Mason, Director of HR
Allan Milne, Director of Apprenticeships & Employer Engagement
Denise Hark, Clerk

Training and Development Session

Prior to the start of the formal meeting the Deputy Group Principal provided a training session on Safeguarding. The Safeguarding Refresher training covered the key updates arising from the Keeping Children Safe in Education document September 2022, Exploitation and #WELLSTUDENT and #WELLSTAFF. It was noted that under the #WELLSTAFF initiative the Employee Assistance Programme is also open to governors.

The Deputy Group Principal reminded governors of the duties of Governing Bodies with regard to Safeguarding and confirmed that Corporation is compliant with the compulsory areas as follows:

- Governing Bodies should ensure that mechanisms are in place to assist staff to understand and discharge their role and responsibilities as set out in Part One of Keeping Children Safe in Education.
- Governing Bodies should have a Lead to take leadership responsibility for the College's Safeguarding arrangements.
- Governing Bodies should ensure that all governors receive appropriate Safeguarding and Child Protection (including online) training at induction and regular intervals.
- Governing Bodies should ensure there are appropriate policies and procedures in place in order for action to be taken in a timely manner.
- Governing Bodies should ensure an appropriate senior member of staff from the College Leadership Team is appointed to the role of Designated Safeguarding Lead.

Keeping Children Safe in Education 2022

- The updated document reflects the increasing responsibility in this area.
- There had been substantial changes to policy last year with fewer fundamental changes this year.
- Key changes include the DfE advice on sexual violence, and sexual harassment between children has been merged into the Keeping Children Safe in Education document.
- The terminology child-on-child abuse rather than peer-on-peer abuse has been used throughout the updated guidance.
- Teenage relationship abuse may include taking inappropriate photographs and sharing them without consent.
- The College educates learners on what is inappropriate behaviour.

	<ul style="list-style-type: none"> • The updated guidance includes a new paragraph setting out that children may not feel ready or know how to tell someone they are being abused. Barriers to disclosing could include language or vulnerability. Staff must be on the lookout for signs and take action. • Domestic abuse has been added to the list of safeguarding issues that all staff should be aware of. The guidance makes it clear that domestic abuse can be psychological, physical, sexual, financial, or emotional; and that it can impact on children through seeing, hearing or experiencing the effects of domestic abuse and/or experiencing it through their own intimate relationships. • Operation Encompass has been formed out of the partnership between the police and education. If any young people are involved the police has to notify the educational setting by the next day even if they have not witnessed it. • Guidance now emphasises the importance of providing LGBTQ+ children with a safe space for them to speak out or share their concerns with members of staff. This is something that the College has been doing for a number of years. • Children with SEND need additional support in terms of Safeguarding. • Throughout the guidance there is a strengthened emphasis to facilitate a whole organisational approach to safeguarding. This is not just the responsibility of the safeguarding team. • The Safeguarding policy has been updated to reflect changes in the Keeping Children Safe in Education Document. • CPOMS has been purchased which enables all Safeguarding information to be transferred from previous providers rather than having to do this manually. • Enhanced training has been provided for the Safeguarding team. • All staff have received Safeguarding training and they must confirm that they have read Part 1 of the Keeping Children Safe in Education document. • The College received Substantial Assurance for the last Safeguarding Audit which was carried out in December 2021. <p>Exploitation</p> <p>A video clip on Modern Slavery – County Lines was played and the following points were noted:</p> <ul style="list-style-type: none"> • The most likely age group targeted for County Lines is 14-17, however, children could have been exploited at a younger age. • According to the Children’s Society, 90% of police forces have seen County Lines activity and 4 out of 5 parents are worried about it. <p>#WELLSTUDENT</p> <p>This is a new initiative this year and is an umbrella term to encapsulate all support available for students and is a proactive approach to wellbeing.</p>
<p>22/18</p>	<p><u>Apologies for Absence</u></p> <p>Apologies for absence were received from Michael Sharples and Kenda Ebeidin.</p>
<p>22/19</p>	<p><u>Declarations of Interest</u></p> <p>Governors made no declarations of interest in items to be discussed at the meeting.</p>

22/20	<p><u>Minutes of the previous Corporation Meeting</u></p> <p><u>Resolution 22/20: the minutes of the previous meeting held on 28 September 2022 were agreed as an accurate record and approved for signature by the Chair.</u></p> <p><u>Matters Arising</u></p> <p>There were no matters arising from the previous minutes which were not covered elsewhere on the agenda.</p>
22/21	<p><u>Chair's Report</u></p> <p>The Chair provided an oral report, from which the following was noted:</p> <p><u>College Seal</u></p> <p>The Chair reported that she had not used the seal since the last meeting of the Corporation.</p> <p><u>External Engagement</u></p> <p>The Chair reported on the recent external engagement that she had undertaken on behalf of the College.</p> <p>This has included continuing to convene meetings of the Greater Manchester FE Chairs' Advisory Group and attendance at the AoC National Conference in Birmingham</p> <p>The Chair thanked the SLT and all staff for their work during this calendar year and noted that significant progress had been made. She asked that this message be delivered back to staff. The Chair also thanked governors for their work over the year.</p>
22/22	<p><u>Group Principal's Report</u></p> <p>The Group Principal gave a comprehensive report, which included input from individual members of the SLT, from which the following points were noted:</p> <ul style="list-style-type: none"> • The 3-year strategic plan based around the 6 objectives has been published in booklet form. This document was shared with governors. • A-Level Value Added performance score is ALPS 3 which puts the College in the top 25% nationally. • Aspire has achieved 100% Value Added. • Value Added for Vocational courses was ALPS 5. It was noted that all these courses have up to half of their content examined and they had not been provided with advanced exam information, unlike A Level Students. Teachers of Vocational courses are being supported with a change of approach for exam content. • Achievement rates are retention multiplied by the pass rate. • There is a decline in Apprenticeship's achievement but it is expected this will be in line with or better than other Colleges nationally. This was not due to the quality of provision but because of apprentices losing their jobs in areas such as construction after the pandemic. <p>A governor asked whether there was any comparative data available from other colleges. The Group Principal reported that the local Sixth Forms had shared their data for A-Levels and this had shown that the College had performed exceptionally well in A-Levels.</p> <p>A governor asked whether it would be feasible to get apprentices on other courses if they had lost their jobs. The Director of Apprenticeships replied that many apprentices who had lost their jobs during the pandemic had moved into jobs in other sectors. The College has also broadened the vocational offer for adults. It was noted that the main difference for students is that they would not be paid if they are on a vocational course whereas they are paid when following the apprenticeship route.</p>

- For exams in 2023 grade profiles have been pegged to 2019.
- No advance information for exams will be provided in 2023. This mirrors the approach used in the first years of reformed GCSEs and A Levels in 2017 when early cohorts were protected against the impact of change.
- Space between the first and last exams in a subject built into exam timetable in 2022 will be maintained in 2023.
- Recruitment for 16-18 is currently below the ESFA target of 4551, however, there will still be some in-year recruitment for the Princes' Trust and Passport to College.
- The Quarter 1 target for Apprenticeships has been exceeded.
- A comparison was provided for the ONS predicted estimates for 16 and 17 year olds in Salford for each year from 2024 to 2030. This was compared to the data from Salford Local Authority schools' census over the same period.
- It was noted that data provided in 2017 by the Local Authority for 2024 had projected 3034 students but this now stands at 2595 due to movement in and out of the area.
- External pressures faced by colleges were discussed including finances, the ONS reclassification of colleges and government ministerial changes.
- ONS reclassification means that colleges are now in the public sector and from 29 November 2022 they can now longer borrow commercially. There will also be major financial accounting changes.
- Finances have been impacted negatively by energy price increases, with an additional £1.5m having been budgeted for on energy.
- The majority of money received from the FE Capital Transformation Fund will be used to improve energy saving measures. This includes double glazing work at Worsley College.
- The College has invested in a Heat Decarbonisation plan to gain a better understanding of options available.
- Nationally there are difficulties recruiting teachers. The College has seen a low turnover of staff, although there has been difficulty with recruitment in areas of Construction and Health and Social Care.
- The College will have a full Ofsted inspection before 2025. The new duty around Local Skills will give a different dimension.

The Vice Principal (Professional Services) reported on the data from the Salford Local Authority Settlement Schemes. There were currently no applications from learners from the countries highlighted in the report for next year, however, there were 6 students from the Ukraine and 3 from Hong Kong currently studying at the College.

The Deputy Principal reported on the Welfare objective and the following points were noted:

- The number of Safeguarding cases has increased significantly after the pandemic.
- A Social Prescribing co-ordinator has been appointed for 18 months following a bid to the AoC.
- A new Welfare portal has been introduced.
- The Wellbeing Group of Wellbeing Champions from across the Colleges meets termly.
- A new intranet page has been developed #WELLSTAFF where staff can access support.
- There had been 53 referrals to Prevent in the City Salford in the year to March 2022. If there is any uncertainty the College makes a referral.

The Group Principal reported on the College's national achievements over the previous year which included:

- Level 2 Construction Apprentice of the Year Winner.
- Commended in AoC Beacon Award for Mental Health & Wellbeing.
- Commended for AOC Beacon Award for Support for Students.
- Recognised as a World Skills UK Centre of Excellence.
- Deputy Principal asked to be a guest speaker at the AoC Conference.

	<p>The Group Principal concluded her report by showing a celebratory video of a student (Lyla Khan) who won the national BTEC Young Learner of the Year Award. This was highlighted as an outstanding achievement as Lyla had only arrived to the UK in 2018 after claiming asylum. The Chair thanked the Group Principal for her comprehensive report and added that governors should not underestimate the effort undertaken by staff in participating in the awards. Through this mechanism, and enhanced marketing efforts, the College is continuing to raise its external profile.</p>
<p>22/23</p>	<p><u>Annual Report and Financial Statements for the Year Ended 31 July 2022</u></p> <p>Annual Report and Financial Statements 2021-22</p> <p>The Chief Finance Officer reported on the Annual Report and Financial Statements for the Year ended 31 July 2022, which had been presented to both the Audit and SF&R Committees. The Strategy, Finance & Resources Committee had made a number of recommendations in respect of the following matters.</p> <p>The following points were noted:</p> <ul style="list-style-type: none"> • The financial position remained in line with the figures reported to Corporation in September 2022. • There is a surplus of £463k excluding pension adjustment. • The deficit for the year is £2,761k. • Outstanding Financial Health should be confirmed by the ESFA in early 2023. • All FE Commissioner’s benchmarks have been met. • The banking covenants are not in breach. • External Audit have provided a clean audit report with no recommendations and no audit adjustments (material, immaterial, trivial). • There is an unmodified audit opinion with no material uncertainty in relation to going concern and no emphasis of matter paragraph has been included in the audit report. • The Strategy, Finance & Resources Committee and Audit Committee had recommended approval of the Annual Report and financial statements. <p><u>Resolution 22/23: the Annual Report and Financial Statements and the management letter of representations for the year ended 31 July 2022 are approved.</u></p> <p>Statement of Regularity, Propriety and Compliance</p> <p>The Chief Finance Officer reported that there is a new requirement that the Accounting Officer provides confirmation to Corporation on the Statement of Regularity, Propriety and Compliance.</p> <p>The Group Principal made the following statements:</p> <ul style="list-style-type: none"> • As Accounting Officer, I confirm that the Corporation has had due regard to the requirements of grant funding agreements and contracts with ESFA. • I confirm on behalf of the Corporation that after due enquiry, and to the best of my knowledge, I am able to identify any material irregular or improper use of funds by the Corporation. • I confirm that no instances of material irregularity, impropriety or funding non-compliance have been discovered to date.
<p>22/24</p>	<p><u>Finance</u></p> <p><u>Financial Position to October 2022</u></p> <p>The Chief Finance Officer reported that the financial position as at October 2022 showed a surplus of £349k excluding pension adjustment with a cash balance of £13.881m. The Chief Finance Officer confirmed that the quarterly loan covenant compliance certificate had been submitted to Lloyds.</p>

2022-23 Forecast Outturn as at Quarter 1

The 2022-23 Forecast Outturn report as at Quarter 1 showed a surplus of £542k excluding pension adjustment which is a favourable variance of £376k. The Chief Finance Officer reported that this was entirely driven by delayed depreciation charges and was a non-cash movement. The forecast cash balance is £8.362m which is a decrease of £200k as previously reported to Corporation.

Based on the forecast the financial health rating has been internally calculated as Outstanding.

Loan Covenants

The Chief Finance Officer reported that calculations indicate that the College will not be in breach of covenants overall at year-end, however, this position utilises the Lloyds fall-back minimum Cash Balance covenant.

The Chief Finance Officer reported that there was a potential risk of breach of the gross debt to EBITDA covenant at Quarter 3 as this was linked to the timing of expenditure, however, this did not affect the year-end position where it was forecast that there would not be a breach. In order to avoid a potential breach, the Chief Finance Officer reported that she had negotiated a temporary covenant arrangement with Lloyds for Quarters 2 and 3 of the 2022-23 financial year for the Total Gross Debt to EBITDA covenant to increase from the ratio of 4:1 to 5:1. A governor asked whether there would be any cost to amending the contract. The Chief Finance Officer confirmed that there would be a small charge for this amendment which would be in the region of £1,000. The Chair thanked the Chief Finance Officer for her early anticipation of a potential breach and for her negotiations with the bank.

Resolution 22/24:

- **the terms of the temporary amendment to the Lloyds Gross Debt to EBITDA covenant are approved;**
- **authority is granted to the Group Principal and the Chief Finance Officer to agree the form of the Amendment Letter and the terms of the Borrower's Certificate, and subsequently confirm approval of the Loan Facility Amendment Letter;**
- **authority is granted to the Group Principal and the Chief Finance Officer to execute the legal documents on behalf of the College.**

Post meeting note: the full resolution, amendment letter and signed borrower's letter are appended to the minutes.

ESFA Finance Assessment Letter and Dashboards for July 2022 College Financial Forecasting Return

The ESFA Finance Assessment Letter and Dashboards for the July 2022 College Financial Forecasting Return were included with the meeting papers for information.

The Chair drew governors' attention to the fact that provision for a staff pay award had not been included in the budget forecast. She added that this would be looked at in the Spring Term and that any decision would be based on the sustainability of the College, with Corporation endeavouring to do its utmost for the staff. The Chief Finance Officer confirmed that more information would be available by May 2023, including the cost of increased energy prices, the ESFA allocation and budget setting information for 2023-24.

22/25

Risk Management

Following recommendation for approval by Audit Committee the Annual Risk Management report for 2021-22 and the Gift and Hospitality Policy were presented for approval.

	<p><u>Annual Risk Management Report 2021-22</u></p> <p><u>Resolution 22/25a: the Annual Risk Management Report 2021-22 is approved.</u></p> <p><u>Gift and Hospitality Policy</u></p> <p>In response to a question from a governor it was confirmed that there is a separate policy for anti-bribery and it was agreed that reference to this could be made in the Gift and Hospitality policy.</p> <p><u>Resolution 22/25b: the Gift and Hospitality Policy is approved.</u></p>										
<p>22/26</p>	<p><u>Health, Safety & Wellbeing</u></p> <p>The HR&OD Committee had recommended approval of the Health & Safety policy.</p> <p><u>Resolution 22/26a: the Health & Safety policy is approved.</u></p> <p>The Quality & Standards Committee had recommended approval of the updated Safeguarding policy.</p> <p><u>Resolution 22/26b: the updated Safeguarding policy is approved.</u></p>										
<p>22/27</p>	<p><u>Governance</u></p> <p><u>Committee Minutes</u></p> <p><u>Resolution 22/27a: the minutes of the following Committee meetings were received and approved for signature as a correct record:</u></p> <table data-bbox="309 1111 1066 1263"> <tr> <td>Audit Committee</td> <td>21 November 2022</td> </tr> <tr> <td>Human Resources & OD Committee</td> <td>18 October 2022</td> </tr> <tr> <td>Search Committee</td> <td>4 October 2022</td> </tr> <tr> <td>Quality & Standards Committee</td> <td>8 November 2022</td> </tr> <tr> <td>Strategy, Finance & Resources Committee</td> <td>29 November 2022</td> </tr> </table> <p>The following points from Committee minutes were noted:</p> <p><u>Search Committee</u></p> <p>It was confirmed that the recommendations regarding Safeguarding training for governors was now signed off following the updated Safeguarding Training provided prior to the Corporation meeting.</p> <p><u>Quality & Standards</u></p> <p>The Chair of the Q&S Committee reported that the committee had been reassured that procedures and processes were in place to look at areas where further development was required.</p> <p><u>Lead Governor Visits</u></p> <p>Written reports were received from the Lead Governor visits which had taken place in the Autumn term. The Chair reported that the proformas for the revised scheme had been particularly helpful and added that these visits provide further confirmation of the governors' role in retaining oversight of these areas, and provided opportunities to ask probing questions.</p> <p>The following points were highlighted:</p> <p><u>Local Skills</u></p>	Audit Committee	21 November 2022	Human Resources & OD Committee	18 October 2022	Search Committee	4 October 2022	Quality & Standards Committee	8 November 2022	Strategy, Finance & Resources Committee	29 November 2022
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AF reported that a good briefing had been given on the requirements which will need to be reported to Ofsted. He added that it was useful having a consistent approach across all the areas and had suggested a similar standardised form for Link Governor visits as this would provide more rigour in preparation for Ofsted and would provide some guidance for newer governors

Health & Safety, Welfare

TR reported that the visits had been extremely useful and that he was able to have open and frank discussions with the Lead officers in each area.

Safeguarding (Students) and SEND

PS reported that this was her first meeting in this area and she had requested additional training to support her in this role. PS reported that she had been provided with assurance that the work carried out at the College and the size of the staff team provided good coverage to cope with the increased number of Safeguarding incidents.

Higher Education

MT reported that this had been a useful meeting where he had been briefed on Higher Education within the College. It was anticipated that the review of the Higher Education Strategy would be continued and a discussion had also taken place on possible implications which could occur with the changes to be brought in by the OfS

ED&I

JN reported that she had met with the Director of HR to look at HR processes with regard to ED&I, including interviewing, staff training and unconscious bias. She added that she was pleased to see a previous staff survey and be able to pinpoint the EDI issues.

Safeguarding (Staff)

CD reported that he had had a very informative meeting on Safeguarding for staff with the Director of HR.

The Chair said that she appreciated the work that governors have taken on and that it appeared that the revised scheme is working well. The Chair asked governors to consider taking on the role of a Sustainability Lead Governor. It was intended that this is a role which would be shared by an Independent Governor and a Student Governor.

Succession Planning Task Group

(Jackie Flynn left the meeting at 4.10pm whilst this item was discussed).

The Vice Chair took over as Chair for this item. He introduced the work carried out by the Succession Planning Task Group and handed over to a member of the Succession Planning Task Group (PS) who presented a report on behalf of the Group from which the following points were noted:

- The Chair's period of office as a governor, and term of office as Chair of Corporation is due to finish in July 2023.
- The Task Group had previously proposed that there may be an exception to adhering to the two terms of office rule where there is a business case. This had been subsequently agreed by Corporation.
- The Task Group was convinced that if JF were to leave the Corporation at the end of the current academic year this would have a significant detrimental effect on the College as 53% of governors have been in office for less than a year; with only 23% of governors being in office for more than 3 years. In the interest of the College an experienced Chair

	<p>would be required to steer the Corporation through a forthcoming Ofsted inspection and an external review of governance.</p> <p>Governors were therefore asked to consider extending JF's appointment as Chair for a further two years from Summer 2023.</p> <p>The Task Group also proposed strengthening Corporation by appointing two Vice Chairs starting in the academic year 2023/24, one of whom would be regarded as Vice Chair (Chair Elect). To further facilitate a smooth handover the election period of both the Vice Chair roles would be for 3 years during the interim period rather than the current practice of 2 years.</p> <p>The Vice Chair invited governors to comment on the proposals from the Succession Planning Task Group and a discussion ensued. <i>(The points raised are outlined in the Confidential Part 2 minutes)</i>. The Group Principal commented that all points which had been raised by governors had been fully considered by the Succession Planning Task Group members who had deemed this to be an exceptional case.</p> <p><u>Resolution 22/27b:</u></p> <ul style="list-style-type: none"> • That the term of office of Jackie Flynn be extended for 2 years from 2023 for succession planning purposes, and that during this extension she should continue in the role of Chair of Corporation. • That elections take place in the Summer term 2023 for two Vice Chairs, one of whom will be appointed as Vice Chair (Chair Elect). • That election procedures will be temporarily amended to allow for a three-year term of office for both Vice Chairs to allow for a smooth handover. <p><i>(Jackie Flynn returned to the meeting at this point 4.28pm)</i>.</p> <p>The Chair acknowledged the detailed work of the Succession Planning Group during 2022, and thanked governors for their extension of her appointment. She advised that she felt it was a privilege to serve the College in this capacity.</p>
<p>22/28</p>	<p><u>Annual Self-Assessment Governance Report 2021-22, including the Audit Committee Report</u></p> <p>The Clerk reported that the Annual Self-Assessment Governance report for 2021-22 had been reviewed by the Search Committee, with the Audit Committee having approved the Annual Audit Committee report which is included in the report.</p> <p>The Clerk noted that the report provided evidence of the significant progress made by Corporation during the year. This included the appointment of the Group Principal and Deputy Group Principal, and devising a successful succession planning strategy for Corporation, which included the appointment of a number of new governors.</p> <p>Areas from the Self-Assessment Governance report would be included in the Governance section of the College SAR which would be reviewed by Corporation in January 2023.</p> <p>The next step is for the Search Committee to consider whether there are any areas arising from the report which could be included in a governance action plan.</p> <p><u>Resolution 22/28: the Annual Self-Assessment Governance Report 2021-22, including the Audit Committee report is approved.</u></p>
<p>22/29</p>	<p><u>External Review of Governance</u></p> <p>The Clerk reported that arising out of the Skills for Jobs white paper there is a requirement for Corporations to undertake an external review of governance every three years. It is intended that this process will be overseen by the Search Committee.</p>

	<p>An external review has been commissioned from the AoC. This will commence in the Summer term 2023 and will include the following components: governors completing a survey; a review of governance documentation; meetings with the Chair, Group Principal, Clerk, Chairs of Committees and with groups of other governors. The process will conclude with the observation of two Corporation meetings prior to the report being presented to Corporation.</p> <p>The Chair reported that a more formal briefing session for governors would be organised in due course.</p>
22/30	<p><u>Meeting Evaluation Form</u></p> <p>The Chair requested that governors complete the Meeting Evaluation form and return it to the Clerk at the end of the meeting.</p>
22/31	<p><u>Any Other Business</u></p> <p>The Chair asked whether the Student Governor wished to comment on the meeting from the perspective of a student since the Corporation was always keen to hear the student voice. The Student Governor reported that she had found the meeting interesting and added that she would like to become joint Sustainability Lead Governor alongside an Independent Governor. The Chair welcomed this request and Independent Governors were asked to consider taking on the Sustainability Lead Governor role for Sustainability. It was agreed that TR would take up the Sustainability Lead Governor role alongside the Student Governor.</p>
22/32	<p><u>Date of Next meeting</u></p> <p>The next meeting will be held on Tuesday 17 January 2023 to review the SAR documentation. The next full termly meeting will take place on Tuesday 28 March 2022.</p> <p><i>(All staff left the meeting at this point 4.36pm).</i></p>

(The meeting closed at 5.45pm)

Draft Minutes prepared by Clerk: Denise Hark 16 December 2022

Draft Minutes Approved by Chair: Jackie Flynn 17 December 2022

Minutes approved by Corporation: 28 March 2023

Minutes signed by Chair: