

MINUTES OF A CORPORATION

Meeting held on

Thursday 18 May 2023

At 5.00 pm at Rose & Crown Hotel, Salisbury and on
 Friday 19 May 2023 at 9.00 am at the Salisbury Campus

Present	Martin Clark (Chair), Daisy Agathine-Louise, Carlton Brand, Clive Barker (until item 6), Jenny Davies, Paul Fox, Philippa Gray, Iain Hatt, Brian Humphreys, Ajay Nithyananthan, Mags Patten, Justin Purkis, Lily Raynor-Blundell, Lucy Townsend, Katie Walker
In Attendance	<i>Oliver Symons (Deputy Principal Curriculum and Quality), Steve Campion (Deputy Principal Corporate Resources), Jo Grenfell (Vice Principal Curriculum and Student Services), Chris Thompson (Executive Director Curriculum & Chippenham and Lackham Campus) and Heather Cross (Clerk to the Corporation). Tony Basham, Chief Executive of The Colleges Partnership, attended for item 4, Fiona Chalk, External Board Reviewer attended for item 8</i>

	Minute	Action
2022-23 5/1	Apologies for absence	
	Apologies were received from Harry Adam and Cathryn Giles. Clive Barker gave apologies for Friday 19 May.	
2022-23 5/2	Declarations of interest	
	None	
2022-23 5/3	Chair's opening remarks	
	Martin Clark welcomed everyone to the short Board meeting at the start of the annual awayday and dinner, with the opportunity the time that evening and the day tomorrow provided to discuss key developments for the college as well as a chance to get to know each other better. He was delighted to welcome all the members of the Senior Leadership team who were joining them for the evening and tomorrow's strategy discussions.	
2021-22 5/4	Information item on The Colleges Partnership	
	Tony Basham, Chief Executive of The Colleges Partnership joined the meeting and gave a lively and helpful presentation. He reminded governors about the company structure which was a joint venture between this college and Bridgwater and Taunton College, with senior managers from each as company directors and its primary purpose which was to provide apprenticeships to the military. Latterly the company had also become involved in end point assessment for apprenticeships for the military and was intending to widen that offer to others. Tony spoke about the nature and spread of the apprenticeships	

	<p>offered and recent contract successes for the future which positioned the company very well for growth and a healthy income stream. Current performance however was impacted by current pauses in apprenticeship programmes due to the Army being called to train for public service coverage during recent or anticipated strike action or in training service personnel from Ukraine. In addition, Gurkha service personnel who were anticipated on arrival in the UK to require English development, were often found to be at higher skills levels and thus did not need the training envisaged.</p> <p>Governors asked a number of questions and thanked and congratulated Tony and his team on the contribution made to the college's income and the ongoing contracts showing a healthy picture into the future.</p>	
2022-23 5/5	Governance matters	
	<p><u>Appointment of Office holders from 1 August 2023 and link governors</u></p> <p>A report concerning the appointment of office holders and proposals for link governor roles had been circulated previously.</p> <p>Jenny Davies had indicated her willingness to serve as a Vice-Chair from 1 August 23. It was noted that two positions were routinely available for Vice-Chair and that in taking up the position of Chair from 1 August 23, Carlton Brand would be relinquishing his position as Vice-Chair.</p> <p>Governors considered the appointment to the position and it was unanimously AGREED that Jenny Davies be appointed as a Vice-Chair from 1 August 2023. Another vacancy as Vice-Chair would remain available should any other governor wish to put themselves forward.</p> <p>Paul Fox had indicated his willingness to take the post of Chair of the Finance and Resources Committee with effect from 1 August 2023 and it was unanimously AGREED that he be appointed.</p> <p>Proposals concerning link governor positions were considered and the following appointees to the roles were AGREED:- Katie Walker – Quality (as part of role as Chair of Quality & Standards Cttee) Paul Fox – Finance (as part of role as Chair of Finance & Resources Cttee) Brian Humphreys - Safeguarding and Residential Lucy Townsend – SEND (and Inclusion) People – Harry Adam HE – Mags Patten Land-based – Philippa Gray</p> <p><u>Meetings calendar 2023/24</u> The final meetings calendar for the 2023/24 year having been subject to final checks was AGREED.</p>	
2022-23 5/6	Date of Next Meeting and concluding items	
	<p>The final meeting of the year as the date of the next meeting was recorded as 11 July 2023.</p> <p>The Chair invited governors to participate in a quiz organised by the Principal/CEO and wished everyone an enjoyable evening dinner to follow.</p>	

	FRIDAY 19 MAY 2023 – Awayday	
2022-23 5/7	Welcome and introductions to the Day	
	The Chair welcomed governors and the Senior Leadership team to the day's discussions. He explained that the intention was to explore various key issues to help future decision making, but it was not the intention to take decisions during the day, other than to consider and approve the Accountability Statement	
2022-23 5/8	Feedback from External Board Review, discussion of recommendations and action planning	
	<p>Fiona Chalk, External Board Reviewer, was welcomed to the meeting and spoke to her report which had been circulated previously. She reported that the governance function was operating with considerable maturity and the Board provides effective contribution through the capability of its members, the work it carries out and the positive interactions within it and with the Executive Team.</p> <p>Fiona spoke about what is meant by good governance, commenting that this is cultivating the effective conditions for good decision making and much of this was based on asking good questions for clarification – to test the assumptions of management and potentially to add value. She suggested that governors consider at the start of meetings what they wanted to say, what they wanted to hear from others and what they wanted to achieve and then for this to be checked at the end of items/the meeting.</p> <p>A series of recommendations had been made – for consideration to improve governance further. Six related to helping improve board capability and the value add from governors, one concerned embedding the effective committee model of governance by expanding terms of reference to fit with key strategic priorities, seven related to increasing governors' knowledge and understanding of the college business and environment and their efficacy, two related to building upon current governor activity and develop more dynamic meetings and five related to supporting development of board dynamics and relationships.</p> <p>Fiona was thanked for her presentation and the detailed work she had carried out in producing her report.</p> <p>Governors were invited firstly to discuss the recommendations and decide which were their top three or five to be achieved. Following this another exercise took place to factor into discussions previous actions identified in the governance self-assessment action plan. All recommendations and priorities as identified in discussions were agreed to be considered by the Clerk and the Chair Designate to put together an updated action plan to be considered at the next Board meeting.</p>	Clerk/ Chair Designate
2022-23 5/9	Approval of Accountability Statement for submission to ESFA	
	<p>Following the comments made at the Board meeting held on 27 April, the Accountability Statement had been updated and developed further. The proposed final document had been circulated previously.</p> <p>The Deputy Principal Curriculum and Quality presented the key features of the Statement and reminded governors of the requirements for such a Statement and the processes that had taken place in college and involving governors to</p>	

	<p>develop it in response to the Local Skills Improvement Plan documents published at the end of March by Business West. Governors considered whether anything should be included which had been omitted; how it might assist with attracting future funding, noting that a corresponding local skills improvement fund (LSIF) was due to be set up; the extent to which it set actions and targets which the college would be required to deliver and the extent of discussion which had taken place with other providers. The conversations which had taken place with New College Swindon were noted, recognising that discussions had focussed on that college as they were the only other college in the LSIP area.</p> <p>Features from the work to produce an Accountability Statement were acknowledged:-</p> <ul style="list-style-type: none"> • The importance in recognising the digital cluster of businesses in Trowbridge and the surrounding area • The problems of rural transport and the consequential barriers to learning • The absence of education as an employer in the LSIP as a priority • Current year timing for this statement had created difficulties but in future years Heads of Faculty would build into their curriculum planning processes automatically • Greatest area of challenge was in response to Adult work. <p>Governors considered the Accountability Statement and subject to minor adjustments, AGREED that the Chair should sign the document and that it be submitted to the ESFA.</p> <p>Governors were reminded about the Annual Strategic Conversation process and the annual meeting which was due to take place in the following week. The contents of the college's Accountability Statement would be discussed at this meeting. The Chair noted that he was not able to attend the Annual Strategic Conversation but that the Chair Designate would do so.</p>	
2022-23 5/10	Strategy for Adult Education from 23-24	
	<p>A report had been circulated previously. The Vice Principal Skills and Student Experience gave a presentation to the meeting about the signs and possible future direction of adult budget funded delivery at the college including subcontracted work. Key considerations were:-</p> <ul style="list-style-type: none"> • Relatively static nature of Adult Education budget (AEB) and allocations to colleges over the last decade. This college's budget remaining around c£3.8m • Changes over this time to the qualifications and students eligible under this stream with removal of some categories eg those at levels 3 and 4 expected to obtain an Advanced Learner Loan • AEB currently funds quals at level 2 and below, levels 3 where 'free courses for jobs' apply or students aged 19 to 23 who do not have a full level 3 • Reduction of subcontracting reliance from 22 – 23 onwards to a maximum of 25% in the funding stream <p>Governors considered whether there should be a reduction of the college's subcontracting to below 25% of adult student numbers or whether an year's exemption should be requested, what the consequences were of not meeting</p>	

	<p>the overall allocations and what could be done to minimise risk whilst meeting ESFA subcontracting requirements.</p> <p>Governors discussed the overall AEB budget position and understood that there was a restricted market locally when the demographic position was examined. It was noted that maintaining some subcontracting was a preventative measure against other suppliers who might otherwise seek to take over the delivery. Reducing the overall allocation was not favoured and it was considered preferable to assume a level of underperformance in setting the budget. It was agreed that the approach should be to seek a years' dispensation for exceeding 25% of budget on subcontracting.</p> <p>It was recognised that there would be an opportunity finally to consider the approach to be taken in setting subcontracting policy and the overall budget at the July Board meeting.</p>	
2022-23 5/11	CONFIDENTIAL Residential and discussions on future strategy	
	<p>A report on the student residential facilities at Lackham and Salisbury had been circulated and a presentation was made to the meeting. The Deputy Principal Corporate Resources and the Executive Director Curriculum Chippenham and Lackham led the discussions. It was noted that taken together the residential facilities were loss making and the terms of the PFI type lease of the Salisbury accommodation were discussed. There was genuine scope for some of the Salisbury residential accommodation to be rented out to NHS students at the local hospital and governors agreed that this should be actively pursued.</p> <p>It was noted that fewer than half of the residential students at Lackham were land-based students, with most studying motor sport. It was decided that senior managers should be asked to continue their work to provide answers to the following questions, supported by statistical and financial analysis:-</p> <p>Should the college consider ceasing 16 to 18 residential provision? Should residential provision be considered at Lackham overall? Is an agri-business centre with associated residential space a serious future consideration?</p>	SMT
2022-23 5/12	CONFIDENTIAL Strategy for the Lackham Estate	
	<p>A presentation on the estate at Lackham was given.</p> <p>There followed discussion about the courses offered and the requirements for retaining land-based weighted funding. A key issue was the consideration of the size of the overall estate required for the future. Other strategy questions concerning the overall estate which would be the subject of a future proposal were agreed as follows:-</p> <ul style="list-style-type: none"> • Determining what size the farm and associated land should be, depending on whether it should be run as a commercial enterprise or as a teaching facility and what contribution the farm made to the college's reputational standing • Should there be future asset sales and to what extent – both to support any required farm redevelopment and to contribute to campus redevelopment at Trowbridge, whilst noting that any decision to sell 	

	<p>land should be considered in isolation and not on the basis of funding required elsewhere</p> <ul style="list-style-type: none"> • What appetite and requirements needed for a Lackham House Business Centre • Potential for construction relocation from Chippenham 	SMT
2022-23 5/13	CONFIDENTIAL Budget pay considerations	
	<p>The Principal/CEO informed governors about discussions with unions concerning pay principles for the 23-24 year and sought their views concerning priorities.</p> <p>In discussion it was agreed that a cost of living pay rise should be factored into the budget and this was a previous policy decision that a percentage pay rise should be included annually. The current modelling was at 3%. It was agreed that to weight payments to the lowest paid should be maintained as a principle. An incremental opportunity for Deputy Heads was supported in principle, as was moving to an incremental model for assessors, rather than the current complex performance related pay model. It was noted that all these features added substantially to the pay bill.</p> <p>These features would be taken forward as potential budgetary proposals.</p>	
2023-22 5/14	Reflections and Conclusions	
	<p>The Chair thanked the governors for their contributions to what he believed to have been a very successful awayday. He remarked that he had attended eight during his time as a governor and this had felt most productive in setting thinking for the future and in giving direction to the Executive. He encouraged the Board and the Exec team to continue the practice of a residential event annually if possible as this time for discussion and building board interaction was most valuable.</p>	