

Meeting/Committee	Corporation Board
Date of meeting	10 th July 2023 at 5pm

1	Welcome, introductions and apologies for absence	
	Attendees:	
	Janet Pryke Jason Austin Heather Barnett Jenny Worsdale Stephen Bulley Shirley Collier Carol Stanfield Margaret Cobb Debbie Marshall David Grimes Sharron Blackburn	Chair Principal/CEO Governor Governor Governor Governor Governor Governor Governor Governor

In attendance:

Maxine Bagshaw
 Phil Curtis
 Jayne Harthog
 Tracey Mace Akroyd

Director of Governance
 Executive Director of Finance & Estates
 Executive Director of Marketing, OD and HR
 Deputy Principal/CEO

	<p>Apologies for absence:</p> <p>Apologies for absence were received from Katie Asgari, Cath Mollart, Donna Clifford, Sally Gilbourn, Paul Lomas and Katie Curtis. Absent without apologies were Veronica McCoy and Amana Seyath.</p>
2	<p>Declarations of interest</p> <p>The Chair reminded everyone present to declare any interests that they may have on matters to be discussed. No specific declarations were made and standing declarations were noted.</p>
3	<p>Minutes of the meeting held on 22nd May 2023</p> <p>The minutes were reviewed and it was agreed that they were an accurate record of discussions.</p> <p>AGREED: to approve the minutes of the meeting held on 22nd May 2023.</p>

	There were no matters arising.
4	<p>Action progress report</p> <p>Board were happy to note the content of the updates provided. In relation to line 1 there was some discussion regarding the requested update to the HR Strategy. Executive Director confirmed that the strategy considered one year ago covered the period 2022-2027 and she also confirmed that a mid-year report for 2023 had been considered at the most recent Finance and Resources committee meeting. Board discussed the fact that the strategy and mid-year report were not in the same format and therefore it was agreed that an updated version of the strategy would be circulated, this is so that governors can compare 'like with like'. It was agreed that the Executive Director would circulate by email once the strategy document has been updated (Executive Director HR, OD and Marketing, September 2023).</p>
5	<p>CEO's update</p> <p>CEO provided a presentation and explained that a number of key updates would be provided today, including:</p> <ul style="list-style-type: none"> • Applications data • Strategy day update/capital funding • Curriculum developments • Dinnington site opportunity • Subcontracting and AEB allocations • Strategic priorities update <p>In relation to subcontracting and AEB allocations, CEO put forward the proposal that he be given delegated authority to agree subcontracting values if an additional amount is required. This is specifically for companies that the group already contracts with and where positive due diligence has been completed. This would be up to the £200k limit provided for him within the Financial Regulations. He indicated that this is so that the organisation can respond quickly and be more agile. Board were happy to support the proposal on the basis that this does not breach any of the subcontracting regulations. CEO confirmed that he would check this and clarify (CEO, July 2023). It was agreed that all subcontracting arrangements would still be reported through the Finance and Resources committee at each meeting.</p> <p>CEO provided applications data which was given on a group and individual site basis. Also provided was comparison on the prior year and a comparison of the May to June 2023 position. Key matters highlighted were:</p> <ul style="list-style-type: none"> • Group is +648 students when compared to prior year with +475 of these being study programme learners • Group is still down in relation to full time adult learners (-193). Assurance was provided that a lot of work is being done to improve the position and it was noted that part time learner numbers are up. • Indications are that the group should be up in terms of numbers but is still taking a cautious approach as numbers were also showing to be up in the previous year, but then enrolments didn't materialise. Group now has to work incredibly hard to convert applications in to enrolments. • May to June 2023 comparison includes all fulltime learners and not just study programmes. In addition to the numbers provided there is also internal progression. • Enrolments will start on GCSE results day

- Key indicators are positive including application numbers and open day feedback ,however there are risks in relation to students who have applied to more than one college.

T Level Capital Fund Wave 5 application – key matters highlighted were:

- Bid approved for North Notts Campus but not Rotherham Campus bid. Group has been allocated a grant of the lesser of £3,927,725 or 100% of the actual eligible project costs upon completion of the scheme. Group is responsible for covering the remainder of the project costs in line with the provider funding contribution of at least 0% of eligible T-level project costs. Funding will cover T Levels in construction, digital, education and childcare, engineering and manufacturing, hairdressing, barbering and beauty therapy and health and science. The grant has to be accepted by 31st August 2023. Plan is to discuss this in more detail at the first meeting of the Property Strategy Steering Group/Capital Project Steering Group. It does give the group a challenge in terms of spend and capacity. There is no flexibility regarding the site and therefore spend has to be the North Notts main site and cannot include NFPC.

In relation to the unsuccessful Rotherham Campus bid feedback was provided. The issue appears to be capacity and ability to deliver and potentially reaching the informal £15 million cap per provider. There will however be spend at the Rotherham Campus with post 16 capacity funding already confirmed.

Board were then provided with a summary of funding secured, including:

- Energy efficiency grant – end date for commitment is March 2025
- General condition improvement fund – end date for commitment is March 2025
- FE capital transformation fund – end date for commitment is March 2025
- HTQ – end date for commitment is March 2024
- RC Clifton Building (post 16 condition fund) - end date for commitments is august 2024
- NNC T Level TLCF – end date for commitment august 2024
- T Level SEA – any site – end date for commitment is December 2023
- Land disposal – no date dictated but group is working on the basis of less than 5 years taking the organisation to March 2028

By way of clarification it was confirmed that SEA refers to Specialist Equipment Allocation for T Levels.

Board were reminded of the estates discussions which took place at the June strategy day including:

- Rotherham Campus – preferred strategic option is vacating level 3 / 4 for sublet or mothballing. This would involve a proposed package of works.
- North Notts – preferred strategic option is vacating old B block for potential disposal, however board to consider whether this is sensible/feasible as there is some T Level funding available for this site.
- DVC – removal of TECH/HMV building

CEO confirmed that the proposal is to set up a Property Strategy Steering Group (or a group with another name) and he invited governors to consider draft terms of reference. He confirmed that this group would have a number of short-term priorities, including:

- Identifying membership
- Scheduling the first meeting
- Appoint architects and building company
- Agree strategic options
- Allocate remaining amounts of funding

	<p>Board were reminded that a plan is being developed over a 30 week timeline and that works need to start in October 2023 so as to be able to hit each of the deadlines. CEO confirmed that not all colleges have been successful in relation to bids submitted and therefore RNN should be really pleased with the successes, which total just over £16 million including land disposal.</p> <p>Board discussed the estates strategy which is scheduled for approval later in the meeting and the draft steering group terms of reference and feedback was provided on a number of aspects, including:</p> <ul style="list-style-type: none"> • Carbon literacy/environmental sustainability/net zero target to be included in the Estates Strategy alongside reference to the AOC climate roadmap. • Greg Bristol should be a member or invitee to the steering group to ensure that environmental sustainability options are always considered • It is important that the steering group does not roll on for too long and the suggestion was therefore to tie in its existence to the March 2025 deadline dates for commitment. This is when spend has to have been made or committed. • Build in some review points • Would be useful for this group to be able to link in to other committee discussions • In terms of membership, there are certain skills required including finance, estates and procurement. Suggested governor members were Debbie Marshall, Steven Bulley and Sharron Blackburn. • Bring in/co-opt expertise when and where it is needed • CEO to Chair the meetings • Meetings to be held virtually <p>It was agreed that the terms of reference would be updated in line with comments provided (Director of Governance, July 2023).</p> <p>CEO then provided an update on curriculum developments and confirmed that there were 3 new areas proposed, including:</p> <ul style="list-style-type: none"> • Aviation • Sport at North Notts and • Drones <p>AGREED to note the content of the update provided.</p>
<p>6</p>	<p>Dinnington Specialist Provision</p> <p>CEO advised that options are being explored in relation to the development of a specialist education centre on the site. Three options were presented on a diagrammatical basis, including:</p> <p>Option 1</p> <ul style="list-style-type: none"> • There will be certain criteria that the group has to meet • This option may potentially trigger an Ofsted inspection • Specialist education centre would be part of the groups provision • It would require FEC approval • Systems and procedures would need to be put in place • Quite a short timeline to set up <p>Option 2</p> <ul style="list-style-type: none"> • This is a partnership model with the Doncaster Deaf Trust • RNN Board would have very limited control • Staff and delivery managed by RNN group

	<ul style="list-style-type: none"> • Specialist services brought in by Doncaster Deaf Trust. They have the expertise • Systems and procedures would need to be established • 6-12 month timescale to set up • Option would have less risk as the group is working with an experienced partner <p>Option 3</p> <ul style="list-style-type: none"> • This involves RNN as an Academy sponsor, with the specialist education centre being established as a trust • It does allow for potential future growth • Possible financial support • Staff and delivery managed by RNN Group • Regional Skills Commissioner would need to approve with an estimated 12-24 month timeline • Systems and procedures would need to be established. <p>CEO confirmed that there was more work still to be done in terms of reviewing the options but that it would be helpful to have initial governor feedback. In general discussion there were a number of questions and/or observations, including:</p> <ul style="list-style-type: none"> • Number of students envisaged – CEO confirmed that it would be between 60 and 130 • What is the time requirement for each model. Governors agreed that they would like to receive a list of pros and cons for each option • What is the route for funding. CEO confirmed that it would be via a separate company and the entity is planned to have a different company number. • What is the age range of students? CEO confirmed that it is 14-19. • It is critically important that the education centre, if progressed, is financially viable • Staff will need to be careful that progressing any option doesn't take so much time and energy that it becomes a distraction. • Before considering option 3 in more detail CEO to obtain the initial view of the Regional Skills Commissioner. • CEO to provide an options analysis and appraisal. This is to include a list of potential implications and/or repercussions (CEO, October 2023). <p>AGREED: to note the content of the update provided.</p> <p>Boards attention was then drawn to the strategic indicators/KPIs and the 2022/23 updates. Challenge from the board was in terms of executive leadership confidence that measures are in place to address the red performance areas and ensure that the amber performance indicators do not turn red. Each was considered in detail and board were happy with the explanations provided.</p>
<p>7</p>	<p>Discussion items identified by committees</p> <p>Committee Chairs highlighted a number of aspects, including:</p> <ol style="list-style-type: none"> 1) <u>Search and Governance</u> <ul style="list-style-type: none"> • Summary and minutes of the meeting which took place on 5th June 2023 were noted • Proposal is to commission Ian Ashman to undertake the required external governance review in the autumn term. Board were happy to approve. • There is one external governor vacancy following the resignation of Monika Rodzos in June 2023 • Succession plan is required for the roles of Board Chair, Finance & Resources Committee Chair and Audit & Risk Committee Chair

- Student governor recruitment to take place in the autumn term
 - Recommendation is that committee membership roll forward unchanged in to 2023/24
 - Recommendation is that governor links in the main roll forward unchanged in to 2023/24
 - No proposed changes to the committee terms of reference
- 2) Audit and Risk
- Chairs summary and minutes of the meeting which took place on 14th June 2023 were noted
 - Subcontracting self-assessment and audit completed and an action plan is now being created
 - A disappointing follow up audit report with a number of estates actions still identified as not progressed. RSM are coming back to undertake a second follow up review and the planned date for this is 27th July 2023. One member of the committee suggested that the meeting minutes did not accurately capture the issue discussed and therefore it was agreed that the Director of Governance would review and update where required. It was explained that the issue for the committee was the fact that required information sat with one person and, because they were absent at the time of the audit, it wasn't possible to confirm and evidence actions had been completed. There are some systems and processes lessons to be learnt with a need for much broader accessibility. Staff confirmed that this is being addressed.
 - Deep dive reports to be provided at each meeting in 2023/24. This will allow the committee to better understand the highest risk areas that appear on the register. Risk owners will be invited to relevant meetings to enable Q&A.
 - IT and Digital Strategy is being updated and will come to the board in the autumn term
 - Committee is to have a greater focus on timely completion of audit recommendations/management agreed actions next year
 - New internal auditors start their contract with the college next academic year
 - Committee considered the external audit plan proposed by Kavanagh Kelly. It builds upon their first audit completed in 21/22. Committee is happy to recommend for board approval. Board approved.
 - Risk Management – still more work to do to embed across the organisation
 - Board considered risk appetite in more detail at the June strategy review day
 - Opportunities register was shared and considered for the first time
 - Committee is not proposing any changes to the terms of reference
 - Committee is to try and source an alternative co-optee with audit/risk experience for next academic year
- 3) Finance and Resources
- Copy of the chairs note and detailed minutes of the meeting held on 27th June 2023 were noted
 - Key areas of focus were:
 - AEB
 - 23/24 budget
 - Estates and
 - HR midyear review
 - There are no proposed changes to the committee terms of reference
- 4) Quality and Standards
- The chairs summary and detailed minutes of the meeting held on 26th June 2023 were noted
 - Committee specifically looked at:
 - EDI data
 - Curriculum strategy

	<ul style="list-style-type: none"> - Applications and enrolment - Apprenticeship provision. There was also an apprenticeship impact task and finish group meeting on the same day - HE – this is an area that requires a strategic review. Question from one governor was whether HE numbers are down generally. It was confirmed that colleges are struggling and not just RNN, with universities competing more now for student numbers. <p>One governor asked what sits behind the retention challenges highlighted and discussed. Staff confirmed that retention and attendance are areas of focus with no one single issue. There are various reasons for student withdrawal including going in to employment and some are just not able to cope with the work required. Staff confirmed that there is no one single factor and therefore the college needs to look at multiple ways to support. Question and challenge from the board was whether or not there are lessons to be learnt now so as to avoid similar issues when T Levels start. Staff provided assurance that teams have been established so that students can easily be identified where they are not where they should be and the intention is for more pastoral support to be put in place. Staff expressed the view that retention has held up towards the end of the year and that there are no particular patterns for those who have left.</p> <p>AGREED: to note the content of the update provided.</p> <p>Boards attention was drawn to the proposed changes to the Quality and Standards committee terms of reference and all were happy to approve as presented.</p>
<p>8</p>	<p>2023/24 Budget and 3 year Financial Forecast</p> <p>The Executive Director of Finance & Estates presented the proposed budget and 3 year financial forecast and it was acknowledged that there had been significant debate in relation to it at the most recent Finance and Resources committee meeting. Key matters highlighted were:</p> <ul style="list-style-type: none"> • Page 2 sets out the budget setting KPIs. Group has met all but two, these are <ul style="list-style-type: none"> - Class size average - EBITDA/depreciation • Pages 12 and 13 provide the sensitivity analysis • Group is likely to slip in to 'inadequate' financial health calculation in 2022/23. This will be effective in December 2023 when the yearend accounts have been audited. <p>Challenge from one governor was that the figures provided on pages 3 and 8 are not the same. It was explained that there are slight differences and an example given was that page 8 information includes bursaries.</p> <ul style="list-style-type: none"> • Staffing percentage is 64%. Board acknowledged that this was low compared to some other colleges and therefore questioned whether the organisation is cutting back too far and leading to a negative impact. Executive Director confirmed that this figure is what is needed for curriculum delivery and he reminded that the group has benefitted from a boost in funding. • When discussing non-pay costs detailed on page 6, challenge from governors was whether or not there is a formal cost improvement plan in place that can be monitored and tracked. Executive Director indicated that one does not already exist but confirmed that one could be introduced and developed (Executive Director Finance & Estates, September 2023). • 'other income' - this tends to be money in and money out and therefore it is not provided for

	<p>AGREED:</p> <ul style="list-style-type: none"> a) To approve the 2023/24 budget and 3 year Financial Forecast as presented b) Note the budget differences since the modelled position in November 2022
<p>9</p>	<p>Estates Strategy</p> <p>The Executive Director Finance & Estates presented the updated strategy document and a summary of options. He confirmed that a lot of work has been done in the last few months to work out what the organisation has, priorities and also fully understand the curriculum needs. Board acknowledged that there had been an opportunity for really helpful debate at the June strategy day and they noted the spend deadlines shared. One governor asked whether there are any implications to learners to consider and also whether there are implications of not spending by the deadline date. Executive Director confirmed that the group has to have 'committed spend' by the deadline date rather than having to physically pay out. Board were given assurance that all options will be considered with the aim of being to mitigate any learner disruption.</p> <p>When considering the strategy, challenge from one governor was that the group needs to have a stronger commitment to meet the AOC roadmap including setting a net zero target. Governors all agreed that they would want assurance that every option includes a green/net zero consideration. Board all agreed that it was important to keep talking about this so that it has the right level of focus.</p> <p>Board all agreed that they were really pleased to see how the strategy has developed and were therefore happy to approve, subject to the addition of environmental sustainability considerations. It was agreed that the Capital Projects Steering Group would have greater oversight of strategy implementation on behalf of the full board.</p> <p>AGREED: to approve the estates strategy as presented.</p>
<p>10</p>	<p>Capital Projects Procurement</p> <p>Executive Director Finance & Estates presented his written report and referred back to the challenges associated with the spend deadlines. He put forward the proposal that Lindons be engaged. He explained that they have been identified as a preferred contractor using the PAGABO framework. In addition to this, the proposal is to appoint STEN architects. He reminded that time is of the essence and provided assurance that Lindon will obtain 3 quotes if they are looking to subcontract any aspects to ensure there is value for money.</p> <p>AGREED: to approve the contractor and architects as proposed.</p>
<p>11</p>	<p>Matters considered by committees that require approval</p> <p>Governors attention was drawn to the numerous items.</p> <p>AGREED to approve</p> <ul style="list-style-type: none"> a) External governance review arrangements for 2023/24 b) Committee membership for 2023/24 c) Committee terms of reference for 23/24 <p>When considering the remit of the Quality and Standards Committee a request agreed was that sustainability within the curriculum be provided as part of the quality deep dives.</p>

	<p>d) The external audit plan for 2022/23 e) The updated AEB strategy as presented (including Subcontracting Fees and Charges Policy) f) The Curriculum Strategy g) The content of annex B to the Scheme of Delegation h) The policies as presented:</p> <ul style="list-style-type: none"> - Staff and Learner Acceptable Use - Information Security Systems Update - Preventing Hidden Labour Exploitation - Anti-Slavery Statements <p>Suggestion from the board was that governors need to be referenced as well in the Staff Acceptable Use Policy.</p> <p>Request from the board was that all documents provided for approval, if they are an update. are to be provided with track changes.</p>
12	<p>HE Fees 2024/25</p> <p>Executive Director Finance & Estates introduced this item and confirmed that staff are not proposing to change the fees and it was explained that there is a window within which changes have to be made. He confirmed that staff are looking at how HE bursary funds are paid to ensure that they underpin and support where needed. Board were advised that the organisation is at the bottom of the range of fees charged and that this helps to prevent exclusion on the basis of finances/affordability. That said, numbers are still declining and therefore there is a need to dig a bit deeper in relation to the options going forward.</p> <p>AGREED: to note the content of the update provided.</p>
13	<p>Committee meeting minutes and Chairs reports</p> <p>AGREED: to note the content of each of the Chairs summary reports together with</p> <ul style="list-style-type: none"> • Search and Governance meeting minutes 1st June 2023 • Audit and Risk meeting minutes 14th June 2023 • Quality and Standards meeting minutes 26th June 2023 • Finance & Resources meeting minutes 27th June 2023.
14	<p>Key documents</p> <p>These were presented for information and the board were happy to note the content of:</p> <ul style="list-style-type: none"> • Strategic Risk Register • May 2023 Management Accounts • Safeguarding, Prevent and EDI report • Opportunities register • <p>When considering the Risk Register, one governor noted that there were a number of actions due to be completed on the 30th June 2023 and they queried whether this timescale had been met. It was agreed that the Executive Director Finance and Estates would circulate an updated version of the document (Executive Director Finance and Estates, July 2023).</p>
15	<p>AOB</p> <p>There were no items of additional business.</p>

15	Date and time of next meeting This was confirmed as Thursday 12 th October 2023 at 5pm. It was agreed that this would be an onsite meeting given that it is likely to be the meeting observed in person by Ian Ashman.
16	Confidential items It was agreed that confidential items would be recorded on a separate basis. Meeting closed at 7.10pm.

Signed _____ Chair

Date _____