

Corporation Board

Monday 5 February 2024 17:00-19:00 via google meet

Attendees:	Janet Pryke (Chair); Jason Austin (CEO); Katie Asgari (Staff Governor); Heather Barnett; Sharon Blackburn; Stephen Bulley; Margaret Cobb; Donna Clifford; Shirley Collier; Sally Gillborn; David Grimes; Paul Lomas; Debbie Marshall; Jennifer Worsdale; Student governors: Aimee Wilson; Daniel Gregory
In attendance:	Tracey Mace-Akroyd (Deputy CEO); Phil Curtis (Executive Director Finance and Estates); Jane Hartog (Executive Director Marketing, HR and OD); Sarah Connerty (interim governance advisor and notetaker)
Apologies:	Shirley Collier; Margaret Cobb; Katie Curtis (resigned); Stephen Bulley; Cath Mollart (Executive Director Corporate Services and Strategic Planning)

	Item	Action
0	<p>Appointment of Student Governors AGREED: The Board approved the appointment of Aimee Wilson and Daniel Gregory as Student Governors.</p>	
1	<p>Welcome, introductions and apologies The Chair welcomed the Student Governors to the Board and colleagues introduced themselves. Apologies were received from Shirley Collier; Margaret Cobb; Stephen Bulley and Cath Mollart (Executive Director Corporate Services and Strategic Planning). Katie Curtis has resigned from the Staff Governor role and the Board thanked her for serving almost 4 years as Staff Governor. The Board sent condolences to the family of Veronica de Bruce McCoy who served as a governor almost 4 years, and acknowledged the work and commitment Veronica gave to the Group and the Board.</p>	
2	<p>Declarations of interest The Chair reminded everyone present to declare any interests that they may have on matters to be discussed. The interim governance advisor declared an interest in item 12 – Director of Governance recruitment. Standing declarations were noted.</p>	
3	<p>Minutes of the meeting held on 11 December 2023 AGREED: The minutes of the meeting held on 11 December 2023 were agreed as a true and accurate record. 3.1 The notes of the 23 January 2024 Board strategy day were noted.</p>	
4	<p>Written resolution passed on 19 December 2023</p>	

	AGREED: The Board ratified the written resolution on the approval of the loan agreement between RNN Group and the National Fluid Power Centre (NFPC)	
5	<p>Matters arising The majority of items have been actioned or are on the agenda.</p> <p>Ongoing actions:</p> <p>Action 4 – The ED Corporate Services and Strategic Planning will provide a summary of audits carried out, assurance on the income streams and how it is checked off with good controls and checks for the Audit Committee this month</p> <p>Action 9 – Admissions Policy – the Director of Marketing and Learner Recruitment is taking forward the revisions proposed by the Board, subcontracting learners are being included and the policy will be cross referenced with the subcontracting policies.</p> <p>The Director of Marketing and Learner Recruitment and the ED Marketing, HR and OD as responsible persons for ONS compliance will report into the Audit Committee.</p> <p>Action 10 – Support for Continuing Studies Policy - the Board asked for feedback on its impact. It is too early to see any returners to study. ACTION: The DP CEO noted that a small number of students had been implemented under the policy following Attend to Achieve meetings and impact will be reported on after Easter.</p> <p>Action 11 – Rawmarsh Road – The ED Finance and Estates to provide the Board with a report on options and any adverse impacts from terminating the lease in January 2024 – ACTION: The ED Finance and Estates reported that there has been no response from the landlord around remedial works and he will follow up and report back.</p>	<p>ED CS&SP</p> <p>ED HR/Dir M&LR</p> <p>DP CEO</p> <p>ED Estates</p>
6	<p>CEO report</p> <p>1. Applications and Enrolments</p> <p>The CEO presented the latest figures as compared to the same point last year:</p> <ul style="list-style-type: none"> • Study programme numbers are up by 459, with an increase at Rotherham and North Notts College (NNC) and a decline at Dearne Valley College (DVC). • Adult applications have increased at all sites. • HE applications are down and this is a trend across the FE sector. • Part time programmes have increased numbers, with the exception of DVC • Overall there has been an increase of 26% at NNC, 28% at Rotherham College, a decline of 18% at DVC and an overall 19% increase in applications. <p>There are strategies in place to move forward applications at DVC and a HE strategy is reviewed to increase HE numbers.</p> <p>One governor questioned how the Group is managing with the DfE withdrawal of funding for provision that overlaps with T levels and what the strategy is for those students who don't have the entry requirements for T levels. The Deputy CEO explained that the Exec are looking at this through curriculum planning and looking at options for T levels and different types of</p>	

	<p>curriculum. Information is changing week by week and it is a watching brief to see what can be offered and an alternative to T levels. There is no definitive answer yet but there is a lot of focus.</p> <p>The new quals are coming through in 2025. The Exec is looking at creative curriculum planning for a year for a cohort of learners who do not meet the prerequisites for T Levels.</p> <p>AGREED: The Board will be kept updated on the curriculum plan, and risk areas around changes to qualifications, which will be pulled together by the end of February.</p> <p>Colleges received a letter from the Secretary of State last week to say that Hairdressing, Barbering and Beauty Therapy T Levels will now be reshaped and launched after 2025. The Group has had funding as part of a North Notts bid so will continue to develop resources. It was noted that Hair and Beauty Therapy will not be combined.</p> <p>The ED Finance and Estates reported that he is re engaging with curriculum staff to ensure the plans are still relevant and the activities will support learning.</p> <p>2. Board Strategy Day and KPIs</p> <p>The CEO reported that it was agreed at the strategy day that today’s agenda would give allocated time for a discussion to feedback on progress since the strategy day.</p> <p>People Strategy</p> <p>The Chair of Finance and Resources and CEO have met with the ED Marketing, HR and OD to update on the strategy day and feedback and there is a meeting tomorrow to take forward work on the strategy and KPIs. Progress will come back to the next Finance and Resources Committee prior to the Board.</p> <p>People and place KPIs</p> <p>Work has taken place since the strategy day and the CEO presented for governors as draft examples noting these would be developed in terms of being SMART:</p> <ul style="list-style-type: none"> • Stakeholder evaluation – good or better stakeholder feedback on RNN meeting organisation needs. Create and survey a Stakeholder Engagement Group • Staff recognition/Awards – celebrate staff through termly events and an end of year celebration • Employer involvement in curriculum/employer academies - % of curriculum that have employer academies by July 2024 and % of areas that link with relevant employers to plan the curriculum • Reduced staff turnover – staff turnover to reduce by % compared to 2022-23 • Staff survey feedback – Good or better staff feedback and take action on feedback. <p>Quality of Education KPIs</p> <p>The DP CEO noted that further conversations and a review of the feedback from the strategy day has taken place. Discussions to date include using:</p>	Deputy CEO
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- **Overall quality of education** as Good and push for two Outstanding areas
- **Strong contribution into skills judgement**
- **Maintain at least silver in the Teaching Excellence Framework (TEF)**
- Capitalise more on 3 year trends and improve on previous years
- **E&M** learners to improve by at least 1 grade
- **EDI** - no significant gaps
- **Improve attendance** without setting a target of 90%
- T&L has the most areas to cover and there was a discussion about how that can be measured. One of the most difficult areas is around reviewing professional standards, exploring innovation sharing and assisted technology and CPD. There was very little feedback from the strategy day and SLT on this area
- **Stakeholder satisfaction** – 80% completion rate of any surveys, 90-95% level of satisfaction

Finance

The ED Finance updated on discussions at the strategy day which are being progressed and include:

- **Application data and potential income streams** which will be reviewed alongside demographic data. HE is the challenging area at present
- **Risk** and how to set KPIs on risk. One suggestion is to enable governors to understand and manage the risk appetite across all committees
- **Internal audit reports** - most come with a RAG system for outstanding items to be implemented and this could include a KPI on completion dates for actions. The Chair of Audit and Risk Committee suggested looking at the overall improvement in assurance levels in internal audit as well as individual actions and including a KPI on improved audit opinion

Innovation and growth

The CEO reported that the ED Corporate Services and Strategic Planning is setting up an AI working group to look at how the technology can be utilised across the curriculum.

People and Place

(Donna Clifford left the meeting -17.29)

The CEO noted that this area will be progressed alongside the outcome from the People Strategy and will focus on areas that came through strongly at the Strategy day. The Chair of Finance and Resources Committee reported that a key focus from the Strategy day and the last Committee meeting was around looking at the impact on learners from what we are doing. The idea is to draw links to bring KPIs together and integrated, i.e. the number of staff in an area and results.

The Vice Chair agreed that a focus on the impact on learners for all actions and KPIs is important.

At the Strategy day it was agreed that **stakeholder engagement** is a cross group theme. The Exec have looked at this and are proposing a stakeholder

	<p>matrix which will look at different stakeholders for different stages of the Group’s journey, who they are, what is the importance of the relationship and who is the key person in the Group working with them. It was agreed that the work around the strategy and the KPIs is moving in the right direction.</p> <p>The CEO noted that:</p> <ul style="list-style-type: none"> • the Annual Strategic Review will take place on the 11 March 2024 and include the Chair of the Board and the Exec. • Further information has been requested from the auditors which may start to progress the Group coming out of Post Intervention Monitoring and Support (PIMS) <p>ACTION: The Board will be kept updated on both items.</p>	CEO/gov
7.1	<p>Search and Governance Committee Committee Chair’s report of the meeting held on 11 January 2024 (see report for full details) The Chair reported that the Committee considers membership and succession planning as a standing item. The focus has been on the Chair recruitment and discussions around internal and external recruitment. This had been discussed with the ESFA at the last PIMS meeting around external recruitment and following internal interest in the role will be considered further at item 11 alongside a recommendation to update the Instruments and Articles of Government and Appointment Policy for Chair and Vice-Chair appointments. At item 12 the Committee will report on the progress to recruit a new Director of Governance. The Committee reviewed upcoming items to review around the governance framework, including the new AoC governance code and these will come to the next meeting in May.</p>	
7.2	<p>Finance and Resources Committee Committee Chair’s report of the meeting held on 16 January 2024 (see report for full details) The Committee Chair reported that the Committee is moving the focus of agendas to look at all resource areas. This meeting had a substantive item on the People and HR strategy and further work is taking place tomorrow with the ED Marketing, HR and OD following input from colleagues at the strategy day. The next Committee will continue to focus on the People and HR strategy and look further at KPIs and receive an item on technology and IT. The Director of Adult Education and Contracts presented to the Committee on subcontracting and the Group’s £6.79m allocation remains on track to achieve. The Committee had requested that the finances are consistent between the two reporting periods for management accounts and subcontracting and this has been actioned. A risk around this area is the Group’s own internal recruitment around planned versus actual and for the £3.4m to be realised. January recruitment is the risk area and any shortfalls are mitigated by short programmes and distance learning.</p>	

Finance report and management accounts November 2023

The ED Finance and Estates noted that this has been a short reporting cycle to the Board and there are no significant changes to report. Updates include:

- a section has been added around compliance, currently there are lots of returns on a regular basis with the next update on Wednesday
- The T Level Special Equipment Allocation (SEA) has been delayed and an extension has been granted to spend the money
- The first test of the new bank covenants will be completed this week and there is assurance there are no areas of concern
- Cash flow has been separated out into revenue and capital in the reporting.

Risk register

The ED Finance and Estates reported that risk register has been updated for finance, HR, Estates and IT. Exec colleagues are continuing to look at areas of risk and updating across the organisation.

Treasury Management Policy and Reserves Policy

The ED Finance and Estates reported that there are no significant updates to either policy. The Treasury Management Policy has been updated so that cash held moves from a minimum of £1m to £2m to safeguard the paying of wages. There are no known risks and it is a contingency measure.

AGREED: The Board approved the Treasury Management Policy and Reserves Policy

Dinnington campus update

The ED Finance and Estates noted that there is a potential meeting on Wednesday to talk about land value with and without planning permission.

The ED Finance and Estates and Chair of Finance and Resources Committee reported that the working group had met to consider the future of the site. It brought to the last Finance and Resources Committee the proposal to proceed with options to dispose of the site including E block. Considerations include:

- The viability of the site compared to learner numbers. The Deputy CEO confirmed that there are opportunities to bring learners to alternative provision at DVC as there is the space and land available
- Sale of the site with or without planning permission in place
- The Council would be in direct competition with the Group's curriculum if they took over the site
- Legal advice is needed on whether caveats can be added around what the building is to be used for going forward
- The ESFA and FEC have been consulted for views and they would not intervene in any matters of disposal or demolition. There is a check going on to make sure the Group did not receive grant funds for the building
- A pre application enquiry has been put in about redeveloping the site for housing. Part of the site could be retained for educational purposes

	<ul style="list-style-type: none"> The Group has been approached by housing developers. From an access point of view retaining part of the site presents problems with a road between two parcels of land if E block was retained <p>The Board thanked the ED Finance and Estates for the update.</p> <p>AGREED: The ED Finance and Estates to bring an options appraisal paper to the Board around disposal of the site.</p>	ED Finance
7.3	<p>Capital Projects Steering Group</p> <p>Project manager’s report of the meeting held on 26 January 2024 (see report for full details)</p> <p>The CEO reported that there is strong progress on the programme which is on track to complete for 2024-5 in terms of budget and time.</p> <p>There have been some unexpected areas of delay and cost, in particular the types of asbestos found on site, costs for roofing and poor IT infrastructure. The Pit Stop, HTQ Medical and Animal Care works are all completed and have provided great spaces for learners and staff.</p> <p>Working is ongoing at Clifton and at NNC and the bulk of this is T Level project work and there is pleasing progress to date.</p> <p>The project manager reports to the Exec team every 2 weeks and the VP Curriculum attends meetings to ensure the estates works are triangulated between the Estates team, Exec and the curriculum.</p> <p>One of the governors agreed it had been a positive update at the meeting with works continuing well and to plan.</p>	
7.4	<p>Quality and Standards Committee</p> <p>Committee Chair’s report of the meeting held on 31 January 2024 (see report for full details)</p> <p>The Chair reported that the Committee had a detailed discussion on the HE Self Evaluation document (SED). The focus is on the quality, as opposed to the declining numbers, and this is good. The HE provision received a silver award from the Teaching Excellence Framework (TEF) which is excellent. Safeguarding measures are strong and compliant and the report is included in the meeting papers for governors. The Group continues to support a large number of students with mental health issues.</p> <p>The Group is involved in supporting unaccompanied refugees from 17 different local authorities.</p> <p>The Committee reviewed the Careers Education, Information, Advice and Guidance Strategy and provided feedback and further governor input has been received and passed to the Deputy CEO. The Deputy CEO noted that because of the timing between meetings the report is presented in draft and further updates have been proposed by the Exec to make the content more focused around adults. Exec are working with the VP Curriculum to make changes to ensure it is inclusive and accessible and targets link with EDI to shape the document into a firm strategy. ACTION: The CEIAG final strategy will come back to the Quality and Standards Committee and the Board.</p> <p>The Committee received reports on each areas of the curriculum and discussed the risks around the Quality Improvement Plan including improving attendance rates and the new English and maths model that rolled out in January 2024 and the challenges and changes to delivery.</p>	Deputy CEO/gov

	AGREED: The Board approved the HE Self-Assessment Document (SED)	
8	Committee minutes are available online for governors	
9	Any other items of urgent business Governors are invited to attend the staff well-being conference (DV) and the Quality conference (Rotherham) on 9 February 2024	
10	Date of next meetings: The Chair noted the meeting dates and reminded the Board that the next meeting will be in person at the National Fluid Power Centre. Colleagues have been invited many times to the centre and it is well worth a visit. <ul style="list-style-type: none"> • Monday 25 March 2024 at The National Fluid Power Centre • Monday 20 May 2024 venue tbc • Monday 8 July 2024 venue tbc All meetings start at 17:00 (Exec members departed)	-
11	Chair and Vice Chair succession planning The interim governance advisor reported as follows: <ul style="list-style-type: none"> • The terms of office for the Chair and Vice Chair expire on 31 August 2024. The Chair has confirmed that she will step down as Chair of the Board at the end of this term of office • The Search and Governance Committee took forward discussions in January and are keen to run a thorough and robust process • A call for expressions of interest has gone out to current governors for both roles and there has been interest • The Vice Chair role is an internal appointment managed through the Search and Governance Committee with approval coming to the Board. It was agreed that this would come to the May Search and Governance Committee for recommendation for approval. The Vice Chair appointment to be taken after the Chair appointment to allow the new Chair to be fully involved in the process • The Chair role is one of the most important in the Group alongside the CEO. A thorough, open and transparent process should be undertaken to appoint a new Chair with the opportunity for staff and students to feed into the process • The appointment alongside a new Director of Governance is also a rare opportunity to look at both roles to see what the Board and Group need from their governance function into the future. <p>Governors considered and agreed the following updates to process:</p> <p>The selection panel</p> <p>It was agreed the panel would be made up of up to 4 independent governors and one external member. The FEC team have offered to be involved but this is up to the Board and it could be another stakeholder. This will be taken forward by the selection panel. The panel was agreed as Shirley Collier, Stephen Bulley, David Grimes, with the CEO and an external panel member tbc. Support will be provided by the ED Marketing, HR and OD and the interim governance advisor for HR and governance advice. [after note: Margaret Cobb agreed to join the panel outside of this meeting]</p>	

	<p>It was agreed that there would also be a student and staff panel which the staff and student governors could be involved in.</p> <p>External advert</p> <p>The Board considered and agreed with the Committee’s recommendation to move to an external advert for the Chair recruitment. A relative campaign based on current interest would be run with adverts on LinkedIn and the Group website. There is also the opportunity to post on the AoC Chair’s site.</p> <p>AGREED: The Board considered and approved an update to the Instruments and Articles for an external advert to go out when recruiting a new Chair of the Board.</p> <p>Instrument 6 to read:</p> <p><i>(1) The members of the Corporation shall appoint a Chair and a Vice-Chair</i></p> <p><i>(9) The Board will go to external advert when the position of Chair becomes vacant due to the resignation of the Chair or at the end of the Chair’s tenure.</i></p> <p>AGREED: The Board approved an update to the Appointment Procedure for the Chair and Vice Chair to include external advert for recruitment of the Chair and details of the appointment process.</p> <p>Paragraph 4 to read:</p> <p><i>The Board will go to external advert when the position of Chair becomes vacant due to the resignation of the Chair or at the end of the Chair’s tenure.</i></p> <p>New section in final paragraph:</p> <p><i>For the Chair of the Board shall:</i></p> <ul style="list-style-type: none"> • <i>Appoint a selection panel consisting of up to four independent governors and include the CEO and an external member</i> • <i>Arrange meetings with stakeholders (to include staff and students) to contribute to the process</i> <p><i>The members of the selection panel shall:</i></p> <ul style="list-style-type: none"> • <i>Decide on the arrangements for selecting the applicants for interview;</i> • <i>Interview the applicants;</i> • <i>Where they consider it appropriate to do so, recommend to the Board for appointment one of the applicants they have interviewed.</i> <p><i>The Board will have final approval of appointment of Chair and Vice-Chair.</i></p> <p>The proposal is to start the process for appointment of the Chair asap to give plenty of time for appointment, handover and to allow the new Chair designate to be involved in the recruitment of the Vice-Chair.</p>	
12	<p>Director of Governance recruitment</p> <p>Confidential item.</p>	
13	<p>Confidential (private) minutes from the meeting held on the 20 November 2023</p> <p>AGREED: The confidential (private) minutes of the meeting held on 20 November 2023 were agreed as a true and accurate record.</p>	
14	<p>Confidential (commercial) minutes from the meeting held on 11 December 2023</p>	

	AGREED: The confidential (commercial) minutes of the meeting held on 11 December 2023 were agreed as a true and accurate record.	
15	Confidential (private) minutes from the meeting held on 11 December 2023 AGREED: The confidential (private) minutes of the meeting held on 11 December 2023 were agreed as a true and accurate record.	
16	Search and Governance Committee Remuneration items from 11 January 2024 Confidential item.	

Meeting closed: 19.02