

# Minutes

## Corporation Board

Wednesday 22 October 2025 16.30-18.30

University Centre Rotherham, Seminar Room U115/116

<b>Membership:</b>	Paul Lomas (Chair); Jason Austin (CEO); Katie Asgari; Simon Ashton; Stephen Bulley; Margaret Cobb; Donna Clifford; Shirley Collier; Debbie Marshall; Kay Mulcahy; Fedora Igwe; Alan Srilachai; Carol Stanfield; Ian Sutherland; Hayley Tingle; Louise Woodcock; Sohil Zokari
<b>Attendance:</b>	Tracey Mace-Akroyd (Deputy CEO); Phil Curtis (Executive Director Finance and Estates); Jane Hartog (Executive Director Marketing, HR and OD); Cath Mollart (Executive Director of Strategic Planning and Corporate Services); Sarah Connerty (Director of Governance and minutes)

	Item	Action
1	<b>Welcome, introductions and apologies</b> The Chair welcomed colleagues to the meeting. Apologies received from Fedora Igwe, Louise Woodcock and Tracey Mace-Akroyd. Debbie Marshall did not attend the meeting.	
2	<b>Declarations of interest</b> Declarations received: Item 11 – SPHs and approval of targets. Item 12 – Sohil Zokari and Ian Sutherland for change of Committee.	
3	<b>Minutes of the meeting held on 25 June 2025</b> <b>RESOLVED:</b> The minutes of the meeting held on 25 June 2025 were agreed as a true and accurate record.  The notes from the Board Strategy Day held on the 23 September 2025 were received.  The following written resolutions were ratified: 1. Use of the Group seal – 3 September 2025 2. Governor renewals – 6 October 2025 3. One off non-consolidated pay award for Senior Post Holders – 6 October 2025	
4	<b>Matters arising</b> The majority of items are completed or included on today's agenda. Actions to note are:	

	<p><b>Action 2</b> – The Chair updated on the intention for the Board to complete the Insights programme. The Chair is working with the ED HR, Marketing and OD to identify some dates after January 2026. It will be a one-and-a-half-day commitment and the Board asked for dates to sent out as earlier as possible.</p> <p><b>Action 12</b> – Board’s involvement in stakeholder engagement. This has been included in the 2025-6 Governance Improvement Plan.</p> <p>There are two actions carried from 2024-5 – environment and sustainability and health and safety. Abi Metcalfe has joined the Group as the new Director of Estates, Facilities and Health and Safety and is meeting up with the link governor for the areas. The annual Health and Safety report will come to the next Finance and Resources Committee and the Audit and Risk Committee held a risk scrutiny session on the new draft of the E&amp;S risk register.</p>	Chair
5	<p><b>Governor feedback, key areas of focus and Map of Change</b> (<a href="#">see presentation for full details</a>)</p> <p>The Chair shared a presentation detailing the outcomes of the governor 121 reflections and the importance of sharing with all governors so key areas of focus can be modelled. There is a consistent message of improvement at the Group which gives a great foundation for further work and being the best we can be for students and staff.</p> <p>The recently published <a href="#">Post 16 education and skills white paper</a> highlights the strategic focus and understanding of boards, the staff, student, stakeholder and employers voice, and the importance of scrutiny and support.</p> <p>Feedback from departing governors is that it needs to be made easier to be a governor, including the length of meetings, quality of the papers and information, and getting the best out of governors.</p> <p>Requirements of the Chair include alignment and consistency across governance, everything coming back to the Strategic Plan, how do we as a Board improve and interact together, and effective onboarding of new governors.</p> <p>All the findings from self-assessments were discussed at the last Search, Governance and Remuneration Committee leading to the development of a map of change and this year’s Governance Improvement Plan.</p> <p>The Chair thanked the Vice Chair for writing the governance map of change which sums up where we are and where we want to get to. The Vice Chair noted that governors spend huge amounts of valuable time on the Board and understanding what value this brings. In a failing college there are clear impacts seen from governors driving change and improvements but it is harder to see the impact in a good college. A good board can add value by asking questions, challenging, speeding up decision making or slowing the pace down, bringing a diverse perspective and new ideas.</p> <p>Board discussions included:</p> <ul style="list-style-type: none"> <li>• The challenge of a governor to know if contributions are useful and what value is being added</li> <li>• Concern that value is not being added and the pace is not being pushed. The E&amp;M Task and Finish Group was raised as an example</li> </ul>	

	<ul style="list-style-type: none"> <li>• Concern that important matters arising are lost and the importance of bringing them back on the agenda</li> <li>• The perception of pace is personal and a lived experience. Is the Board working at the right pace, are governors trying to change the pace of decision making and if so why?</li> <li>• A frustration of going round in circles in discussions</li> <li>• That if the same question is raised with different answers this can show that value is added</li> <li>• The volume of work for Exec is enormous and constantly changing</li> <li>• The diverse backgrounds of governors are useful for Exec</li> <li>• The importance of governors understanding where they are adding value, being a critical friend, and not running a personal agenda</li> <li>• The importance of the value of visits, hearing from students and staff and bringing this back to the Board to relate to Board and Committee agenda items</li> <li>• Understanding that the Board needs to look at a broader view and ask for the perspectives and views of the Exec on whether the support and challenge from governors is useful</li> <li>• Using a maturity matrix is a useful way to look at where we are and want to be. One example is the Education and Training Foundation <a href="#">version</a></li> <li>• A lot of papers received are for information, particularly at Quality and Standards Committee. This can feel very passive. The importance of staff providing a clear statement of what is required from governors. At Q&amp;S Committee the pace is very quick and staff are working really hard to solve problems with a lot of innovation and initiatives.</li> <li>• Staff want to say what is going on and share the improvements and the journey, but is this what governors want to hear</li> <li>• The huge amount of information being provided to the Board and the amount of time it must take to put the papers together</li> <li>• The summary paper is key, being explicit about what decisions are required, what are the risks, and any changes in position</li> <li>• This term staff have been trialling a new style of summary paper, utilising AI</li> <li>• All Board and Committee papers come through SLT where they are reviewed and challenged prior to going to governors</li> <li>• It is timely for the Board to rethink what is our purpose to add value in this good environment.</li> </ul> <p><b>ACTION:</b> As the paper was not included in the pack the Chair asked for any further comments to be shared post meeting.</p> <p><b>Governance Improvement Plan 2025-6</b></p> <p>The Director of Governance presented the Plan which was drafted from self-assessment feedback, a review against the AoC Code of Good Governance, and the new Ofsted framework.</p> <p><b>RESOLVED:</b> The Board approved the Governance Improvement Plan 2025-6</p> <p>The Plan will be reviewed on a regular basis through the academic year.</p>	All
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	The Board passed on their thanks for the work and discussions.	
6	<p><b>Student Governors report</b></p> <p>The Student Governor noted that he had spoken to Fedora this morning and there has been a lot of good student feedback from NNC and students feel enrolment has gone smoothly.</p> <p>At Rotherham College there have been some issues in getting students started on English and Maths programmes. The ED Strategic Planning and Corporate Services welcomed the feedback and explained that during the first two to three weeks of term there was a flux in timetable changes due to the additional volume of students and five maths tutors off sick. Teachers are now back in and students should be in the right classrooms. The Group is discussing whether to delay the start of E&amp;M classes next year to ensure a smooth transition for students. <b>ACTION:</b> It was agreed to discuss further at tomorrow's English and Maths Task and Finish Group.</p> <p>Student union events to date have gone well.</p> <p>The new security staff has been positive giving students a welcoming face every day.</p> <p>The Group is hiring new student ambassadors, it has a yearly intake of five each from NNC and DVC and seven from RC. It would be useful for ambassadors to attend more events outside of the colleges.</p> <p>The Chair asked what more the student governors need from the Exec and governors to continue their work to improve the student experience. The student governor noted that they are well equipped and have all the resources needed at the moment.</p> <p>It was agreed that running the appointments of the student governors early and offering the opportunity for new student governors to observe the summer Board works really well for the Board and is a really good way of onboarding student governors. The student governor noted that the Chair and Director of Governance had been involved from an early stage and it was a smooth induction.</p>	Hayley Tingle
7	<p><b>Safeguarding and Prevent</b></p> <p>The Safeguarding Annual Report and the Prevent Action Plan were considered.</p> <p>One governor noted that it is pleasing to see increased student engagement with processes, and the high percentage of looked after children with positive destinations. One governor asked how this compares with comparator college groups. [after note: This is not something that can be compared, as this data is not shared. The Group works really closely with local providers and anecdotally can report it is working in the same ways to support our learners.]</p> <p>One governor noted that the work to make explicit linkages between safeguarding and inclusive TLA strategy is welcome and asked how will colleagues leading on each respective strategy be keeping this at the forefront through this year. [after note: This is a Group wide strategy and is already taking off through high quality CPD. It will be monitored through SLT meetings and a working party. The strategy has been very well received by all colleagues.]</p>	

	<p>Responses will come offline and be added to the minutes.</p> <p>One governor questioned why safeguarding allegations against staff in the annual report are included in the confidential section of the meeting. It was suggested going forward the type of staff is added to the report. There is assurance that all cases are taken seriously.</p> <p><b>RESOLVED:</b> The Board approved the Safeguarding for all policy</p>	Dir of Gov
8	<p><b>Fairness, Respect, Equality, Diversity, Inclusion and Engagement (FREDIE)</b></p> <p>The FREDIE Action Plan was considered.</p> <p>Very positive feedback has been received from the Investors in Diversity visit last week and an outcome will be shared with the Board when received.</p> <p>There was much more rigour this time suggesting the Group is further along its journey. Assessors were pleased to see the progress since the last visit and sessions were very positive. The Group surveyed staff, students and subcontractors in advance of the visit with results going to assessors after their two-day visit in the colleges. Link governors met with the assessors on Friday.</p> <p>One governor asked about the staff survey and focus groups. Staff survey results came to the Board Strategy Day and the action plan will be updated to reflect this. The Group is taking action positive action around underrepresented groups and HR have been working hard to bring groups together, but has struggled to get representation. This work will continue. It is a challenging and delicate area.</p> <p>One governor asked how comprehensive the Group's data about our staff body is. The ED HR, Marketing and OD reported that data is improving, it is up to individuals to share their data so there are still a number of blanks in the I Trent system, but the data is as good as it can be. It was agreed it is important for governors to understand what is being done, the amount of support and work undertaken by HR to get data, and the improvements in data. <b>ACTION:</b> the ED HR, Marketing and OD agreed to share statistics outside the meeting on how much data the Group holds.</p> <p>Today's staff development day had a session on trauma informed practice and excellent feedback is already coming in from staff.</p> <p>One governor noted that it is good to see the progress against most items in the action plan and the assurance that there are timelines in place for outstanding items.</p>	ED HR, Marketing and OD
9	<p><b>Risk</b></p> <p>The Strategic Risk register and current risk appetites were considered. The ED Finance and Estates shared a summary of the three risks above risk appetite and the mitigations in place:</p> <ul style="list-style-type: none"> <li>• Risk 1209 Action 1678 is to provide a staffing resource strategy to help identify and manage the staffing requirements of the organisation.</li> </ul>	

	<ul style="list-style-type: none"> <li>• Risk 1123 Action 1645 is to utilise benchmarking data to ensure adequate staffing is in place (or vacancies created) to meet the teaching requirements of the Group.</li> <li>• Risk 1205 Action 2458 is to update the Estates Strategy following feedback from the Governing body on investment priorities for the Group.</li> </ul> <p>One governor noted that there are a further two risks that have gone above risk appetite since the Audit and Risk Committee met in September: The first Executive Risk Committee has been held and focused on the actions from internal and external audits, the Internal Audit Plan for 2025-6 and the strategic top 10 risks. There are lots of changes around Ofsted and the Group's own position with student numbers and finances and these will be reflected in the risks, and some suggested changes will come to the next Audit and Risk Committee, as well as a review of the risk appetite statements, what it means for the Group, and any changes.</p> <p>The Board raised the following points:</p> <ul style="list-style-type: none"> <li>• Making best use of committees for discussion of risk</li> <li>• Given the impact of staffing risks on student experience, how quickly will governors be updated if the indicators suggest the mitigations are not having the intended effect? Changes will come through the Exec Risk Committee every half term, with updates to the Audit and Risk Committee and Board. This will also be an area of focus for the Quality and Standards Committee</li> <li>• <b>ACTION:</b> A request for the Exec Risk Committee, ARC and Board to be dovetailed to ensure that the latest version of the risk register is presented at meetings so governors are scrutinising the latest information on risk</li> <li>• The new dashboard is a useful addition to support Board discussions</li> <li>• The Chair of Audit and Risk Committee is invited as an observer in the spring term to the Executive Risk Committee when the internal audit strategy for 2026-7 is discussed</li> <li>• Governors are welcome to have access and review the 4risk system</li> </ul>	ED Finance and Estates
10	<p><b>Finance Report and July 2025 Management Accounts</b></p> <p>The ED Finance and Estates reported that the budget is ahead of schedule by £280k and is firmly in Good Financial Health with 190 points (20 points above Requires Improvement). There is potential for improving EBITDA.</p> <p>One governor asked the ED Finance and Estates if there is one governor that really focuses on the finances and scrutinises the accounts and it was agreed there is scrutiny as a collective and questions are received and welcomed, but since the departure of the outgoing Chair there is not an individual governor taking this role. Reports have been updated due to governors' input over time.</p> <p>It was agreed it is important to have governors who understand accounting practices and staff are responsible for flagging up any issues and being transparent. The ED Finance and Estates confirmed that the balance sheets are available for any governors to review.</p>	

	<p>The Chair noted that this comes back to the composition of the Finance and Resources Committee. Adverts are out for a new Chair of the Committee and a co-opted financially qualified governor, and Sohil Zokari is being recommended to join the Committee.</p> <p>The Board agreed that they would want assurance that the Finance and Resources Committee is reviewing the finances with sufficient integrity.</p> <p>The ED Finance and Estates noted that there is additional assurance with the management accounts going to the bank as part of the banking arrangements. This has recently moved to a quarterly return.</p> <p>The Chair noted that he had attended the FE finance masterclasses by Andrew Tyley which provided a different view of FE finances. [recordings and slides are available to view <a href="#">here</a>].</p> <p>[Donna Clifford arrives - 17.47]</p> <p>One governor asked about the reconciliation of apprenticeship income and what level of risks does this present to the Group. The ED Finance noted that this only applies to recent apprentices, and it is about making sure the employers sign up and there is support from the teams to get this done.</p> <p>The link governor for apprenticeships noted that the Finance and Resources Committee recognises the need to be on top of this and the Director of Business Development and Apprenticeships is working with the finance team, with the Group in a much better position than it was. It is not something that was previously reported on.</p> <p><b>Capital update</b></p> <p>The ED Finance and Estates reported that ahead of Finance and Resources Committee's consideration of the allocation of capital funds a request for approval by the Board for urgent roofing works at Dearne Valley College was required.</p> <p><b>RESOLVED:</b> The Board approved £259,050 for urgent DVC roofing works (B &amp; C Block &amp; TTC Building investigation).</p> <p>The overall strategic allocation of the £1.7 million 2025/26 Further Education Condition Allocation (FECA) grant will be reviewed and come to the Finance and Resources Committee.</p> <p>Board discussion included:</p> <ul style="list-style-type: none"> <li>• Confirmation that the Estates Strategy is being reviewed, but the DVC roofing works are urgent and above the CEO's delegated authority to sign off</li> <li>• The roofing works are covered by the FECA grant, which is to look at health and safety, keeping buildings open, refurbishment, and IT improvements</li> <li>• The money is already in the bank, with £150k already used for the ceiling issues at North Notts College</li> <li>• Next year further capital income is expected, and the Group will be able to use its own EBITDA in future years</li> <li>• The DVC roof was part of the original scheme of £1.7m coming to the FRC in December</li> </ul>	
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	<ul style="list-style-type: none"> <li>By doing this work is something else not being done that is critical to the Group? What is the risk posed, and what is the consequential risk and residual risk left? It was confirmed that the roof is business critical, further analysis has not been done yet and will come to FRC in December, but the risk is that half the block at DVC would be taken out if the roof collapses leading to partial closure.</li> </ul>	
11	<p><b>CEO and Principal report</b> (see <a href="#">presentation</a> for details)</p> <p>Key points included:</p> <ul style="list-style-type: none"> <li>A really good staff development event took place today</li> <li>Final returns have been submitted today and there have been significant achievements from our students, really positive improvements, and great work from teams to bring it all together</li> <li>There are significant improvements in English and Maths, with work still to do</li> <li>Applications are significantly positive, being up by 664, +457 against plan overall. Numbers are slightly down at DVC due to changes in curriculum</li> <li>There are 125 learners at Rotherham United on the study programme.</li> <li>HE learners are up by 74, -54 on plan which was very ambitious. This is a 32% positive increase against a predicted 40% and further enrolments are expected</li> <li>Overall, there is a 17.84% increase on the previous year, with most learners requiring E&amp;M</li> <li>Some additional resources are being sourced in the town centre for Hair and Beauty due to learner numbers and capacity</li> <li>Attrition rates are around 6% with learners maintained at 93.7%. There may be some further withdrawals</li> </ul> <p>One governor asked where people are coming from and the CEO explained the increased demographics in Rotherham and North Notts which is a known factor. All other colleges have had similar growth, except HE which has declined. There has been a lot of work in progression from L1-2 and L2-3. Another suggestion was a decline in enrolments from private providers. The CEO noted the excellent marketing attracting learners to the Group.</p> <ul style="list-style-type: none"> <li>The Group has three different programmes for NEET learners</li> <li>The Group will benefit from lagged funding next year and a growth case around March 2026. The DfE is optimistic for funding this year and have been collecting data earlier than usual</li> <li>Curriculum planning for the next intake is starting and has to be signed off by May 2026</li> <li>Adult skills are important to the Group and it needs to be careful about maintaining allocations due to funding</li> <li>There have been a lot of positive announcements from the Labour party for FE</li> <li>The <a href="#">Post 16 education and skills white paper</a> was published yesterday and will be fully reviewed. This includes HE and financial reforms and</li> </ul>	



	<p>the FRC will be asked to look at HE fees, and a new oversight of colleges from the FE Commissioner</p> <ul style="list-style-type: none"> <li>• The Group is in scope from 10 November for Ofsted</li> <li>• There has been some amazing work on World Skills led by Katie Asgari and governors are welcome to watch the live stream or join a visit to Wales to see the running and logistics of the event. The first feedback will be Christmas. The Group has put in a bid to host the 2027/8 event as a joint South Yorkshire effort with Doncaster, Barnsley, and Sheffield</li> <li>• A number of stakeholders and leaders have visited this term and the Group is getting on the map with a lot of people wanting to come in and visit the colleges</li> </ul> <p><b>Strategic Indicators 2025-6 and Senior Post Holder Strategic Targets</b> (see Strategic Indicators for full details)</p> <p>The strategic indicators were shared at the SGR Committee and further work was requested on specific targets.</p> <p>The Group is focusing on areas linked to the Industrial Strategy and local area priorities.</p> <p>The CEO ran through the strategic indicators and targets.</p> <p>The Board considered and the following was discussed:</p> <ul style="list-style-type: none"> <li>• Consistency across the document, for example including specific milestones that have to be achieved. How will governors know that targets have been achieved? The Board will receive measurable updates at every meeting, i.e. the number of learners enrolled against the previous year, attendance, retention and progression rates</li> <li>• The Board is on a journey of how to make the indicators smarter and more measurable</li> <li>• Because of the way the Strategic Plan is set up targets do not fit all members of the Exec team and there is some cross responsibility across the team</li> <li>• The Strategic Indicators map to the Strategic Plan and lead responsibilities provides a useful quick and easy to digest summary</li> <li>• The Board to ensure that the Strategic Indicators are clearly aligned to the Strategic Plan</li> <li>• The Vice Chair noted that there have been some helpful developments to the Strategic Indicators since the SGR Committee which has brought them closer to the Strategic Plan and the rationale document is very useful.</li> </ul> <p><b>ACTION:</b> The Chair asked for comments and feedback to be sent directly to the CEO and for the Strategic Indicators and targets to be brought back to the December Board for final approval.</p> <p>[Katie Asgari departs to support students working at the local theatre -18.40]</p>	All
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12	<p><b>Committee report:</b></p> <p>The Board reviewed the work completed by the Committees this term:</p> <p><b>Audit and Risk Committee</b> - 17 September 2025.</p> <p><b>Search, Governance and Remuneration Committee Chair's report</b> -29 September and 1 October 2025</p> <p><b>Quality and Standards Committee</b> - 30 September 2025</p> <p><b>Finance and Resources Committee</b> - 7 October 2025</p> <p>The following approvals were made:</p> <p><b>RESOLVED:</b> The Board approved the Internal Audit Strategy for 2025-6</p> <p>The Chair of Audit and Risk Committee noted that at the request of the Committee a meeting had taken place with the Chair, ED Finance and Estates, Internal Auditor, and Director of Governance to discuss prioritisation, rationale and capacity and there is assurance the correct Internal Audit Plan is in place, aligned with the Group's risks. Next year the Chair will observe the Executive Risk Committee when they consider audits for 2026-7.</p> <p><b>RESOLVED:</b> The Board approved the following changes to Committee membership for 2025-6</p> <ol style="list-style-type: none"> <li>1. Sohil Zokari to move from Audit and Risk Committee to Finance and Resources Committee</li> <li>2. Ian Sutherland to move from Quality and Standards Committee to Finance and Resources Committee</li> </ol> <p><b>RESOLVED:</b> The Board approved the Anti-Slavery and Human Trafficking annual statement.</p>	
13	<p><b>Governor link visits and engagement</b></p> <p>This item was not covered due to timings.</p>	
14	<p><b>Any other business</b></p> <p>There were no items raised.</p>	
15	<p><b>Date of next meetings:</b></p> <p>Wednesday 10 December 2025 followed by Christmas dinner in the Wharnccliffe</p> <p>Wednesday 25 March 2026 followed by dinner in the Wharnccliffe</p> <p>Tuesday 30 June 2026</p> <p>All meetings start at 16.30</p> <p><b>Board strategy days:</b></p> <p>Wednesday 25 March 2026</p> <p><b>All Board meetings are in person.</b></p>	
	[Staff and student governors and some Exec members depart – 18.45]	
16.	<p><b>Confidential Search, Governance and Remuneration Committee Chair's report</b> of the meeting held on 29 September 2025</p> <p><i>Confidential item</i></p>	

Meeting closed: 19.24