

**College of West Anglia
Minutes of
The Corporation Board Meeting
5 July 2023
9.00am
Room E8/9, Enterprise Building, Cambridge Campus, Milton**

Present	Gill Rejzl Chris Ashman Dave Clarke Kay Driver Sam Fletcher Ray Harding Scott Leadley Fliss Miller Sally Mitton Alan Measures David Pomfret Hein van den Wildenberg Donna Woodruff	Governor (Chair) Governor Governor Governor Governor Governor Staff Governor Governor Governor Governor Governor (Principal/CEO) Governor Staff Governor
In Attendance	Paul Harrison Kerry Heathcote Paul O'Shea Rob Petto Clare Pelling Jules Bridges	Vice Principal Corporate Services Vice Principal Curriculum & Quality Assistant Principal Student Services Assistant Principal Funding & Performance Learning Experience Manager Head of Governance

No.	Action
1 Apologies Apologies for absence were received from Carolyn Rand, Will McEvansoneya, Mark Eastwood, and Lee Smith.	
2 Declarations of Interests There were no declarations of interest.	
3 Minutes of the last meetings held on: <ol style="list-style-type: none"> 1. 29 March 2023 The minutes of the meeting held on 29 March 2023 were reviewed and agreed as being an accurate record of the meeting. 2. 30 May 2023 - Extraordinary The minutes of the extraordinary meeting held on 30 May 2023 were reviewed and agreed as being an accurate record of the meeting. 	
4 Matters Arising The progress against the outstanding matters from previous meetings was summarised in the report. It was agreed that an Ofsted briefing for governors will be provided as early as possible in the new academic year. The new Link Governor Learning Walk Feedback Form will be used in the new academic year.	Principal HoG All

A couple of copies of the new 'become a governor' brochure will be sent out to all governors. HoG

The Chair apologised for her absence from the Chair's dinner back in May 2023.

All other completed items are to be removed from the report. HoG

5 Governance Items:

1. Recruitment

The Search and Governance committee recommends the appointments of Malcolm Pearson as a co-opted member of the Finance and General Purposes committee and Sharon Edwards as a co-opted member of the Audit committee. It was noted that this leaves one vacancy on the Audit committee to fill in the new year. The Corporation **approved** the appointments.

2. Resignations/Retirements from the Board

There were no resignations or retirements from the Corporation to report.

3. Expiration of Terms of Office/Reappointments

The Corporation has two governors whose terms of office are due to expire at the end of this academic year, Dave Clark and Ray Harding. The Search and Governance committee recommends they are both reappointed to serve a second term of office of four years (to July 2027). The Corporation **approved** both appointments.

4. Committee Chairs 2023/24

The Search and Governance committee recommends the designation of committee chairs for the 2023/24 academic year. Ray Harding to Chair the Audit committee, Hein van den Wildenberg to Chair the Finance and General Purposes committee, Chris Ashman to Chair the Remuneration committee, Sally Mitton to Chair the Employment Policy committee, Sam Fletcher to Chair the Performance, Review and Quality committee, and Dave Clark to Chair the Search and Governance committee. The Corporation **approved** the designated roles.

5. 2023/24 Calendar of Meetings

The schedule of meetings for the 2023/24 academic year was shared with the Corporation. Calendar invites will be sent out in due course to members after the meeting. Meetings of the Finance and General Purposes will be 2½ hours long and the first meeting of the Audit committee changed to a face-to-face meeting at the King's Lynn campus. The meetings of the Corporation have been convened at the King's Lynn Campus so that hybrid meetings can be offered to maximise attendance levels and the governor development/training events will be convened at the other campuses. HoG

6. Committee Terms of Reference and Business Cycle

The Corporation is required to regularly review the terms of reference of its committees. It was noted that each committee has conducted its own review of its terms of reference.

It was requested that a nil report for Whistle Blowing will be added to the terms of reference of the Audit committee and that the committee has the responsibility for the oversight and assurance that the college has complied with HMT Managing Public Money (MPM). The Head of Governance mentioned that a Schedule of Matters Reserved is being developed to set out the requirements of the Audit committee, and the Corporation, concerning Managing Public Money and Senior Pay Controls. Subject to these additions the Corporation **approved** the committee terms of reference. HoG

7. Draft Standing Orders – Proposal

The Corporation was asked to consider the proposal to a) establish a process to manage poor governor attendance, and b) determine and separate out the governance arrangements from its current Financial Regulations by creating a set of Standing Orders. It was noted that the internal auditors supported this approach, further to an

internal audit of our governance arrangements, as it is usual in the sector to separate governance arrangements from the financial regulations. Both documents will come back to the December meeting for approval. The Corporation **approved** the proposal.

8. External Governance Review

The Corporation must have an external governance review by July 2024. The Corporation has given delegated authority to the Search and Governance committee to lead on the review, develop the scope and oversee the process. The scope and specification went out to four reviewers and the AoC has been selected using robust weighted criteria covering cost, quality, experience, and availability. Engagement with the reviewer will commence in the autumn term.

9. Use of Corporation Seal

It is a requirement of the CWA Instrument and Articles of Government that a record is maintained of all application of the Corporation Seal. Since the last report in October 2022 the Seal has not been applied.

10. Learning Walks - Feedback

Governors were invited to provide feedback to the Corporation for any learning walks or Area Performance Reviews they have attended since the last Corporation meeting held in March 2023.

A governor reported that they had visited A Level provision, computing, and forensic science, plus they had linked with the Careers and Development team and notably the Quality in Careers Standard (CEIAG) has been achieved. The functionality of the air conditioning in the Tower Block was reportedly poor, although assurance was provided at the meeting that a solution has been found and this would be rolled out to all floors over the summer. There are some challenges where there is lots of IT equipment, but this solution is expected to help reduce the temperature in these areas. Norfolk Fire and Rescue service had inspected earlier in the year and were content with evacuation procedures and the outcome of the regular audits of the building. Server rooms are air conditioned, and students are moved to cooler areas, provided with additional breaks, and water/refreshments.

Another governor had also visited A Levels and reported better retention with the 1st year cohort, than the 2nd year, and that recruitment looks positive for 2023/24. Personal Support Tutors are spending a high proportion of their time, outside of academic time, supporting young people with mental health needs, providing lots of pastoral care that can impact the retention of the learner. It was reported that Physics A Level will be removed from offer next academic year, delivery currently sub-optimal and recruitment is not strong. Second year students will continue their studies and more IAG will be provided at enrolment to ensure that students' needs are known and understood from the outset.

Another governor reported that they had visited four T Level groups. The School of Nursing studies is forging ahead but there was concern raised with recruitment to the Digital offer and retention of staff in this area. Building links with businesses is key to the success of T Levels and the Principal/CEO mentioned that this is a big feature of the work that we do already with the most recent T Levels introduced this year, Childcare and Adult Nursing, working closely with the Queen Elizabeth Hospital and with multiple industrial placements for the Childcare offer. The programme manager for Business Studies was invited to speak at a National Conference this week, talking about the delivery model here at the college, which has been recognised as best practice. Challenges remain but the government continues to drive forward with the delivery of T Levels and qualification reforms.

Finally, a governor mentioned that they had visited the Milton Campus, had an enjoyable visit, and found staff to be particularly helpful and positive.

In addition, it was reported that governors have attended the Student Awards Ceremony, Create Art Exhibition, AoC Governors' Summit, and the East Anglian College Partnerships progress and assistance on sustainability issues. The Head of Governance will keep a record of such activities for reporting to the Corporation at future meetings.

HoG

6 Committee Chairs' Briefing Items

1. Audit Committee

The Chair of the committee commented that the newly appointed co-opted member, Sharon Edwards, attended the last meeting as an observer. Three internal audits have been completed since the last meeting, assurance framework with some advisory recommendations to develop the framework further, procurement audit with a level of reasonable assurance, and governance with a level of significant assurance.

The internal audit plan for the next academic year (item 17.1 refers) will have a wider coverage in the year, although audits of the Green Skills Centre Capital Project and implementation of a new finance system may be replaced with an internal audit of marketing.

The external audit plan for the year ending 31 July 2023 (item 17.2 refers) was presented at the meeting by the newly appointed external auditors, RSM UK.

2. Employment Policy Committee

The committee has considered several legislative updates such as the national minimum wage for example and members considered and agreed the Modern Slavery and Human Trafficking Policy. It also discussed how it can raise staff awareness of the Whistleblowing Policy through induction, posters around college and other initiatives in an unobtrusive way and the HoHR is taking this forward. The committee tasked the Principal/CEO to propose a pay award, mindful of budget pressures, and affordability to be determined by the Finance and General Purposes committee.

3. Finance and General Purposes Committee

The Chair of the committee mentioned that members had received and considered the May 2023 Management Accounts, Budget, and Medium-Term Financial plan and received an update on the funding position and how this may look for the 2023/24 academic year. The allocation next year for example, of High Needs Learners will be for 350 which is up from 315 this year and these learners attract a higher base rate and higher weightings. The committee received an update on subcontracting partnership activities and under the new standards, a tender process has commenced. The committee will hold an additional meeting to approve the subcontracted provision for the 2023/24 academic year, associated Supply Chain and Fees policy, and a new Treasury Management Policy. The IT strategy has been reviewed and approved as well as the College's insurance arrangements for the coming year. Work continues to secure the funding for the Green Skills Centre for Wisbech and a proposal considered for a residential development at the Milton Campus will be further explored. The College will exit its provision from Providence Street and is considering relocating to the college's premises at Downham Market. The marketing plan (item 18 refers) was also reviewed and considered by the Committee.

Confidential item under paragraph 17(2) of the Instrument and Articles of Government

4. Performance Review and Quality Committee

The Chair of the committee reported good progress with Apprenticeships that has been an area of focus for governors. There are a few concerns around out of funding learners that are being worked through and reducing in number. Maths also remains an area of focus and staff recruitment in maths continues to be a challenge but there are new HR initiatives being deployed to attract people into teaching roles. Pay is an issue and competing with higher pay in schools. Good attendance was reported for GCSE exams

and functional skills students continued to receive support and intensive revision sessions. Changes in ESOL delivery are positively impacting retention and hopefully this will translate into improved achievement at the year end. Good progress has been made in Technology and the team is working closely with the apprenticeship team to get learners through their end point assessments. Attendance and retention are holding strong with every learner now anticipated to stay on programme i.e., no further withdrawals anticipated.

5. Search and Governance Committee

All items from this committee were covered under the governance item above (item 5 refers).

C Pelling joined the meeting at 10.00am

7 Student Governor Report

The student governor has left the college, progressing into employment, so the Learning Experience Manager attended the meeting and highlighted the Pride Event, organised by students across all three campuses, which was a huge success.

The report mentioned that students were unclear about the purpose or need for study hours and in some areas in tutorial they are being asked to complete all levels of the individual models. A governor asked if this is something that has been resolved. This is also something that had been found in a recent deep dive where a small number of students thought that they had to complete all 72 modules at all levels, which is not the case. Students do have to do a certain amount of study hours within their study programme at the LRC or other designated learning areas and there has been some misunderstanding about what this means and how these hours should be used.

Governors were interested to know if any topics raised by students came as a surprise. Anti-vaping and not agreeing with a relaxed dress code were two interesting and surprising views that came to light.

There is, however, a tension around catering as financially the college needs to make more money from the refectory but at the same time students are saying that food is too expensive. The Principal/CEO clarified that its more about not haemorrhaging money as it is making some significant losses currently and there is a bigger piece of work to do in determining what is the expectation about an acceptable tolerance, financial versus demand. It was noted that the college offers a bursary scheme to eligible students for a free meal allowance (value of £4) and has recently secured additional funding to provide breakfast for eligible students (value of £4) in addition to the free lunch meal allowance. There are restrictions on how the bursary can be spent/allocated and it is only available to students who meet the eligibility criteria so this is not an allowance available to every student and cannot be spent in the college shop on crisps and sweets.

The Chair mentioned that students had suggested in the Student Charter and Code of Behaviour that the wearing of 'hoodies and hats' should be changed to 'no face obscuring clothing'. The Chair asked if Equality Impact Assessments of policies are carried out as this would pick up that there might be cultural or religious reasons why a student may want to cover their face. It was confirmed that these are carried out.

Finally, it was confirmed that the Student Union will not continue. It was intended that it would cease 'trading' this year, but it will close in 2023/24.

C Pelling left the meeting at 10.15am

8 Summary Management Accounts

The VPCS highlighted a small forecast surplus at the end of the year, and good financial health; however, the underlying position is that the positive outturn is supported by a release of £412K funding from the balance sheet. The key issue is the £1.3m overspend

on staffing, relating to issues in setting the budget last year. Some adjustments were made in staffing in the curriculum plan last year that were not carried through accurately to the budget this year. There are some positive variances in non-pay costs to help contra the overspend resulting in only having to utilise £412K from the balance sheet. This position has been reported to both the Audit and the Finance and General Purposes committees.

The Chair of the Finance and General Purposes committee acknowledged the underlying deficit and overspend on salary costs. Reassurance was given that stringent curriculum planning has been linked with the financial/budget planning processes and that the 2023/24 budget proposed under agenda item 10 of this meeting is realistic and robust. Governors were insistent that production of the monthly management accounts is not delayed ensuring there is earlier visibility of any threat to the outturn position.

The identification and implementation of a new finance system will undoubtedly put a burden on the team although the Audit committee is keen to buy in the project management resources to help to implement the system rather than trying to do it within the remit of the team. Reserves are in place to buy the system, once identified.

The college has been transparent with auditors on the release of income from the balance sheet and the VPCS confirmed that there was about £2m on the balance sheet, of which £1m of this is bursary income (free college meals) that will never be brought to account and is not intended to be brought to account. The release of £412K was income over 5 years old, leaving c.£600K on the balance sheet of differing ages. Each balance has been considered on an individual basis and only income where there is confidence of no clawback has been released.

In accordance with the Instrument and Articles of Government, excluding the Clerk, all members of staff withdrew from the meeting for the confidential item.

Due to the Annual Pay Settlement and the 2023/24 Budget and 3 Year Financial Forecast being closed related, the Chair advised that these would be considered together by the Board.

9 Annual Pay Settlement

Confidential item under Article 17(2) of the Instrument and Articles of Government

After a short break at 11.00am the meeting resumed at 11.15am with all governors and staff rejoining

10 Budget 2023/24 and 3-Year Financial Plan

Confidential item under Article 17(2) of the Instrument and Articles of Government

11 Current Performance Data and KPIs 2022/23

The Vice Principal Curriculum and Quality reported that the retention figure has held at 87.3%. This is a 5% improvement on last year, albeit a little short of the 90% target. Every withdrawal is understood and interrogated through robust reporting and the number of withdrawals in the last six weeks are much lower than in the same reporting period last year. The target of 90% will remain for next year and there is every confidence that this can be achieved.

A governor noted in the report that the faculty of business, humanities, science, and computing seemed to be an outlier this year with lower retention rates than other areas. The Vice Principal Curriculum and Quality confirmed that as previously reported this related to the A Levels Year 2 as retention all year has been sitting at around 58%.

12 Quality Improvement Frameworks 2023/24

The Corporation received three quality improvement frameworks for consideration, CWA, HE/HLA, and Apprenticeships. Governors asked that a glossary of abbreviations / acronyms is included in the documents presented and a typo was found in the HE/HLA

VPC&Q

on page two where reference to 'Ofsted Education' should read 'Ofsted Education Inspection Framework'.

It was noted that governor representation at curriculum self-assessment events have been online this year and will revert to the previous model of face-to-face. Governors' links with Area Performance Reviews will provide them with the platform to see the whole process through to the SAR and links will also be established for governors to be linked with business support areas. Subject to the minor amendments noted above the Corporation **approved** the three quality improvement frameworks en bloc.

13 HE Performance Report and Strategic Plan

At the time of writing the report the college was waiting for a number of decisions which have since been received enabling the VPC&Q to start writing the five to ten year HE strategy. It was noted that the ARU approval of an institutional validation model has been approved and there is confidence that a valid cohort for the Bio-Veterinary Science course can start in September 2023.

The OU discovery phase visit took place last week and good progress is being made with the OfS (Office for Students) registration. The Cyber Security Higher Technical Qualification will go ahead, and approval has been received from the University of Huddersfield for the MA in Teaching and Learning (subject to sufficient cohort numbers but there is confidence that this will recruit). The OfS registration will enable the college to run its own programmes and validate its own provision. There are potential cost and reputational risks if there is negativity with our programme delivery and direct relationship with the OfS rather than through the partner institutions.

The HE management group has identified nine pathways for internal progression and growth opportunities around power professionals; the government Animal and Plant Health Agency need certificated officers who work with livestock to gain training/qualifications in disease control, vaccination, treating sick animals and other non-surgical programmes for example. There is also the opportunity to reintroduce a fine art degree so lots of opportunities to work with.

In addition, the VPC&Q mentioned that the CWA Research and Innovation Forum has joined the Research College Group. The VPC&Q is the Vice Chair and CWA will host the national Learning & Skills Research Conference on 4 April 2025.

14 Strategic Targets 2022/23 – Progress Review

The appendix provided an update on the progress with the strategic targets set for the year. Governors were invited to raise any questions or concerns. The Chair questioned if it is known why staff go off sick. Stress is the number one reason for absence and has been for at least the last decade. The college is aware of the challenges that staff face and the college employee wellbeing group focuses on what more can be done and the wider approach in the new strategic plan will be beneficial in terms of cultural change together with the implementation of the new HR strategy. It was noted that strategic targets 4.6 and 4.7 around recruitment are behind target although the VPCS confirmed that the priority for the HR team was to significantly improve the recruitment processes first which will enable them to directly address these two targets.

15 3 Year Strategic Plan 2023-26

The discussions held at the governors planning day back in April 2023 are now reflected in the new strategic plan. There are a number of changes, notably around rationalising targets and readdressing priorities and focus. The most significant change is to strategic ambition 3. The scope has been extended to be much more about inclusivity, empowerment and support rather than just high performance, so the ambition is more about how the college values its staff, and how it supports, enables and develops them. Overall strategic targets have been reduced by about a third.

Governors commented that the reordering to bring skills and employers higher up in the plan was welcomed. Governors would like to see development of the HE strategy sooner than July 2026 and bring this into 2023/24 rather than the longer term. Notably there are fewer targets and operational targets have been removed. Governors asked if there were any targets that are not achievable due to budgetary constraints. The VPCS confirmed that there are financial pressures, but targets are not at risk of not being achieved. The Corporation resolved to **approve** the strategic plan 2023-2026.

Principal

16 Risk Register Review

The residual score associated with the financial performance has increased from amber to red. The VPCS was asked to show risk 23 on the heat map as it appeared to have been omitted and the second bulleted comment in risk 17 to be reworded given the sensitivity of the comment.

VPCS

17 Audit Plans 2023/24

1. Internal Audit Plan 2023/24

The Internal Audit Plan 2023/24 was presented for approval noting that the Audit committee has expanded the work and recommissioned Internal Audit to not just focus on key financial controls but more widely across the risk register, where governors may want assurance. The committee met with internal auditors to develop the plan. The proposed 2023/24 coverage and longer-term plan was provided in the plan noting that some flexibility may be needed in the timetable dependent on the funding for the Green Skills Centre and progress with the procurement of a new finance system so this may be substituted with an audit of Marketing, which is an area that has not been audited for some time. Governors were content and **approved** the plan as presented.

2. External Audit Plan for the year ended 31 July 2023

This is the first external audit plan from RSM, further to their appointment earlier in the year. The plan highlights the qualified accounts for CWA Enterprises because of the uncertainty around the closing stock balances and this will be seen again in the year end accounts this year, due to the opening stock balances. Arrangements are in place to count the stock, and this has been mentioned in the plan (detailed on page 12). Under the ONS reclassification, auditors have been made aware of the retrospective approval sought from HM Treasury in respect of a settlement payment made to an employee that exceeded the permitted threshold under Managing Public Money and this may impact the regularity of the audit. The Corporation found the technical notes appended by RSM to the plan to be particularly helpful and asked that any future technical notes are shared with the Corporation, rather than just to the Audit Committee and likewise when the new Code of Good Governance is released that this is also shared. The Corporation **approved** the external audit plan as presented.

HoG

S Fletcher left the meeting at 12.00pm

18 Marketing Plan 2023/24 plus progress on targets set for 2022/23

The team were congratulated on its work in the year and in particular for the organisation of external and promotional events; these have been spectacular. It was noted that a rebranding exercise will not be carried out. This is a particularly expensive undertaking and therefore not a priority. The plan was **approved** by the Corporation.

D Clark left the meeting at 12.02pm

19 Any Other Business

There were no other items of business.

20 Date and time of next scheduled meeting

Wednesday, 11 October 2023 at 8.30am - Principal's Suite, Meeting Room, KL Campus

Meeting ended at 12.05pm