

CORPORATION MAIN BOARD

MINUTES OF THE MEETING HELD AT SOUTH BRISTOL SKILLS ACADEMY TUESDAY 12 DECEMBER 2023 AT 16.30

Present:

Peter Rilett, Chair
Steve Bennett, Vice Chair
Steve Boardman, Vice Chair
Tony Antonius
Andrea Arlidge
Neil Dimes
Sandra Gordon
Dan Jones
Zoe Taylor
Jess Winkler
Julia Gray, Principal & CEO (P&CEO)
Alison Beckingham, Staff Governor
Tony Green, Staff Governor
Meaghan Stillman, Student Governor
Frank Teagle, Student Governor (to item 11)

In attendance:

Catherine Howett, Vice Principal Curriculum and Quality (VPC&Q)
Tim Peacock, Executive Director of Finance & Funding (EDFF)
Hayley Shaw, Director of HR & OD (DHR&OD)
Anne Roberts, Interim Director of Governance & Clerk (Clerk)
Jessica Thorne, Corporate Services Officer (CSO)
Ben De Cruz, External Auditor, for item 5 only

Attendance: 75%

Min. No.	
1	APOLOGIES FOR ABSENCE
1.1	Apologies were received from Marc Griffiths, Judi Harper, Dan Amin, Shawn Smith and Julian Fleming.
1.2	Neil Dimes, Jessica Winkler and Steve Bennett joined the meeting via video conference.
2	DECLARATION OF INTEREST IN ANY OF THE ITEMS ON THE AGENDA
2.1	None
3	CONFIDENTIALITY OF ITEMS
3.1	The Board confirmed that the following items were confidential – item 5 Audit and Accounts until approved, items 7.8, 8.13, 10 and 12.5.
4	MINUTES AND CONFIDENTIAL MINUTES OF THE MEETING HELD ON 17 OCTOBER 2023, FOR APPROVAL.
4.1	The minutes of the meeting held on 17 October 2023 were confirmed as an accurate record.
4.2	ANY MATTERS ARISING Outcome of Written Resolution 02: The appointment of Timothy Peacock to the Executive Director of Finance & Funding senior post had been unanimously approved.
4.3	ACTION REGISTER Appendices 2 & 3 to the revised Standing Orders had been reviewed by the Clerk and

	DHR&OD. The recommendation was to remove these as their content was covered in the separate HR policies. The Chair and Vice Chairs would be asked to approve the updated version. ACTION: Clerk
4.4	All other actions were in progress or had been completed.
5	AUDIT & ACCOUNTS 2022/23
5.1	<p>a) Audit Management Letter (External Audit Findings Report) The External Auditor presented the external audit findings. Members noted that sign-off the accounts would be on the basis that they were materially correct; with no significant errors, at the point of signing.</p>
5.2	The External Auditor reported that there was nothing he needed to report in relation to the accounts, no errors that needed correcting, or causes for concern in the college's accounting systems. He thanked the EDFF and the finance team for the support they had given. The accounts had been scrutinised by the Finance & Resources Committee and the Audit Committee.
5.3	Some very small, non-fundamental finance processes had been identified which the Finance Team would review, in order to make improvements to processes in the future.
5.4	<p>The net value of buildings including depreciation, had been noted by the Audit Committee and recorded in the minutes, including the adjustment for the 'Barn'.</p> <p>The Board thanked the External Auditor for his report.</p>
5.5	<p>b) Regularity Self-Assessment Questionnaire The EDFF presented the completed regularity self-assessment questionnaire which had been reviewed by the Audit Committee. The Managing Public money requirement was a key addition this year.</p> <p>This document was reviewed and APPROVED</p>
5.6	<p>a) Going Concern Assessment The Audit committee and Finance & Resources committee had reviewed the Going Concern assessment. The EDFF confirmed that the College's subsidiary companies had sufficient funds to continue trading for the next 12 months.</p> <p>The Board APPROVED the Going Concern assessment.</p>
5.7	<p>b) Letters of Support: I. Letter of Support - CoBC to South West Apprenticeship Company (SWAC) FY22-23 II. Letter of Support - CoBC to Bristol Professional Services (BPS) FY22-23 Following discussion, the Board APPROVED the letters of support for two of the College's Subsidiary companies.</p>
5.8	The Chair reported that a letter was not required for Partners in Bristol which had had a very successful year.
5.9	<p>c) Annual Report of the Audit Committee The Audit Committee Chair presented the annual report of the committee and highlighted the committee's view that the College's audit arrangements; framework of governance; risk management and control; and processes for ensuring the effective and efficient use of</p>

	resources, solvency of the institution and the safeguarding of its assets were adequate and effective. There was nothing that the Audit committee needed to bring to the Board's attention.
5.10	<p>a) Internal Audit Annual Report 2022-23</p> <p>The Audit Committee Chair presented the Internal Audit Annual Report. The internal auditors were satisfied that for the areas reviewed during the year, the College had reasonable and effective risk management, control and governance processes in place. There were no issues to raise with the Corporation Board members.</p> <p>The Chair expressed the Board's thanks to the Chair of Audit and to the Internal auditor.</p>
5.11	<p>b) Letter of Representation – Financial Statements Audit and Regularity Audit (Corporation and Subsidiaries)</p> <p>The External auditor confirmed that the letter outlined its satisfaction with the processes and systems in place and he had no concerns about any potential fraud or mismanagement of funds. The Board APPROVED the Letters of Representation.</p>
5.12	<p>c) Subsidiary Companies – Financial Statements</p> <p>The EDFF presented the financial statements for monitoring by the Board. These statements would also be shared with the ESFA, following signing.</p>
5.13	<p>South West Apprenticeship Company (SWAC)</p> <p>The Board NOTED the accounts and audit for SWAC.</p>
5.14	<p>Partners in Bristol (PiB)</p> <p>The Board NOTED the accounts and audit for PiB.</p>
5.15	<p>Bristol Professional Services (BPS)</p> <p>The Board NOTED the accounts and audit for BPS.</p>
5.16	<p>d) Members' Report and Financial Statements for the year ending 31 July 2023</p> <p>The EDFF reported on the College's strong financial position and good start to the year, highlighting:</p> <ul style="list-style-type: none"> • Financial health 'Good' achieved (only a few points off outstanding). • Davy house sale had contributed to the strong financial position. • There was a significantly improved financial trading position, due to efficiencies made earlier in the year. • Banking covenants met by year-end – and approved by ESFA on 31 July 2023.
5.17	The Chair noted that it was pleasing to note that the Management Accounts were in-line with the Annual Accounts and thanked the EDFF and finance team for achieving this.
5.18	<p>The Board APPROVED the Members Report and Financial Statements for the year ending 31 July 2023.</p> <p>ACTION: CLERK & EDFF to ensure signed regulatory documents were submitted to the ESFA by 31 December 2023.</p>
6	PRINCIPAL & CEO'S REPORT
6.1	<p>Members received a report from the Principal & CEO, which highlighted:</p> <ul style="list-style-type: none"> • The next stage of the College's organisational strategy- eight strategic aims had been identified. Staff and governors would be consulted on these in the new year. • The new Independent Living Centre had opened at the Ashley Down Campus. The P&CEO thanked the Vice Chair, Steve Bennett and the Bristol Deputy Mayor for

	<p>attending the opening event and for their advocacy. She recommended that all governors should visit the impressive facilities.</p> <ul style="list-style-type: none"> • Over 80 educational visits had taken place in the autumn/winter term. • The Recognise and Respect Initiative had been very popular, with hundreds of nominations received from staff, since its launch. • Student graduate success stories were also included.
6.2	The P&CEO spoke about the changing face of apprenticeships and the need for strong strategic positioning. She reported on the recent discussions from central government about the use of the apprenticeship levy, and the possible changes to reduce use at the higher levels which excluded many young people. Partnership work was even more important for the college in future. Members commented on the proportion of employers compared to the number of apprenticeships offered.
6.3	The P&CEO had recently presented at an ETF event at Oxford University, following which academics were keen to visit the college and discuss progression opportunities for learners.
6.4	The HR team had worked hard to review the staff appraisal process, which was now at 65% completion with a further 20% with managers. Feedback from staff on the new process had been overwhelmingly positive and was being monitored closely. The HR team would be able to identify who had not completed their appraisal, and why; so that support could be put in place for managers. Members thanked the DHR&OD for the significant progress.
6.5	Members asked about the reference in the report to the marketing 'soft' re-brand. The P&CEO reported on activity relating to the college's brand which was intended to help the college be more visible within the community.
7	CURRICULUM & QUALITY COMMITTEE
7.1	The Chair of the Curriculum & Quality committee gave an update on the committee's recent activities and commended the positive changes made by staff in the College community including the engagement of students in student voice. He highlighted the recent HE graduation ceremony at the Bristol Beacon.
7.2	Self-Assessment Review meetings had taken place and these would continue in the new year in order to continue with the development process. Achievement rates were continuing to be monitored and strategies put in place to help reach target.
7.3	<p>Quality Improvement Plan (QIP) 23-24</p> <p>The VPC&Q presented the College QIP which was a working-document under constant review with areas identified for further focus. She highlighted the 3pp increase in attendance overall, compared to the previous period; and a 10pp improvement in English attendance. Maths attendance continued to be an area for improvement.</p>
7.4	<p>a) Student Voice Report Dec 23</p> <p>Members considered the Student Voice report which highlighted:</p> <ul style="list-style-type: none"> • Responses to the student survey • Improvements being made to tutorial content, including metacognitive awareness • Changes to progression support • Educational visits and guest speakers • Social activities and activity groups on-campus • Student focus groups

7.5	Engineering had previously been an area of challenge but a recent curriculum review had found that the department was making very good progress. Students were able to articulate where they were in their learning journey; and what they needed to do, to improve their own work.
7.6	A Staff Governor noted the very positive impact that the Stop the Tracks Week was making on her own students. A Student Governor spoke about their attendance at one of the guest speaker sessions, and how motivating it had been to learn about mental habits and setting positive intentions.
7.7	It was noted that this was the Student Experience team's first term in their new posts, and their initial work was making very positive impacts already. A new Student Council had been formed, and they had taken part in the conversations about improving student behaviours, on-campus.
7.8	<p>b) Safeguarding Annual Report 2022/23</p> <p>The Annual Safeguarding Report 2022/23 was reviewed and the increase in referrals in the academic year was noted. Mental health related reports remained a critical area of focus. The Safeguarding lead governor commented on the very useful report by the new Head of Safeguarding and the discussion by the committee on referral routes.</p>
8	FINANCE & RESOURCES COMMITTEE
8.1	The Committee Chair gave an update on the committee's recent activities.
8.2	<p>a) Investment Decision making</p> <p>Members thanked the Committee Chair for his work on the investment decision making template to be used to appraise future projects. The Committee recommended the paper and new template for review of major investments (expenditure controls), together with revised financial approval levels.</p>
8.3	It was noted that monitoring was part of the evaluation process and the first review would be to evaluate the investment in the new cyber security software.
8.4	A staff governor asked about the framework for competitive tendering and support for decision making. It was reported that a Procurement Manager would join the College in February which would enable further development of the strategy and support for procurement.
8.5	The Board APPROVED the proposal for investment decision making and the new financial delegation limits. The Financial Regulations would be amended with the new approval limits. ACTION: EDFF
8.6	<p>b) Re-stated Budget</p> <p>The EDFF provided the re-stated budget. It was noted that the cover paper had an error – the pay to income ratio had increased from 65.8% to 66.1% (not 61.1%). The Board APPROVED the re-stated budget.</p>
8.7	<p>c) Management Accounts P3</p> <p>The Management Accounts for P3 did not yet reflect recent changes to budget. These would appear in P4. The expected growth in WECA funded activity would have a shortfall of £200k in funding despite demand for ESOL. This had been factored into the forecast.</p>
8.8	<p>d) EDI Annual Report 2022/23</p> <p>The VPC&Q provided a report to members.</p>

8.9	The targets were being reviewed. Broadly stable for apprentices. High-needs students achievement rates were more in-line with that of their peers which was a big success. The report showed over 3% improvement in high-needs achievement rates. However, there was a decline in those for care-leavers and young non-white male students and a focus would be on areas where attainment rates did not meet target, as well as ensuring equity of destinations and potential opportunities for leavers.
8.10	There had been an increase in non-declaration of definitions of ethnicity and there also appeared to be issues around participation and retention, from different demographics of students. The VPC&Q intended to look into this further.
8.11	The EDI Link Governor commented on the excellent work that was being done with limited resource and thanked the HR team. The next focus was to put more resource into this area, particularly given the importance of EDI in the Strategic Plan. Further resource would help achieve this together with improving outcomes for all students.
8.12	The P&CEO commented that the Single Equality Scheme and its objectives was due a review and this was underway for Board review in spring 2024. The Board APPROVED the EDI Annual Report.
8.13	e) BPS Strategy (confidential) Confidential Minute
9	AUDIT COMMITTEE
9.1	a) Internal Audit Plan 2023/24 The internal audit plan and the key areas of audit focus in 2023/24 were noted. It was reported that two external funding audits had taken place recently.
9.2	b) Modern Slavery Statement The Clerk reported on the changes made to the Statement which needed to be regularly reviewed. The Board APPROVED the Statement for publishing on the website and asked that reference to the Statement be made in the next version of the Financial Regulations. ACTION: CSO and EDFF
9.3	c) Appointment of Auditors The Board APPROVED the re-appointment of its Internal and External Auditors for the next year. A review would take place again in the Autumn.
10	STRATEGIC RISK REGISTER
10.1	The new Risk Register had been reviewed by the Audit Committee and would be monitored on a regular basis by each of the Board's committees in relation to its areas of remit. The Board expressed its thanks to SLT for the excellent progress.
10.2	The EDFF gave an overview of the Risk Register and the training undertaken with managers on ownership and active management of their own risk areas. There had been a focus on reframing an understanding of strategic risk and the impact on the organisation. A session on Risk Appetite would be a topic at the next Board Strategy event in conjunction with the Internal Auditor. ACTION: EDFF
11	REMUNERATION COMMITTEE ANNUAL REPORT 2022/23
11.1	Members noted the Remuneration Committee Annual Report 2022/23.
11.2	The Chair of the Committee reported on an amendment to the Report to include the post of

	Executive Director of Finance & Funding in the list of Senior Postholders. The Report would be placed on the college website.
12	GOVERNANCE REPORT
12.1	Members received a Governance Report from the Clerk following the Search & Governance Committee meeting on 7 November 2023
12.2	Governor links, following the consultation would be progressed in the new year. The new Code of Good Governance would be considered at the March Board and the next Governors' Skills Audit would be discussed at the next committee. Staff Governors' would reach the end of their 3 year term of office in July 2024 and work on succession planning would commence in the Spring term.
12.3	Members were thanked for their EDI return which had been submitted to the ESFA as part of the mandatory governor data requirement on governors in office on 31 July 2023.
12.4	<i>Committee Membership 2023/24</i> The Board APPROVED: <ul style="list-style-type: none"> (i) Judi Harper as a member of the Audit Committee from January 2024. (ii) An extension to Asma Ahmad's appointment as a Co-opted member on the Curriculum & Quality Committee
12.5	<i>Chair Succession Planning</i> The Board discussed progress on chair succession and agreed that the current Chair could be present for the discussion. Andrea Arlidge provided a verbal update to the confidential paper on behalf of herself and Marc Griffiths as they had been charged with leading on the process.
12.6	Confidential Minute
13	COMMITTEE MINUTES Members received the following committee minutes:
13.1	<ul style="list-style-type: none"> a) Search & Governance (7 November) b) Curriculum & Quality (21 November) c) Finance & Resources (28 November) d) Audit (5 December)
14	ANY OTHER BUSINESS
14.1	The VPC&Q highlighted an ongoing issue around some challenges at the SBSA campus in communal areas. To help support staff, there would be community conversations held on the first day of the new term. Dedicated time would be spent on discussing how SLT can support teachers and staff in those spaces, and how all staff can encourage better behaviours. The youth group, Youth Moves have been engaged to support with activities.
14.2	Some training work was underway with Coaches, around building positive relationships with students. There was ongoing work to enhance the wellbeing of the community based at SBSA.
14.3	It was noted that staff teams were also engaging more with local schools.
15	NEXT MEETING
15.1	Board Strategy Meeting, provisional date of 20 February 2024 to be rescheduled to the end of January. ACTION: CSO NB: Revised date: Friday 26 January

15.2	Formal Board meeting: 26 March 2024 Meeting ended at 18:40
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Signed as a correct record on (Date)

..... (Chair)