

**Non-Confidential Minutes of the Corporation Meeting
held on 1 April 2025 at 5:30pm at Bishop Burton College**

Corporation Members	Appointed as	Chair/Vice	Apologies
Angela Moran	Independent Member	Chair	
Neil Cunningham	Staff Member		(until Restricted Confidential Agenda)
Susan Hamer	Independent Member		
Jim Harris	Independent Member		
Chris Henson	Independent Member		
John Hurst	Independent Member		
Danny Metters	Ex-Officio		
Adam Milner	Independent Member		
Emma Milson	Independent Member		
Olly Nicoll	Independent Member		
Peter Phythian	Independent Member		
David Richardson	Independent Member		Absent
Martyn Thomas	Independent Member		(until part way through Restricted Confidential Part 1 of 2Minutes) (Virtual Attendance)
Gray Towse	Independent Member		
Ian Watson	Independent Member		
Laura Woodhouse	Staff Member		Apologies
Henri-Anderson Pinder	Student Member		(until: 7:30pm) (absent for Restricted Confidential Agenda)
Sophie Warriner	Student Member		(until: 7:30pm) (absent for Restricted Confidential Agenda)
In Attendance			
Sallyanne Pearson	Director of Governance		(DG)
Kate Calvert	Chief People Officer		(CPO)
Beth Curtis	Vice Principal Riseholme & Business Development		(VPRBD)
Stephen Kelly	Chief Financial Officer		(CFO)
Sharron Mansell	Vice Principal Quality of Education & Skills		(VPQES)
Helen Wooldridge	Vice Principal Growth Planning & Performance		(VPGPP)

(Minutes: 2024/25.3)

1 Welcome, Apologies, and Absences

The Chair opened the Meeting and noted the different format, which was intended to reduce duplication in reporting, streamline discussion and increase engagement between Governors. A feedback survey is to be circulated after the Meeting. Gray Towse attended the Meeting virtually. Apologies were noted, **with consent**, from Laura Woodhouse. David Richardson was noted as **absent**. A welcome was extended to Olly Nicoll who was attending his first Corporation Meeting as an Independent Governor.

2 Declarations of Interest

2.1 Consider and declare, as required, amendments to the Register of Interest

(the Register of Interest was circulated in the Agenda Pack)

See item 5. Nothing further was raised over and above items noted in the Register.

2.2 Consider and declare conflicts of interest to items arising as part of the evening's business

- Item 4.1: Laura Woodhouse (Staff Governor) (Student Services Strategy and Implementation Plan)
- Item 4.2: Senior Post Holders, as appropriate
- Item 5: David Richardson
- Item RC5: Senior Post Holders, as appropriate

3 Minutes of the Previous Meeting

3.1 Receive and approve the Confidential and Non-Confidential Minutes (17 December 2024)

(Non-Confidential and Confidential Minutes were included in the Agenda Pack)

The Non-Confidential and Confidential Minutes from the Meeting were confirmed as a true and accurate record of the Meeting and were **APPROVED** by the Corporation.

3.2 Action Summary and Matters Arising

(the Action Summary from the Corporation Meeting held on 17 December 2024 was included in the Agenda Pack)

The Corporation reviewed the Action Summary and updates. Actions were **RESOLVED** as set out in Appendix 1. No matters arising.

4 Committee Reporting

4.1 Curriculum & Quality Enhancement Committee Meeting (25 March 2025)

(the Termly Safeguarding Report was included in the Agenda Pack)

The Chair of the Curriculum and Quality Enhancement Committee (**C&QE Chair**) provided a summary overview. Minutes of the Committee Meeting were not provided owing to the timing between meetings. Attention was drawn to the revised format of Termly Safeguarding Report which was commended by the Committee. The Corporation **NOTED** its receipt of the Termly Safeguarding Report.

The Committee requested delegation of authority (from the Corporation) to approve the College's Accountability Statement at its June Meeting to enable timely submission. The Corporation **APPROVED** the delegation. The C&QE Chair noted the following key points in the absence of the Minutes:

- **Attendance:** assurance had been sought on the actions being implemented to address low attendance
- **HE Revalidation:** the Committee had requested an explanation on why a number of land-based courses had been suspended noting the Committee required a strategic oversight and understanding of the development of the Curriculum not least to enable changes to be articulated to stakeholders
- **HE Recruitment:** the Marketing Strategy had not been provided to the Committee with the Stakeholder Engagement Strategy. Visibility had been requested owing to the implications it had to student recruitment and the Committee's oversight of these risk areas
- **SEND:** SEND reporting to the Committee is to be developed
- **Student Experience:** a number of points were raised around student experience including increasing the opportunities and facilities for students to relax and socialise whilst on campus
- **Graduate Attributes:** commendations were noted to the HE Team for the unifying and inclusive approach which would underpin the development of the HE's curriculum and experience

Student Governors were commended for their contributions at the Committee Meeting.

The Corporation **RECEIVED** the update.

4.2 Governance, Search and Remuneration (28 January 2025)

(the following papers were available in the Agenda Pack: Summary Minutes / Chair's Report (incorporating hyperlinks to required papers) and draft Minutes of the Committee Meeting)

Draft Minutes were **RECEIVED** by the Corporation and the Chair of the Governance, Search and Remuneration Committee (**GSR Chair**) provided a summary overview.

Points raised for consideration and decision by the Corporation, were:

Governance and Search elements of the Committee Meeting

- **Corporation Self-Assessment (2023/24):** the Corporation **NOTED** receipt
- **Committee Appointments:** the appointment of Olly Nicolls to the Curriculum and Quality Enhancement Committee and Chris Henson to the Audit Committee were **APPROVED**
- **No appointment of Vice Chair to the Corporation:** a short-term proposal whereby existing Committee Chairs would "step in" to act as Corporation Chair (if the Corporation Chair was unavailable) was proposed until succession planning/development of Governors to the role of Vice Chair is reviewed, was **APPROVED**.

Remuneration elements of the Committee Meeting

- **Retrospective Approval of 2 additional concessionary days for Senior Post Holders:** noted and **APPROVED**
- **Senior Post Holder Statement:** the Statement was **APPROVED** and is to be uploaded to the College's website

The GSR Chair noted that representatives of the Committee had interviewed a potential Governor and were supporting the application. Pre-appointment checks to take place with a view to approving the appointment at Corporation Meeting in 2025.

4.3 **Audit Committee (20 February 2025)**

(the following papers were available in the Agenda Pack: Summary Minutes / Chair's Report, Executive Summary Reports on Updates to the Credit/Purchasing Card Proposal and amendments to the Financial Regulations (all of which included hyperlinks to required papers) and draft Minutes of the Committee)

Draft Minutes were **RECEIVED** by the Corporation and the Chair of the Audit Committee (**Audit Chair**) provided a summary overview. Points raised for consideration and decision by the Corporation, were:

- **Reappointment of the Financial Statement Auditors RSM for one year: APPROVED** and it was **NOTED** that retendering for the Financial Statement Auditors would commence in November 2025
- **Payment of the Financial Statement Auditors additional invoice for re-auditing/re-accounting works: APPROVED** following a summary overview
- **Staff Purchasing Card Proposal and Policy:** the proposal was **APPROVED** following discussion. The Audit Chair explained that the Committee had not initially supported the proposal/policy provided. However, after clarification and amendment by the Executive Team - a majority of Committee Members were satisfied to recommend it to the Corporation (despite it being outside standard practice). **A Governor noted the hyperlink to the proposal/policy in the Executive Summary Report was not working and the Corporation lacked visibility of the proposal. The Governor sought assurance from the Audit Chair that the Committee was fully satisfied with the recommendation it was making.** The Audit Chair outlined exceptional circumstances around the deviation to ordinary process. Given the positive impact anticipated to operational processes (especially at the Riseholme campus) a decision had been made to proceed outside of usual process but the Audit Chair assured the Corporation that the proposal/policy had been scrutinised in detail. The DG circulated the Staff Purchasing Card Proposal and Policy during the meeting
- **Amendments to the Financial Regulations:** following discussion the Corporation **APPROVED** the technical amendments made to the Financial Regulations pending the full review of the Financial Regulations being undertaken and provided to the Audit Committee at its next Meeting which would take into account additional comments made by the Committee
- **Rearrangement of the date of the next Audit Committee Meeting:** it was confirmed that an alternate date had been circulated which would be taken as confirmed. The DG is to amend the Meeting Date of the Audit Committee

ACTIONS:

- **CFO to incorporate comments raised by Governors of the Audit Committee in the annual review of the Financial Regulations and provide to the next Audit Committee Meeting**
- **DG to amend and confirm the date of the next Audit Committee Meeting**

4.4 **Finance and Resources Committee (18 March 2025)**

(the following papers were available in the Agenda Pack: Summary Minutes / Chair's Report (including hyperlinks to required papers) and draft Minutes of the Committee)

Draft Minutes were **RECEIVED** by the Corporation and the Chair of the Finance and Resources Committee (**F&R Chair**) provided a summary overview. Points raised for consideration and decision by the Corporation, were:

- **Financial Management Report and Management Accounts (Jan 2025) and financial update:** the F&R Chair summarised its receipt of the January Management Accounts, noting the 2024/25-year end deficit had increased to almost £1.2m, compared to the originally forecasted £500k. Positive discussion with College's Banks, (around the increased deficit and anticipated breach of a bank loan covenants) was summarised. It was noted however that the discussions had taken place mid-February in anticipation of the imminent receipt of the College's allocation from the £50m funding which had subsequently been delayed. The College was unable therefore to provide an updated financial forecast to the Banks (as agreed) in order to seek approval of a Waiver Letter by its Credit Committee. An update on the College's financial position was then provided to the Corporation by

the CFO. The February Management Accounts (to be released to Corporation the following week) show a small improvement and now include an in-year T Level clawback of £197k; an assumed £200k allocation from Government funding and an additional £100k bursary transfer to offset transport costs.

Part of this item was taken as confidential

The CFO acknowledged the Finance and Resources Committee's request to see a reduced deficit position closer to £1m; noting fitness for purpose works and efficiency savings continued. The CFO confirmed that the surplus position, forecasted for 2025/26, remained static although an improved surplus position was anticipated in light of Financial Improvement Plan and the Growth Strategy. The Corporation **noted** the slight improvement to the deficit position. The Principal referred to efficiency works in place and confirmed a timeline was in place to achieve them. The CFO requested Governor feedback, to him directly, with any comments or queries arising from the Management Accounts and updated financial forecast. The CFO will then circulate the documents to the Banks. The F&R Chair added that all assumptions had now been incorporated into the forecast meaning it should start to stabilise hereinafter. The Corporation **NOTED** the updated position.

ACTIONS:

- **CFO to circulate the February Management Accounts and an updated Financial Forecast to the Corporation w/c 7 April 2025**
- **Corporation to review the February Management Accounts and an updated Financial Forecast and raise any queries with the CFO via email (*Director of Governance to be copied in*)**
- **HE Fee Increase:** the Committee's recommendation to increase HE Fees from 2026/27 was put forward on the basis that the reduction in fees had not resulted in increased recruitment. **A Governor expressed disagreement with the proposal noting the College's ongoing reduction in HE recruitment; adding one year was insufficient to show impact.** The C&QE Chair and Link Governor of Curriculum highlighted the quality and tailored provision the College provided including the added value from the Life Coach - which justified the increase.

Part of this item was taken as confidential

The Corporation **APPROVED** the increase in HE fees.

- **Meadows Salix Decarbonisation Project:** the Corporation was updated on a successful Salix Decarbonisation bid for works on The Meadows and Student Accommodation and approval was sought for a £134,650 capital contribution from the College (to be funded from the Minor Works Budget). **A Governor noted the works following previous successful Salix Decarbonisation bids and queried what cost savings had been generated.** The CFO confirmed some utility costs had reduced whilst others had increased slightly but added that the system was "cleaner" and part of the College's sustainability journey. It was added that over £2m had been received in capital funding from the Salix Decarbonisation bids. **A Governor requested oversight of the cost savings generated; adding that £134,650 was a significant financial commitment in light of the financial pressures on the College.** The CFO explained that some works, such as the main building's heating system that had not been fully functional, would have been required anyway but confirmed that savings had been identified for all works undertaken. The CFO is to circulate the cost saving analysis of the Salix Decarbonisation works to the Corporation. **A Governor commented on the cosmetic works required as a result of the works being undertaken and enquired how it was being funded and when it would take place.** The CFO confirmed works were to commence over the summer period and would come out of existing budgets. **A Governor queried whether remedial cosmetic works for The Meadows and Student Accommodation Bid were incorporated into the £134,650.** The

CFO confirmed those costs would form part of the capital programme works which would come to Corporation in 18 months' time.

The Corporation **APPROVED** the £134,650 capital contribution from the College's Minor Works Budget for the successful Meadows Salix Decarbonisation bid

- **People Strategy and Termly HR Update:** the format of the reports were commended

ACTION: CFO to circulate cost saving analysis of Salix Decarbonisation Works

5 Financial Updates

ESFA's Financial Statements Review 2023 to 2024 and Dashboard

(the Financial Statements Review and Dashboard were included in the Agenda Pack)

The CFO confirmed the College had obtained a "Good" Financial Health Score in 2023/24.

Changes to the College's Bank Mandate

(the "Change to College Bank Mandate", paper was included in the Agenda Pack)

An update was provided and the Corporation **APPROVED** the amendments proposed.

Update on the College's Solicitors

(the Notification of the merger between Rollits and Wilkin Chapman was included in the Agenda Pack)

One possible conflict of interest from the merger had been considered by the Executive Team.

Part of this item was taken as confidential

The DG confirmed David Richardson (Independent Member) was an employee of Wilkin Chapman and any conflicts arising from this position would be managed on a case-by-case basis.

6 Policies

(the "Policies as per current Policy Cycle", document was tabled (saved as Tabled Item 1 in the record))

An update was provided on the review and update of the inherited Policy Review and Approval Process. The new process aims to streamline policy reviews and approvals through Committees, reducing the need for extensive discussions at Corporation Meetings. Vice Principals will oversee renewing and updating policies, with closer collaboration and visibility of policy amendments with Link Governors and Committee Chairs before meetings. Initially, the focus will be on the existing process but will eventually cover all appropriate policies and their approval levels. Actions already underway were noted. **A Governor suggested that oversight of committee specific policies should be provided as part of an induction process to new Committee Chairs.** The DG confirmed this would be done. The Corporation **NOTED** the update.

ACTION: DG to ensure committee specific Policies are incorporated into induction of new Chairs to Committees

Refreshment Break: the Meeting adjourned for a short refreshment break

7 Principal's Report to Governors

(the Corporation's Principal's Update, was included in the Agenda Pack)

The Principal provided a summary overview updating the Corporation on various aspects of College operations. The report included the impact of avian influenza on the animal facility, financial updates, successful grant allocations, progress on the people and culture strategies, updates on funding announcements, the political landscape and the College's involvement in national consultations. The Principal highlighted the bespoke leadership programme which had fostered collaboration and innovation among managers. The Principal noted the recent Ofsted Thematic Review Inspection which provided positive feedback and areas for improvement and had noted the College's investment in high-quality teacher training and the positive relationships between trainers and trainees.

A Governor congratulated the College on the positive feedback from the Ofsted Thematic Review.

The feedback letter from OFSTED is to be circulated to Governors. The Corporation **NOTED** the update.

ACTION: Feedback Letter from the OFSTED Thematic Review to be circulated to the Corporation.

The Student Governors left the Meeting: 7:30pm

8 College Performance

(the Mid-Year KPIs and Link Governor Visits to Date, papers were included in the Agenda Pack)

The VPGPP provided an update on the College's Key Performance Indicators (KPI's). It was reported that a monthly update would now be produced and monitored to ensure up to date information. Areas highlighted as red were noted for particular discussion. Discussion was undertaken around recruitment and FE to HE progression. Additional KPI's have been added to ensure applications and their conversion to applications for the upcoming academic year are monitored closely. Attention was also drawn to attendance which was flagged as an area of concern. **A Governor commended the visual nature of the report and another Governor proposed that the KPIs be updated simultaneously with the College's the Risk Register to provide a more comprehensive and current overview of performance.** The VPGPP confirmed that the next update would be available at the end of April.

9 Strategies

(the "Strategy Documents and Approval Committee as of March 2025", document was tabled at the meeting (saved as Tabled Item 2 in the record))

The Chair opened discussion around the ancillary framework which supported the development, approval, oversight and monitoring of College strategies. The need for clarity on how the various strategies related to each other and aligned to the College's overarching Strategic Objectives and Priorities was noted as was the requirement for consistency in language used in each of the documents - which needed attention. The Chair proposed that the level of approval required by Governors be moved forward as per the framework provided. The paper is to be circulated to the Corporation. The Corporation **NOTED** the approach taken.

ACTION: DG to circulate the "Strategy Documents and Approval Committee as of March 2025"

10 Interactive Approach to the Training Day Preparation

Governors were asked to consider proposed areas of focus for the upcoming Training Day and rank them in order or priority. *"Strategic Priorities what is our USP – lets Trailblaze"* and *"Governors and the Executive Team: Collaborative Working to Deliver (How do each of us work)"* received equal priority votes and *"External Training on Governance: Things you need to know"*, ranked second. Governors also noted the following areas of focus: *observation of teaching; what is a truly great personalised student experience; student experience for governors; tour of land based facilities and observations of subjects (farm/equine); tour of site; funding; estates (ambition, improved capital funding position, short term priorities with positive benefits); estates strategy and priorities aligned to new capital funds; place based leadership – what can we achieve; new strategic priority documents aligned to Vision, Mission and Values.*

Neil Cunningham left the Meeting

The Restricted Confidential Agenda was then taken

There being no further business the meeting closed at circa 8:45pm

Chair _____

Name _____

Date _____

Appendix 1

Corporation Meeting
Action Summary and Matters Arising: Tuesday 1 April 2025
(from Meeting held on 17 December 2024)

Min Ref	Title	Action Point	Person/s Responsible	Action Taken
9.2	Appointment of Chair to the Audit Committee	Ian Watson's length of tenure as Chair of the Audit Committee and the composition of the Audit Committee to be reviewed at the Governance, Search and Remuneration Committee Meeting in January 2025	DG	Included on Governance, Search, Remuneration Agenda
9.3	Appointment of Vice Chair to the Corporation	Role of Vice Chair, Role Description of Vice Chair and succession planning thereto to be discussed at the Governance, Search and Remuneration Committee Meeting in January 2025	DG	Included on Governance, Search, Remuneration Agenda
3	Minutes of the Previous Meeting	DG to amend Minutes and include David Richardson to the attendance list	DG	Complete
4.1	Risk Register and Risk Management Action Plan	CFO to ensure that the risk of breaching bank loan covenants is reflected accurately in the Risk Register and Risk Management Action Plan	CFO	Complete
7.1	Appointment of Independent Member	Olly Nicoll to be aligned to a Committee at the Governance, Search and Remuneration Committee Meeting in January 2025	DG	Included on Governance, Search, Remuneration Agenda
8.2	Consider and approve the Update on the Policy Cycle	DG to provide an update on the Policy Cycle at the Governance, Search and Remuneration Committee Meeting in January 2025	DG	Verbal Update noted on Governance, Search, Remuneration Agenda