

# Non Confidential Minutes

## CORPORATION BOARD MEETING

Date:	22 July 2024	Time:	3.00 PM
Chairperson:	Sally Osmond	Location:	College Restaurant

Members	Name	Present	Role
1.	Chris Wilson (CW)	*	External Member
2.	Lesley Black (LB)	*	External Member
3.	Iain Wolloff (IW) <i>(not item 15)</i>	*	Principal & Chief Executive
4.	Javaid Iqbal (JI)	*	External Member
5.	Debbie Ferguson (DF)	*	External Member
6.	Khushi Ashwin (KA) <i>(not for item 15)</i>	*	Student Member (19+ HE)
7.	Prof. Gavin Brooks (GB)	*	External Member & Vice Chair
8.	Sue Richardson (SR) <i>(not for item 15)</i>	*	Staff (Support) Member
9.	Sally Osmond (SO)	*	External Member & Chair
10.	Sam Dibas (SD)	Part	External Member
11.	Malcolm Baggott (MB) <i>(not for item 15)</i>	*	Staff (Teaching) Member
12.	Stuart Compton (SC)	*	External Member
13.	Neil McDougall (NM)	*	External Member
14.	Russell Shackleton (RS)	*	External Member
15.	Tim Major (TM)	*	External Member
<b>Apologies:</b>	Julian Cooper (JC)		External Member
	Peter Lambert (PL)		External Member
	Trevor Gabriele (TG)		External Member
<b>In Attendance:</b>			
1.	Cathy Wright (CW) <i>(not for item 15)</i>	*	Vice Principal – Central Services (VPCS)
2.	Jatinder Matharu (JMa) <i>(not for item 15)</i>	*	Director of Safeguarding and Support (DSS)
3.	Heather Large (HL)	*	Governance Professional (GP)
4.	Lee Hunt (LH) <i>(not for item 15)</i>	*	Vice Principal – FE & Curriculum (VPFEC)
5.	Jo Houghton (JH) <i>(not for item 15)</i>	*	Vice Principal – HE & Skills (VPHES)
6.	Jamie Morton (JMo) <i>(not for item 15)</i>	*	Director of Finance (DF)
7.	Nathan Hall (NH) <i>(not item 15)</i>	*	Director of Estates & Facilities (DEF)
<b>Quorum:</b>	40%	*	15 present - meeting quorate

Item		Reports
1	<b>Welcome and Apologies for Absence</b> Apologies were received and accepted for Julian Cooper, Peter Lambert and Trevor Gabriele. It was explained that Roshani Jai, will not be continuing as a 16-19 Student Member. An election is underway for the vacancy.	Verbal
2	<b>Declarations of Interests</b> No declarations of any pecuniary, business or conflict of interests were made in any of the agenda items.	Verbal

3	<p><b>Notification of any other Urgent Business</b></p> <p>The Board were informed that approval of the Health and Safety Policy is required as circulated as Annexe 3 in the pack.</p>	Annexe 3
4	<p><b>Welcome New Staff Members</b></p> <p>The Chair introduced the recently elected staff members of the Corporation Board:</p> <ul style="list-style-type: none"> <li>• Malcolm Baggott (Teaching)</li> <li>• Susan Richardson (Support) (Second Term)</li> </ul>	Verbal
5	<p><b>Approval of new Governors</b></p> <p><b>It is to be noted that Javid Iqbal left the meeting for this Agenda item.</b></p> <p>The Clerk advised the Board that Javid Iqbal’s term of office will be expiring in October and that Javid had applied for another four-year term as an external member. The Clerk asked for formal Board approval to re-elect Javid Iqbal as an external member.</p> <p><b>The Board unanimously approved the election of Javid Iqbal as an external member of the Corporation Board.</b></p> <p><b>It is to be noted that Javid Iqbal returned to the meeting.</b></p>	Verbal
6	<p><b>Election of Chair of Corporation</b></p> <p><b>It is to be noted that Sally Osmond left the meeting for this Agenda item.</b></p> <p>The Clerk advised the Board that Sally Osmond’s four-year term of office as Chair of Corporation finished on 12 July 2024. The Clerk had asked for nominees and there had only been one nomination – Sally Osmond - who confirmed she would be happy to serve another four-year term. The Clerk asked for formal Board approval to re-elect Sally Osmond for a further four-year term as Chair of the Corporation.</p> <p><b>The Board unanimously approved the appointment of Sally Osmond as Chair of Corporation Board.</b></p> <p><b>It is to be noted that Sally Osmond returned to the meeting.</b></p>	Verbal
7	<p><b>Update on FEC/SPA</b></p> <p>The Chair gave a verbal update on current FEC/SPA matters:</p> <ul style="list-style-type: none"> <li>• SPA process paused pending further work on a stand-alone plan and linked budget considerations. Including any new educational direction to be received from the new Government.</li> </ul> <p>The Board asked:</p> <ul style="list-style-type: none"> <li>• If the conditions of the land sale would have an impact on the Budget. PCE confirmed this could not be guaranteed.</li> <li>• If there is a backup plan if funds are not received at projected timelines. The Board were informed that that the conditions of the land sale are very much dependent on factors that are outside of the control of the College. If funds are not received there has been considerable forward planning to enable the College position to remain sustainable, ongoing for a number of years. To date conversations with FEC, DfE and ESFA around the many issues and potential scenarios have been discussed.</li> </ul>	Verbal
8	<p><b>Governance</b></p>	
8.1	<p>The Corporation Board minutes of the 25 March 2024 were duly agreed and will be signed and filed pending some minor updates.</p> <p>The Confidential Corporation Board minutes of the 25 March 2024 were duly agreed and will be signed and filed pending some minor updates.</p> <p>The Extraordinary Corporation Board minutes of the 24 June 2024 were duly agreed and will be signed and filed.</p>	<p>Paper – p.4</p> <p>Paper – p.12</p> <p>Paper – p.17</p>
8.2	<p><b>Matters Arising from the minutes (To be carried forward)</b></p> <ul style="list-style-type: none"> <li>• Tim Major to complete KCSIE 2023 training on Skillgate. <b>Outstanding.</b></li> <li>• ALL to consider either SEND or EDI Link Governor role and to submit applications to GB and Clerk. <b>Outstanding.</b></li> </ul>	Paper – p.19

<p><b>8.3</b></p>	<p><b>Search and Governance Update</b></p> <p>The Chair updated the Board on:</p> <ul style="list-style-type: none"> <li>• Election of Chair and Vice Chair for Search and Governance Committee.</li> <li>• The process for election of Chair of FGB.</li> <li>• The review of governor vacancies and the impact the recent skills review might have on governor search.</li> <li>• The committee recommended the acceptance of the External Board Review report and summary to be published on college website.</li> <li>• The committee recommend to the Board the guidance on Managing Policies and Procedures.</li> <li>• Governance processes continue to improve and be recorded, which include Governance KPIs, Appointment and Reappointment procedures, Student and Staff Members election processes.</li> <li>• There is still no Governor for the expressed link to support SEND but PCE has reached out to his links with Secondary school members on suitably qualified candidates that may be interested in the role. If a member cannot be secured, then a request will be made to Peridot to find a candidate before November 2024.</li> <li>• Chair requested a Governor for the EDI Committee role and Debbie Ferguson agreed to take this on.</li> </ul> <p><b>It is to be noted that Sam Dibas arrived at the meeting at 16.03 hours</b></p>	<p>Paper – p.20</p>
<p><b>8.4</b></p>	<p><b>Governance Professional Report on Skills Audit</b></p> <p>The Clerk advised on the results of the recent Skills Audit completed by the Corporation. Responses were low which would naturally skew the results of the data but based on the results received, there were skills gaps identified as:</p> <ul style="list-style-type: none"> <li>• Understanding of PFI Arrangements</li> <li>• Land Sale and Strategic use of Land</li> <li>• AI and Cyber Security</li> <li>• Education of young people with significant needs</li> <li>• Operational Management Teaching and Learning – Updates required for submission for Board approval at Strategy Day</li> </ul> <p>Board questioned:</p> <ul style="list-style-type: none"> <li>• That the recent External Governance Review confirmed there was a broad depth of skills with little or no gaps. There were Governors with PFI knowledge, land sale understanding, operational management and quality assurance. Clerk acknowledged this but referred to the fact that only 12 responses had been received and if Governors with those particular skill sets had not responded, then the data would be misleading. In addition, the External Governance Review was based on the skills audit conducted during 2022-23 academic year so was a different board to this year.</li> <li>• Board agreed that AI is a fast-moving area which would be good to fill but there are several different levels that it would cover, for example, curriculum, operational efficiency and information technology. Suggestion was made of obtaining models used by neighbouring Colleges to see if a best fit could be agreed. Board agreed that it should be an agenda item for each Committee so that Committee can determine the role description in line with their Committee remit.</li> <li>• Board noted that SEND Governor role is in progress.</li> </ul> <p><b>Action: Clerk to add AI Governor Role as an agenda item for each Committee.</b></p>	<p>Paper – p.21</p> <p>Annexe 1</p>
<p><b>8.5</b></p>	<p><b>External Governance Board Review</b></p> <p>The Board reviewed the final report noting that there were no new recommendations made from the previous draft circulated. Many of the recommendations had already been completed, with only a few to be reviewed and incorporated into the new</p>	<p>Paper – p.23</p> <p>Paper – p.25</p>

	academic year. The Board agreed: <b>Action: Clerk to ensure External Board Summary to go on College website</b>	
<b>8.6</b>	<p><b>Policies</b></p> <p>The Board formally approved the policies recommended by Finance and Resources Committee:</p> <ul style="list-style-type: none"> <li>• Bursary Funds Policy and Procedure</li> <li>• Finance Regulations</li> </ul> <p>The Board formally approved the policies recommended by Curriculum and Quality Committee:</p> <ul style="list-style-type: none"> <li>• Quality, Teaching, Learning and Assessment</li> <li>• Student Protection Plan</li> </ul> <p>The Board formally approved the policies recommended by Audit Committee:</p> <ul style="list-style-type: none"> <li>• Whistleblowing</li> </ul> <p>The Board formally approved the policies recommended by Search and Governance Committee:</p> <ul style="list-style-type: none"> <li>• Managing policies and procedures</li> </ul>	Annexe 2
<b>8.7</b>	<p><b>Corporation Dates</b></p> <p>The Board agreed to all the meeting dates and further agreed to:</p> <ul style="list-style-type: none"> <li>• Corporation Board start time changing to 3pm for 21 October 2024</li> <li>• The Strategy Day for 28 April to be extended with a start time of 10.30</li> </ul>	Paper – p.50
<b>9</b>	<b>College Reports</b>	
<b>9.1</b>	<p><b>Principal’s Report</b></p> <p>The PCE updated the Corporation on various matters. In particular, he advised on:</p> <ul style="list-style-type: none"> <li>• Change in Government Policy and Key Policy Issues.</li> <li>• AOC statement on English and Maths</li> <li>• Pay negotiations</li> <li>• Key College issues which included the interim Ofsted Monitoring Visit and that the verbal feedback from the lead inspector was very positive with many notable improvements seen.</li> <li>• Capital receipts and the cash flow issues facing the College and how these are being managed.</li> <li>• College football academy success in Belgium. Construction Employers business breakfast. Kingsclere Performing Arts event. Creative Arts end of Year Show. UCN Expo Exhibition. Visit by Equinix Leaders for the Apprentices.</li> </ul> <p>The Board asked for:</p> <ul style="list-style-type: none"> <li>• Detail on the funding projections for growth. Board informed of the strategies that the College has had in place and are confident they will manage any changes that are coming and are in a strong position.</li> <li>• How the College could manage the proposed minimum salary increase for Lecturers to £30k per annum. Board was assured this is manageable.</li> <li>• How the College will manage the specialisation of skills needed for the curriculum in areas such as computing. PCE was confident of the strong support and links with the LEP on how the labour requirements can be fulfilled in specialist areas.</li> </ul> <p>The Board were asked by the PCE to review an Addendum on Student Numbers that had been circulated at the start of the meeting. The Board asked:</p> <ul style="list-style-type: none"> <li>• If there are enough academic staff for the increase in student numbers. PCE was</li> </ul>	Paper – p.52

	<p>confident this is managed with some curriculum areas such as childcare and construction seeing more than anticipated increases in applications.</p> <ul style="list-style-type: none"> <li>• If data on student numbers and applications is tracked during late August and September and benchmarked against staff in place. The VPFEC confirmed this is closely monitored and managed consistently year on year by the College team.</li> <li>• If student data is collected on what institutions/schools students have come from. Board was informed this is collated each year.</li> <li>• If the College follows up on Open Day interest. This was confirmed.</li> </ul>	
<b>9.2</b>	<p><b>Student Governor Report</b></p> <p>The Board received a written report from the 16-19 Student Governor. Recommendations were made that when the new student governor is elected consideration be given for:</p> <ul style="list-style-type: none"> <li>• Preparation meetings with staff ahead of the agenda for Corporation. DSS and Steve Greenwood are responsible for facilitating this.</li> <li>• A laptop to view papers in the meeting. This could be provided by the College.</li> <li>• A glossary of terms to be provided by the Clerk. Board noted this is already included in the Induction Pack.</li> </ul> <p>The Board asked if a mentor would be useful for the Student Governor. On induction, Student Governors are asked to log into the AOC Student Governor forum and induction training as part of their induction training, where the new Student Governor should have access to an AOC mentor.</p> <p>The Board duly noted events that included:</p> <ul style="list-style-type: none"> <li>• Democracy Day</li> <li>• Newbury Cancer Care being the student nominated Charity for 2024/25</li> <li>• Student Voice Initiatives</li> </ul> <p>The Board received a written report from the 19+ Student Report and duly noted:</p> <ul style="list-style-type: none"> <li>• Students in the UCN have expressed their appreciation for the support and encouragement received from their lecturers.</li> <li>• Students have access to an assigned development coach or mentor to discuss any personal or academic needs they may have.</li> <li>• Students feel the UCN’s wellbeing and safeguarding measures are effective and supportive.</li> <li>• Students can easily obtain a wide variety of materials that are helpful for their assessments.</li> <li>• Improvements needed in the regulating of temperature in UCN section of the building.</li> <li>• Students would like to have the chance to speak with lecturers at the beginning of each term.</li> </ul> <p><b>It is to be noted that Sam Dibas left the meeting at 17:00 hours.</b></p>	Paper – p.38
<b>10</b>	<b>Curriculum and Quality</b>	
<b>10.1</b>	<p><b>Report from the Curriculum and Quality Committee</b></p> <p>The Board received a written report from the Curriculum and Quality Chair and noted:</p> <ul style="list-style-type: none"> <li>• Improvements in Attendance overall but especially in English and Maths.</li> <li>• More resources required to address Social Emotional and Mental Health (SEMH) in staff and students.</li> <li>• Expansion of the curriculum programme.</li> <li>• Student number increases.</li> </ul>	Paper – p.66

	<ul style="list-style-type: none"> <li>Foundation degree with Reading University not being renewed and an alternative is being considered.</li> </ul>	
<b>10.2</b>	<p><b>Safeguarding</b></p> <p>The Board received the written DSS Safeguarding Report covering:</p> <ul style="list-style-type: none"> <li>Implementation of MyConcern reporting</li> <li>Implementation of national safeguarding campaigns</li> <li>Updates to the transition process and accessing necessary information for students.</li> <li>Online Task and Finish Group for Online safety</li> <li>Strengthening Behaviour and Attitudes</li> <li>Student Council/Voice</li> </ul> <p>The Board asked for a more in-depth report on SEMH support for students and staff in the next report.</p> <p><b>Action: DSS to provide a report at the next Corporation Board meeting on SEMH Support at the College.</b></p>	Paper – p.68
<b>10.3</b>	<p><b>Governor Safeguarding Report</b></p> <p>The Board noted the Governor Safeguarding Report which included:</p> <ul style="list-style-type: none"> <li>How safeguarding is implemented at the Sports Academies</li> <li>Completed mandatory safeguarding training</li> <li>Bitesize Lunch and Learn events</li> </ul>	Paper – p.69
<b>11</b>	<b>Audit</b>	
<b>11.1</b>	<p><b>Report from the Chair of Audit Committee</b></p> <p>The Chair of the Audit Committee updated the Board on:</p> <ul style="list-style-type: none"> <li>Internal Audit on Financial Controls – Substantial Assurance</li> <li>Cyber Security – Good controls with minor amendments</li> <li>Learner Numbers – Adequate Assurance</li> <li>Risk Register Updates</li> <li>Internal Audits for 2024/25 - potential areas for internal audit in 2024/5 were: Health and safety; learners number system accuracy; post-PFI; student marketing strategy; data protection and GDPR; payroll. These will be considered further by the SLT and a final list agreed at the next meeting of the Audit Committee.</li> </ul>	Paper – p.70
<b>12</b>	<b>Strategic Development Committee</b>	
<b>12.1</b>	<p><b>Report from the Strategic Development Committee</b></p> <p>The Chair of the Strategic Development Committee updated the Board on:</p> <ul style="list-style-type: none"> <li>The review of the strategic plan</li> <li>PFI planning and current relationship with Mitie</li> <li>Land Sales</li> <li>Climate Action and Sustainability</li> <li>Community engagement</li> </ul>	Paper – p.75
<b>12.2</b>	<p><b>Strategy</b></p> <p>PCE updated the Board on the fact that the Strategic Plan is still in progress but informed the Board on the plans for:</p> <ul style="list-style-type: none"> <li>Measures for Curriculum, Apprenticeships and HE</li> <li>Projected Growth targets</li> <li>Financial Sustainability and Growth</li> <li>Local Need</li> <li>Plans for devolution and partnerships for 2025/26</li> </ul> <p>The Board asked for the inclusion of:</p> <ul style="list-style-type: none"> <li>More comprehensive measures that should include outcome measures.</li> <li>Effective performance measures in place for leadership and management.</li> </ul>	Paper – p.76

	<ul style="list-style-type: none"> <li>That the targets for results, specifically student targets have more granular data behind them to show progress made as well as the overall achievement rates. This should include the student progress they have made since the point of entry compared to students with similar starting points. This will help the college help students achieve better results in comparison to other Colleges or national figures.</li> </ul>	
<b>12.3</b>	<b>Approval of Land Sale*</b> This is subject to a confidential minute.	Paper – p.98
<b>13</b>	<b>Finance and Resources</b>	
<b>13.1</b>	<b>Report from the Finance and Resources Committee</b> The Board were updated on: <ul style="list-style-type: none"> <li>2024/25 Budget discussions. The Committee felt more research and information was required. This resulted in further meetings, and the work on the budget is underway again. It is hoped the budget will be completed with a further Finance Committee meeting being held online to recommend Board approval.</li> <li>The May management accounts were reviewed; cashflow projections have been superseded by those in the draft budget.</li> <li>The Committee was advised that the latest cashflow projections forecast a poor cash balance in September and October this year: the College has engaged with the ESFA to reprofile 2024/25 receipts in order to manage the cash flow.</li> <li>The Capital Expenditure plan is held over pending the further work on the budget.</li> <li>The IT strategy was reviewed and is recommended for approval by the Board</li> <li>The Committee received the termly HR and marketing reports. The Committee requested a review and update to the marketing strategy.</li> <li>The Bursary Funds Policy and Procedure was reviewed and is recommended for approval by the Board.</li> </ul>	Paper – p.106
<b>13.2</b>	<b>Monthly Management Accounts</b> The Board noted that the June Management Accounts had been sent out prior to the meeting and would consider both June and May Management Accounts. The Board discussed scenarios around the land sale funding being received late and its impact on cash flow and how that would be managed for the months of September and October. The Board were informed on how the ESFA and DfE have given advice on this and offered solutions to bridge the gap and the impact that would have on the College. The Board asked for clarity around the underperformance of the PFI management and it was explained that the appointment of Mitie Manager in May has really be beneficial. A lot of the work that was outstanding has been taken up and completed or close to being completed. There is still more work to do but the Manager is aware of this and has registered all the work necessary. This will be closely monitored.	Paper – p.107
<b>14</b>	<b>Any Other Business</b>	
<b>14.1</b>	Board was asked to approve the Health and Safety Policy which was submitted as a written paper at the start of this meeting. <b>The Board duly approved the Health and Safety Policy.</b>  <b>It is to be noted that all apart from External Governors left at this point of the meeting at 18.20 hours.</b>	Annexe 3
<b>15</b>	<b>Remuneration Committee*</b>	
<b>15.1</b>	<b>Report from Remuneration Committee*</b> This is subject to a Confidential Minute.	Confidential Paper

15.2	<b>Minutes of the previous meeting*</b> This is subject to a Confidential Minute.	Confidential Paper
16	<b>Any Other Business</b> This was subject to a Confidential Minute. <p style="text-align: center;"><b>Meeting Closed at 18.59 hours</b></p>	Verbal
	<b>Date and time of Next Meeting: Monday 21 October 2024 at 3pm</b>	

# Denotes items not previously considered by a Committee of the Corporation

\* Denotes confidential items

Signed:

*Sally Osmond*

(Chair) Date: 03 Mar 2025

Sally Osmond (Mon, 3rd Mar 2025  
20:38:16 GMT)



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**Parties involved with this document**

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Mon, 3rd Mar 2025 20:38:16 GMT	Sally Osmond - Signer (c479dbe91eae864cf8fb681169f05bac)

**Audit history log**

Date	Action
Mon, 3rd Mar 2025 20:38:17 GMT	Sally Osmond viewed the envelope (86.176.66.53)
Mon, 3rd Mar 2025 20:38:16 GMT	This envelope has been signed by all parties (86.176.66.53)
Mon, 3rd Mar 2025 20:38:16 GMT	Sally Osmond signed the envelope (86.176.66.53)
Mon, 3rd Mar 2025 20:37:57 GMT	Sally Osmond viewed the envelope (86.176.66.53)
Mon, 3rd Mar 2025 20:37:12 GMT	Sally Osmond opened the document email. (146.75.174.12)
Mon, 3rd Mar 2025 19:46:31 GMT	Document emailed to sallymosmond@gmail.com (13.40.72.246)
Mon, 3rd Mar 2025 19:46:29 GMT	Sent Sally Osmond a reminder to sign the document. (212.219.143.107)
Wed, 23rd Oct 2024 19:48:59 BST	Sally Osmond opened the document email. (104.28.40.143)
Wed, 23rd Oct 2024 18:26:30 BST	Sally Osmond opened the document email. (104.28.40.147)
Wed, 23rd Oct 2024 17:08:06 BST	Document emailed to sallymosmond@gmail.com (18.134.98.122)
Wed, 23rd Oct 2024 17:08:05 BST	Sent the envelope to Sally Osmond (sallymosmond@gmail.com) for signing (86.19.70.229)
Wed, 23rd Oct 2024 17:07:49 BST	Document generated with fingerprint 67241467e2a6f039205425130e8ba871 (86.19.70.229)
Wed, 23rd Oct 2024 17:07:49 BST	Envelope generated by Heather Large (86.19.70.229)