

Non-Confidential Minutes

CORPORATION BOARD MEETING

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| Date: | 31 March 2025 | Time: | 3.00 PM |
| Chairperson: | Sally Osmond | Location: | College Restaurant Annexe & Teams |

| Members | Name | Present | Role |
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| 1. | Chris Wilson (CWi) | * | External Member |
| 2. | Lesley Black (LB) | *Teams | External Member |
| 3. | Lee Probert (PCE) <i>(not for item 14.2)</i> | * | Principal & Chief Executive |
| 4. | Javaid Iqbal (JI) | * | External Member |
| 5. | Debbie Ferguson (DFe) | *Teams | External Member (from 4pm) |
| 6. | Khushi Ashwin (KA) <i>(not for item 12, 13, 14)</i> | * | Student Member (19+ HE) |
| 7. | Sue Richardson (SR) <i>(not for item 12, 13, 14)</i> | * | Staff (Support) Member |
| 8. | Sally Osmond (SO) | * | External Member & Chair |
| 9. | Malcolm Baggott (MB) <i>(not for item 12, 13, 14)</i> | * | Staff (Teaching) Member (from 5pm) |
| 10. | Neil McDougall (NM) | * | External Member |
| 11. | Professor Gavin Brooks (GB) | * | External Member & Vice Chair |
| 12. | Russell Shackleton (RS) | * | External Member |
| 13. | Jadean Havenga (JHa) <i>(not for item 12,13, 14)</i> | * | Student Member (16-19) |
| 14. | Tim Major (TM) | * | External Member |
| 15. | Julian Cooper (JC) | * | External Member |
| 16. | Tom Pegler (TP) <i>(after item 3)</i> | * | External Member |
| Apologies: | Stuart Compton (SC) | | External Member |
| | Trevor Gabriele (TG) | | External Member |
| | Peter Lambert (PL) | | External Member |
| Absent: | Sam Dibas (SD) | | External Member |
| In Attendance: | | | |
| 1. | Cathy Wright (CWr) <i>(not for item 12 13 14)</i> | * | Vice Principal – Central Services (VPCS) |
| 2. | Jatinder Matharu (JMa) <i>(not for item 12 13 14)</i> | * | Director of Safeguarding and Support (DSS) |
| 3. | Heather Large (GP) | * | Governance Professional (GP) |
| 4. | Lee Hunt (LH) <i>(not for item 12, 13, 14)</i> | * | Vice Principal – FE & Curriculum (VPFEC) |
| 5. | Jo Houghton (JH) <i>(not for item 12, 13, 14)</i> | * | Vice Principal – HE & Skills (VPHEs) |
| 6. | Jamie Morton (JMo) <i>(not for item 12, 13, 14)</i> | * | Director of Finance (DF) |
| 7. | Nathan Hall (NH) <i>(not item 12, 13, 14)</i> | * | Director of Estates & Facilities (DEF) |
| Quorum: | 40% | * | 16 present - meeting quorate |

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| Item | Reports |
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| 1 | <p>Welcome and Apologies for Absence Apologies were received and accepted for Stuart Compton, Peter Lambert and Trevor Gabriele the Board were informed that Malcolm Baggott and Debbie Ferguson would be arriving late. It was noted that Sam Dibas was absent.</p> | Verbal |
| 2 | <p>Declarations of Interests No declarations of any pecuniary, business or conflict of interests were made in any of the agenda items.</p> | Verbal |
| 3 | <p>Governors coming to the end of their four year term of office Board noted that Peter Lambert’s term of office had ended and that he was not seeking a further term. The Chair expressed her thanks on behalf of the Board for the excellent skill set that Peter had brought to the Board and how he had actively contributed in moving the College forward to success. The Board noted that Sam Dibas’s term of office had ended and that a discussion around an Associate Membership had been had. The Chair will be following up with SD. The Board further noted that this would be the very last Corporation Board meeting that VPFECC would be attending and thanked him for the valuable contribution he had made to the College and Board over the past six years. Action: Chair to discuss with SD the role of Associate Membership.</p> | Verbal |
| 4 | <p>Introduction of new Members The Board were formally asked to elect Tom Pegler as an external member to the Corporation Board and take on the role of SEND Link Governor. The Board unanimously elected Tom Pegler as an external member.</p> | Verbal |
| 5 | <p>Notification of any other Urgent Business The Board were asked to review and approve the creation of Associate Member roles. Associate Members would be appointed to Committees for their specific skills and expertise and attend Committee meetings but without formal governor status or voting rights at any Corporation Board meeting if they were invited to attend. The Board asked:</p> <ul style="list-style-type: none"> • What would be the process? The Chair explained it would follow exactly the same appointment process as external members. All mandatory checks such as DBS and training would need to be completed and their applications reviewed by the Search and Governance Committee. • What would be the distinctions between External Members and Associate Members? The Chair advised they would only sit on Committees and on each Committee Term of Reference it specifies their role, responsibilities and status. Associate Members cannot be elected as Chair or Vice Chair’s of any Committees but may have voting rights on Committees to which they have been appointed. • How would Associate Members be kept abreast of governing business? The Chair advised they would be kept informed of Governor business in the same way as external members and support the work of the Corporation Board. • It was recommended that the term of office be extended to two years rather than one. <p>The Chair clarified that the job description would go to the Search and Governance Committee in June for further debate and final approval. The Corporation Board formally approved the creation of Associate Members subject to the finalisation of the role description. Action: Chair of Corporation to take the Associate Member role to Search and</p> | Paper – p4 |

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| | <p>Governance Committee.</p> <p>Action: GP to work with Chair of Corporation to finalise the role description.</p> | |
| 6 | Governance | |
| 6.1 | <p>Minutes of the previous meeting</p> <p>6.1.1 To approve the Corporation Board Minutes of 13 December 2024 The Board unanimously approved the Corporation Board Minutes of 13 December 2024</p> <p>6.2.2 To approve the Confidential Corporation Board Minutes 13 December 2024 The Board unanimously approved the Confidential Corporation Board Minutes of 13 December 2024</p> | <p>Paper p.6</p> <p>Paper p.14</p> |
| 6.2 | <p>Matters arising from the Minutes</p> <p>To review the Action Log.</p> <p>The Board were informed that:</p> <p>PCE to provide a report on sustainable energy options for the College at the next meeting. Complete</p> <p>GP to add Staff Member Reports as Agenda items for next meeting. Complete</p> <p>DSS to find out if anyone is using VPNS with regarding to online safety. Complete</p> | Paper p.16 |
| 6.3 | <p>Search and Governance Update</p> <p>The Board were informed on:</p> <ul style="list-style-type: none"> • New External Member with SEND skill set for SEND Link role • End of term for Governors Peter Lambert and Sam Dibas • Requirement for Governor recruitment with HR skill set • Associate Member role • Terms of Reference Review • Job Descriptions for Chair of Corporation and Vice Chair of Corporation. • Chairs Performance Review • Governor Training registered and monitored by GP • Monitor progress of External Board Review Actions | |
| 6.4 | <p>Policies (All approved)</p> <p>The Board duly approved the polices recommend by the Finance and Resources Committee which were:</p> <ul style="list-style-type: none"> • Maternity and Family Leave Policy • Business Continuity Policy • Recruitment and Selection of Employees Policy • Sickness, Absence and Sickness Pay Policy • Flexible Working Policy <p>The Board duly approved the policies recommended by the Curriculum and Quality Committee which were:</p> <ul style="list-style-type: none"> • Freedom of Expression and Freedom of Speech Policy • Quality Teaching, Learning and Assessment Policy | |
| 6.5 | <p>Governance Professional Report</p> <p>The Board were informed on:</p> <ul style="list-style-type: none"> • Terms of Reference for Corporation and all Committees are currently being reviewed by Committees. • Standing Orders for Corporation are currently under review and will be presented to Board for approval. | |

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| | <ul style="list-style-type: none"> • There have been 15 visits recorded to the College since September 2024. • Rob Lawson engagement of 24 February 2024 and recommendations • Resignation of Peter Lambert • Consideration for Associate Members • Completion of Chair of Corporation Appraisal • Chairs Committee meeting held 11 March 2025 • Progress on External Board Review • Progress on AOC Code of Good Governance • Governors who had not completed their mandatory training <p>The Board asked:</p> <ul style="list-style-type: none"> • For clarification on a sentence in the third bullet point. Clerk advised the wording should read “This evidence provides the basis for questioning and challenge and more importantly either confirms or qualifies the content of the PCE’s report enabling Corporation to test, challenge and determine the actual position”. • If there was a benchmark for what a “Good” Governors Visit Report should look like. Chair explained that the template visit form was formulated by the previous PCE but ideally the template should have key elements within it, these being (a) Purpose of Visit, (b) Date and Time of Visit (c) Governor Name (d) Classes or Staff Visited (e) Summary of activities (f) Observations and Comments (g) Links with College Quality Improvement Plan (h) Next Steps/Action Points (i) Evidence Gathered (j) Follow up Actions. The Chair acknowledged that it would be good for the visit template to be reviewed at the next Search and Governance meeting. • That Governors with outstanding training ensure this is completed ahead of Ofsted monitoring visit <p>Action: Chair of Corporation to add Governor Link Visit Template report to the next Search and Governance Meeting</p> | |
| 7 | College Reports | |
| 7.1 | <p>Principal’s Report</p> <p>The Board were informed on:</p> <ul style="list-style-type: none"> • Education and Skills Funding Agency (ESFA) changes • Skills England • Industrial Strategy • Devolution White Paper • Devolution: Berkshire, Buckinghamshire and Oxfordshire • Ofsted Inspection Framework • Funding Allocations • Apprenticeship Policy changes • Funding Announcement: Construction • Further Education Commissioner (FEC) • College Open Event • Applications 2025/26 • Sustainable Energy Options <p>The Board asked:</p> <ul style="list-style-type: none"> • If the change in FEC will have any impact on current FEC intervention for the College. The Board were informed that support will continue until reinspection takes place and dependent on that outcome there may be changes. • How does the number of Maths and English re-sits compare to last year. Board was advised they are lower than last year. Board advised they would like to see within the reports year on year comparisons for data. • For feedback on the Open Day. Board was informed this was the highest | Paper – p.24 |

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| | <p>number of attendees seen at the College in recent years. Lots of growth areas particularly Sports and GCSE's via the central skills pathway.</p> <ul style="list-style-type: none"> • How often Open Days are held and when is the next one. Board was informed the next one is July and that Saturdays have not been used for a number of years because of very low attendance versus the effort needed to hold the event. Board challenged this. VPFECC disagreed • What marketing strategies are there to encourage GCSE students to take a vocational course. Board was informed this cohort is actively pursued at end of their exams. • What marketing strategies are in place to boost 16-19 students. This was answered by VPCS. • How College support students who are home schooled. Board were informed of the profiling and interventions, support skills for this cohort. • Board asked for the Marketing Strategy to be an agenda item for the Strategy Day. <p>Action: Chair of Corporation to add Marketing Strategy as an agenda item for the strategy day</p> <p>It is to be noted that Debbie Ferguson joined the meeting at 16.06 hours</p> | |
| <p>7.2</p> | <p>Student Governor Report</p> <p>To receive reports on:</p> <p>7.2.1 Adult Provision</p> <p>The Board were informed on issues around:</p> <ul style="list-style-type: none"> • Lecturers • Development of coaches and mentors • Wellbeing and Safeguarding • Equipment and Resources • Onefile Training • Term planning and assignment deadline preparation <p>7.2.2 16-19 Student Governor Report</p> <p>The Board asked:</p> <ul style="list-style-type: none"> • English lesson cancellations – What was the impact? • Limited availability of laptops and their functionality – What was the impact? <p>Governors asked the College to respond on:</p> <ul style="list-style-type: none"> • English lesson cancellations. Board were informed that there was a member of staff that was not available to teach for a period of time. The member of staff has now left and the position filled. Students do have the opportunity of workshops to catch up. • Laptops. Board were informed there have been issues with Cyber Essentials and laptops in the Hub have to be put on charge after use. However, there is not enough time for the laptops to fully charge up before they are used again. College have been working with different laptops and do take out laptops they know are not functioning correctly. VPCS will investigate. • If College have a “bring your own device” to alleviate the squeeze on laptop availability. VPCS confirmed this could be investigated. | <p>Paper – p.35</p> |
| <p>7.3</p> | <p>Staff Members Report</p> <p>The Board were informed on issues around:</p> <ul style="list-style-type: none"> • Business Support Staff • Learner Support Team • Resource Allocation • Interim PCE versus Permanent PCE | <p>Paper – p.38</p> |

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| | <ul style="list-style-type: none"> • Staff Forum • AOC Staff Governors Network Meeting <p>The Board asked:</p> <ul style="list-style-type: none"> • What the concerns were regarding the Interim PCE and if Governor communication could be improved. Board was informed that the concerns were mostly raised by CLT. • Board questioned if the use of Staff Intranet alongside a Q & A page could be used to explain the position on issues around SPA and Interim PCE to reassure staff. This was confirmed to the Board. <p>Meeting was adjourned at 16.34 hours Meeting recommenced at 16.44 hours</p> <p>It is to be noted that Malcolm Baggott joined at 16.34 hours.</p> | |
| 8.1 | Curriculum and Quality Committee | |
| 8.1 | <p>Curriculum and Quality Committee Chair's Report</p> <p>The Board were informed of:</p> <ul style="list-style-type: none"> • TM resigned from the Committee and as Vice Chair • DFe elected as Vice Chair • Policies were updated • Safeguarding report received • Update on the enrichment programme • Progress made on the issues highlighted at the Ofsted Monitoring Report • Update on the Quality Improvement Plan and Student Attendance • Recording of student lateness challenged • English and Maths provision and attendance • Curriculum Development • Football Academy provision changes | Verbal |
| 8.2 | <p>Safeguarding Report</p> <p>The Board were informed of:</p> <ul style="list-style-type: none"> • Alignment of all safeguarding staff • SCR compliance • High Risk Cases • Security of students • Staff have received training on searches • Critical incident procedures reviewed and disseminated to all staff • Number of behaviour incidents have significantly increased due to poor student attendance • Positive Student Voice • Data and cases shared <p>The Board asked:</p> <ul style="list-style-type: none"> • If College conducts a separate student questionnaire to get student voice. This was confirmed. • What is the most common peer on peer assaults? Board was informed these are mostly unkind messages on social media • Are low level concerns reviewed and analysed? Board was informed they are and this is managed jointly by HR and Safeguarding Team. • How repeat behaviours are managed? Board was advised that restorative practice is an intervention used, and staff are trained in this. Board asked if the procedures and mechanism used could be reported on in the next report. | Paper – p.40 |

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| | Action: DSS to include section on how repeat behaviours are managed in next Safeguarding Report for Board. | |
| 8.3 | <p>College Improvement Plan</p> <p>Board was informed on:</p> <ul style="list-style-type: none"> • Actions taken on Intelligence and Learning • Super 7 the Principles of Teaching and their impact on motivating students • Low pass course rates in the 16-19 curriculum • Understanding the high needs students and achievements • Action Plans for Attendance • Tutor modelling <p>The Board asked:</p> <ul style="list-style-type: none"> • Feedback on the Teaching plan. The Board were informed of the impact and that achievements are on target. | Paper - p.51 |
| 8.4 | <p>Curriculum Development 2025/26</p> <p>The Board were informed on:</p> <ul style="list-style-type: none"> • Growth • Curriculum planning guidance from the Vector Report • Detail on courses that will not be running or starting • Work on changing the curriculum to the skills needs of the local market • FE Dashboard placement <p>The Board asked for the reasons on the loss of two football academies. Board was informed this was due to travel distance and alignment.</p> | Paper – p.58 |
| 9 | Finance and Resources Committee | |
| 9.1 | <p>Finance and Resources Committee Chair’s Report</p> <p>The Board were informed on:</p> <ul style="list-style-type: none"> • Agreed revised Terms of Reference • Creation of a Task and Finish Work group to create a People Strategy • Update on Land Sale and impact on finances • Update on student numbers • Reviewed the monthly management accounts • Evaluation of a Facilities Management Solution • Gender Pay Gap Review • Update on HR matters • Reviewed IT Services paper • Approved the Marketing Strategy • Approved Policies <p>The Board asked for more detail on the budgeted shortfall. DF updated the Board on the issues around the 16-19 curriculum which had contributed to this shortfall.</p> | Paper – p.78 |
| 9.2 | <p>Monthly Management Accounts</p> <p>The Board reviewed the monthly management accounts noting:</p> <ul style="list-style-type: none"> • The forecast deficit • ESFA repayment plan • Cash flow position • Triggering the emergency ESFA funding process | Paper – p.80 |
| 9.3 | <p>Land Update*</p> <p>Subject to a Confidential Minute</p> | Paper – p.96 |

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| 10 | Audit Committee Report | |
| 10.1 | Audit Committee Chair's Report The Board were informed that the Audit Committee had received and considered: <ul style="list-style-type: none"> • Internal Audit Plan update on progress of three agreed internal audits for this academic year • Inspection Readiness and the request that College provide a list of which organisations can perform inspections • Matters of Fraud or Potential Fraud to be added to future agendas and the provision of any matters of fraud/potential fraud risk including offsite provision providers • Health and Safety Update • There were no significant incidents reported • Recommendations to be made to the structure of the Risk Register • AI in the Audit Committee and PCE and FD to report back on this | Paper – p.101 |
| 10.2 | Risk Management The Board were informed that at the last meeting of the Audit Committee, the committee requested that the Risk Management process and specifically the processes relating to the risk register should be reviewed and improved. <ul style="list-style-type: none"> • Concerns were raised in relation to the use and content of the risk register, and • How effective risk management is both in terms of the process undertaken by management and how that approach can be evidenced. • Following a review of the risk register by (RS), and a further discussion with (LP), it is proposed that the committee discuss this issue and provide clear guidance for the SLT. | Paper – p.103 |
| 11 | Any Other Business | |
| 11.1 | There was none | |
| 12 | External Governor Discussion External Governors and PCE Only Staff, SPH and Student Governor Members left at 18.01 hours | |
| 12.1 | Minutes of the previous meeting* To approve the confidential external members minutes of 16 December 2024 Subject to a confidential Minute | Paper – p.107 |
| 13 | Remuneration Committee | |
| 13.1 | Report from the Remuneration Committee* To receive a report of the work of the RC Subject to a confidential Minute | Verbal |
| 13.2 | Confidential Staffing Update* To receive a Staffing Report Update from PCE and Chair of Corporation Subject to a confidential Minute | Paper – p.110 |
| 14 | Principal's Update | |
| 14.1 | Principal's Report to External Members* Subject to a Confidential Minute <p style="text-align: center;">Meeting closed at 18.59 hours</p> | Paper provided separately |
| | Date and time of Next Meeting: Strategy Day - Monday 28 April 2025 at 12 noon | |

* Denotes confidential items

Signed:

(Chair) Date:



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Parties involved with this document

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| Tue, 14th Oct 2025 16:05:17 BST | Sally Osmond - Signer (ce273b0b8144a8864e36974c14da148d) |

Audit history log

| Date | Action |
|---------------------------------|--|
| Tue, 14th Oct 2025 9:47:17 BST | Envelope generated by Nicola Danbury (212.219.143.107) |
| Tue, 14th Oct 2025 9:47:24 BST | Document generated with fingerprint d2691434a1b2dcc1ac469640ad0ed3fa (212.219.143.107) |
| Tue, 14th Oct 2025 9:50:24 BST | Sent the envelope to Sally Osmond (s-osmond@newbury-college.ac.uk) for signing (212.219.143.107) |
| Tue, 14th Oct 2025 9:50:26 BST | Document emailed to s-osmond@newbury-college.ac.uk |
| Tue, 14th Oct 2025 9:51:00 BST | Sally Osmond opened the document email. (72.145.76.34) |
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| Tue, 14th Oct 2025 15:36:17 BST | Sally Osmond opened the document email. (66.249.93.103) |
| Tue, 14th Oct 2025 16:04:57 BST | Sally Osmond opened the document email. (66.249.93.101) |
| Tue, 14th Oct 2025 16:05:07 BST | Sally Osmond viewed the envelope (86.132.117.216) |
| Tue, 14th Oct 2025 16:05:17 BST | Sally Osmond signed the envelope (86.132.117.216) |
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