

Minutes of: CORPORATION

Date: 12th December 2024

Time: 5:30pm

Place: Hybrid Meeting



Present:

- Mr S Brand
- Mr S Bray
- Mr P Cook MBE (Principal)
- Mr S Crick
- Mrs P Dyson
- Mr I Meaton
- Ms N Paterson
- Ms N Williams (from 17.50)
- Mr C Todd (Vice Chair)

In attendance:

- Ms J Ferguson (Vice Principal, Safeguarding and Pastoral Care)
- Mrs R Herbert (Deputy Principal)
- Mrs P Powditch (Interim Vice Principal, Finance and Resources)
- Mr M Benson (Murray Smith) (via Teams for item 24/19)
- Mrs Y Doherty (Director of Governance)

24/17 APOLOGIES

Apologies for absence were received from Ms L Miervaldis.

24/18 DECLARATIONS OF INTEREST

On the basis of the business to be considered there were no declarations of interest.

FOR DECISION

24/19 FINANCE & RESOURCES

19.1. Financial Statements 2023/24: Annual Accounts

The Financial Statements 2023/24 were considered (circulated, document Dec 24/1).

The report provided key features of the Annual Accounts that included:

- The operating surplus before FR102 adjustments.
- The adjusted surplus allowing for the impact of FRS 102 and the treatment of pension obligations.
- The significant movement in the FRS 102 pension liability to an asset (LGPS), however this was not recognised due to the uncertainty of its future benefit. Therefore, the liability had been reduced to £nil.
- The Total Comprehensive Income for the Year, taking into account remeasurement of the defined pension schemes.
- Total net assets after FRS 102 adjustments

Going Concern

- The Board was required to form a view in approving the accounts of whether the College remains a “going concern”.
- The key consideration for the Board was whether there were cash flow forecasts and monthly budgets covering at least 12 months from the date of approval of the financial statements.
- The College Financial Forecasting Return submitted in July covered the 3 years from 2024/25 to 2026/27 and was assessed as having ‘outstanding’ financial health in each of the three years.

- Bank covenants have been met in 2023/24 and will be met based upon the 2024/25 forecast.
- The College has good cash reserves and is rigorously monitoring the financial impact of pay and non-pay cost increases resulting from inflation and any changes to key assumptions impacting the financial forecast.

Therefore, the recommendation was that the College continued to be a “going concern”.

It was highlighted that the accounts had been **reviewed in depth by the Audit Committee and they were recommended for approval.**

19.2 External Audit Findings Report and Letters of Representation

The External Audit Findings Report was considered (circulated, document Dec 24/2).

This report had been considered by the Audit Committee.

Mr Benson confirmed that a clean audit opinion was provided and confirmed that the audit process had been very smooth.

External Audit Findings Report:

Key risk areas:

- Management override of controls
- Revenue recognition
- Going Concern
- Completeness and accuracy of creditors, accruals and deferred income
- Accuracy of staff costs
- Pension scheme valuation

Section 2: Individual risks, description, how this was addressed and the audit conclusion.

Section 3: Financial highlights:

- Increase in income, with explanation provided.
- Staff costs.
- Increase in operating expenses, with reasons provided.
- Increase in year-end cash balance
- Liquidity position remains strong
- Not recognising the movement of the LGPS pension liability movement to an asset.

Section 4: Communication requirements.

Section 5: Internal Controls – two low level recommendations, accepted by management.

Section 6: Unadjusted misstatements – list provided; confirmation of not being considered material and agreement on there being no requirement to adjust.

Section 7: Regularity.

Mr Brand expressed thanks to the External Auditors, Interim Vice Principal Finance & Resources and the Finance team for their hard work and smooth audit process.

Letter of Representation

Standard format with no amendments.

It was **RESOLVED THAT**

- i. the External Audit Findings Report be noted and received.
- ii. the assessment that the College remained a 'Going Concern' be agreed.
- iii. the Financial Statements and Letter of Representation for the year ended 31st July 2024 be approved and signed.

19.3 Regularity Self-Assessment Questionnaire 2023/24

The Regularity Self-Assessment Questionnaire 2023/24 was considered (circulated, document Dec 24/3).

The Audit Committee recommended the RSAQ for signature by the Chair and the Principal.

Mr Benson reported that this document had been audited with sources of evidence checked as part of the audit process, and that the regularity reporting with the external audit findings report encompassed this.

It was **RESOLVED THAT** the Regularity Self-Assessment Questionnaire for 2023/24 be approved and signed.

19.4 Audit Committee Annual Report 2023/24

The Chair of the Audit Committee presented the Audit Committee Annual Report 2023/24 (circulated, document Dec 24/4). It was noted that the Committee had considered the contents of the report, and the reports provided by the internal and external audit service.

The main points were:

- Confirming the Committees responsibilities
- The Committee's opinion **was** that the College had adequate and effective audit arrangements and processes with regard to governance, risk management and control and for achieving economy, efficiency and effectiveness, the solvency of the institution and safeguarding of its assets.
- The Financial Statements Auditors had provided an unqualified opinion.

Detail was provided on the findings of the internal audit reviews, other relevant reviews, Risk Management, the Internal Audit Service Opinion 2023/24, the financial statements, and the regularity audit.

It was **RESOLVED THAT** the Audit Committee Annual Report 2023/24 be accepted.

19.5 Audit Committee Meeting 18th November 2024, including Risk Management

The report presented provided the Corporation with an update on the work completed by the Audit Committee at its meeting on 18th November 2024 (circulated, document Dec 24/5).

Business considered included:

- Financial Statements for year ended 31st July 2024 **recommended for approval** *minute 24/19.1*
- External Audit Findings Report *minute 24/19.2*
- Regularity Self-Assessment Questionnaire 2023/24 **recommended for signature** *minute 24/19.3*
- Audit Committee Annual Report 2023/24 *minute 24/19.4*
- Risk Management Update Report *attached to document 5*
- Policies **recommended for approval** *minute 24/19.6*
- Progress against the Internal Audit Plan 2024/25
- Progress against Audit Recommendations
- Deep Dives: March 2024
- Gifts and Hospitality
- Performance Review of External Audit Services

It was **RESOLVED THAT** the report from the Audit Committee meeting 18th November 2024 be noted and received.

Prior to leaving the meeting Mr Benson confirmed that the Annual Accounts would be issued for signature via DocuSign.

19.6 Finance & Resources Policies

The Interim Vice Principal Finance and Resources reported on the policies under the Finance and Resources remit (circulated, document Dec 24/6).

The Audit Committee had reviewed the policies and recommended them for approval.

19.6.1 Whistleblowing Policy / Public Interest Disclosure Act

Minor amendments. There had been no changes to relevant legislation since the last review. The amendments were listed.

19.6.2 Anti-Bribery Policy

No amendments. There had been no changes to relevant legislation since the last review.

19.6.3 Anti-Fraud Policy & Procedures

The regulatory framework for reporting fraud to the ESFA has been amended and the policy updated to reflect these changes.

The amendments were listed.

It was **RESOLVED THAT**

- the Whistleblowing Policy be approved.
- the Anti-Bribery Policy be approved.
- the Anti-Fraud Policy & Procedures be approved.

19.7 Revision to the 2024/25 Budget approved on 17th October 2024

The Interim Vice Principal Finance and Resources presented a report on an amendment to the revised budget that was approved by the Corporation on 17th October 2024 (circulated, document Dec 24/7).

The amendment was required to ensure the delivery of an Outstanding assessment of the College Financial Health grade.

The changes that had been incorporated into the budget for 2024/25 were detailed. This would be the basis of reporting for the remainder of the financial year.

The Audit Committee had reviewed the report at the meeting held on 18th November 2024.

Mr Brand confirmed that there had been discussion at the Audit Committee of the necessity for the report and applauded the leadership team for its transparency.

It was **RESOLVED THAT** the revision to the 2024/25 Budget be approved.

19.8 Monthly Management Accounts P3 **FOR INFORMATION**

The Interim Vice Principal Finance and Resources presented the Monthly Management Accounts for Month 3 (circulated, document Dec 24/8).

The report provided performance against the revised budget as presented and approved at this meeting (minute 24/19.7) Detail of key issues included:

- The Financial health assessment
- The cash balance at the end of the period.
- Banking covenants are forecast to be met.
- Capital expenditure to date
- A re-forecast against the amended revised budget

It was **RESOLVED THAT** the Monthly Management Accounts, Month 3, be noted and received.

The Chair thanked Mrs Powditch for her work with the College over the autumn term. Mr Brand reiterated this and commented that the work of Mrs Powditch, including the levels of assurance provided, was a demonstration of her skills as an interim appointee and knowledge of the sector.

Mrs Powditch left the meeting.

24/20 MINUTES FROM THE PREVIOUS MEETING **17th October 2024**

The minutes of the meeting (circulated, document Dec 24/9) held on 17th October 2024 were considered.

It was **RESOLVED THAT** the minutes of the meeting held on 17th October 2024 be approved.

24/21 MATTERS ARISING / ACTIONS

21.1 Actions Report (circulated, document Dec 24/10)

23/75 FINANCE & RESOURCES

23/75.1 Draft Budget 2024/25 & Three-Year Financial Plan

It was commented that deferring costs was understood but this would not be sustainable. It was suggested that consideration be given to diversification of income as part of the planned Strategy Event in October 2024.

17.10.24 Update:

Circumstances have not allowed for this action to be completed.

Carry Forward

12.12.24 Update:

To be discussed in January, at the strategy event.

It was suggested that as this had been carried forward since July 2024 and the Strategy event was now scheduled for January 2025 this action be closed out. This was agreed. COMPLETE

24/06 PROPOSED KPIS 2024/25

The revised reporting of KPI 17 to annual from termly was queried on the basis of any potential risk of not being aware if there are issues.

Discussion suggested that it should remain as revised in the annual data but with updates provided to Board meetings. [ACTION]

SLT

12.12.24 Update:

Verbal update will be provided at the December meeting.

COMPLETE

24/07 FINANCE & RESOURCES

23/7.1 Revised Budget 2024/25

There was discussion of the impact of the use of agency staff.

It was suggested that further detail could be provided to the next meeting of the Board, by including this in the reporting from the Q&S Committee meeting. [ACTION] YD/RH

12.12.24 Update:

Fortnightly meetings held with managers and senior staff to review the use of agency staff. Weekly meetings to monitor the recording and invoicing of agencies. Reporting to the Audit and Quality and Standards Committees planned for the New Year. **COMPLETE**

24/08 POLICIES

24/8.3.1 Safeguarding Policy

How this policy should be disseminated to Governors.

It was suggested that consideration would be given to adopting a process similar to that for staff which would require Governors to sign to acknowledge receipt, reading and understanding of the policy and its requirements. [ACTION] YD

12.12.24 Update:

Governors have been added to the system used for staff with emails issued. **COMPLETE**

21.2 Actions between meetings: 17th October – 5th December 2024

Members considered the report on actions taken between meetings (circulated, document Dec 24/11).

- Approval of Governor Appointments

It was **RESOLVED THAT** the actions taken between meetings be noted.

21.3 Matters Arising

The name of the newly created college subsidiary company, HTS Ltd referred to as HTS, was raised in relation to the recent events in Syria and the news coverage of the overthrow of the regime by a terrorist organisation known as HTS.

Discussion points included:

- Use of the full name for the foreseeable future – Hereward Training Services Ltd.
- Where there might be doubt; close partners knew of the subsidiary, and if it was an instance of new contacts / partners the full name should be used.
- There was uncertainty regarding the position with the terrorist group and for how long this would continue to be headline news.
- Consider options in the New Year
- Preference not to use the full name due to the link with Hereward Training, which was the vehicle for the ASF provision
- Change of name
- More time to consider options as work was continuing on brand building and the current name was in use with Whitbread / partners / legal documentation
- **Reconsider in January (Strategy Event) whilst acknowledging the risk associated with change**
- In the interim the use of HTS Ltd seemed a good option, or HTS with an additional strapline
- Had HTS been trademarked?

It was reported that there were a number of companies using 'HTS' and there had been no recommendation from the legal team. It was understood that it would be better to trademark the logo rather than the name.

It was countered that the name could be trademarked 'within a sector' and that this could be researched.

- The terrorist organisation had been existence for 13/14 years and it was advocated that the position be considered and any change implemented sooner rather than later. It was also suggested the subsidiary was intrinsically linked to the College, and there was a need to avoid association / comparison with a terrorist group.

It was noted that there was a Strategy Event scheduled for January 2025 and suggested that this should be considered further at that point. [ACTION]

PC

Subsequent to the discussion Mr Brand requested that it be recorded that he was advocating that Hereward should be actively updating materials and references to HTS with the full name as incorporated, now.

Any potential partner would complete due diligence including a Companies House search which would reveal Hereward as a guarantor, registered office, employer of the registered officers etc. and that it was therefore intrinsically linked.

There were no other Matters Arising.

The Chair suggested that this would be an appropriate time to consider the report on HTS (agenda item 7, minute 24/23.1)

23.1 HTS Ltd.

The Principal presented an update report on HTS Ltd. (circulated, document Dec 24/15).

Highlights included:

- The collaboration agreement has been signed and the responsibilities of the College will be replaced with HTS LTD via a novation clause.
- The Business Plan is progressing with 5 local authorities engaged for licence fee payments in 2025/26, but ideally more are needed.
- The Governing Body need to put in place a recruitment process for a position on the board of HTS and it is recommended that the Search and Governance Committee oversee this process.
- HTS LTD has a functioning website. Detail was provided.
- The training services are being actively marketed, with two large organisations having engaged in initial discussions.

Discussion points included:

- Funding streams – dedicated grants to LAs finish at the end of this financial year, what guarantees where there that the licence fees could be met.

This was acknowledged to be a risk, and it was suggested that there was the potential for the licensees to pay the fees themselves or in collaboration with a partner, e.g. LA.

- Concern was expressed that there might be a lack of awareness around this position, the potential impact and continued sustainability of funding.

- The difference, if any, of working with Combined Authorities was raised

It was confirmed that there was a difference.

- It was advocated that there was more flexibility when dealing with Combined Authorities.

- The website was complemented.

It was reported that the intent had been to ensure that the look was very different to that of the College and other specialist colleges.

- The capacity to expand the training services offer was raised.

It was commented that there was a need to recognise that this was the creation of new business / brand and that it was not something that the College was necessarily geared up for. It had been and continued to be demanding in terms of resource to get to the current position. To go further there was a need to consider the resources that would be required to develop as a training provider. It was reported that there was a contingency budget and that there would be a need to consider if this should be utilised to develop HTS. It would be necessary to ensure that any actions would ensure delivery of the identified outcome.

- It was suggested that a report be presented to the meeting in January 2025 on the current position / risks/ options.

Reference was made to the External Governance Review recommendations relating to HTS, including governance and oversight of risk around HTS Ltd and the significant time commitment of the Principal. This would include defining the future direction for HTS and any consequences / implications regarding core responsibilities.

- It was advocated that this linked to the proposal that the Search & Governance oversee the process of the appointment of a serving Corporation member to the Board of HTS. Was this just an appointment from the Corporation or was it all appointments to the Board of HTS.

It was confirmed that this was just for the appointment of a governor from the Corporation to the Board of HTS.

It was agreed that the Search and Governance Committee oversee the process of the appointment of a serving Corporation member to the Board of HTS. **[ACTION]**

YD

It was **RESOLVED THAT**

- i. the update report on HTS Ltd be noted and received.
- ii. a report be presented to the Strategy Event on the points discussed, including the name of the subsidiary, the financial position and further development including the training services offer.

24/22 **STANDING AGENDA ITEMS**

22.1 **Principal's Report**

The Principal presented a report providing a general update on matters not covered in other reports (circulated, document Dec 24/12).

The report provided detail on:

- Strategy Day 17th / 18th January 2025:

The content and format of the event would be considered at a meeting of the Search & Governance Committee on 19th December 2024, which was in line with the recommendation from the External Governance Review.

- Launch of engineering partnership
- Long Service Award for Staff

It was confirmed that the Director of Governance would be seeking confirmation of accommodation requirements for the Strategy Event. Governors were requested to respond by return.

It was **RESOLVED THAT** the Principal's update report be noted and received.

22.2 Student Numbers

The Deputy Principal presented a report on the Student Numbers (circulated, document Dec 24/13).

It was highlighted that the data indicated that there had been a significant increase in applications received, year on year. This was being closely monitored. It was suggested that this could be attributable to pressure on schools to make earlier applications.

There had been a slight decrease in the trajectory w/c 09 December 2024.

Discussion points

Had there been any consideration of potential correlation with an increase in EHCPs nationally.

It might be of value to overlay the local percentage increase in EHCPs

It was commented that in terms of complex needs there was a gap in mainstream regarding the ability to meet need.

It was reported that the number of applications appeared to be consistent, although there had been an increase in consults where it was considered that the College would not be able to meet need.

The link with the position relating to residential placements and the potential for the college to have more space was raised and if this presented an opportunity to review.

It was reported that there was the potential for further growth of the foundation provision using any additional space that was available. Any intent to fill 'gaps' as suggested would need to be considered with caution.

It was **RESOLVED THAT** the Student Numbers update report be noted and received.

22.3 Data Dashboard 2024/25

The Data Dashboard was considered (circulated, document Dec 24/14).

It was noted that there was very little data to report at this point in the year.

The previous discussion / decision relating to KPI 17 % *of staff in support roles observed as appropriate* was raised:

It was confirmed that the observations had commenced at the end of October 2024. Nine had been completed. Four per week were planned for the remainder of the academic year. It was anticipated that 100% would be achieved.

It was **RESOLVED THAT** Data Dashboard 2024/25 update be noted and received.

24/23 STRATEGY

23.1 HTS

Please see previous minute 24/21.3 where this item was considered.

23.2 Residential Update - **CONFIDENTIAL**

Please see separate minutes

24/24 QUALITY AND STANDARDS**24.1 Quality & Standards Committee Meeting – 13th November 2024**

The report presented provided the Corporation with an update on the work completed by the Quality & Standards Committee at its meeting on 13th November 2024 (circulated, document Dec 24/17).

Business considered included:

Deep Dive Presentation: Space / Resources / Facilities / Premises

Careers and Employability Strategy, **recommended for approval** *minute 24/24.2*

Adult Skills Fund Strategy, **including amended ToR for approval**

Self-Assessment Report 2023/24 & QuIP 2024/25 **recommended for approval** *minute 24/24.3*

Equalities Data 2023/24 for publication **recommended for approval** *minute 24/24.4*

Data Dashboard

Next Deep Dive presentation

It was reported that the Adult Skills Fund Strategy was **new** and devised as a response to the strategic direction of the College, reflecting the desire to maximise funding opportunities and meet the needs of both the local community and employers.

The Committee **approved** the Adult Skills Fund Strategy. The Committee Terms of Reference have been amended to include approval of this strategy.

The Board was asked to approve the amended ToR.

It was **RESOLVED THAT**

- i. the report from Quality & Standards Committee meeting on 13th November 2024 be noted and received.
- ii. the revised Term of Reference for the Quality & Standards Committee 2024/25 be approved.

24.2 Careers and Employability Strategy

The Deputy Principal presented the Careers and Employability Strategy (circulated, document Dec 24/18).

It was noted that the Careers and Employability Strategy had been considered by the Quality and Standards Committee.

There had been minimal changes to the strategy with the amends listed.

The Quality and Standards Committee recommended the Careers and Employability Strategy for approval.

It was **RESOLVED THAT** the Careers and Employability Strategy be approved.

24.3 Self-Assessment Report 2023/24 and Quality Improvement Plan (QuIP) 2024/25

The Deputy Principal reported on the Self-Assessment Report 2022/23 and Quality Improvement Plan 2023/24 (circulated, document Dec 24/19).

Self-Assessment Report 2023/24

It was noted that the SAR now assessed Personal Development as Outstanding.

It was highlighted that the report had been considered by the Quality & Standards Committee at its meetings on 25th September and 13th November 2024.

Attention was drawn to:

- the inclusion of Personal development in the QuIP
- significant increase in employment outcomes particularly where it is anticipated / expected
- significant increase in experience of the workplace / encounters with employers
- refresh of the Hereward Approach to Teaching & Learning, and adaptation to include the AET standards

The recent appointment of the Director of Quality had had a significant impact on the creation of the report.

The Quality & Standards Committee recommended the Self-Assessment Report 2023/24 for approval.

Quality Improvement Plan (QuIP) 2024/25

The QuIP remained in the same format and had been populated.

The Quality & Standards Committee recommended the Quality Improvement Plan (QuIP) 2024/25 for approval.

Discussion points included:

How was the report disseminated in a meaningful way to staff

It was reported that staff had continuing involvement of delivery of the QuIP.

Learner facing managers would discuss it in team meetings

Each department had an SAR and QuIP which supported continuous dialogue.

It was suggested that this was a pertinent point / question in relation to support staff (as opposed to learner facing).

It was suggested a one page document that presented the high level assessments and corresponding actions from the QuIP might be useful.

It was agreed that subject to approval of the SAR 2023/24 and QuIP 2024/25 a truncated version would be developed for dissemination to the staff. **[ACTION]**

RH

Governors expressed thanks to the Deputy Principal and Director of Quality for the production of the SAR and QuIP.

It was **RESOLVED THAT**

- i. the Self-Assessment Report 2023/24 be approved; and
- ii. the Quality Improvement Plan 2024/25 be approved.

24.4 Equalities Data 2023/24 for publication

The Deputy Principal presented the Equalities Data 2023/24 (circulated, document Dec 24/20).

It was noted that the Equalities Data report had been considered by the Quality & Standards Committee. The report had been developed to include the data relating to Governors.

The Quality & Standards Committee recommended the Equalities Data 2023/24 for approval and publication in line with the requirements of the Public Sector Equality Duty.

The data on the age range of governors was noted. It was queried if it was possible to provide historical data, if so, perhaps this could be considered when looking at future recruitment. It was reported that this might be possible and would be looked into.

It was **RESOLVED THAT**

- i. the Equalities Data 2023/24 be approved for publication.
- ii. the provision of historical data on the age range of governors be investigated. **[ACTION]** YD

FOR INFORMATION

24/25 SAFEGUARDING and PASTORAL CARE

Safeguarding and Prevent Update Report

The Vice Principal Safeguarding and Pastoral Care presented the Safeguarding Update Report (circulated, document Dec 24/21).

The report provided detail on a number of aspects:

- Safeguarding Overview
- Operational MDT (Multi-Disciplinary Team)
- Clinical MDT (Multi-Disciplinary Team)
- Parents Forum
- Team Teach
- Lockdown Drill
- Safeguarding Newsletter & Wellbeing Pack for Christmas
- Safeguarding data
- Child Protection, Adult Protections, Child in Need and Early Help data
- Safeguarding Referrals
- Internal Safeguarding concern categories
- Staff and Governor Training

Discussion points included:

Behaviours of concern – impact of Team Teach, whilst acknowledging a direct comparison was not possible.

It was reported that consideration was being given to the means / processes of record keeping relating to Team Teach so it was hoped that this would facilitate identification of the impact.

Increase of 62% in referrals, impact of this on the delivery of safeguarding

It was advocated that the College had a strong infrastructure of review, however, it was recognised that there was an impact on staff. Support was provided where necessary. It was also acknowledged that there was a 'heavier' workload in the autumn term.

It was **RESOLVED THAT** the Safeguarding Update Report be noted and received.

24/26 ANY OTHER BUSINESS

There was no other business for consideration.

24/27 DATE OF THE NEXT MEETING

The dates of the next meetings were confirmed as:

- Strategy Event: 17th / 18th January 2025
- Next Board meeting: Thursday 6th February 2025

24/28 CONFIDENTIAL ITEM; for consideration without staff

See separate confidential minutes.

Signed:

Chair

Date: