

**Minutes of the Corporation meeting 20.4 held on Tuesday 18 May 2021, by video conference  
Long Road Sixth Form College, Cambridge**

Present: Ian Wilson (Chair), Paul Andrew, Gerry Bolton, Yolanda Botham (Principal), Steven Esdale, Karen Everitt, Steve Fosher, John Godwood, Vickie Grenville, Sophie Harrison, Paula Heaney, Tony Humphrey, Alison Miles, Rikki Morgan-Tamosunas, Jenny O’Hare, Olivia Palo, Alex Pryce, Sebastian Rasinger, and Owen Shield.

In attendance: Steve Dann (VP), and Charlotte Hemmins (FD)

Clerk: Anne-Marie Diaper

**Ref** **Actions:**

- 20.4.1 **Apologies for absence**  
Apologies for absence were received from Anne Adamson, Charlie Brown, and Colin Greenhalgh
- 20.4.2 **Declarations of Interest**  
The Corporation Chair declared an interest in agenda item 10.
- 20.4.3 **Request for any other business**  
None
- 20.4.4 **Minutes of Corporation meeting 20.3 on 16 March 2021**  
With no amendments, the minutes of the meeting held on 16 March were agreed as a true and accurate record of the meeting.
- 20.4.5 **Matters arising**  
20.3.7. The Corporation Chair clarified that work continued through the GSC on the Conflict of Interest policy which would come back to a later meeting for consideration.
- 20.4.6 **Report from strategy/training event on Thursday 13 May 2021**  
The Corporation Chair introduced the report that he had written following the 13 May event. Governors having read the report commented that it had been a useful, accurate and balanced summary of the meeting.

Papers for this agenda item also included a report from the Finance Director (FD) on the issue of a potential sale of a piece of College land that had also been discussed at the 13 May event. A decision on this was sought from the Corporation. The FD confirmed that details of the Post 16 Capacity Fund had been released on the day of this meeting. She gave a summary of her presentation from the 13 May event including the history surrounding the college estate, which parts were covered by an

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educational covenant, and condition categories of some buildings on site. She explained that the College needed to prepare for demographic growth in future, and a capital grant if secured would allow for additional teaching accommodation and break-out space.

The meeting discussed financial health KPIs, cash reserves and cash days for which further modelling work would be carried out, in advance of the capital project fund deadline of 14 June 2021. Corporation approved capital bids of between £100k and £4m were sought from 16-19 providers prepared to match funding up to 15% of the value of the application. Further work was to be done on what building projects might be appropriate and possible in the timeframe.

The Finance Director outlined the proposal for the sale of a piece of College land from an intermediary acting for the biomedical campus. The land in question was not covered by the educational covenant and amounted to 2.7% of the total amount of land owned by the College. Cheffins were supporting the College with price negotiations and the sale price offered by the buyer was £500,000 with a 25% overage based on the lower of the sale value or future value once planning permission had been obtained. She reminded the Corporation that any funds derived from such a sale would be invested to support growth in the student body. The College had secured appropriate legal representation and 'heads of terms' were being finalised pending the Corporation's decision to sell. Further details on the contract and timing would come later.

The Corporation Chair added that the FD's presentation reinforced what was discussed at the 13 May event which had brought clarity that a land sale could go ahead before further decisions might be made about the precise use of the sale proceeds. The Corporation Chair invited questions from Governors.

A Governor asked if access to the College site from the south side had been considered in the context of the new South Cambridge railway station. Further discussions would be beneficial with partners on the biomedical campus on foot traffic, but it was possible to plan access for maximum benefit including in road safety.

A Governor wanted to probe on the level of comfort on the valuation of the land. The FD commented that the sale price offered (£500k with overage) based on external valuations was considered a fair offer when compared with the broader biomedical campus development.

The Corporation agreed that a project task group could be set up to support work on the capital project bid.

**The Corporation unanimously agreed the sale of the piece of College land as outlined on the papers and drawings presented and in relation to terms set out and discussed.**

The membership of the capital project task group was discussed. More time was needed to digest the details of the capital fund, the timeframe within which capital projects would need to be completed, cash reserves and the possible cash injection from the College.

#### 20.4.7 **Report from Audit committee**

The AC Chair reported from the AC20.2 meeting held on 24 March 2021. The AC had approved the updated Data Protection and Freedom of Information policies and publication scheme. The AC had also undertaken a full review of the College's assurance map, risk register and risk action plan.

The AC had been presented with an update on the process and plans for the appointment of a new Financial Statements Auditor (FSA), and had since passed a written resolution to determine which of the audit firms should be recommended for appointment to the Corporation. He reported that the AC felt the tender process was well run, and procedurally sound. Weighting slightly favoured pricing. 3 firms had tendered competitively for the work and the AC Chair had scrutinised the tender documentation from all 3 firms. The AC felt confident on the information provided and was content to make a recommendation for Board approval.

Buzzacott had a good understanding of the sector, was a top 20 firm, well-established and with a record of working with charities and not-for-profit organisations as well as business clients; it had experience of working with post-16 colleges.

Governors asked if the AC was confident that the preferred firm had the necessary capacity to take on the work, and if references had been obtained. The FD reported that annual planning and year end challenges had been included in the questions posed to the firms invited to tender, so the College was confident about this. A reference had been taken.

**On AC recommendation, the Corporation confirmed the appointment of Buzzacott as FSA for a period of 5 years, ie. to May 2026.**

#### 20.4.8 **Report from Finance and Resources committee**

The FRC Chair reported from the FRC20.3 meeting held on 28 April 2021. Disciplinary policy. The FRC had been presented with version 7 of the College's staff Disciplinary Policy which had been thoroughly polished and reviewed by legal experts. The committee was confident to recommend Board approval.

**With no discussion the Corporation approved the staff Disciplinary Policy**

The committee had received a property update from both an operational and strategic perspective. Management accounts showed that the College had weathered £250k of additional Covid costs and with careful spending and sound management the College had protected its own financial position.

A range of other matters was discussed by the committee as set out in the FRC20.3 minutes, including the staff pay award for next year, student numbers, issues affecting the 3 year financial forecast, recent letters to the sector from the ESFA/FE Commissioner.

FRC Governors added that College had not received any funding to compensate for Covid losses, and no certainty of receiving anything going forward. There was the additional uncertainty of the pandemic ending come the winter 2021/22. Funding for mass testing was likely to be received on a lagged basis. Governors noted that the financial forecast was still looking healthy and commented that the financial position demonstrated excellent work by College senior managers.

**20.4.9 Report from Standards committee**

The STC Chair reported from the STC20.4 meeting held on 6 May 2021.

The committee had received information on student progress and expected end of year grades and progression outcomes for year 2. The year had been very challenging due to remote working and learning and the committee had paid tribute to the staff and students.

There was additional responsibility on teaching staff due to preparing for internal assessment, ensuring that grades were awarded fairly and preparing for sampling and any exam board investigation.

For year 1 the committee explored how assessments were being carried out and looked at summary data of outcomes to check on progress subject by subject and across different groups of students.

The committee had focussed on quality of teaching and learning and reviewed evidence/observations/feedback from students and teachers.

A safeguarding report from the AP and DSG had provided assurance to the committee. The committee explored various elements of curriculum developments some of which were slower than expected due to the

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ongoing government consultation on the reform of level 3 qualifications at a national level, and a report on the new Ofsted framework for inspection.

A Governor asked a question about assessments taking place at the College in place of examinations, to which the VP commented that the process had been very time consuming.

Another Governor prompted a discussion about safeguarding due to the stress of lockdown and assessment processes. Safeguarding statistics showed a small increase in cases

The Corporation thanked the STC Chair for the report.

*Student Governor, Owen Shield left the meeting at 6.18pm.*

**20.4.10 Report from Governance & Search committee**

The GSC Chair reported verbally from the GSC20.3 that had occurred on 11 May 2021.

Board appointments. A vacancy would arise at the end of July 2021 on the retirement of Independent Governor, Colin Greenhalgh. The GSC had formed a nominations committee which had interviewed several candidates in February and March 2021. The GSC now wished to recommend one candidate to fill the resulting vacancy.

Hugo Macey had had a career formerly as a chartered accountant in the finance sector, and latterly in teaching, the committee noted his strengths and wished to recommend him for appointment. Satisfactory references had already been obtained and the GSC recommended he be able to attend meetings as a co-opted member with immediate effect to enable him to get a feel for the role.

**The Corporation approved the appointment of Hugo Macey as co-opted member from 18 May 2021 and as Independent Governor with effect from 31 August 2021 for a 4 year term of office to end on 30 August 2025. He would initially become a member of the Audit committee.**

Corporation Chair role. The GSC Chair reminded the Corporation that the impending vacancy of Corporation Chair had been advertised to Independent members. It would formally become a vacancy with effect from 7 July 2021, on the retirement of current Chair, Ian Wilson.

*Ian Wilson and Tony Humphrey both left the meeting at 6.22pm and John Godwood took over as Corporation Chair for this particular session.*

Independent Governor, Corporation Vice Chair, and current Audit committee Chair Tony Humphrey had expressed an interest in being appointed as Corporation Chair. The GSC were very positive about his offer, noting his excellent contribution to the work of the Audit committee and the Corporation as a whole since appointment. The GSC Chair went on to say that Ian had agreed to remain for a short period to support the newly appointed Chair. She paused for questions/comments.

A Governor noted that the appointment of Tony Humphrey as Corporation Chair would have a significant knock-on effect. A new AC Chair would need to be found, and his appointment would leave no one in the role of Corporation Vice Chair.

The Principal declared an interest in the topic in hand. She thanked Ian Wilson in his absence for having been an exceptional Chair. Members agreed that Ian Wilson had done a phenomenal job as Corporation Chair over a period of 8 years, but that the organisation could look positively as to a new Chair in Tony Humphrey.

**The Corporation unanimously supported Tony Humphrey's appointment as Corporation Chair to take effect from 8 July 2021. A review would occur after one year.** Ian Wilson would remain as a Corporation member for the autumn term of 2021-22.

*Ian Wilson and Tony Humphrey re-joined the meeting at 6.25pm.  
Jenny O'Hare and John Godwood left the meeting at 6.25pm.*

Other key roles, Standards committee Chair. The GSC Chair reminded the Corporation that the current Standards committee (STC) Chair, Independent Governor, John Godwood, was due to retire from his role on 31 October 2021. Jenny O'Hare had stepped forward to be considered as a new STC Chair on his retirement. Jenny was already a STC member and she had contributed in a significant way to the work of that committee since 2019. She had thought through carefully the implications of taking on the STC Chair role as well as her current role as designated Safeguarding Governor, convinced that she would be able to undertake both roles. John had also offered to remain on the Corporation for a handover period until the end of the 2021-22 autumn term. The Corporation Chair invited the members to vote on the appointment.

**The Corporation unanimously agreed to the appointment of Jenny O'Hare as STC Chair to take effect from 1 November 2021.** John's

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remaining on the Corporation until the end of the 2021-22 autumn term would enable a smooth transition.

*John Godwood and Jenny O'Hare were invited back into the meeting at 6.30pm.*

Governance SAR. The GSC Chair referred to documentation proposed for the self-assessment of effectiveness of governance in 2021-22. The proposal was to simplify and streamline the current process, and reduce duplication by effectively combining the SAR and the committee annual report. A Governor suggested refining and simplifying the wording, and a pilot approach from which good practice could be drawn to apply across all committees.

**The Corporation agreed in principle the process to the governance SAR in 2021-22, subject to some minor tweaking and a pilot approach.**

**20.4.11 Principal's update**

The Principal drew Corporation members' attention to 3 areas in her written report.

1. The Principal had nominated Science Technician, Teresa Shaw, for an SFCA award for her brilliant contribution to leading/running the Covid mass testing centre
2. Further guidance from JCQ on sampling of TAGs, rationalising the process
3. The Skills Bill currently going through parliament. There was press speculation about possible additional powers over Governors in failing Colleges. The outcome was awaited.

The Principal mentioned that it was unlikely to say whether transition events such as open days would be able to go ahead because of rising cases of the Indian variant of Covid.

A Governor asked about the student commission on racial justice. All agreed it was an excellent skills builder, irrespective of outcome.

**20.4.12 Governance improvement plan (GIP) for 2020-21**

The Clerk had provided updates on the governance improvement plan (GIP) for Corporation consideration shown by track changes. The significant parts of the GIP were highlighted and it was noted that the report was not cumulative at this time of year. There were no other comments.

**20.4.13 Any other business**

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It was noted that another meeting would need to occur before 14 June in order to approve the Capacity Fund capital bid. It was not necessary for all members to attend, as long as the meeting was quorate.

20.4.14

**Date of next meeting**

20.5 Tuesday 6 July 2021. The main meeting finished at 7pm and the staff and students left.