

THE CORPORATION BOARD OF EAST SURREY COLLEGE

OPEN MEETING HELD ON THURSDAY 7 JULY 2022

Meeting held in Auditorium, East Surrey College, Redhill

Meeting commenced: 18.15hrs

Meeting ended: 19.50hrs

Present

Andrew Baird	Independent Member	Chair
Liz Rushton	Independent Member	Vice Chair
Jayne Dickinson	Chief Executive	
Simon Bland	Independent Member	
Phillip Kerle	Independent Member	
Ganesh Kumar	Independent Member	
Colin Monk	Independent Member	
Alex Hayman	Independent Member	
Grace Marriott	Independent Member	
Anne Smith	Independent Member	
Lily Franklin	ESC Staff Member	
Jhalak Limbachia	ESC Student Member	
Elizabeth Konan	JRC Student Member	

Apologies for absence

Bob Pickles	Independent Member
Simon Potten	Independent Member
Natalie Watkins-Khan	JRC Staff Member
James Marshall	External Co-opted Member of the Audit Committee

In attendance

Lindsay Pamphilon	Principal
Eva Dixon	Chief Operating Officer
Emily Russell	JRC Student Member designate
Mohammed Isaac	ESC Student Member designate
Jaspar Gray	ESC Student Member designate
Mitzi Gibson	Executive Director HR

Clerk

Sue Glover	Director of Governance
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C.23.22 Declaration of Interests

Members and officers were reminded of the need to declare any personal or financial interest in any item to be considered during the meeting.

Andrew Baird declared that, as part of his role with the FE Commissioner's National Leaders of Governance team, he has been seconded to Brooklands College as the interim Chair. He also declared an interest in the proposal from the AoC under item 10 on the agenda regarding external governance reviews as he is part of their team of reviewers. Phillip Kerle declared that he is a governor of West London College.

There were no other declarations of interest.

C.24.22 Apologies for Absence

Apologies for absence were received from

Simon Potten	-	business commitments
James Marshall	-	personal commitments
Bob Pickles	-	personal commitments
Natalie Watkins-Khan	-	personal commitments

Agreed

The Board accepts the apologies for absence.

C.25.22 Notification of Any Other Business

Members agreed that there was no other business to be considered.

C.26.22 Unconfirmed minutes of the meeting of the Corporation Board held on 24 March 2022

The minutes of the meeting was approved and signed as a correct record.

C.27.22 Matters arising and action points from the minutes of the meeting

Members reviewed the schedule of action points arising from the minutes of the previous meeting, noting those that will be picked up at this meeting.

It was agreed that all other actions had been satisfactorily completed and that there were no other matters arising from the minutes of the previous meeting.

C.28.22 Membership of the Corporation

The Director of Governance presented a report, which identified issues relating to the current membership of the Corporation Board and its committees.

Alex Hayman and Ganesh Kumar withdrew from the meeting

Reappointment of independent members

Members were advised that, at the meeting of the Search and Governance Committee held on 7 June 2022, consideration was given to the application for reappointment to the Board for the following members when their current term ends on 31 July 2022:

- Alex Hayman
- Ganesh Kumar
- Simon Potten

The Search and Governance Committee gave full consideration to their reappointment and recommends to the Board that they are reappointed for a second four-year term of office from 1 August 2022 to 31 July 2026.

The Board unanimously agreed to the reappointments.

Alex Hayman and Ganesh Kumar rejoined the meeting

Members were advised that

- since the last membership report to the Board, two resignations have been received during the term from Derek Galloway, who left the Board in June, and James Marshall who has given notice to leave in December
- elections for new student members for 2022/23 took place in the summer term and have resulted in the following:
 - Jaspur Lucas Russell Gray – ESC Student President and Student Governor
 - Antonio Iancu – ESC Student Vice President
 - Suhayla Mohamed – JRC Student President and Student Governor

- Talha Ahmad – JRC Student Vice President
Provision is made by the Board for the two Student Presidents to take on the role of Student Governor and the two Student Vice Presidents to take on the role of Student Governor Designate and to attend meetings in the absence of the Student Governor
- Lily Franklin stepped down from the role of Link Governor for Sustainability during the term. She remains a staff governor for ESC. The staff governor for JRC, Natalie Watkins-Khan, agreed to take on the role and the Search and Governance Committee formalised this appointment at their meeting on 7 June 2022
- as in previous years, members will be invited to give an expression of interest outside of the meeting of any change in the committee they currently serve and whether they would be willing to serve on more than one committee as well as the Strategy Committee

Gender Balance and Diversity

Members noted the current gender balance and diversity of the Corporation Board

- 9 male; 8 female
- 4 male chairs of the Board and committees; 1 female chair of the committees

Professional Negligence Statement

Members were reminded that, previously, there was a concern that for those governors who are also practising professionals (such as accountants, solicitors) they could be held responsible for any advice given. Although assurance is given that this would not be the case, it was felt there could still be a residual risk of action against an individual governor. It was agreed by the Board in July 2017 that the best course of action would be to record annually in the Minutes that:

“Advice given by Governors is incidental to their professional expertise and is not being given in their professional capacity”

Resolved

The Corporation Board

- receives and notes the report
- endorses the recommendation of the Search and Governance Committee and approves the reappointments of Alex Hayman, Ganesh Kumar and Simon Potten for a second four-year term from 1 August 2022 to 31 July 2026
- accepts the nominations for the student governors and appoints
 - Jaspas Lucas Russell Gray as the ESC Student Governor
 - Suhayla Mohamed at the JRC Student Governor
 - Antonio Iancu as the ESC Student Governor Designate and Talha Ahmad as the JRC Student Governor Designate to attend any meetings in the absence of the Student Governor
- agrees that membership of the Board Committees will be refreshed from 1 September 2022 and any requested changes taken into account
- agrees that the following Professional Negligence Statement continues to be recorded in the Minutes that **“advice given by Governors is incidental to their professional expertise and is not being given in their professional capacity”**

Andrew Baird left the meeting and the Vice Chair of the Corporation assumed the Chair

C.29.22 Election of Chair of the Corporation

Members were advised that as the current term of the Chair of the Corporation expires on 31 August 2022, it is necessary to consider this appointment. The current holder is Andrew Baird who has indicated his willingness to be reappointed.

Members were reminded that at the previous meeting, the Board agreed to extend Andrew's term of office as a governor when his current term ended so that the Board may consider his reappointment as Chair of the Corporation at the summer term meeting.

In discussion, members considered that, whilst re-electing Andrew as the Chair would allow continuity of the Board, it was felt that the normal term of 2 years was too long considering the length of time he has been in the role. It was agreed that a one year term was more appropriate and that the Board should progress with its succession planning and appoint a Chair Designate during this period to work with Andrew to ensure a seamless handover of the role of Chair of the Corporation.

Resolved

The Corporation Board elects Andrew Baird to be the Chair of the Corporation for the period 1 September 2022 to 31 August 2023 and that a Chair Designate is appointed during this period

Andrew Baird rejoined the meeting and assumed the Chair

C.30.22 Learner Voice

The student members each gave a presentation on some of the student activities during the term.

East Surrey College

Jhalak Limbachia informed the Board regarding

- ESC College Council – meeting took place in May where themes discussed included teacher commendations, good things about the College, which highlighted
 - good supportive teaching, and support for exam preparation
 - to develop more enrichment with clubs and societies
- ESC Careers and Job Fair
- Reigate School of Art End of Year Exhibition and Hair & Make-Up end of year show
- ESC Student Union Cultural Quiz
- End of year enrichment BBQ and trip
- ESC Leavers Board

John Ruskin College

Elizabeth Konan informed the Board regarding

- JRC College Council – meeting took place in May where themes discussed included teacher commendation and good things about the College, which highlighted
 - good quality teaching with high levels of support, particularly for mental health
 - to develop more societies/clubs in enrichment offer, more intro tasters for ESOL students
- how students and teachers at JRC have worked with the wider community
- her engagement with the Unloc programme for student governors and her own session on 'how to promote good mental health and emotional wellbeing'

On behalf of the Board, the Chair of the Corporation thanked both student members for all their hard work and contribution during their term of office, their input at meetings has been very much valued as they have been able to provide first hand insight into the experience of being a student.

Agreed

The Corporation Board agreed to receive and note the report

C.31.22

Report of the Chief Executive

The Chief Executive presented her report, drawing attention to issues not otherwise covered in the agenda, under the headings:

- The Further Education Landscape
 - Covid-19 impact on operations
 - Safeguarding and well-being
 - promoting positive behaviours
- Quality of Provision
 - Student Success
- Applications for 2022/23
- Higher Education
- Staffing and staff wellbeing
- Partnership working
- Financial and Estates position

Members discussed the issues raised and, in response to questions, were advised that

- there has been a real focus on safeguarding and student support training throughout the year for all staff, with enhanced training for staff within the safeguarding team
- Applications for all ages are currently higher this year, 16-18 allocation of 2364 is expected to be exceeded with a pleasing increase at JRC of 200 at this point, supported by an increase of 102 internal progressions, which demonstrates the value of the wider and deeper vocational offer. However, applications do need to result in higher, sustained enrolments.
- a funding bid for Wave 4 Engineering T level refurbishment has been submitted. The outcome will be known in July and any grant funding received will need to be match funded from the Group's reserves
- there have been complaints from local residents regarding some of our more boisterous students. Governors were updated on the recent meeting with a group of residents and content in a subsequent letter. It has become clear that our declining number of smokers are 'hanging around' local properties, putting themselves at risk from speeding cars and encouraging non-smokers to join them in larger groups. This is also putting those students at risk from speeding cars and other risks from County Lines and gang behaviour that can target our most vulnerable students. ESC has been a 'no smoking' campus for a number of years, although JRC have retained a smoking shelter that is easily visible from the College. It is the recommendation of the Executive that a smoking shelter is reinstated at ESC in order to help safeguard students from the risks highlighted and to alleviate the issues with local residents

Following protracted discussion having considered the Executive members' recommendation that the reinstatement of a Smoking Shelter at ESC was expected to alleviate the most pressing concerns, Governors approved that this is progressed. Concerns were of course raised that this might be seen as promoting smoking, however, the decision was made on the basis that the impact would be reviewed in the autumn term and reported back to Governors by the Executive.

Agreed

The Board thanked the Chief Executive for a very informative and positive report and agreed that a Smoking Shelter at ESC is reinstated and a review on the impact this has had is presented at the next meeting

C.32.22

External Governance Reviews

The Chair of the Search and Governance Committee presented the recommendations from the Committee regarding the requirement for external governance reviews.

Members were reminded that the requirement for the Corporation Board to undertake an external governance review had been considered at the Strategy Committee meeting on 26 May and further consideration had been given by the Search and Governance Committee at their meeting held on 7 June with regard to a timeline for the review, costs and budget, and choice of reviewer.

The Committee reviewed those companies currently advertising their services for conducting external reviews and are recommending the proposal from the Association of Colleges (AoC) on the basis that

- their team of reviewers are all National Leaders of Governance and have been assessed to carry out reviews
- the report produced by the reviewer will be moderated and it was not known at this time if other providers' reports would be

The cost quoted for the review is circa £5k and would take between 8-10 days. The Committee agreed that spring 2023 was the most appropriate time for a review as the autumn term was extremely busy. It was also considered that with some 200 colleges having to do an external review by 2024, and with a limited number of reviewers it would be prudent to secure a suitable date now for a review.

The Board agreed to accept the recommendations of the Committee.

Resolved

The Corporation Board endorses the recommendations of the Search and Governance Committee and approves that

- an external governance review is conducted in spring 2023
- the AoC are retained to conduct an external governance review at an estimated cost of £5k, noting that the review would take between 8-10 days

C.33.22

External Governance Portal

The Chair of the Search and Governance Committee presented the recommendations from the Committee regarding the proposal for the use of an External Governance Portal by the Board.

Members were reminded that

- the Board has been operating paperless meetings since 2015 using the 'Governors Reading Room' hosted by the College
- following the cyber-attack at the College in June 2019, this facility was terminated and replaced by SharePoint for all meeting papers

The Committee met on 7 June and considered that

- since the cyber-attack in 2019, it would be beneficial to use an external portal to host governance documents that is separate from any of the College's systems, thus giving additional security in the event of any future cyber-attacks

- the current Sharepoint facility has proved difficult to access for some governors and is not being used. Those governors choose to have papers emailed to them, which carries a risk with sending to the wrong person or incorrect files being emailed

The Committee reviewed proposals and the outcome of demonstrations from the following external governance portal providers, the prices quoted by each and the recommendations by other FE Colleges currently using each of the systems

- Governor Hub
- Board Intelligence
- Decision Time
- Team Engine

The Committee agreed that the use of an inclusive, bespoke system that streamlines the whole process for managing governor meetings would also free up some time for the Director of Governance to enable her to concentrate on other governance issues.

The Committee noted the significant difference in price between Team Engine and Decision Time and Board Intelligence, but from the proposals and demonstrations by each provider were satisfied that each system offered the facilities required to operate governance arrangements for a College Board.

The Committee is recommending that as Team Engine's quotation is significantly lower than Board Intelligence and Decision Time, at £9,000 for 3 years, they should be appointed as the provider of the external governance portal for use by the Board. The College's Head of IT has conducted due diligence on the Team Engine's security arrangements and was pleased to commend the extent of these.

The Board agreed to accept the Committee's recommendations.

Resolved

The Corporation Board endorses the recommendations of the Search and Governance Committee and approves the appointment of Team Engine as the Board's external governance portal provider, at £9,000 for a 3 year period

C.34.22

Orbital South Colleges Strategic Statement 2022 – 2025

The Executive presented, for consideration and approval, the proposed strategic aims, objectives and targets for the new three-year Strategic Plan for the Corporation of East Surrey College t/a Orbital South Colleges.

Members were reminded that

- the current three-year Strategic Statement was established in the months after merger with John Ruskin College
- progress against year 3 objectives and targets were presented to Governors at the Strategic Planning Event on 24 June where it was assessed that many targets had been met or even exceeded
- following a review of the College's position, a new Strategic Plan with a series of objectives and targets that enable our Group to continue to grow and thrive is to be established
- at the Corporation Strategy Planning meeting in February, a selection of other college Strategic Plans had been reviewed. It was agreed that a shorter format for external use should be commissioned in addition to the internal version and once the strategic aims, objectives and targets have been approved they will be incorporated into a 'glossy' external Plan

- at the Strategic Planning event in June, the draft proposals for each of the strategic aims had been presented, and it was agreed the number reduced from five to four and the emphasis being 'we co-create, we promote, we build and we manage' for each of the aims.

The Board was advised that

- progress against objectives and targets will be presented to members through the Strategy Committee so that the pace of progress can be appropriately challenged and any additions or amendments can be implemented in line with context
- all College plans and activity map back to the overarching Strategy Plan
- strategies for Higher Education, Human Resources and Professional Development, Marketing and Employer Engagement are all informed by and feed into the overarching Strategic Plan
- the Strategic Plan is informed by a number of drivers, such as:
 - Government policy and funding priorities
 - regional and local initiatives, such as LEPs, LSIPs, GLA, levelling up strategies
 - the new three-year Plan has been discussed with staff, schools, local authorities, employers

Members considered each of the Strategic Aims together with the objectives and targets:

- We co-create an innovative curriculum through high quality teaching/training, learning and assessment, fostering a culture of personal and professional transformation
- We promote and celebrate an inclusive, diverse community where everyone feels safe, heard, valued and happy
- We build agile, collaborative and complementary partnerships that contribute positively to sustainable communities
- We manage robust delivery structures and generate strong finances which enable us to invest in the sustainable future of the College community

The Board agreed that each of the strategic aims was appropriate, noting the extent that some fulfil the aims set out in the Skills for Jobs White Paper. It was acknowledged that a tremendous amount of work has gone into preparing proposals for the new Strategic Plan and asked that thanks on behalf of the Board is passed on to those involved. It was noted that consideration will be given to the vision, mission, values and public value statement in the autumn term.

Members noted the key impact measures arising from the report.

Resolved

The Corporation Board approves

- the strategic aims, objectives and targets for the new three year Strategic Plan for East Surrey College t/a Orbital South Colleges 2022 – 2025
- that progress against the objectives and targets will be presented through the Strategy Committee
- Vision, mission, values and public value statement to be considered in the autumn term

C.35.22

Capital and Revenue Budgets and Financial Return: 2022/23

The Chair of the Finance and Resources Committee presented, for consideration and approval, the annual budget for the College.

Members were advised that the Capital and Revenue Budgets: 2022/23 had been considered at the meeting of the Finance and Resources Committee held on 23 June 2022 and is commended for approval by the Corporation Board.

The Board was advised that the budget has been set following

- confirmation of the allocation of income grants by the ESFA/GLA
- a review of all income streams
- detailed review of
 - the costed established staff
 - all pay and non-pay costs
 - the 2022/23 curriculum plan

Members noted that the plan includes provision for

- the funded allocation of all the College income streams including 16-18 year-old learners
- the Adult Education Budget Grant, including the carry forward and non-levy procurement Apprenticeships, and the delivery of the Adult Community budget
- a capital investment programme of £2,685k

Members were advised that the budget setting considered and included where applicable the following:

- Apprenticeships target increased by £0.3m to £2.8m (13% increase on 2021/22 delivery), which is regarded as an achievable target, taking into account the carry forward and the pipeline for new recruits and with increasing delivery on 'high value' apprenticeships including degree apprenticeships. There is potential for further growth at JRC direct delivery
- the partnership with Sutton United Football Club will continue to enhance the delivery of the sports curriculum with numbers expected to hold at circa 150 learners
- £234k has been received from the Coronavirus 16-19 tuition fund which will support students from low economically deprived areas, with low attainment who need catch-up support
- Tuition fees and Education contracts income increased by 35%
- an amount of £550k has been included as savings to be identified in the pay costs

Members reviewed

- Executive summary
- College Budget 2022/23
 - Income and Expenditure account
 - Operating position
 - Assumptions
 - Income
 - Pay
 - Non Pay
 - Balance Sheet
 - Cash flow
 - Risks and opportunities
 - Financial objectives
 - Capital bids 2022/23

In response to questions from members, the Board was informed that

- a surplus operating position of £28k is proposed
- the total comprehensive income, which includes the release from the revaluation reserve and the financial costs of pensions is (£671k)
- the pension finance costs are estimates as the calculation is dependent on the Government bond rate on 31 July each year
- the closing cash balance at July 2023 is forecast to be £8.3m excluding the Advanced Technology Centre project, which is on hold, and any match funding needed for capital funding applications as the outcome for these is not yet known
- the current budget generates 'good' financial health under the current ESFA scoring mechanism
- the Finance and Resources Committee agreed that the total amount listed of £2,685k for capital bids in 2022/23 was unaffordable at this time. Those highlighted in the report to the value of £1,351k are already committed with some funding contribution and should therefore proceed. The cash flow forecast is continuing to be worked on and once complete could identify the potential for other capital bids to proceed

Members were advised that, whilst the amount of savings to be identified could present a challenge, there were a number of efficiencies coming through that would enable these to be achieved. The turnaround expected of John Ruskin has not yet been achieved, but it was accepted that Covid-19 restrictions have had a significant impact, which has meant the growth anticipated over the last two years has not materialised. The higher volume of applications for 2022/23 and apprenticeships at JRC was noted.

In the light of rising energy costs, the Committee had asked for some modelling of energy prices to be done and presented to the Board with the budget. The Chief Operating Officer advised that this was still work in progress and that new rates were expected in September and will be presented to the Committee when available.

The Chair of the Finance and Resources Committee advised that the budget and pay costs will be closely monitored by the Finance and Resources Committee through the monthly management accounts.

The Board noted the key measures arising from the proposals, in particular the Strategic, Financial and Learner implications.

Resolved

The Corporation Board endorses the recommendations of the Finance and Resources Committee and approves the Capital and Revenue Budgets: 2022/23

C.36.22

College Financial Forecasting Return (CFFR)

The Chief Operating Officer presented, for consideration and approval, details of the CFFR to the ESFA.

As the CFFR had not been available for the Finance and Resources Committee to consider at their meeting on 23 June, it was agreed that this would be presented directly to the Board for approval.

Members were advised that

- the College is required to submit the CFFR to the ESFA by 31 July 2022, which reports on the 3 year financial plan for the College
- the CFFR is prepared on the basis of the forecast outturn for the year ending 2021/22, the budget for 2022/23 and the forecast for 2023/24
- the CFFR reflects the budget recommended for approval by the Finance and Resources Committee following the meeting held on 23 June 2022

The Chief Operating Officer drew attention to the following key points

- the Financial Stats for the key accounting areas which include
 - income and expenditure – budget forecast
 - balance sheet – forecast
 - cashflow – forecast
- financial health, which is ascertained from the data provided

The Board confirmed that through reporting by the Finance and Resources Committee and monthly management accounts full and adequate information regarding the finances of the College have been received. The CFFR presented is in line with the budget approved at this meeting and the current year-end outturn forecast for 2021/22.

Resolved

The Corporation Board approved the CFFR, which is to be submitted to the ESFA by 31 July 2022

C.37.22

Chair's Action

The Director of Governance presented, for endorsement, details of the Chair's Action taken since the last meeting of the Corporation Board.

Members were advised that Chair's Action was taken in May to approve the infrastructure refresh at John Ruskin and the Horizon VDI replacement at East Surrey. Both projects are included in the current capital programme approved by the Board, the total planned projects value is £280,713.54 + 11% including VAT (contingency for price fluctuations). Chair's action was taken to approve the purchase of equipment for both projects due to extremely long lead times on delivery and global supply chain issues.

The Finance and Resources Committee had taken note of both of the projects and the Chair's Action taken at their meeting on 23 June.

Resolved

The Corporation Board endorses the Chair's Action taken to approve the infrastructure refresh at John Ruskin and the Horizon VDI replacement at East Surrey

C.38.22

External Audit Strategy for Financial Statements year ending 31 July 2022 and Letter of Engagement with the external auditor

The Chair of the Audit Committee presented, for consideration and approval, the report on the East Surrey College External Audit Strategy for year ended 31 July 2022 and the Letter of Engagement with Buzzacott.

Members were advised that these had been considered at the meeting of the Audit Committee held on 16 June 2022 and are commended for approval by the Corporation Board.

Members considered the key issues arising from the report:

- Overview of arrangements
- Financial statements and regularity assurance
- Issues of audit significance
- Fees
- Timetable and nature and scope of work

The Board was advised that the document reflected the clarifications and updates in the 2021/22 Accounts Direction published by the ESFA and that the regularity assurance process has remained in place for 2021/22, and follows guidance by the ESFA and Post-16 Audit Code of Practice.

Members were advised on the key risks of audit significance identified at the pre-audit planning meeting

- Going Concern assessment
- Management override of controls
- Capital Projects
- Subcontractor provision
- Income recognition
- Accounting estimates
- Related party transactions
- Regularity

The Chair of the Audit Committee took the opportunity to reiterate to Members that it is the Corporation's responsibility to certify and assure on the going concern status of the College.

Members noted the fee proposal, excluding VAT, for the financial statements audit, including regularity assurance and TPS is £28,450.

Members considered the Letter of Engagement with the external auditor, noting that

- the original document was agreed and signed in July 2019 and revised in June 2021 to reflect the changes in the Post-16 Audit Code of Practice
- the document is submitted on an annual basis for consideration and carried over from the previous year unless any changes are requested by the College

Members reviewed the detail of the revised Letter of Engagement and agreed that there are no changes required for the period 2021/22.

Resolved

The Corporation Board endorses the recommendations of the Audit Committee and approves the

- External Audit Strategy for year ending 31 July 2022 and the fees quoted at this meeting
- Letter of Engagement between ESC and Buzzacott LLP, without amendment

Internal Audit Strategy and Annual Plan

The Chair of the Audit Committee advised that the unallocated audit days in the internal audit plan were to be utilised for a Curriculum Planning health check review. Members were reminded that the planned Management Information audit was delayed so that the incoming Chief Operating Officer could review the scope of this audit. It was agreed that the days assigned for the audit would be better utilised for this health check review which will address areas such as system set up, process for identifying potential courses.

C.39.22

University Centre Status

The Chief Executive presented a report detailing the College's application to the Department for Education (DfE) for University Centre status together with a letter of support from the University of Chichester.

Members were advised that

- to take the College's HE provision to the next stage, the College wishes to move forward with an application to the DfE for University Centre status
- the necessary approval has already been achieved from the University of Chichester as our validating university
- the College wishes to use the name: Orbital South Colleges University Centre

- the options for a name are limited by legal requirements around the word 'university' as stated by the University of Chichester in their letter of support
- since this report was prepared for the Corporation Board, the non-objection notification has, unexpectedly, been received from the DfE

In discussion, the Board agreed that securing university centre status was an excellent next growth stage for the College's HE provision and would bring with it a number of benefits such as an opportunity to create a sub-brand to promote this provision and give greater visibility to our HE Offer. It would also give a clear statement to external stakeholders that the College delivers higher education.

It was agreed that the use of Orbital South Colleges University Centre as the trading name was appropriate, noting that this will allow the College to register a University Centre trading name with Companies House.

Resolved

The Corporation Board approves the use of the name 'Orbital South Colleges University Centre' as the trading name and that the application proceeds to approval and registration, noting that the non-objection notification has been received from the DfE

C.40.22 Search and Governance Committee

Meeting of the Search and Governance Committee held on 7 June 2022

Members received the unconfirmed minutes of the meeting.

C.41.22 Report of the Chair of the Search and Governance Committee and issues for consideration and approval

The Chair of the Search and Governance Committee reported on the key issues considered at the meeting, not otherwise considered at this meeting of the Corporation Board, for formal consideration and approval:

- Risk Management: Summer Term 2022
- Governance Policies for 2022/23
 - OSC50 Terms of Reference and Standing Orders for the Conduct of Meetings of the Corporation Board
 - OSC51 Code of Conduct for Members of the Corporation
 - OSC52 Governor Induction and Training Policy
 - OSC53 Attendance at Meetings, Access to Corporation Business and Confidentiality
 - OSC54 Governor Recruitment and Succession Planning Policy and Procedure
 - Instrument and Articles of Government
 - Scheme of Delegation
- Terms of Reference and Standing Orders of the Search and Governance Committee 2022/23
- Annual Schedule of Business of the Corporation Board and Committee 2022/23
- Governors' Development and Training Programme 2021/22
- Governors' Quality Improvement Plan 2021/22 Summer Term 2022
- Audit of Compliance with revised AoC Code of Good Governance for English Colleges

C.42.22 Learning and Quality Committee

Meeting of the Learning and Quality Committee held on 9 June 2022

Members received the unconfirmed minutes of the meeting.

C.43.22 Report of the Chair of the Learning and Quality Committee and issues for consideration and approval

The Chair of the Learning and Quality Committee reported on the key issues considered at the meeting, not otherwise considered at this meeting of the Corporation Board, for formal consideration and approval:

- College Quality Improvement Plan 2021/22: Summer Term 2022
- Risk Management: Summer Term 2022
- College Policies & Strategies
 - OSC77 Digital & E-Learning Strategy
 - OSC08 Scholarship and Research Ethics Policy
 - OSC03 Compliments, Comments and Complaints Policy
- Terms of Reference and Standing Orders of the Learning and Quality Committee 2022/23
- Annual Schedule of Business of the Learning and Quality Committee 2022/23
- Termly Safeguarding report for ESC and JRC
- Termly Quality & Standards Report: Summer Term 2022, including Subcontracting and Partnership monitoring, curriculum update and Higher Education update

C.44.22 Finance and Resources Committee

Meeting of the Finance and Resources Committee held on 23 June 2022

Members received the unconfirmed minutes of the meeting.

C.45.22 Report of the Chair of the Finance and Resources Committee and issues for consideration and approval

The Chair of the Finance and Resources Committee reported on the key issues considered at the meeting, not otherwise considered at this meeting of the Corporation Board, for formal consideration and approval:

- Risk Management: Summer Term 2022
- College Policies
 - OSC74 Business Continuity & IT Disaster Recovery Plan
 - OSC33 Student Bursary Fees
 - OSC38 Fees Policy
 - OSC39 Refunds Policy
 - OSC41 Subcontractor Fees Policy
 - OSC47 Environment Policy
 - OSC48 Drugs and Alcohol Policy
- Higher Education Tuition Fees for 2023/24
- Bank Signatories
- ESFA letter dated 30.03.22 confirming financial health
- Terms of Reference and Standing Orders of the Finance and Resources committee 2022/23
- Annual Schedule of Business of the Finance and Resources Committee 2022/23
- Digital T Level Project - update

The Chair of the Committee advised that the management accounts to 31 May 2022, which had been circulated to the Board following the meeting, had also been reviewed at the meeting. It had been pleasing to note that the Digital T Level project will complete on time and on budget.

C.46.22 Audit Committee

Meeting of the Audit Committee held on 16 June 2022

Members received the unconfirmed minutes of the meeting.

C.47.22 Report of the Chair of the Audit Committee and issues for consideration and approval

The Chair of the Audit Committee reported on the key issues considered at the meeting, not otherwise considered at this meeting of the Corporation Board, for formal consideration and approval:

- Risk Management: Summer Term 2022
- College policies
 - OSC37 Best Value Policy
 - OSC40 Fraud Policy
 - OSC42 GDPR Policy
 - OSC43 Rights of Individuals Policy
 - OSC44 Personal Data Breach Notification Policy
 - OSC45 Data Retention Policy
- Terms of Reference and Standing Orders of the Audit Committee 2022/23
- Annual Schedule of Business of the Audit Committee 2022/23
- Audit Tracker – outstanding audit items

C.48.22 Strategy Committee

Members received the unconfirmed minutes of the meeting held on 26 May 2022 where all issues considered had been approved by the Board at that meeting.

Resolved

The Corporation Board

- notes the reports of the Chair of each of the committees of the Board
- endorses the approval by each committee of the key issues considered and approved at the meetings
- endorses and approves the reports submitted by each committee for consideration and approval

C.49.22 Link Governors

Each Link Governor was invited to report on the activities undertaken during the term in their capacity as a Link Governor.

Link Governor for Safeguarding including Prevent – Liz Rushton

The Link Governor reported that

- she has participated in the College's termly Safeguarding Strategy Group meeting
- attended the Safeguarding Performance Review, which was excellent and demonstrated the enormous amount of work undertaken by the Safeguarding team
- there had been a very good safeguarding briefing given at the termly Strategy Committee by the Vice Principal Student Support and the College's new Head of Student Support
- a joint Prevent training session is planned for governors in the autumn term with governors from Brooklands College

Link Governor for Higher Education – Colin Monk

The Link Governor reported that the key matter during the term had been the application for University Centre status, which had been considered and approved earlier in the meeting, and he had nothing further to report on. He added that HE student numbers have been the highest this year.

Link Governor for Careers – Bob Pickles

In the absence of Bob Pickles, there was no report, but the Board had received an update by the Link Governor for Careers at the recent meeting of the Strategy Committee where the 'Careers Education: A guide for college governors' document had been considered.

Link Governor for Sustainability – Natalie Watkins-Khan

In the absence of the Link Governor for Sustainability, the Director of Governance reported on her behalf that

- she attended the meeting of the College's Sustainability group in June
- during this meeting, it was agreed to plan to have 3 sub-groups dealing with Sustainability, including strategic, Operations Group and Sustainability Champions
- a number of charities and organisations are being considered who may provide funding to help organisations move forward with sustainability

Agreed

The Corporation Board thanked each of the Link Governors for their very informative and positive reports.

C.50.22

KPI Dashboard

Members received the KPI Dashboards for:

- Finance
- (new) Curriculum and Quality

Members were advised that the Learning and Quality Committee had considered the new Curriculum and Quality Dashboard at their meeting in June and agreed this was appropriate as it had been RAG rated which enabled to see 'at a glance' where risks may be so that action can be quickly taken.

Agreed

The Board receives and notes the KPI Dashboards for Curriculum and Quality and Finance.

C.51.22

Any Other Business

There was no agreed any other business.

C.52.22

Dates of Corporation Board Meetings: 2022/23

Thursday 20 October 2022 – Corporation Curriculum Strategy Meeting

Thursday 8 December 2022 – main Corporation Board

Thursday 2 February 2023 – Corporation Strategic Planning Meeting

Thursday 23 March 2023 – main Corporation Board

Friday 23 June 2023 – Corporation Self-Assessment Meeting (4pm)

Thursday 6 July 2023 – main Corporation Board

At the conclusion of the Part 1 meeting, the Corporation Board moved into a meeting restricted, in accordance with the Instrument and Articles of Government and with Section 22 of the Freedom of Information Act 2000, to the independent members of the Board, the external co-opted member of the Audit Committee and to the senior post holders.

Signed as a correct record:

Date: 8 December 2022

