

**PUBLIC MINUTES OF  
THE BOARD OF GOVERNORS BUSINESS BOARD MEETING HELD ON  
12 DECEMBER 2024**

**Present:**

Mr W Abbott (External Board Member/Board Chair) (Chair)  
Ms A Berry (External Board Member)  
Mr M Burgess (Principal)  
Mr M Fabian (External Board Member)  
Mr N Greenway (Student Member) (except item 127/24)  
Ms M James (External Board Member/Board Vice-Chair)  
Mr P Lachecki (External Board Member)  
Dr H Moyes (External Board Member)  
Ms A Nutbrown (Staff Member) (except item 127/24)  
Ms S Robertson (External Board Member)  
Ms J Stackman (Staff Member) (to item 115/24)  
Mr M Williams (External Board Member)

**Apologies:**

Mr A Dover (External Board Member)  
Ms S McKinlay (External Board Member)  
Ms G Read (External Board Member)

**In Attendance:**

Mr A Bates - Chief Financial Officer  
Ms J Cosson - Governance Professional/Clerk to the Board of Governors  
Mr D Kettlety - Director of Student Employment and Experience  
Dr K Morris – Vice-Principal, Curriculum and Quality  
Ms H Snelling - Director of People and Culture  
Mr S Lawrence – Hazlewoods (to item 113/24)

**Attendance: 80%**

**104/24 Private Business**

None.

**105/24 Apologies**

Were noted as above.

The Chair noted that it was JS's last meeting as a Staff Member and thanked her for her contribution to the Board during her term of office.

**106/24 Declarations of Interest**

It was confirmed that the Register of Interests recorded all the current declarations of interests of those present.

**107/24 Membership Proposals**

Members had been provided with a Membership Proposals paper.

**RESOLVED: Members approved the recommendations of GRS as follows:**

1. **Approved the appointment of Sarah Dalby as a Staff Member for a term of 2 years from 15 December 2024 to 14 December 2026.**
2. **Approved the appointment of Matthew Williams as Careers and Skills Link Governor from 12 December 2024 in line with his term of office.**
3. **Approved the appointment of Sarah Robertson as Deputy Safeguarding Lead Governor from 12 December 2024 in line with her term of office.**
4. **Noted the vacancy on the Board left by Lyn Dance stepping down.**
5. **Noted the Student Member vacancy.**
6. **Confirmed the designated Board size as 17 at present.**

It was noted that Katie Blackbird's term of office as a Co-opted Member of the EWG had come to an end on 4 October 2024. It was agreed that, since the EWG had been dissolved following its last meeting on 12 December 2024, her term of office would not be renewed. Members offered thanks to KB for her contribution to the Working Group.

#### **108/24 Confidentiality of Items**

As marked (C) for a period of two years. All the marked items were declared confidential on the grounds of commercial sensitivity.

#### **109/24 Minutes of the Meeting of 14 November 2024**

The minutes of the meeting were approved as a true record and signed by the Chair.

#### **110/24 Matters Arising from the Minutes and Actions Matrix**

Members were provided with an Actions Matrix and noted the status update of each item.

#### **111/24 AGM of Subsidiary Companies to Approve Financial Statements and Reappoint Directors: (C)**

- **Betaris Training Limited**
- **Gloucestershire Facilities Management Limited**
- **Gloucestershire Professional Services Limited**
- **New College Developments Limited**

The draft subsidiary company Financial Statements had been approved by the respective subsidiary company boards.

The College's external auditors, Hazlewoods, had presented the subsidiary company Financial Statements to the Audit Committee along with their Report to Trustees, which covered the subsidiary companies, at the Audit Committee meeting on 29 November. There were no audit issues to report. The Audit Committee had



reviewed the Financial Statements of the subsidiary companies at that meeting and recommended them to the Board for approval.

AD is the Board's representative on each of the subsidiary company boards.

### **Betaris Training Limited**

The Directors of Betaris Training Limited and the Members of the Board considered the draft Financial Statements of the Company. It was confirmed that the Financial Statements had been reviewed by the Audit Committee.

**RESOLVED: The Directors of Betaris Training Limited and the Members of the Board:**

- 1. Approved the Financial Statements of Betaris Training Limited for the year ended 31 July 2024 and authorised their signature by AB on behalf of the Company; and**
- 2. Approved the re-appointment of Anthony Dover, Matthew Burgess, Louise Lisseman, Vanessa Pollok and Andrew Bates as Directors of Betaris Training Limited as required by the Articles of Association of the Company.**

**ACTION: Company Secretary to arrange for the Financial Statements to be signed and filed at Companies House.**

The AGM of Betaris Training Limited closed.

### **Gloucestershire Facilities Management Limited**

The Directors of Gloucestershire Facilities Management Limited and the Members of the Board considered the draft Financial Statements of the Company. It was confirmed that the Financial Statements had been reviewed by the Audit Committee.

**RESOLVED: The Directors of Gloucestershire Facilities Management Limited and the Members of the Board:**

- 1. Approved the Financial Statements of Gloucestershire Facilities Management Limited for the year ended 31 July 2024 and authorised their signature by AB on behalf of the Company;**
- 2. Approved the re-appointment of Anthony Dover, Matthew Burgess and Andrew Bates as Directors of Gloucestershire Facilities Management Limited as required by the Articles of Association of the Company.**

**ACTION: Company Secretary to arrange for the Financial Statements to be signed and filed at Companies House.**

The AGM of Gloucestershire Facilities Management Limited closed.

### **Gloucestershire Professional Services Limited**

The Directors of Gloucestershire Professional Services Limited and the Members considered the draft Financial Statements of the Company. It was confirmed that the Financial Statements had been reviewed by the Audit Committee.

**RESOLVED: The Directors of Gloucestershire Professional Services Limited and the Members of the Board:**

- 1. Approved the Financial Statements of Gloucestershire Professional Services Limited for the year ended 31 July 2024 and authorised their signature by AB on behalf of the Company; and**
- 2. Approved the re-appointment of Anthony Dover, Matthew Burgess and Andrew Bates as Directors of Gloucestershire Professional Services Limited as required by the Articles of Association of the Company.**

**ACTION: Company Secretary to arrange for the Financial Statements to be signed and filed at Companies House.**

The AGM of Gloucestershire Professional Services Limited closed.

#### **New College Developments Limited**

The Directors of New College Developments Limited and the Members considered the draft Financial Statements of the Company. It was confirmed that the Financial Statements had been reviewed by the Audit Committee.

**RESOLVED: The Directors of New College Developments Limited and the Members of the Board:**

- 1. Approved the Financial Statements of New College Developments Limited for the year ended 31 July 2024 and authorised their signature by AB on behalf of the Company; and**
- 2. Approved the re-appointment of Anthony Dover, Matthew Burgess and Andrew Bates as Directors of New College Developments Limited as required by the Articles of Association of the Company.**

**ACTION: Company Secretary to arrange for the Financial Statements to be signed and filed at Companies House.**

The AGM of New College Developments Limited closed and the GC Board Meeting resumed.

#### **112/24 Presentation of External Audit Findings Report and Approval of Letter of Representation (C)**

It was noted that, as required by the Post-16 ACOP, the External Audit Report must be presented by the College's External Auditors to a meeting of the full Board of Governors.

SL presented the External Audit Findings Report. He explained the limitations on the scope of the external audit and asserted his independence. He added that the audit had gone well, and he had nothing adverse to report. The College has good



finance team with good budgeting processes and good internal controls. The audit had not uncovered any fraud or non-compliance. There were no related party transactions that had not been disclosed. The financial results had tracked budget, and income had increased during the period. He highlighted the going concern statement that the Board must be comfortable in making. SL referred to an issue with the College's Reserves Policy that he had highlighted at the Audit Committee.

SL asked if there was anything Members wished to disclose to him. There was not. He invited Members to contact him direct if they have any concerns at all.

Members reviewed the Letter of Representation to be provided to Hazlewoods.

**RESOLVED:**

- 1. The External Audit Findings Report was noted and accepted; and**
- 2. The Letter of Representation from the Board to the External Auditors was approved by the Board and the Principal and the Chair were authorised to sign it on behalf of the College.**

**ACTION: The Letter of Representation to be signed by the Chair and the Principal and provided to Hazlewoods.**

*SL left the meeting.*

- 113/24 Approval of GC Consolidated Financial Statements and of Subsidiary Company Financial Statements: (C)**
- CFO's Review of Financial Statements**
  - Chief Accounting Officer Recommendation**
  - Approval of Consolidated Financial Statements of Gloucestershire College and of Subsidiary Company Financial Statements**

AB presented the Consolidated Financial Statements of the College. He reported that there were no material changes to the management accounts previously presented to the Board.

It was confirmed that the External Auditors had presented their Report to Trustees at the Audit Committee meeting on 26 November 2024 and that the Consolidated Financial Statements had been scrutinised by members of the Audit Committee in relation to the Statement of Corporate Governance and Internal Control.

Members reviewed the Consolidated Financial Statements for the College and the Letter of Representation to be provided by the College to Hazlewoods. Members considered the 2023/2024 financial performance of the College's subsidiaries, including how they contribute to the College's consolidated results.

With regard to the trustee report and strategic goals, a new Member asked if there are targets for the strategic metrics and whether the targets and actuals should be included in the report. MB answered that the commentary is at a general level within the report and financial statements as it is a publicly available document. However, targets and metrics and updates against them are set out at each meeting in the Scorecard and Operating Plan within the Principal's Update.

In terms of financial performance, the Member queried whether the outturn for the year was expected and budgeted. They commented that they would like to get a better understanding of the financial plan for the coming years. AB answered that the financial position for the year was as expected and in line with what was reported in July. Within the Hazelwood's report is a reconciliation to the management accounts which show this. AB runs a finance session each year where he takes Members through the Management Accounts in detail showing what to look for. A revised financial plan will next come to the Board in the Spring.

Members thanked the Finance Team and the External Auditors for the work carried out during the external audit and were content with the findings as set out in the External Audit Report to Trustees and the clean report in the Financial Statements.

The Consolidated Financial Statements of the College and the Letter of Representation from the Board to the External Auditors were recommended for approval by the Chief Financial Officer, the Chief Accounting Officer and the Audit Committee.

It was noted that the following documents must be submitted to the ESFA by 31 December 2024:

1. A signed copy of the audited annual report and financial statements for the college corporation/college group.
2. Audit committee's annual report.
3. External auditor's management letter (including the corporation's responses to the findings raised).
4. Finance Record – the updated template requiring 2023 to 2024 outturn year financial information.
5. Audited, signed accounts of all non-dormant subsidiary companies (if any).

**RESOLVED: That the Consolidated Financial Statements of the College for the year ended 31 July 2024 be approved by the Board and that the Principal and the Chair be authorised to sign them on behalf of the College; and**

**ACTION: The Financial Statements to be signed by the Principal, the Chair and the External Auditors. The signed Financial Statements and other documents as set out above to be sent to the ESFA by 31 December 2024 and the Financial Statements to be published on the College website by the end of January 2025.**

## **114/24 Approval of Annual Reports (C)**

### **Regulatory Self-Assessment Questionnaire**

The GP/Clerk took members through the Regularity Self-Assessment Questionnaire, highlighting the areas that had been updated since last year. The document had been reviewed by the Audit Committee and the External Auditors.

The Audit Committee recommended the document to the Board for approval.



### **Audit Committee Annual Report to Board**

Members considered the Annual Report of the Audit Committee. It was noted that this would need to be sent to the ESFA by 31 December 2024.

The report is a requirement of the Post 16 ACOP. The draft report had been reviewed and approved by the Audit Committee, taking into account the assurances provided to the Committee and the Board in the reports of the College's auditors.

Based on the work of the Committee during the period and the findings of the Internal and External Auditors and other regulatory bodies, the Audit Committee stated that it believes that the Board's assurance arrangements, framework of governance, risk management and control processes for the effective and efficient use of resources, solvency of the institution and the safeguarding of its assets are adequate and effective.

The Audit Committee recommended the report to the Board for approval and submission to the ESFA.

### **SSEC Annual Report to Board**

Members reviewed the Annual Report of the SSEC to the Board as required by the Colleges' Senior Post Holder Remuneration Code December 2018, which the Board adopted in April 2019. The Board was requested to approve the Annual Report, which forms the basis of a public statement in the College's Financial Statements for the y/e 31 July 2024.

The draft report had been reviewed and approved by SSEC and was recommended to the Board for approval.

The Board was asked to note the updated Senior Post Holder Remuneration and Appraisal Policy (under Policies for approval on the agenda), as recommended by SSEC.

### **GRS Annual Report to Board**

Members were presented with the Annual Report of GRS to the Board as required by AoC Code of Good Governance for English Colleges September 2021, adopted by the Board in September 2022. The Board was requested to approve the Annual Report, which forms the basis of a statement in the College's Financial Statements for the y/e 31 July 2024.

The draft report had been reviewed and approved by the GRS and was recommended to the Board for approval.

### **Travel and Subsistence Annual Report**

Members were provided with the annual report on the travel and subsistence spend for the Board of Governors, Principal, Executive, Governance Professional/Clerk to the Governors, and the International Department for the year ended 31 July 2024 in

accordance with the assurance and accountability requirements of the Post 16 Audit Code of Practice, and as reflected in the Financial Statements.

Members reviewed the Travel and Subsistence Annual Report and were satisfied that it was in order.

**RESOLVED: The above annual reports were noted and approved.**

**115/24 Principal's Update including (C):**

- **Recruitment**
- **Progress against Operating Plan and KPIs**

MB provided an update on College activity and issues affecting it since the last meeting.

The report covered:

- Recruitment
- Policy developments
- Estates issues
- Cyber and AI

Members reviewed the Scorecard and Operating Plan Summary.

Since the paper was written, the outcome of the Rapid Review of Defunding had been announced. KM provided a brief summary of the outcome. Although the Early Years qualifications will still disappear and the only available route will be the T Level (which is an issue for the College as not all learners are able to do the T Level), the announcement is generally positive news, reversing many of the defunding decisions and offering a couple of years of stability. The announcement leaves the way open for the curriculum and assessment review to set a long-term vision for post-16 qualifications when it reports next year.

*JS left the meeting.*

MB reported that, overall, enrolment is good and broadly as expected. A detailed recruitment paper was included in the report.

Despite the weather and some traffic issues, there has been record breaking attendance at the recent Open Events with 850 potential learners visiting compared to 713 for last year. The new format within the teaching rooms was well received by staff, parents and prospective students.

In terms of policy developments, there have been some announcements which indicate broad priorities, but the College is awaiting the outcome of the two curriculum reviews, the devolution bill and the comprehensive spending review. MB highlighted the Get Britain Working White Paper and the Devolution White Paper as significant developments with the potential for opportunities for the College, although the first is aimed at 18–21-year-olds, which is really too late in his view.



Skills England has been formed - the “new arms-length body that will bring together key partners to meet the skills needs of the next decade”.

In the spring there will be a consultation on the new Ofsted inspection framework, likely to come into effect from September 2025.

MB shared the main outcomes of the post-project evaluation of the GC Zero project, as well as plans for the redevelopment of 125 Business Park, which will be presented to the Strategy Board Meeting on 6 February 2025.

MB gave an update on progress with cyber security and AI. The College’s funding agreement now makes achieving Cyber Essentials a mandatory requirement. The College was successful in its re-accreditation of Cyber Essential during November 2024 and is aiming for re-accreditation with Cyber Essentials Plus in late January.

The Chair commented that the report was positive and that the College appears well-positioned for the forthcoming changes. He asked if there is anything in particular that concerns MB. MB replied that there is a sense of optimism and purpose within the College but the economic situation within both the country and the county is a challenge which threatens to impact the College. The position will become clearer after the spending review in the spring.

Members asked if there is anything they can do to help the College navigate through the challenges posed by the broader landscape. MB encouraged them to continue to make connections and build relationships with stakeholders, and to keep listening and talking about the issues.

A Member asked about the impact of changes to HE on the College. MB replied that there are concerns regarding the impact of possible mergers on recruitment. There may also be implications for the College’s HE partnerships if providers cannot obtain registration with the OfS. Although the College competes with HE institutions in terms of degree apprenticeships, MB believes it is unlikely HE institutions will move into L2 and L3 provision. The HE Link Governor suggested that there is some talk about English and Welsh universities following the Scottish model of a Post-16 combined tertiary education system of regulation.

KM reassured Members that the College will be monitoring any developments and may be preparing for the Teaching Excellence Framework in 2027. MB considered that T Levels are more of a strategic risk in terms of the impact on the College’s L3 provision.

**RESOLVED: Members noted the Principal’s Update.**

#### **116/24 Student Progress Update (C):**

KM provided an update on the following key curriculum and quality matters:

- Data outcomes for 2023/24
- Headline progress measures for 2024/25
- Progress against the Quality Improvement Plan for 2024/25
- Internal and external reviews

- Curriculum reforms.

**Data outcomes for 2023/24:** The College has completed the analysis of all the data outcomes for 2023/24. These are broadly consistent with last year. Most of the headline data compares positively with, or is above, national achievement rates (NR). The results are consistent with the judgements made in the College's Self-assessment Report.

**Headline progress measures for 2024/25:** There are no indicators of concern to require amendments to the Quality Improvement Plan or interventions at this stage.

**Progress against the Quality Improvement Plan for 2024/25:** The actions were outlined in the paper and progress is monitored through C&Q. The key area for development relates to discrete High Needs.

**Internal and external reviews:** The cycle of reviews has started with Personal Development being the first review due in the spring. The Safeguarding external review has been completed. The High Needs review scheduled for this term has been deferred until the new year.

**Curriculum Reforms:** The College is awaiting the outcome of the various curriculum reviews. An update on the rapid review of defunding of L3 qualifications had been provided earlier in the meeting.

The key areas of focus for teaching and learning this year continue to be:

- Embedding effective teaching strategies.
- Revision and exam strategies to support an increase in first-time pass rates.
- Supporting learners to effectively and appropriately use AI.

These formed the basis of the professional development day in October, where there was a wide range of sessions delivered by internal and external staff, with the emphasis on effective teaching strategies, including strategies to improve first time pass rates and the use of AI to support revision. The sessions were devised as a series of workshops with some input but predominantly gave opportunities for staff to develop and create resources with guidance from the facilitators.

Members were shocked at the number of students having to resit GCSE English and maths (1059 out of c3000 resitting maths with many of the same students also resitting English). The Chair asked if there are likely to be changes to the English and maths policy following the curriculum review. KM explained that there have been some minor changes the conditions of funding for 2025 but English and maths is a national challenge, and the College is not alone in struggling to find ways to improve achievement.

The Chair of C&Q added that there had been a long discussion on the topic at the last C&Q meeting and that proposals for next year are due to be presented to the next meeting of the Committee.

MF commented that he picked up on the lack of parental support for students resitting English and maths during his learning walk.



The Student Member noted that the last Ofsted report had highlighted Personal Development and High Needs as areas for improvement and suggested that the College should be targeting improvement in these areas. MB replied that the College's expectation is to move both areas to 'Good'. KM assured the Student Member that they are key areas of focus on the QIP. The Chair of C&Q explained that the QIP is monitored at C&Q and the Student Member is welcome to ask questions about it.

**RESOLVED: The Student Progress Update was noted.**

## **117/24 EDI Annual Report**

DK submitted the EDI (Equity, Diversity, and Inclusion) Annual Report 2023/24, which set out the College's key achievements, challenges, and progress toward fostering an inclusive environment.

DK reported that, in 2023/24, the College continued to embed EDI across its operations, aligning with its commitment to the Public Sector Equality Duty. Significant achievements included narrowing the attainment gap between disadvantaged (DA) and non-disadvantaged learners to 2.4% and surpassing the target for achievement rates among 16-18 black female learners at L2. Representation of black, Asian, and mixed ethnicity staff in management roles rose to 5.2%, exceeding the initial target of 3.9%.

Inclusive recruitment and staff development remained priorities, maintaining an average 98% of staff completing EDI training within mandatory timeframes. Targeted initiatives addressed mental health support, neurodiversity, misogyny and harassment. Learner-focused EDI efforts are embedded within the College Community Plan.

Key points:

- Narrowing gaps in achievement for DA Learners and High Needs Students remains a key challenge.
- Persistent gender pay gap (GPG) requires detailed analysis and consideration to provide more context.
- Enhanced data integration offers opportunities to analyse trends and drive new focused EDI initiatives within the EDI Action Plan in 2025.
- The effectiveness of targeted interventions highlights the value of sustained action plans in fostering equity.
- Growing emphasis on learner and staff engagement through networks and tailored professional development.

These areas are focal points for the ongoing EDI Action Plan 2021/25, which will be updated to be more specific about the College's aims. With improved data integration and ongoing efforts to address disparities, the College aims to reinforce its role as an inclusive and equitable learning environment for all stakeholders.

HM confirmed that, as Link Governor for EDI, she had reviewed the report prior to it being presented to the Board and made some suggestions for improvement.

A Member remarked that the EDI report provides an informative summary of activity and areas of focus/recommendations. They noted the positive results in relation to core qualification - 6% higher achievement rate in ethnic diverse learners than white learners – and wondered if this could be used in promoting the College to next year's ethnic diverse catchment. DK thanked the Member for the feedback and said that the College will review the best way to approach this in promotion, as the messages need to be carefully considered. In meantime, the College will continue to promote the good achievement rates for all engaged learners.

Members were pleased to note the reduction in the attainment gap between disadvantaged and non-disadvantaged learners from 5% to 2.4% and asked what the main factors had been in achieving this. DK replied that this was the result of several strategies over a number of years and a positive focus on narrowing the gap. He pointed out that there is still a gap for DA Learners in English and maths.

Members noted the increase in the GPG from 10.1% to 15.2% and asked how this compares to the average for the sector. They wondered how the College plans to address it. HS responded that she has not seen any benchmarking data for FE. The UK GPG is 13.1% but, in education, it is not unusual for the gap to be bigger than the national figure because, for example, term time only roles tend to attract more females. An updated report will be produced early in 2025 (effective date March 2024), to identify trend/movement. She confirmed that recruitment, professional development opportunities and flexible working are well established and provide a core base line of equitable practice. Further analysis will be carried out, with improved HR data now becoming available, to identify exactly where the gaps are and ways in which to reduce them, as part of future work on EDI. The Staff Member wondered if the gap occurs mostly in the scarce skills areas. HS confirmed that it is driven to a certain extent by higher salaries relating to market demand in construction, IT, Engineering, maths etc. which are traditionally male dominated sectors.

Members discussed the section related to the Board.

GR had provided feedback on the AoC EDI Committee Network meeting held on 27 November 2024 which had highlighted:

- The importance of EDI at Board level to achieve a medley of brains around the table, cognitive diversity, collective intelligence and a broad perspective in decision making. There was a recommendation of expanding the skills matrix to include diversity in order to assess board makeup and inform recruitment.
- Encouraging 1:1s/team building outside of Board meetings to help to improve psychological safety and higher quality decisions.
- The startup approach – disagree and innovate rather than provide consensus.

The EDI Link Governor had also attended the meeting and reported that there was a discussion about the usefulness of EDI boards where staff/students bring their lived experience. She mentioned that a Governance Professional had spoken at the meeting and that it would be worth inviting her to speak to the Board.



Members debated the value of EDI metrics against the importance of the impact on decision-making. They were conscious of the composition of the Board from a stakeholder perspective, particularly in view of the increased diversity of the communities served by the College but acknowledged that the recent recruitment campaign by Peridot had failed to attract a very diverse range of candidates and further work is needed to seek out a broader range of applicants. It was agreed that skills are the most important factor in governor recruitment and, at present, skills and experience in (post-16) education are the most desirable.

A Member was pleased to note that the College has introduced a neurodiversity assessment tool for learners, called Cognassist, that can identify potential hidden/undiagnosed additional learning needs through an online assessment and that it has been made available for staff to have access to complete on request. However, considering the low take up, they queried how it has been promoted so far. DK replied that opportunities to complete are currently promoted during professional development days and the College will begin exploring additional methods to promote. Another Member asked if Cognassist could be used for governor recruitment too and was informed that it could be.

**ACTION: JC and HS to consider the use of Cognassist in governor recruitment.**

**RESOLVED: The Board approved the EDI Annual Report 2023/24 to be published on the College's website.**

#### **118/24 HR Update (C):**

HS introduced a paper updating Members on developments in relation to the HR and Organisational Development (OD) Operational Plan shared with the Board in July 2024.

Resourcing (recruitment, retention, workforce planning) remains a focus in key areas of the College, due to areas of growth as well as the national scarcity of skills.

Exploration of an alternative recruitment approach, via a digital headhunting company, will be trialled in early 2025 with the aim of reducing agency spend and increasing applicants by targeting passive job seekers as well as those actively searching for a role on online job boards.

HS reported that absence rates are higher than last year. Proactive measures are in place with managers to target this via greater data-focused tracking, training, and pre-emptive support measures for staff. The College is also trialling external support from the charity MIND to proactively support staff with their health and wellbeing.

Professional development is progressing well and the Aspire cohort has been appointed. The wider project on 'better quality conversations' and the review of the staff performance appraisal process are about to start, with all staff being given a structured opportunity to share their views and feedback at the Professional Development Day in December.

The Chair congratulated HS on exploring non-traditional avenues whilst not ignoring the basics of resourcing. He noted that there appears to be a general trend towards applicants not turning up to interview.

Members were pleased to learn about the new initiatives, particularly the use of an AI tool for recruitment and that the MIND service is being trialled to tackle wellbeing and the rise in absence. The Mental Health and Wellbeing Link Governor asked if MIND provide their own report on their performance statistics e.g. uptake on appointment etc. as this might help to assess the return on the investment. HS replied that the College will receive usage data from MIND and be able to monitor staff numbers engaging with the provision. This will be part of the trial and inform the next steps to support staff mental health and wellbeing.

A Member wondered if the AI recruitment tool has the ability to target diverse candidates and if it could also be used for governor vacancies. HS said that this aspect is being explored. The focus of the tool is targeted digital marketing, and targeting can take many forms – the platforms, the tone, the reach etc. It has received good feedback from other colleges.

**ACTION: JC and HS to consider use of AI recruitment tool for governor vacancies.**

**RESOLVED: The Board noted the update.**

#### **119/24 Financial Matters (C):**

##### **Management Accounts**

AB provided a detailed view of the College's financial position against KPIs, progress against the 3-year Financial Plan and overall financial health.

A more detailed forecast will be available in the new year.

##### **Financial Health Grade Confirmation**

Members had been provided with a copy of the letter from the ESFA confirming the College's financial health grade, based on the College Financial Forecasting Return (CFFR) for 2023/24 to 2025/26, as:

- Good for 2023/24 (the latest outturn forecast year), and
- Good for 2024/25 (the current budget year).

**RESOLVED: The Board noted the College's Management Accounts and the financial health grade confirmation.**

#### **120/24 Audit and Compliance (C):**

- Health and Safety Update
- Risk Management Annual Report and BAF
- Risk Management Update



- **Subcontracting Update**
- **Review of Performance and Reappointment of External Auditors**

### **Health and Safety Update**

MB presented the Health and Safety Monthly Report to October 2024. This had been scrutinised by the Audit Committee at their November meeting.

**RESOLVED: The Board noted the report and the current assessment of the College's Health and Safety arrangements.**

### **Risk Management Update**

AB provided an update on changes to the Strategic Risk Register highlighting the risk movements as well as new opportunities for the College. The papers had been reviewed by the Audit Committee at their November meeting.

**RESOLVED: The Board noted the latest Risk Register changes.**

### **Subcontracting Update**

AB presented the current position with the College's subcontracting arrangements.

**RESOLVED: The Board noted the update, in particular the continued subcontracting arrangements with Global ATS and UWE and that there have been no new apprenticeship programmes for 2024-2025.**

**The Board confirmed that no interim audit is required as per the 'Assurance reviews of the subcontracting standard for post-16 providers - Framework and guide for reporting accountants August 2022'.**

### **Review of Performance and Reappointment of External Auditors**

AB reported that the Board is required to consider the performance of the College's external auditors each year and to confirm their reappointment for the next year.

Members of the Audit Committee confirmed that the Committee had assessed the performance of Hazlewoods in details at their last meeting and was satisfied with it.

A Member asked how often the College is required to retender for external audit services and how often the audit partner must rotate.

JC replied that colleges should retender their external audit contract at least every five years, though this does not necessarily require a different firm of auditors to be appointed.

The Financial Reporting Council requires that the lead audit partner of an external audit firm must rotate off the audit engagement after a maximum of five consecutive years. After this period, the partner must take a break from the audit engagement for at least five years before they can return. This rotation policy helps maintain the independence and objectivity of the audit process.

The Audit Committee recommended the reappointment of Hazlewoods as External Auditors for the coming year (financial statements audit 2024/25).

**RESOLVED: The Board approved the reappointment of Hazlewoods as External Auditors for the coming year (financial statements audit 2024/25).**

**121/24 Approval of Policies**

- **EDI Policy**
- **Subcontracting (Fees and Charges) Policy**
- **Financial Regulations**
- **Travel and Subsistence Policy**
- **Senior Post Holder Remuneration Policy**
- **AoC Code of Good Governance**

Members reviewed the above policies including the Senior Post Holder Remuneration Policy referred to in the SSEC Annual Report to the Board and approved by SSEC under delegated authority and the AoC Code of Good Governance referred to in the GRS report to the Board.

JC reported that the AoC Code of Governance had been published in September 2023 and the Board had adopted it in December 2023 on the basis that all colleges would be using the new code starting from 1 August 2024. JC had since carried out a self-assessment against the six Governance Principles of the new Code. GRS reviewed this at their last meeting and noted that the new code has now been in the sector for a year and has been agreed by the Department for Education (DfE). The old code, which the Board had been using, was retired on 31 July 2024 and will be fully withdrawn on 31 December 2024. The Board was therefore recommended to fully adopt the new Code with effect from 1 August 2024 and to work towards compliance.

**RESOLVED: The policies were approved/ratified.**

**122/24 Committee, Subsidiary Company, and Link Governor Reports: (C) as indicated in minutes:**

- **Betaris – 26 November 2024**
- **GFM – 26 November 2024**
- **GPS – 26 November 2024**
- **NCD – 26 November 2024**
- **EWG – 5 November, 12 December 2024**
- **GRS – 20 November 2024**
- **Audit – 26 November 2024**
- **C&Q – 28 November 2024**
- **Link Governor Reports**

Members reviewed the reports in the papers.

AB had nothing to add to the subsidiary company updates other than what had been discussed under the presentation of the subsidiary company Financial Statements.



Members had been provided with summary reports from the following meetings:

**EWG – 5 November, 12 December 2024:** Noted.

**GRS – 20 November 2024:** The Chair reported that there had been a discussion of a question asked by HM following the October Board meeting in relation to events at Weston College. He had agreed to raise it at this meeting.

A Member of GRS assured HM that the question had been discussed and taken very seriously at GRS.

HM was satisfied with the response. She emphasised that she was not suggesting there was a problem but noting that it is difficult to see how it could have happened if adequate governance systems were in place and cautioning that the Board should be alert to the theoretical risk. She was content that a thorough discussion had taken place at GRS and that it had now been brought to the Board.

**Audit – 26 November 2024:** Noted.

**C&Q – 28 November 2024:** Noted.

Members received reports of Link Governor meetings as follows:

SH – Digital Technology Link Governor

LD – SEND LIINK Governor

MJ – Safeguarding Lead Governor: MJ highlighted the initial feedback from the Safeguarding external review that took place in November. The review confirmed that Safeguarding is effective at the College and that the College is meeting its statutory obligations.

The Chair thanked the Link Governors for their engagement in the Link Governor activities which provides additional assurance to the Board in those areas and helps the Board to get a better feel for how decisions at Board level impact at operational level.

**RESOLVED: The reports were noted and endorsed.**

**123/24 Items for Notification:**

- HE Student Protection Policy from C&Q

**RESOLVED: The Board noted the HE Student Protection Policy presented for notification by C&Q under delegated authority and were satisfied with it.**

**124/24 Use of College Seal**

**RESOLVED: The Board noted and endorsed the use of the Seal as set out in the paper.**

## 125/24 Governance Matters

### **Governance and Regulatory Developments**

JC presented a paper which included details of the following key matters and the actions to be taken in relation to each of them:

#### **Financial Sustainability/Funding** Of interest to Audit Committee in particular:

1. **Reporting Fraud or Financial Irregularity:**
  - New ESFA guidance on reporting suspected fraud or financial irregularity in academy trusts, colleges, and independent training providers.
2. **Charity Commission Publications on Fraud and Cyber:**
  - CC guidance on using internal financial controls to manage charity's financial activity and protect from fraud and loss.
  - Guidance on keeping charity cyber secure and responding to cyber-attacks.
3. **FE Provider Dashboard:**
  - A new ESFA tool for colleges and local authority FE providers to use alongside other performance data.

#### **Curriculum** Of interest to C&Q in particular:

1. **Rapid Review of Defunding of Some Level 3 Qualifications:**
  - Outcome expected shortly. (Since announced.)
2. **Condition of Funding Update:**
  - Updated guidance on the English and maths condition of funding for 2025/26.
3. **Careers - Launch of the Revised Gatsby Benchmarks:**
  - Updated to achieve more impact for young people.

### **Legislation/Legal**

1. **Terrorism (Protection of Premises) Bill:**
  - Known as 'The Protect Duty' or 'Martyn's Law', it had its second reading in Parliament.
2. **Updated Guidance on Streamlined Energy and Carbon Reporting:**
  - For sixth form and further education college corporations.
3. **Employment Rights Bill:**
  - Further briefing on this legislation described as the biggest upgrade to workers' rights for a generation. HS has in hand.
4. **Duty to Prevent Sexual Harassment:**
  - Further briefing on the duty on employers to prevent sexual harassment. HS has in hand.

### **Governance**

1. **AoC Code of Good Governance:**
  - Revised to align with challenges and opportunities faced by Further Education institutions.
2. **FE Governance Guide Updated:**



- Further amendments made to the guide.
- 3. **Charity Commission - New and Improved Guidance for Trustees:**
  - Updated guidance on trustee decision making, improving charity's finances, and conducting meetings.

JC encouraged Members to look at the list of forthcoming Governor Learning and Development Opportunities on the Governor Teams site.

**RESOLVED: The Board noted the Governance and Regulatory Developments since the last meeting and the actions taken as a result.**

### **Governor Learning and Development Activity Record Reports**

Members had been provided with the record of Governor Learning and Development activities. They were reminded to let the GP/Clerk have details of any external training activities they have undertaken which may be relevant to their role.

Members were asked to ensure they are up to date with their Boxphish training so that the College's systems are not compromised.

MF, MJ and PL, HM and GR had provided feedback from various Learning Walks, SAR Validation meetings and AoC network meetings that they had attended.

The Chair thanked Members for their involvement in all of the engagement activities during the year, which is much appreciated and extremely valuable in contributing to effective decision-making.

**RESOLVED: The Board noted the Governor Learning and Development activities, which enrich governors' understanding and oversight of the College.**

### **126/24 Any Other Business**

The Student Member referred to the number of students resitting English and maths GCSE and encouraged the College to train lecturers to pick up on symptoms of neurodiversity which may indicate a learning difficulty. He pointed out that it is common for these matters to be diagnosed in the late teens or early twenties and that they may go undetected in learners and be mistaken for low ability or disruptive behaviour. DK explained that the College takes every opportunity to train staff on SPLDs and how to identify hidden or less obvious additional needs. He added that the College has piloted two screening methods – an online screening tool and a group testing method within the classroom. The trial has involved approx. 850 learners in 2024/25 during Term 1 and planning is in place to widen it out in 2025/26.

A Member asked if the pilot had uncovered learning difficulties that were previously unknown. DK replied that it is proving to be successful in identifying learners without diagnosed or documented additional needs, and has led to more referrals for access arrangements.



Gloucestershire College

The Chair thanked Members for their all their hard work as governors this year and their continuing involvement with the College.

**127/24 Date and Time of Next Meeting**

Strategy Board Meeting – 6 February 2025, 4pm, Cheltenham Campus.

*The Executive Team, Staff and Student Members left the meeting.*

**EXTERNAL MEMBERS ONLY ITEMS (C)**

**128/24 Confidential External Members Only Item**

Confidential External Members Only Minute.

**129/23 SSEC Minutes 20 November 2024**

Confidential External Members Only Minute.

Signed: 

Dated: 6/2/25