Minutes of the Board of Governors Meeting
Date: Monday, 7th July 2025
Time: 4:30 PM
Location: Room A16, Kingsway Campus

Present:	Katie Anderson	External Governor
	Michele Bacon	External Governor
	Karen Banks	External Governor
	Millie Hargate	Student Governor
	Paul Leatherbarrow	External Governor
	Neil McGrath	External Governor, Chair
	Tom McInerney	External Governor
	Andrew MacManus	External Governor
	Mary Murphy	Principal, CEO
	Steph Power	Staff Governor
	Chris Sikorski	Staff Governor
	Sarah Worsley	Student Governor
	Stephen Young	External Governor
In Attendance:	Leeann Bellfield	Vice Principal (Head of School, Cronton)
	Alan Brown	Deputy Principal (Curriculum & Quality)
	Jayne Edwards	Co-Opted Member
	Ged Hanley	Assistant Principal (Systems Development & Funding)
	Julie Holland	Deputy Principal (Finance & Resources)
	Andy James	Assistant Principal (Curriculum, Riverside)
	Catherine Shaw	Head of Governance

1. APOLOGIES FOR ABSENCE

Resolved: Apologies for absence were received and accepted for:
- Ben Barton – Vice Principal (Head of Centre, Riverside)
- Rachael Owen – External Governor
- Susan Smith – External Governor
- Helen Smith – Assistant Principal (Marketing and School Liaison)

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2. DECLARATIONS OF INTEREST

Resolved: A declaration of interest made by Michele Bacon at agenda item 9.4 was noted.

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3. CHAIR'S UPDATE

3.1 To receive an activity report

The Chair provided a summary of his activity since the last Board meeting in March 2025 which included:

- Continued regular meetings with the Principal and Head of Governance
- Attended the Annual Strategic Conversation Meeting with the College Management Team (CMT) and officers from the Department for Education (DfE)
- Attended the Vocational and Technical Awards Evening at the College
- Attended the Halton Chamber Business Awards Evening at which the College received the Employer of the Year Award.

Resolved: The Board noted the report and congratulations were conveyed on being awarded the Employer of the Year at the Halton Chamber Business Awards.

3.2 **Chair's Action** *(previously circulated)*

The supporting information was considered in respect of this agenda item. On 16th May 2025 the Board Chair approved the request made by CMT to instruct Drees & Sommer to appoint Caddick Construction Ltd under a Pre-Construction Service Agreement for Stage 2 of the tender process, in respect of the Kingsway Cladding Scheme.

Resolved: The Board **ratified** the Chair's action taken on 16th May 2025.

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4. PRINCIPAL'S STRATEGIC REPORT *(previously circulated)*

The Principal delivered a presentation which highlighted key elements from her comprehensive report. These included:

- **Strategic Plan and College Plan**: the draft Strategic Plan for 2025/2026 and the College Plan for 2025/26 – 2027/2028 were presented for the Board's consideration, highlighting external factors such as the fast pace of change in the policy and funding environment.
- **Funding Announcements**: Recent funding announcements were favourable for the College. This included a 3.78% increase in the 16-18 funding rate for 2025/26 and a £160m investment across the sector.
- **Construction Skills Package**: A £615m construction skills package for the sector had been announced by the Chancellor as part of the Spring Statement 2025.
- **College Priorities**: The College's priorities included safeguarding and wellbeing of both students and staff, maintaining the high quality of teaching, learning and standards, and efficiency. Progress against the strategic plan in terms of quality, efficiency and growth (QEG) was favourable, though it was noted that there would be an estimated shortfall of £400k in respect of adult education (Adult Skills Fund).
- **Local Environment**: These included environmental factors such as activities relating to the Runcorn Town Development Board, Liverpool City Region Combined Authority, and developments in Halton and Knowsley.
- **College Activities and Achievements**: These included celebratory events such as Refugee Week, various award ceremonies and the magnificent student performance of Phantom of the Opera at Cronton College.

A governor requested more information concerning the College being awarded a 'college of sanctuary' status. Additional information was provided which included the number of English as a Second Language (ESOL) students and an overview of the diverse student population, particularly at Cronton. Questions submitted by Governors in advance of the meeting were also responded to by the Principal.

Resolved: The Board

- Noted the Principal's report
- Approved the Strategic Plan for 2025/26
- Noted the draft College Plan 2025-2028
- Noted the Financial Assessment Letter from the DfE confirming outstanding financial health
- Noted the correspondence relating to the Annual Strategic Conversation
- Noted the update relating to the performance monitoring of the QEG directly aligned to the Strategic Plan

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5. WRITTEN RESOLUTIONS *(previously circulated)*

The detailed report provided by the Head of Governance was considered.

Resolved: The Board ratified

(i) the written resolution circulated on 30th April 2025 to form the Local Skills Duty Working Group. An amendment to the Terms of Reference was approved for meetings to take place in 2025/2026.

(ii) The written resolution circulated on 27th June 2025 to approve the Accountability Agreement 2025/2026 for submission to the DfE by 30th June 2025

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6. AUDIT COMMITTEE

The Chair of the Audit Committee highlighted the following key elements from this report relating to the meeting held on 16th June 2025:

<u>Risk Management</u>

Weston College - The recommendations contained within FE Commissioner's Report were considered by the Committee against practice at Riverside College; there were no issues identified that required immediate action.

Strategic Risk Register - The RAG rating in respect of two of the strategic risks had changed and supporting reasons provided, namely:

- Key Risk 1 – Achievement of planned student numbers and/or funding target – updated from green to amber to reflect the estimated shortfall in achieving the adult funding target.
- Key Risk 8 – Response to the external environment – updated from red to amber to reflect the outcomes of the curriculum reforms to date.

<u>Internal Audit Reports</u>

Reports had been presented in respect of:

- Equality & Diversity
- Mock Funding
- Key Financial Controls

As a result of the work carried out, the Internal Auditors provided management and the Audit Committee with substantial assurance that the areas of the control environment tested during the audits were designed and operated effectively with no significant weaknesses. The Internal Auditor attended the meeting, and a favourable commentary was provided in respect of each of the audits. Assurance was given that the approved Internal Audit Plan 2024/2025 remained on track for completion.

<u>Annual Fraud and Whistleblowing Reports</u>

Nil reports were received.

Resolved: The Board noted the report.

6.2 **Internal Audit Plan 2025/2026** *(previously circulated)*
The Board was advised that key priorities had been taken into consideration when recommending approval of the proposed plan with three high risks being (i) student numbers and funding targets, (ii) learner success rates, and (iii) financial control.

Resolved: The Board accepted the recommendation made by the Audit Committee and approved the Internal Audit Plan 2025/2026.

6.3 **Financial Statements Auditor's Plan** *(previously circulated)*
The Board was advised that the External Auditor had attended the Audit Committee meeting and had presented the proposed plan to enable audits to be undertaken in respect of the Financial Statements and Regularity for year ending 31st July 2025.

Resolved: The Board accepted the recommendation made by the Audit Committee and approved the Financial Statements Audit Plan for year ending 31st July 2025.

6.4 **Audit Committee Terms of Reference** *(previously circulated)*
The Committee Chair advised that the terms of reference had been reviewed.

Resolved: The Board accepted the recommendation made by the Audit Committee and approved its terms of reference.

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7. QUALITY AND STANDARDS COMMITTEE

7.1 **To receive a report on the Quality and Standards Committee meeting held on 25th June 2025** *(previously circulated)*
The Chair of the Quality and Standards Committee highlighted the following key elements from this report relating to the meeting held on 25th June 2025:

Curriculum Presentation on 'Inclusion'
This was a very informative presentation delivered by the Head of Cross College Inclusion. The content included:

- An overview of the roles within the Inclusion Team
- A summary of the changes made to the management of Education and Health Care Plans (EHCPs)
- An overview of the extensive access arrangements, together with the increasing resources and accommodation that were required

Learner Voice
The high level of learner engagement and overall outcomes were very pleasing. Further information was sought and received from the senior management team (SMT) in the very few areas where there had been a decline in satisfaction levels.

Closer Monitoring
The Foundation Studies Department was a key focus for discussion, in terms of timely progress and strategies to overcome on-going challenges. The Committee received assurance that close monitoring continued to take place and support for staff was in place.

Resolved: The Board noted the report.

7.2 **SAFEGUARDING UPDATE** *(previously circulated)*
The Board was advised that this continued to feature as a key agenda item at each committee meeting. It was noted that the number of referrals and active cases were constantly increasing at a significant rate. The high level of student support provided was clearly demonstrated. Appreciation was conveyed to the team in dealing with matters of a distressing nature with extensive efforts being made to improve outcomes for vulnerable learners.

Resolved: The Board noted the report.

7.3 **KEY PERFORMANCE INDICATORS** *(previously circulated)*
The Committee Chair informed the Board that the committee had scrutinised data relating to equality, diversity and inclusion (EDI) and the retention rates of Children Looked After (CLA). Where possible, this was triangulated with the 'Have Your Say' outcomes, referenced in agenda item 7.1. A robust analysis had been undertaken by the SMT and the Committee was fully informed.

Resolved: The Board noted the report.

7.4 POLICIES
7.4.1 **Equality, Diversity & Inclusion** *(previously circulated)*
7.4.2 **Higher Education Bursary** *(previously circulated)*
7.4.3 **Student Disciplinary & Suspension Procedures** *(previously circulated)*

The Committee Chair advised that individual policies had been reviewed, and any proposed amendments considered.

Resolved: The Board accepted the recommendation made by the Quality & Standards Committee and approved the policies at agenda items 7.4.1 to 7.4.3 (inc).

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8. FINANCE AND RESOURCES COMMITTEE
8.1 **To receive a report on the Finance and Resources Committee meeting held on 24t June 2025** *(previously circulated)*
In the absence of the Committee Chair, the Board Chair highlighted key elements from this report:

- Human Resources Update – for the period February to June 2025, the overall staff absence rate had reduced by 0.74% compared to the same timeframe in the previous academic year. The number of leavers had also reduced. A Workplace Needs Assessment Policy had been introduced to support staff who were neurodiverse.
- Health & Safety Update – there had been a reduction in the number of minor accidents reported and near-misses between February and June 2025, compared to the previous academic year.
- Partnership Provision - Strategic proposal to revise the maximum subcontracting target from 5% to 2% of total Department for Education (DfE) and Liverpool City Region Combined Authority (LCRCA) income to reflect the overall increase in college turnover and the continued steer from government to restrict the volume of subcontracting

provision. This was supported by the Committee and was addressed in greater detail within the report at agenda item 8.4
- Property Strategy – a representative from Drees & Sommer (Property Consultants) had attended the committee meeting and delivered a presentation on progress to date relating to the ongoing extensive building projects across Kingsway and Cronton campuses.

The Board Chair invited the Deputy Principal (Finance & Resources) to present an update on the Property Strategy. The following key elements were considered:
- Visioning Project – this was currently taking place and to date had identified that improvements were needed in respect of circulation, signage and social space at the Cronton campus. The SEND provision housed within the CRMZ was no longer considered fit for purpose and the College was keen to explore its options to improve the learning environment for these learners. A potential land acquisition for the Kingsway campus to address space constraints were under discussion.
- Current Projects – These were all progressing well and expected completion dates were noted.
- Summer Works – the overall budget remained unchanged, however funds required relocation within the budget heading to focus on the cladding project and external works.

A discussion ensued. A Governor asked about the next stages of the visioning project and the Board was informed that the College continued to work closely with the architects. The outline of the project was also discussed at the Annual Strategic Conversation with DfE officials, and it was well received. In response to a question raised concerning building costs and potential overspend, the Board was advised of the contingency built into the plan by Drees & Sommer.

In conclusion, the Deputy Principal (F&R) emphasised the critical importance of the Property Strategy and Visioning Project for the College's long-term strategy and the continued investment in the estate.

Resolved: The Board
(i) noted the contents of the report detailing matters for escalation and assurance from the Committee to Board.
(ii) approved the relocation of funds within the summer works budget with no changes being made to the overall budget

8.2 **Management Accounts to 30th April 2025** *(previously circulated)*
The Board Chair advised that the management accounts had been reviewed. A positive financial position had been reported, with income being favourable, expenditure well-managed across departments and the operating surplus continuing to exceed the forecast

Resolved: The Board noted the management accounts.

8.3 **Financial Performance and Three Year Financial Forecast for 2025/2026 to 2027/2028** *(previously circulated)*
The Board Chair reported that the Committee had considered the forecast which encompassed the next three academic years. It was pleasing to note that government funding uplifts had further strengthened the College’s financial outlook and surpluses would continue to be forecast annually.

The Board was advised that three out of the six financial benchmarks used by the FE Commissioner in assessing the financial health of a college had changed. The College remained in outstanding financial health using the revised benchmarks.

Resolved: The Board
- Noted the contents of the report
- Accepted the recommendation made by the Finance & Resources Committee and approved the three-year financial for submission as the College Financial Forecasting Return (CFFR) to the DfE by 31st July 2025.

8.4 **Partnership Provision Update and Contracts 2025/2026** *(previously circulated)*
The Head of Governance directed the Board to an addendum that had been included in pre-reading material since this agenda item had been considered by the Finance & Resources Committee.

Resolved: The Board
- Noted the sub-contractor performance to date
- Accepted the recommendation made by the Finance & Resources Committee and approved in-year contract variations
- Approved the continuation contracts for 2025/2025 in respect of (i) Power in Partnership and (ii) Crosby Training, as supported by their respective business cases and updated position detailed within the addendum.
- Approved the strategic decision to reduce the maximum subcontracting target from 5% to 2% of total Department for Education (DfE) and Liverpool City Region Combined Authority (LCRCA), as discussed within agenda item 8.1

8.5 POLICIES FOR APPROVAL
8.5.1 **Financial Regulations 2025/2026** *(previously circulated)*
8.5.2 **Procurement Policy** *(previously circulated)*
8.5.3 **Treasury Management Policy** *(previously circulated)*
8.5.4 **Supply Chain Fees and Charges Policy** *(previously circulated)*
8.5.5 **Anti-Modern Slavery and Human Trafficking Policy** *(previously circulated)*

The Committee received assurance that each policy had been individually reviewed by the Finance & Resources Committee.

Resolved: The Board accepted the recommendations made by the Finance & Resources Committee and approved all policies presented at agenda items 8.5.1 to 8.5.5 (inc)

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9. SEARCH AND GOVERNANCE COMMITTEE
9.1 **To receive a report from the Search & Governance Committee Meetings held on 10th June and 24th June 2025** *(previously circulated)*
The Committee Chair informed the Board that membership and effective succession planning were key areas for discussion at the meetings, particularly in light of the FE Commissioner's report following intervention that had taken place at Weston College.

Resolved: The Board noted the report.

9.2 **Remuneration Committee Terms of Reference** *(previously circulated)*

The Board considered the proposed amendment to ensure it was explicit that the committee had no delegated authority to approve pay awards for senior post holders. It was clarified that the committee made recommendations to the Board for approval of such matters.

Resolved: The Board accepted the recommendation made by the Search & Governance Committee and approved the Remuneration Committee Terms of Reference.

9.3 **Review of the Instrument and Articles of Government** *(previously circulated)*
The Board was advised that legal advice had been sought and received from the College legal advisers in connection with the review of these key governance documents.

Resolved: The Board accepted the recommendation made by the Search & Governance Committee and approved the revised Instrument and Articles of Government.

9.4 **Appointment of Board Chair 2025/2026** *(previously circulated)*

Resolved: In the absence of any additional nominations from Board Members, the Board accepted the recommendation made by the Search & Governance Committee and appointed Michele Bacon as Board Chair 2025/2026.

9.5 **Membership 2025/2026** *(previously circulated)*

Resolved: The interim position was approved by the Board.

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10. FE SECTOR UPDATE

Economic Crime and Corporate Transparency Act 2023 (ECCTA)
The Head of Governance advised that the new corporate offence of failing to prevent fraud was to come into force from 1st September 2025 and the key elements were outlined.

Resolved: The Board noted the report and that it would feature on the agenda of the next Audit Committee meeting.

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11. MINUTES

11.1 **To approve the draft minutes of the meeting held on 24th March 2025**

Resolved: The minutes of the meeting held on 24th March 2025 were approved as an accurate record.

11.2 **To receive a progress report on any matters arising from the previous meeting**

Resolved: It was noted that there were no matters arising that had not been addressed elsewhere on the agenda and there were no matters outstanding on the action log.

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12. ANY OTHER BUSINESS

There were no matters of an urgent nature submitted for consideration.

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13. VOTE OF THANKS

On behalf of the Board, the Chair conveyed thanks and appreciation to outgoing Governors.

As Chair-Elect, Michele Bacon expressed gratitude to Neil McGrath for his outstanding commitment and valued contribution during the past four years as Board Chair. The Principal echoed this sentiment on behalf of the College Management Team.

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14. MEETING REVIEW

In accordance with the approved action plan resulting from the external board review in 2023/2024, Board Members were asked to review the effectiveness of the meeting with any comments to be forwarded directly to the Head of Governance by 14th July 2025.

Resolved: The Board **noted** the request.

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15. DATES OF FUTURE MEETINGS

Resolved: Future meetings were noted as follows

- Audit Committee – 22nd September 2025
- Board Meeting – 13th October 2025
- Finance & Resources Committee – 3rd December 2025
- Quality & Standards Committee – 2nd December 2025
- Remuneration Committee – 1st October 2025
- Search & Governance Committee – 23rd September 2025

Signed...Office copy signed by Michele Bacon...................**Board Chair**

Date...........13th October 2025..