



**SOUTH GLOUCESTERSHIRE AND STROUD COLLEGE**  
**FURTHER EDUCATION CORPORATION**

Approved minutes of a meeting of South Gloucestershire and Stroud College  
Further Education Corporation  
Held on 27 April 2023  
Via Microsoft TEAMS

**Present:** David Hagg (Chair)  
Matt Atkinson  
Douglas Blackstock  
Louise Bright  
Sophie Chester-Glyn  
Lynne Craig  
Mike Croker  
Phil Eames  
Paul Farrell  
Kevin Hamblin (CEO & Executive Principal)  
Dave Merrett  
Irene Molodtsov  
Gary Parsons

**In Attendance:** Moira Foster-Fitzgerald (Chief Group Services Officer)  
Gavin Murray (Deputy Principal)  
Jude Saunderson (Chief Financial Officer)  
Sara-Jane Watkins (College Principal)  
Sharon Glover (Clerk)

The Chair opened the meeting by welcoming Matt Atkinson to his first Corporation meeting. Members were also informed of the resignation of Sophie Green, due to a change in her work and family commitments. Expressions of Interest in the role of Vice-Chair of the Corporation and Audit Committee membership were invited to the Clerk.

The Chair informed that the meeting would be recorded so that it could be shared with Fiona Chalk who is carrying out the External Board Review.

When asked, there were no requests to un-star any of the starred agenda items.

The Chair wished Khadija Nisar (Student Governor) well for her examinations.

1. **Apologies for Absence**

Apologies were received from Rich Aitken, Matt Davis and Rick Sturge. Khadija Nisar did not attend the meeting.

2. **Declarations of Interest**

The Clerk reported, and Corporation noted, the following declarations of interests:-

- Matt Atkinson – new declaration of interest: FE Associates Ltd Shareholding of 50% and employment as Managing Director.
- As Trustees and CEO of SGSAT, the interests of Lynne Craig, Phil Eames and Kevin Hamblin were noted in the Statement of Assurance (item 8).
- As Directors of SGSCSL, the interests of Louise Bright, Kevin Hamblin and Dave Merrett were noted in the SGSCSL report (item 11).

3. **Minutes of Previous Meeting**

The minutes of the meeting held 23 March 2023 were approved as a correct record, ready for signing by the Chair.

4. **Voice of the Learner Report**

The Deputy Principal reported that there was an increase in the NSS completion rate, which has provided more meaningful benchmarks across more courses. This was a positive outcome given the internal work undertaken. Members raised that the report lacked clarity of the number of student participation and were informed that, although not as high as would have liked, this was not unusual. When asked, members were informed of changes in approaches taken to engage with the Learner Voice leading to more detailed and free-flowing conversations with students. Some examples of changes being the engagement of the Quality Team; organised events; engagement of the Student Union with the Senior Leadership Team and more direct involvement by the Enrichment Team and Senior Leadership Team. The approach had been focused on what can be influenced and this was appreciated by the learners. As part of the Students as Partners policy there had been positive student input on policy improvement.

Members questioned whether the feedback was expected. Confirmation was received that there was nothing unusual and learners tend to focus on what directly impacts them e.g. cost of living increases, room/food temperatures. As a result of the change to the approach there is more responsive feedback turnaround and the focus for the remainder of the year is to capture and promote actions taken. Members took confidence that, from the feedback received, learners feel safe but suggested that feedback on the Learning Resource Centre and Study Skills support required monitoring. The Principal added to the chat facility on Teams that these areas have

now been fully staffed and the previous issue now addressed. It was also reported that additional social space at Filton Campus is being planned over the summer.

It was acknowledged that some of the areas raised i.e. the cost of living increase, is not the fault of the College. However, the College had taken steps to support learners, which was a positive moral response to macro problems not under the College's control.

Members questioned whether the College has been able to address the recalling of Prevent British Values by students. The Deputy Principal explained that, although not directly related to students, there is a general misunderstanding in the sector relating to Prevent. It is the College's responsibility to know the British Values and the majority of learners recall covering British Values. The focus is now for learners to understand the risks to them and how to use the information provided to enhance future prospects and stay safe. This becomes harder to deal with in tutorials and remains a journey for some staff as they can be reticent to talk about these things as not seen as part of their responsibilities. Members suggested that governor communication needs to continue with staff and students with links to behaviours and attitudes. The Chair advised that he had attended a staff forum and concurred with the Deputy Principal's feedback in that some staff are reticent to cover British Values in tutorials as this had been reflected by the Enrichment Team.

The Chair clarified that reference to a Parents' Forum referred to staff that had learners at the College. He had spoken with the Principal about opening this up to those parents that are not associated with the College. Members were informed that a new policy is currently being developed as the College is conscious that it needs to increase its engagement in this respect.

**The report was noted.**

## **5. Digital Plan and Information Security**

The Principal presented an update report against the plan, originally developed against the JISC framework for FE and HE providers. Feedback from governors, in particular from the Digital Services Governor Advocate, was welcomed and members were informed that the plan is due for revision at the end of the 2023/24 academic year. The Chair raised the need for the early engagement of the relevant Governor Advocate(s) at an early stage.

Members raised that many actions had not yet been completed and were informed that this is a 3-year plan and that some projects will always be ongoing. In addition, due to the success of external funding/projects there have been additional projects to focus on. However, in spite of this, great progress has been made against the plan. Members suggested that it is pointless adding due dates if actions/projects are ongoing. The Principal raised that taking into consideration the additional projects, she had been content with progress made.

Irene Molodtsov (Digital Services Advocate) advised that she had provided detailed feedback and recognised the good work being undertaken in the current challenging environment. Members were informed of ways in which the plan could be tightened up. It was also suggested that the format of the plan is benchmarked against other Colleges and the Clerk had obtained some examples of best practices to share with the College. It was suggested that Irene Molodtsov and Paul Farrell work closely with College staff to shape the plan over the next 12-18 months.

Having obtained a copy of the College's business continuity plan, one member raised that there was no written procedure in the ICT business continuity plan for recovery should there be cyber incidents, as it mentioned that a re-write is in progress. The Principal advised that the College has a detailed disaster recovery plan in place and asked if she could pick this point up with the governor outside of the meeting.

One governor raised that cyber attacks were at the top of the list at other Boards he sat on. He acknowledged the helpful note from the Deputy Principal on Artificial Intelligence, that had been circulated outside of the meeting. The need for the College to understand the rapid future developments was raised as employers are looking for employees to know how to use Artificial Intelligence. The Principal confirmed that she and the Deputy Principal would be attending a conference on this topic as the need to learn about this area quickly had been recognised.

The Chair summarised that the report is to be noted and that conversations will take place with the Digital Services Advocate and one other experienced IT governor and there may be a need for a further update of the plan early in the new academic year as a lead in to the development of the updated digital plan.

**The report was noted.**

**Action: College Principal.**

6. **Senior Post Holder Remuneration Policy**

The Chief Group Services Officer raised changes to the policy, driven by the ONS reclassification. Although this policy would usually be presented to the Remuneration Committee in the first instance, due to timescales faced for its approval there was a need for its presentation direct to Corporation.

The Chief Group Services Officer provided the context behind the changes in paragraph 4.4 and market context. Historically, the AoC Senior Staff Survey was used to feed into remuneration discussions, but this has become of less relevance due to affordability. It was proposed that the DfE benchmark information is to now be used as the primary source and although the AoC survey will not be discarded it will not be used to form the basis of the remuneration policy.

**It was resolved:**

**To approve the Senior Post Holder Remuneration Policy.**

7. **Accountability Agreement**

Members received an update on how the College is responding to the new duties that have arisen for Governing Bodies around assessing whether a College meets local needs. Also presented was a draft Accountability Agreement for submission to the ESFA by the end of May. This agreement had been developed from the draft Local Skills Improvement Plan. Although further changes are not expected, any changes to the final LSIP will need to be reflected in the Accountability Agreement and reported to Corporation.

The Chair raised that the College was in vanguard of producing the Accountability Agreement and suggested reviewing what other Colleges have produced. One member suggested reviewing Nottingham College's document as they were one of the pilot Colleges and the Clerk was asked to obtain and share with the Principal. The Principal did confirm that she had considered other examples as part of the development of the SGS document.

Following scrutiny, governors congratulated the Principal on the document that comprehensively covered what it needed to and aligns well to the enhanced skills inspection and skills dimension. Members raised minor revisions and suggested that going forward it was important to demonstrate evidence of what has changed. When asked, confirmation was received that the document had been shared with the South West and Gloucestershire Colleges. Members questioned whether there should be meetings with other governing bodies. The Principal advised that there had been communication between the Clerks and the Principal at Gloucestershire College has suggested the first meeting takes place next summer. One governor raised that there is a 3-year cycle of review and that there is a duty to review and ensure that Colleges are lined up and coordinated with the development and deployment of the Accountability Agreements.

**The report was noted and it was resolved:  
To approve the draft Accountability Agreement for submission to the ESFA,  
subject to changes raised.**

**Action: College Principal.  
Clerk.**

8. **Statement of Assurance**

The Chief Financial Officer presented the report and explained that the back-office services provided by the College to SGSAT cannot be charged for profit and any related party interests need to be reported to the ESFA.

Members asked whether all services provided by the College are charged to ensure the College's contribution is fully covered. The Chief Financial Officer reported that, although a complex area, assurance was provided that it was fair.

As Trustees and CEO of SGSAT, Lynne Craig, Phil Eames and Kevin Hamblin refrained from the following resolution.

**It was resolved:**

**To approve the Statement of Assurance between SGS College and SGS Academy Trust.**

9. **Governance Structure**

Members were presented with Terms of Reference for the Learning & Quality Committee and Financial Development Group, for approval, together with the appointment of members to the Learning & Quality Committee. Also presented for approval was the calendar of meetings 2023/24. One member was unable to make certain dates and would contact the Clerk outside of the meeting.

**It was resolved:**

- a) **To approve the Learning & Quality Committee and Financial Development Group Terms of References.**
- b) **To appoint Matt Atkinson, Douglas Blackstock and Paul Farrell to the Learning & Quality Committee.**
- c) **To approve the 2023/24 Calendar of Meetings.**

10. **SEND update report**

Following discussion at the last Corporation meeting, the Deputy Principal provided a SEND update report. Members were informed that issues had been identified as part of the self-assessment process and a consultant, a regional expert in SEND, has been engaged to support the College with deep dives and staff training. Members were informed that progress is being made with rapid progress made on quick fixes. The raising of aspirations and achievement with the improving of teaching, learning and assessment will take longer to embed.

Members raised the shocking increase in high need learners and asked the College for the top three learner needs being faced. The Deputy Principal quoted neurodivergent learners with parts of the curriculum defined for those with severe needs. There have also been greater levels of anxiety amongst learners, which has contributed to increased behavioural issues. In addition, an increased level of support needed for learners who may not have a statement but there is a need for reasonable adjustments. Approximately half of the high need learners sit in the wider curriculum.

As part of the new SEND policy, work has been undertaken with the wider curriculum to identify those with high needs and to focus on action planning. Members questioned whether the College is receiving additional financial support as neurodivergent is a specialist field. Members were informed that learners are tiered in order to make reasonable adjustments but it is challenging. There is a good working relationship in place with the Local Authority but Schools are funded differently to Colleges. The identification of learner needs has improved and costings are negotiated with the Local Authority.

One governor reported that she had been attending weekly SEND update meetings and explained the challenges being faced. Assurance was provided that management and their teams are working very hard with change occurring very quickly. Members raised that the action plan demonstrates the extent of work being undertaken and how good progress is being made. Members discussed the appointment of a dedicated career's advisor and the position in relation to qualifications. Members were informed that the College is looking to support the individual with additional SEND specific training so the action will take longer to complete. When asked, confirmation was received approximately 18 months to achieve the SEND qualification and that the College is providing practical support and mentoring.

The Chair asked that members note the progress being made which will be monitored by the Learning & Quality Committee.

**The report was noted.**

11. **SGS Commercial Services Limited**

Confidential Item.

12. **Management Accounts Exception report**

Members received management accounts as at 31 March 2023. The Chief Financial Officer reported that the overall forecast surplus is better than budget, due to rebasing by ESFA. However, a significant amount of the surplus relates to figures that are excluded from the Financial Health calculations and therefore the surplus is still required to maintain "Good" financial health. Members were informed of significant ups and downs, with variances on income, pay and non-pay, with further clarification to be provided at the next meeting.

Due to significant savings on pay costs, a 1% non-consolidated pay award from the current year will be presented for consideration as part of the budget presentation at the July meeting. Members raised that if the staffing levels had been more fully established this year then there would be little flex in the budget. Members raised the need to bear in mind that next year the financial position may not look as positive should the full staff complement be achieved. The Principal advised that there will be little contingency in next year's budget but the Executive are working hard to prepare a balanced budget.

Members raised that the Group cash flow graph needs review as a month has fallen off, in error. Members raised that traditionally there was a dip in the Group cash flow in March and the Chief Financial Officer explained that as part of the ONS reclassification there was an agreement that ESFA funding is rebased so there is more of a straight-line profile with no dip in March. Also, as a result of the College taking the lead on the SDF project there are more grants flowing in and out. However, the cash position is strong and there is a need to consider where to invest for best returns.

Members questioned a dip in cash flow for March 2024 and the Chief Financial Officer suggested that this may be March 2025 as this is when the new capital grants need to be spent by.

Members raised that reference to Debtors is made in section 8 and that there was no such section. Members were informed that data had been extracted from the management accounts and members were directed to the full set in the document library on Convene.

**The report was noted.**

13. **CEO & Executive Principal's Report**

Members were informed that this report is to be carried forward to the next meeting.

14. **Principal's Report**

The Principal reported on an action from the last meeting relating to the production of the budget, which, although nearly balanced, is proving challenging. Members were informed that an allowance has been set aside for 3% pay award but how this is distributed requires further consideration. The curriculum areas are looking to absorb the 3% with a 97% delivery budget. Members asked whether this would impact on next year's curriculum delivery and quality and suggested that this is an area that could be discussed further by the Learning & Quality Committee. Members were informed that a 2% increase in funding was promised but this is less in reality as a result of non-discretionary rises. Assurance was provided that the College is looking at alternative ways of curriculum delivery.

Members were informed that; the College has adopted the Foundation Living Wage; non-pay budgets needed to be cut and there isn't the usual contingency set aside in next year's budget. It is hoped that the College is successful with bids going forward together with the business case submitted to the ESFA for 16-18 funding allocation. Further work is required to finalise the budget and vacancies are being reviewed with a view to absorbing, especially at leadership and management level. Following adoption of the Foundation Living Wage this has supported 100 members of staff and has been positively received. Members were surprised that 12% of the workforce were on the minimum wage and suggested that future pay awards should take into consideration lower paid staff and of the need to financially support them. The Principal advised that predominantly this pay level has a gender impact as females are more impacted than males. In addition, further work is needed on the corporate pay structure as consideration is being given as to whether the Hay structure remains fit for purpose.



It was reported that the ESFA has formally approved the opening of the new 14-16 Create centre at Stroud campus, having confirmed 65 places towards the target of 80, with additional interest expected following the open evening that night. College staff were congratulated and the Corporation were appreciative of the work undertaken. Members questioned whether there is confidence that the College has the staffing in place to deliver a good quality provision, especially if optimum numbers are to be exceeded. Members were assured that the business plan has been prepared on 80 starts but some drop offs are planned. A good Head Teacher has been appointed and the College is in the process of appointing a Head of Maths, Head of English and a dedicated SENCO/Designated Safeguarding Lead together with dedicated support workers for each teaching group.

Members raised the increase in safeguarding concerns compared to the same period last year and questioned how this increase is being handled by staff. Members were informed of the actions taken and of the restructure of the Well-Being team, which included progression routes. As a multi-sited organisation there are additional cost pressures to consider in comparison to single sited institutions. Compared to last year's vacancies this is now a settled and balanced team who are coping with the pressures and increasing demands.

The Principal reported that there had been a successful T Level launch and of the need to make SGS Create a success as High Needs is an area of growth. The College also needs to ensure that Horizon 38 is at 100% capacity and to continue to grow the Higher Education provision at WISE campus. Contribution meetings are being held and areas are being squeezed tight for a break-even position. Members raised the need for governors to be made aware of the impact of the cuts and savings, and that there is an expectation that the Financial Development Group will be briefed on these issues.

**The report was noted.**

15. **Chair's Report**

Members received the Chair's report following recent 1-1s undertaken. When invited to raise anything further to add to the report, there was no response. Members were informed that the areas raised in the report would be considered further at the forthcoming Governors' Strategy Away Day.

**The report was noted.**

16. **Audit Committee**

Minutes from the Audit Committee meeting held 30 March 2023 were noted. Mike Croker (Chair of the Audit Committee) reported the following:

- a) Internal Audit reports were positive and a good discussion was held in relation to risk management.
- b) The frustrations of the Chief Financial Officer in relation to the delays with the ESFA funding audit were shared as end of year accounts cannot be signed off without its receipt. This means that the College cannot comply with the ESFA's own financial memorandum.
- c) Recommended for approval were the counter-fraud strategy and various financial policies, most of which were not substantially changed.
- d) Following discussion of the procurement of a maintenance contract with links to a staff member's family member, this resulted in further amendments of the College's Declarations of Interest policy.
- e) Confidential Item.
- f) Confidential Item.

17. **Review of Governance Self-Assessment Action Plan**

Members received an update on actions against the Governance Self-Assessment Action Plan.

**The report was noted.**

18. **Corporation action log**

Members noted that all actions had been completed.

19. **Assessment of meeting**

A summary of feedback in relation to the meeting held 26 January 2023 was received. The Chair informed that feedback had been noted and discussed by the Chair and Clerk.

20. **Items of Urgent Business**

There were no items of urgent business.

21. **Confidentiality**

Members agreed that due to business sensitivities, the SGSCSL report (item 11), the confidential part of the Principal's report, including appendices on SDF and Tenders, and the confidential Audit Committee minutes together with minutes 11, 16 e) & f) should be treated as confidential.

22. **Date of Next Meeting**

Thursday 8 June 2023 at 5pm, Berkeley Campus.

Members were reminded of the Strategy Away Day scheduled for 11 May 2023 and that there would be a meeting of the Financial Development Group on 16 June 2023 to which all governors are invited.

The meeting commenced at 4.00pm.

Jude Saunderson joined the meeting at 4.13pm (during item 4)

Dave Merrett joined the meeting at 4.17pm (during item 4)

Sophie Chester-Glyn joined the meeting at 5pm (during item 10)

Moira Foster-Fitzgerald left the meeting at 5.25pm (during item 11)

The meeting closed at 6.05pm.

The meeting was quorate.