

**Minutes of the Corporation meeting held on  
17<sup>th</sup> December 2024 at 16:00  
Tower Board Room, Cauldwell Tower, Bedford**

Governors Present: Alasdair Simmons (Chair) Kasar Singh  
Cathy Barr Richard Dimbleby  
John Butcher Sheila Selwood MBE  
Laura-Jane Rawlings MBE Titus Logan  
Lee Fellows Tom Dove-Wallington  
Luke Ferebee Yiannis Koursis OBE

In attendance: Caroline Biddle (Executive Director of Human Resources)  
Gulam Fatima (Chief Financial Officer)  
Rachel Nicol (Group Director of Governance)  
Robin Webber-Jones (Principal Northamptonshire)  
Sara Gonzalez (Senior Governance Coordinator) (Minutes)  
Sarah Mortimer (Principal CBC)

**C/60/24**

**Apologies for absence and declarations**

Apologies from Governors: Ann Harris, Cliff Wragg, David Moran, Leona Tiribabi, Noor Nasir, Shaun Wilson, Tracy Cowan and Varsha Mistry.

It was explained that under Standing Order C8 it had been agreed that Cliff Wragg would be treated as on leave of absence since November until such time as he is able to return, the position to be kept under review.

Apologies from Executive: Debbie Houghton, Em Lowe, Karen Campbell, Sarah Baxter and Sheraz Amin.

Declarations of Interest:

There were no declarations of interest relevant to items on the agenda

**C/61/24**

**Matters arising not covered elsewhere on the agenda**

Action log review. Governors requested to raise any thoughts or questions. Request on putting the completed ones at the bottom and the open/high priority ones first.

The Chair explained that some of the agenda items have already been discussed at Committee meetings and are recommended for approval and therefore it is not proposed to discuss them at length.

The Chair confirmed there will be a Part C of the meeting for external governors only prior to the discussion of the Part B items.

## CEO's report

**C/62/24**

### CEO Update

The CEO gave the Board an update on the policy development and matters of strategic nature. He highlighted the following areas:

- Single-word judgements from Ofsted will be removed from January
- Progress in opportunities being explored (some detail redacted due to commercial sensitivity)
- The CEO has been invited as a commissioner to the MakeUK Industrial Strategy Skills Commission

#### Questions and Comments:

The Governors congratulated the CEO on the commissioner appointment.

The final Ofsted report was tabled. The Board congratulated the College Executive and all the staff on the results and feedback and noted the College was graded good in all areas.

**C/63/24**

### Balanced scorecard 2024-2025

The CEO gave the Board an update on the actual outcomes for 2023/24 in the Balanced scorecard. He highlighted the Q1 update. He flagged that not all data was available as they are still ongoing. He also highlighted they are very ambitious targets.

#### Questions and Comments:

The Board pointed out that there are a lot KPIs, which could have the impact of less focus on each KPI. The CEO agreed and mentioned that he would like to review them with the Board during the Strategy Seminar in January. The Board summary will show a reduced number of KPIs, even if the Executive and management teams have longer lists of KPIs.

The Board is approved that assurance was provided in the paper.

## Educational Leadership

**C/64/24**

### Curriculum & Quality RAG rated report

The Chair of Curriculum & Quality Committee (C&Q) summarised the RAG report from the meeting held on the 19<sup>th</sup> November, requesting the Board to give feedback where necessary. Positive progress had been noted on the areas of focus, in particular the sixth forms, student services & support and apprenticeships.

Safeguarding assurance had been limited at the time of the meeting due to the work being done. The Designated Safeguarding Lead (“DSL”) and the Safeguarding Link Governor have met since then and the Link Governor provided additional assurance on the progress made.

**C/65/24 Quality of Education update**

The Chair of the Board and CEO confirmed no changes on the document since it was presented at the Curriculum and Quality Committee on the 19<sup>th</sup> November.

Questions and Comments:

Governors are very happy to see that HE and Higher Skills are higher in the agenda and encouraged further emphasis on widening participation. The Principal for Northants gave feedback from them on quality standard reviews they have been receiving on the subject.

The Board approved that the paper provided assurance.

**C/66/24 Self-Assessment Report (SAR) and Quality Improvement Plan (QIP)**

The Chair introduced the documents that contained the Group SAR. These were a reflection of the activity and outcomes for 2023/24 and the corresponding QIP which highlights at a Group level the key actions to be improved in 2024/25. This was presented and scrutinised at the C&Q committee meeting on the 19<sup>th</sup> November.

Questions and Comments:

There were no changes to it since it was presented at the Committee meeting and by its nature the SAR reflects the year end position (not the current position).

The Governors pointed out the strength of the SAR validation process this year. The Chair invited Governors to participate in the meetings happening in September 2025 to reflect on 2024/25.

The Board approved the SAR and the QIP on the recommendation of C&Q and understood it would be uploaded to the Ofsted portal.

**C/67/24 HE Self-Assessment Document (SED) and Quality Improvement Plan (QIP)**

The Principal for Northants provided the Board with a summary of the HE Self Evaluation Document for 2023/24 and the subsequent Quality Improvement Plan (QIP). These had already been approved by the HE Academic Board. He highlighted that the document would be enriched with more data for the following year.

This Board approved the HE SED and QIP on the recommendation of C&Q.

**C/68/24 HE Access & Participation plan (APP)**

The Principal for Northants summarised the actions taken regarding the Wave 2 Access & Participation Pan (APP) submission. He highlighted that they are waiting still to hear from the Office for Students (OfS) on further feedback.

The CEO pointed out that the goal is to have a better relationship with other HE institutions as well as improving the Curriculum for the next two / three years.

Questions and Comments:

The Board wanted to know if TBCG has the resources to be able to deliver the work set out. The Principal for Northants believes so, as TBCG is focusing on the right areas now. The CEO explained the difference between franchised and validated provision and that TBCG would like to carry out an HE reviews to look at future models, including the validation model. The Board believed that the TBCG will need more support and potentially a different internal “HE office” structure. The Principal for Northants explained that it will need resources, including expertise and academic rigour and he assured the Board that whilst the work is undertaken in the background the need for additional resources will be reviewed.

The Board approved the APP on the recommendation of Curriculum & Quality (C&Q) Committee.

**C/69/24                      Safeguarding**

The Group DSL went through the report, noting that this topic had been partly covered by the report to the Corporation in October. The Group DSL summarised the report and highlighted the following areas: delivering agreed improvement plan for Safeguarding and implementing the interim lock down arrangements from March, prior to the full system being implemented from September 2025.

Questions and Comments:

The Safeguarding Committee had looked at the documents in detail and the Link Governor confirmed the summary provided by the DSL reiterating the previously stated priorities still required focus. The lock down system is not yet procured but it was stressed that the planned timeline will be met.

The CFO added that she has 4 different companies being looked at but stressed that they need to ensure the right system for TBCG. This project will be feeding into the timeline offered by the DSL and it is a high priority for the CFO.

A question was raised on whether the appendices could be separated out in this report and this will be reviewed with the CEO’s EA.

The Board approved the report provided assurance.

**C/70/24                      Student Voice and Services update**

The Principal for Central Bedfordshire summarised the report and highlighted the improvements of the enrichment, wellbeing and support services as provided by the Student Services Team and the positive impact this had for students. The report offered was wider than the one presented during the C&Q meeting.

Questions and Comments:

The Board believed it was an interesting document to read. The Student Governor provided anecdotal feedback but had not yet attended any career fairs; however, he has gone to meetings to check on career prospects and believed the TBCG is working well to support students in that area.

The Chair congratulates the presenter on the document.

The C&Q Chair is happy to receive this style of report for future committee meetings.

The Board approved that the report provided assurance.

**C/71/24 Student Surveys - HE student induction**

The Principal of Northants presented the document on behalf of the Executive Director of Marketing, Communications and Student Recruitment. He provided a summary on the report where he highlighted that the students on higher skills courses are satisfied with their induction experience. He also highlighted that the feedback from Shuttleworth, where below other areas at the beginning, had been taken forward with the students and staff and improvement is showing now.

Questions and Comments:

The Board requested the Principal talk more in-depth regarding benchmarking. The Principal of Northants explained how data is calculated. TBCG benchmarks itself, comparing ourselves with other FE Colleges through the survey provider. Seeing context helps with understanding where TBCG stands.

The Board raised “sense of belonging” as a critical measure which can be confusing for those students that are part of a Further Education provider as they are involved with various institutions.

The Board mentioned that on the report there is no timeline for the aspiration to move up quartiles. The CEO confirmed the targeted timeline is the academic year 2026/27.

The Board approved that assurance was provided by the report.

**C/72/24 EDI Annual report**

The CEO explained, on behalf of the Deputy CEO, that the College is meeting its legal responsibilities for equality, diversity and inclusion in line with the Public Sector Equality Duty. The CEO highlighted that the EDI agenda is key for TBCG so the CEO wants to advance it for both staff and students.

Questions and Comments:

The Chair commented that we are already an award-winning institution in this area and therefore, TBCG is doing great work and it should keep going this way.

The Board questioned when the single equality scheme with objectives would be presented for approval and publication.

The Board approved the EDI annual report for publication subject to checking the position on the single equality scheme.

**ACTION: to check single equality scheme objectives approval timeline. To check any further requirements for reporting on how we meet needs in this area and to bring this to C&Q Committee.**

## COMMUNITY LEADERSHIP & REPUTATION

### C/73/24 EDI Annual report

The Principal for Northants presented the report on behalf of the Executive Director of Marketing, Communications and Student Recruitment. He summarised the Group's good news stories during October and November 2024. He highlighted that the Students from TBCG became mentors for Y11 students preparing for GCSEs (as part of a competition) and they won.

#### Questions and Comments:

The Chair flagged that most of the Good News had come from Tresham, the reason suggested is because of Principals are more active communicating rather than the activity levels.

### C/74/24 Upcoming events

The Principal for Northants presented on behalf of the Executive Director of Marketing, Communications and Student Recruitment. He gave the Board a summary on all the past and upcoming events (from Sept 2024 until June 2025). He invited the Governors to participate in as many as they would like.

#### Questions and Comments:

The Board is happy to close the outstanding areas now addressed from the action logs.

**ACTION: SG to add the list of events happening to Team Engine.**

**ACTION: SHB to remove past events from the report for each meeting.**

## AUDIT, REGULATORY & COMPLIANCE

### C/75/24 Audit Committee RAG rating report

The Chair of the Audit Committee went through the RAG report from the meeting held on the 3<sup>rd</sup> December, requesting the Board to comment it. The Chair advised the Board that there will

be a topic on the first day of the Governors' Seminar in late-January regarding Risk where all Board members will have an opportunity to discuss TBCG's approach to risk oversight. No other questions or comments were raised with individual items being taken forward for approval earlier in the agenda.

Board acknowledged the RAG rating.

#### **C/76/24 Financial Statements 2023-2024**

The CFO presented the financial statements, which provided an overview of the College's financial performance and audited accounts for the year ended on the 31<sup>st</sup> July 2024. The CFO explained that we had an 'outstanding' financial health score based on the DfE metrics. The CEO and the Chair need to sign the financial statements, reviewed by both the Resources and Audit committees and therefore, they requested the Board to review and approve them.

#### Questions and Comments:

The Board commented that there was not a lot of time to review the documents and the financial statements given their length. Members of relevant committees provided additional assurance on the scrutiny that had taken place and the CFO provided assurance on the work of the auditors. Governors have access to documents submitted to Audit and Resources meetings

**ACTION: For next year, governors will be sent the link to the accounts at the same time as it is sent to Resources and Audit members to allow more opportunity for the wider board to review**

The Board resolved to approve the Financial Statements and authorise the Chair and CEO to sign them on their behalf.

#### **C/77/24 TBCG Letter of Representation**

The CFO presented the Letter of Representation (confirming the information provided to the auditors to support the audit) to the Board and requested their approval and the Chair's signature.

The Board approved the letter of representation and authorised the Chair to sign it on their behalf.

#### **C/78/24 TBCG Post Audit Report**

The CFO presented the Post Audit Report for 2023/24 and she pointed out that TBCG has new external auditors. This document has been reviewed in-depth during the Audit Committee and there is nothing new to present to the Board. There were no comments or questions raised with no material issues raised.

The Board noted that the report provided assurance

#### **C/79/24 Regulatory self-assessment questionnaire**

The Chair of Audit and the CFO explained to the Board that the College must undertake an annual regularity self-assessment to demonstrate compliance with regulatory and financial principles. This provides information to assist the Financial Statements Auditor when considering their opinion of the College position. There wasn't anything new to report to the Board since the Audit Committee with the minor changes requested by the Committee having been made.

Given the length of the document and appreciating it is in a prescribed format the Board only requested, that for future reports, to write a clear summary of points for the Board to focus on if any are considered significant.

The Board resolved to approve the regularity self-assessment and authorise the Chair and CEO to sign the same.

#### **C/80/24 Internal audit annual report**

The CFO introduced the Annual Internal Audit Report for 2023/24, produced by ICCA. No changes had been made since the Audit Committee. The Governors were assured by the rigor of the document.

The Board approved the internal audit annual report.

#### **C/81/24 Audit Committee annual report**

The document was presented by the Chair of the Audit Committee. He summarised the report content and flagged that the Audit Committee can give assurance that the Committee had carried out its terms of reference. Thanks were extended to the Executive team.

The Board approved the report which will be submitted to the Funding Body.

## **SUSTAINABILITY**

### **C/82/24 Resources RAG rated report**



The Chair confirmed he had stood in as the Chair of the Resources Committee at the last meeting and went through the RAG report from the meeting held on the 28<sup>th</sup> November, requesting the Board to comment on it. The CFO also gave a summary of the reports she presented during the Resources Committee meeting with no significant changes noted since either the Resources or Audit committees.

#### **C/83/24 Management Accounts**

The CFO presented a paper which updated the Board on the financial forecast position of TBCG for 2024/25 on information as at October 2024 (reviewed by the Resources Committee).

#### Questions and Comments:

The Board questioned the reference to 'revised budget' and it was agreed this should read 'budget'.

The Board also requested further clarification on why the cash was higher than usual in October. To this, the CFO clarified that it was due to timing issues and the relationship between cash and reserves. A new relationship manager from the bank has been allocated to the College and treasury management will be reviewed as appropriate.

Finally, the CFO clarified that the difference between the KPI on minimum cash balance and the definition of cash monitored by the bank to ensure covenants are met. The Board approved that the management accounts provided assurance.

#### **C/84/24 ESFA Letter College Financial Forecasting Return 2024-2026**

The CFO informed the Board about the letter received from the Education and Skills Funding Agency on the 4<sup>th</sup> November 2024. The letter provided the outcome following the submission of the College's financial forecasting return in July 2024. This letter had been already presented during the Resources Committee meeting on the 28<sup>th</sup> November. No questions or comments were raised by the Board.

The Board acknowledged the letter and the assessment of outstanding financial health

#### **C/85/24 Update on current projects & formation of Estates strategy / Capital Program**

The CFO summarised the report and outlined the planned approach for updating the College's Estates Strategy, to ensure provision of a sustainable, safe and efficient environment for all students and staff.

The CFO also advised the Board that there is a new Group Director of Estates and Facilities starting in January and an early task will be to review the satellite sites we have and the

usage of the estates that belong to TBCG. There will be a Board creative session in April and the CFO would like to have some time during that event to look into this strategy.

There weren't any questions or comments on this report.  
The Board approved that assurance was provided by the report.

#### **C/86/24                      Organisational Development and People Strategy (OD&P)**

The Executive Director of HR presented the updated Organisational Development & People Strategy to the Resources Committee on the 28<sup>th</sup> November 2024, explaining the context and evolution from the previous People strategy and it was recommended by the Committee for the Board's approval.

#### Questions and Comments:

The Chair of the Board noted that the focus of the discussion during the Resources Committee was around the alignment of KPIs and assurance on the delivery of the strategy through an understanding of the operational plans. The Executive Director of HR committed to review the position and explain business planning processes, although she explained that this document is expected to be the external facing document and therefore is not expected to contain operational detail.

Further questions centred on the resources required to deliver the Strategy and detail for this is being worked on. In January there will be a new Director for OD&P which will help reviewing what the current resources are focusing on versus what they should be looking at. Board members reiterated that it is important to build in resource and not overload existing staff. The Board welcomed the objective around development and discussed the Group approach to utilisation of the apprenticeship levy.

Governors were also made aware of an overspend of £250k in the previous year on development and the Executive are assessing impact.

The CEO acknowledged the need for work around transformation, alignment and culture being worked on by members of the executive. Investment will be looked at within budgetary constraints with opportunities for efficiencies being reviewed.

**ACTION: During the Governors Seminar in late-January, to identify and sequence the major change initiatives for 2025-2027.**

The Board resolved to approve the Organisational & People Strategy.

#### **C/87/24                      Modern Slavery Statement**

The CFO presented the Anti-Slavery and Human Trafficking Statement during the Resources Committee on the 28<sup>th</sup> November 2024. The Board had a brief discussion on visibility and types of suppliers. There were no further questions or comments on the report.

The Board resolved to approve the Anti-Slavery and Human Trafficking Statement on the recommendation of the Resources Committee.

#### **C/88/24 Staff pay award**

The Executive Director of HR presented an update on the pay award for staff to the Resources committee meeting on the 28<sup>th</sup> November. The process was clarified in that the Board approved a budget for the pay award in the summer and the assurance now provided was that the award is affordable and equates to 3% for eligible staff.

The CEO flagged that TBCG has subsidiaries (BCS and BCPS) and there is a risk that the Government won't cover the NI raises set out in the recent budget. There was a brief discussion on the 3% increase being less than the 5.5% that school teachers will receive. Nonetheless, it is higher than the AoC recommended. The CEO's goal is to be able to pay the staff what TBCG can afford based on its own activities rather than what is recommended.

The Board noted the pay award and assurance on affordability.

#### **C/89/24 Financial regulations approval**

The CFO presented the Group's Financial Regulations for the Board's review. This document is regularly reviewed and updated. There has been changes this year based primarily on role changes in the finance team with further changes anticipated with the Procurement Act coming into force.

##### Questions and Comments:

The Board pointed out that the forecast period had changed from 5 years to 3. The CEO explains that it is hard to plan, as Y4 and Y5 won't be realistic, as it is hard to forecasting ahead, and therefore there is no confidence on the numbers. The 3-year cycle also matches the return periods for funders.

**The Board resolved to approve the financial regulations.**

## **GOVERNANCE**

#### **C/90/24 Governance committee RAG rating report**

The Chair of the Governance Committee went through the RAG report from the meeting held on the 14<sup>th</sup> November, requesting the Board to comment on it where/if required.

##### Questions and Comments:

The Board asked if the Governance team looks regularly at succession planning. It was explained that exercises are done to map Governors' expertise, aspirations, succession planning, and tenure.

The Board asked if there will be a 360-feedback process. The Chair assured the Governors that it happens every year at the end of the year with 1:1 meeting held between the Chair and governors and a Chair's review being carried out. There will be various questionnaires as well to gather feedback to feed into the Governance action plan.

**ACTION: RN and SG to review the access to non-mandatory training on the LMS with the Executive Director of HR**

The Board approved that the RAG report provided assurance.

#### **C/91/24 Governance update**

The Group Director of Governance updated the Board on governance matters. She summarised any written resolutions since the previous report and detailed sealed contracts. The Group Director of Governance directed the Board that the External Board Review report (on which the action plan is largely based) is contained in the 17<sup>th</sup> June 2024 board meeting pack.

#### Questions and Comments:

The Board gave positive feedback on the link governor scheme and feedback form which had been produced by the Group Director of Governance and the CEO. The Group Director of Governance will make the Link Governor Scheme a live document, for everyone to be able to review, complete forms and review them. She also pointed out that there is an outstanding SEND Link Governor position, and that she will be contacting Board members in case they want to take on this position.

The Chair of the Board had indicated at a previous meeting a vacancy on the Governance Committee and that after reaching out internally to the current Board members, LJ will now be part of this Committee.

**ACTION: for SG / NR to create a link governor folder in Team Engine so Governors have access to forms, templates, and other key documents.**

The Link Scheme was approved by the Board.

The Board approved LJ to join the Governance Committee.

The Board noted the AoC code compliance analysis which forms part of the assurance in the financial statements

The Board had approved the Statement of Corporate Governance & Internal Control contained within the Financial Statements.

**C/92/24**

**Minutes of previous meeting**

The minutes of the meeting held on 23 October were approved as an accurate record of the meeting.

**C/93/24**

**Remuneration Committee – approval of SPH policy**

The Executive Director of HR had updated the SPH policy (updated the titles and names of the new senior post holders).

The Board resolved to approve the Senior Post Holder policy on the recommendation of the Remuneration Committee.

**C/94/24**

**AOB**

The CEO goes through the Governors' Strategic Seminar agenda (event occurring on the 30<sup>th</sup> and 31<sup>st</sup> January 2025 at Kettering Park Hotel). The CEO summarised the plan: first day will be about input, discussions, contexts and mapping; the second day will be about Risk on reflections and working together Governors and Executives. There will be a talk from an external person from the DfE and also a quiz after dinner. The Chair of the Board urged the Board members to confirm attendance (either both or one of the days) as soon as possible.

Part C – External governors only in attendance

Part B – External governors and the CEO remained in attendance

PART B and PART C minutes removed - confidential and commercially sensitive