

**MINUTES OF THE CORPORATION BOARD MEETING**  
**HELD ON FRIDAY 7 JULY 2023 IN THE EXCHANGE BOARD ROOM / VIA MICROSOFT**  
**TEAMS**

**PRESENT:**

Lillian Croston	Chair
Dr Fazal Dad	Principal and Chief Executive
Mark Allanson	Member
Fran Crossland	Member
Ram Gupta	Member
Khadija Ibrahimova	FE Student Governor
Imaan Ijaz	HE Student Governor
Chris Johnson*	Member
Michael Lee	Business Support Staff Governor
Andrea Machell	Member
Mark Moren	Academic Staff Governor
Arif Patel	Member
Ridwaan Omar	Member
Taiyab Sufi*	Member

**IN ATTENDANCE:**

Melissa Drayson*	Rockborn Management Consultants (for Item 5)
Jennifer Eastham	Vice-Principal: Finance and Corporate Services
Rachel Tarplee	Vice-Principal: Curriculum and Quality
Nicola Clayton	Director: Business Development and External Engagement
Sarah Horeesorun	Director of Governance

\* indicates attendance via Microsoft Teams

The meeting started at 14:00 and was quorate.

The Chair welcomed everyone to the meeting and extended a special welcome to Ridwaan Omar as this was his first full Corporation Board meeting since his appointment; to Melissa Drayson from Rockborn Management Consultants; and, to the two Student Governors. There followed round-table introductions from all participants.

The Chair explained that Item 5 would be taken ahead of other Items as Ms Drayson had to leave the meeting early. This approach was agreed by the Board.

**1. APOLOGIES FOR ABSENCE**

Apologies for absence were received from Governors Catherine Hill OBE, Paul Morris and Steve Waggott, and Associate Member, Dr Zubair Iqbal.

## **2. DECLARATION OF CONFLICTS OF INTEREST**

The Chair advised those in attendance that should members of the Corporation Board become aware of any potential conflicts of interest, they should be disclosed at the earliest opportunity during the meeting.

The Principal and Chief Executive informed the Corporation Board that he was now a member of the QAA. It was also acknowledged that Ridwaan Omar and staff would leave the meeting after Item 26.

## **3. MINUTES OF THE CORPORATION BOARD MEETINGS HELD ON 17 MARCH AND 19 MAY 2023**

The Board agreed that the minutes of the Corporation Board meetings held on 17 March and 19 May 2023 be **APPROVED** as true and accurate records. The meeting Minutes would be signed by the Chair.

## **4. MATTERS ARISING**

There were no new matters arising, the Board having noted the status of actions from the previous meetings.

The Chair reminded Board members that a large number of items on the agenda for this meeting were for approval and had been discussed in detail at the various Committee meetings, as indicated.

## **5. EXTERNAL GOVERNANCE REVIEW - UPDATE**

Melissa Drayson provided a verbal update on the approach and outcomes of the External Governance Review, highlighting the following:

- The review ran from March – July 2023. The scope was agreed with the Chair, Principal and Chief Executive and the Director of Governance, and met the requirements of the DfE Statutory Framework.
- Ms Drayson had used a multi-strand approach to deliver on the Review and observed meetings, reviewed paperwork, conducted a survey, visited the College, and had one-to-one interviews with Governors and staff, and presented emerging findings to the Governance Panel.
- On completing the Review, Ms Drayson said that the 'banner headline' was that the Governance at the College and as a Team was very strong.

The following common themes were identified as a result of the Review:

- Unity - Governors and staff felt that effective governance was delivered through 'One Team' (not us and them) united in a shared goal with the Learner at the heart of everything that you (Governors) do in and for the College.
- Delivery of high-quality Teaching and learning - this was made very clear from the student experience.
- Strong finance and resources management that was made clear, transparent, and supported debate and informed decision making.
- Direct, open, honest challenge and candid discussions in, for example, the Learning and Quality Committee. Not a cosy relationship, Ms Drayson observed challenge and support in equal measure.

- An 'Open culture' permeated throughout Governance and the College and acknowledgement of the role of the Chair and Principal in inspiring this positive change in culture.
- The Senior Leadership Team trust and have firm confidence in the Governors.
- Diversity in the range of backgrounds and skills of the Governors.
- The relationship between the Chair, Vice-Chair, Principal and Director of Governance - 'The Quartet,' was a strength.
- High Regard and huge respect for the Chair of the Corporation Board.
- Director of Governance – very experienced and notably seamless transition from previous long-standing postholder.
- Clear examples of where good Governance made a difference.
- The Student Voice Committee was unique and of clear benefit is improving the dialogue between students and Governors and informing change or decision making.
- No concerns; no compliance or procedural issues identified.

Ms Drayson talked through suggested potential enhancements to what was already highly effective, for example:

- All Governors to undertake one Learning Walk a year.
- To consider a joint Audit and Policy and Resources meeting for Financial statements.
- Encourage a broader range of Managers at meetings. This could be seen as CPD for staff, through exposure to this Board environment, provide increased assurance to the Board from subject experts and increases the visibility of Governors.
- Committee Chairs reporting into the Board providing direct assurance and an advisory statement from the Committee.

Ms Drayson thanked the Governors and the Senior Leadership Team for completing the survey and participating in the Review. The Report, based on the Reviews findings and Ms Drayson's objective view as an independent Reviewer and Governance professional, would be available by 21 July. It would contain suggested enhancements based on experience and best practice in the sector. A summary of the Report would be made available over the summer.

To round off her presentation, Ms Drayson said that it had been an excellent experience, well done and thank you.

The Chair thanked Ms Drayson and commented that the Board and College looked forward to seeing the final Report.

*By prior arrangement, Melissa Drayson left the meeting at 2.22pm.*

The Chair thanked Governors and the Senior Leadership Team for engaging in the Review process and remarked that she enjoyed working with everyone and that Governance was working at its best. Well done.

The Principal and Chief Executive commented that the Report would provide ratification that the Governance is balanced, provides effective challenge, and demonstrated impact and value. Suggested enhancements that may be worth exploring included inviting other Managers to present to Policy and Resources and Audit Committees as they do already to the Learning and Quality Committee. The Principal thanked staff and the Governors for their contributions to the Review.

The Chair suggested that this be a good opportunity for everyone present to comment on the Review and Governance in general and the comments are summarised below:

- Culture at meetings had, in previous years been adversarial, but in more recent years this had changed and greatly improved.

- Balance of challenge and support at meetings was right. The Board and Committees act as a critical friend.
- Supported the idea of additional Managers presenting at Policy and Resources Committee meetings and maybe introducing a focused element at the start of these meetings (like they do in the Audit Committee) on such subjects as HR, H&S, Sustainability, for example, or a story from a student or Teacher.
- Diversity was a strength.
- The Report will be useful to highlight challenge and support should it be needed as evidence for any Ofsted Inspection.
- The culture of the Board and Committee meetings, and in-fact the whole College, was inclusive, welcoming, and supportive. Friendly and not intimidating at all.
- Members were proud of the Board, and Senior Leaders grateful for the different perspectives, challenge, and support to transform the College.

A member asked the Student Governors about their experience and they confirmed that they felt proud to be a student at Blackburn College and would share this experience with others.

## **6. ITEMS PREVIOUSLY CONSIDERED BY THE GOVERNANCE PANEL**

6.(i) The Director of Governance provided the Board with the latest position on Board and Committee membership and vacancies. Members noted the update and content of the supporting Report informing members that:

- Mr Nathan Rogan had expressed an interest in becoming a Governor. The Governance Panel had recommended to the Board that Mr Rogan be approved as an Associate member of the Board and Policy and Resources Committee.
- The Governance Panel remained keen to appoint a Governor from the Local Authority and another with strong financial skills. The Principal and Chief Executive would like to include a representative from Darwen as the Board is currently Blackburn centric. Contacts had been made and were being pursued by the Director of Governance.
- The Chair of the Corporation's term of office ends on 31 March 2024 and an expression of interest had been received from Mr Mark Allanson. Board members were canvassed for views and Mr Allanson's application received unanimous support. The Governance Panel recommend that Mr Allanson be Chair Designate from 1 September 2023 to 31 March 2024, whereby he become Chair of the Corporation Board from 1 April 2024. It was understood that Mr Allanson's position as Chair from 1 April 2024 be re-confirmed in the Board meeting 15 March 2024 per the Instruments and Articles.

The Corporation Board members voted and **APPROVED** the following:

- Mr Nathan Rogan to be an Associate Board and Policy and Resources Committee member.
- Mark Allanson to become Chair Designate with effect from 1 September 2023 and commence a period of induction and handover until 31 March 2024 (6 months).

The Chair thanked the Board for confirming the appointments and for their continued support of the Corporation Board at Blackburn College.

6.(ii) The Director of Governance informed the Board that the Audit Committee had considered its compliance with the RSM Best Practice for Audit Committee Guide for Audit Committees and that it was compliant. The Board reviewed and noted the excellent performance and content of the Report.

The Board supported the Audit Committees assessment and **APPROVED** the Report.

## **7. ITEMS PREVIOUSLY CONSIDERED BY THE AUDIT COMMITTEE**

### **7(i) Re-Appointment of Internal Auditors for 2023/24**

The Vice-Principal: Finance and Corporate Services introduced this Item seeking approval for the re-appointment of RSM to provide the College's Internal Audit Service for 2023/24.

Based on the experience for 2022/23, content of the accompanying Report and recommendation from the Audit Committee, the Board **APPROVED** the appointment of RSM for 2023/24.

## **8. ITEMS PREVIOUSLY CONSIDERED BY THE POLICY AND RESOURCES COMMITTEE**

### **8(i) Management Accounts for the period ending 31 May 2023**

The Vice-Principal: Finance and Corporate Services talked members through the Report and Management Accounts at Appendix 1. The income and expenditure summary provided the position at 31 May 2023 and the Board noted the current operating position and that income was behind budget.

The Board appreciated the hard work of Vice-Principal and colleagues to effectively manage the finances given the pressures in the sector and economic challenges.

The Board thanked the Vice-Principal again and **APPROVED** the Report and Management Accounts.

### **8(ii) College Budget 2023/24 and Financial Plan inc. CFFR**

The Vice-Principal: Finance and Corporate Services had presented a proposal for the future Financial Strategy to two previous meetings of the Policy and Resources Committee. Explaining the rationale for the proposal, the Vice-Principal reminded the Board that income was coming down and costs going up, inflation was increasing and with increased utilities charges the challenge remained to deliver on a balanced budget.

Members were reassured that the proposal would continue to support the College's 'outstanding Financial Health' and fulfil the FE Commissioners metrics. It was **AGREED** that on-going effective monitoring and management of the budget was key to ensuring delivery of a balanced budget and breakeven position.

This proposal had rigorous challenge at the Policy and Resources Committee who recommended it to the Corporation Board for approval.

The Board **APPROVED** the budget and financial plan as presented, and noted that any material changes or challenges would be agreed with the Chair of the Policy and Resources Committee and any minor changes agreed with the Principal and Chief Executive.

### **8(iii) People Strategy Operational Plan 2022-25**

The Vice-Principal: Finance and Corporate Services introduced the three-year People Strategy Operational Plan, explaining that at the core of the Strategy were the culture and values of the College and those it wishes to foster to enable everyone to achieve and sustain excellence in all areas of the College.

The Strategy had been thoroughly considered by the Policy and Resources Committee at two of its meetings and was recommended to the Board for approval.

The Policy and Resources Committee would regularly monitor progress on the actions within the Strategies' Operational Plan.

Members sought and received updates on staff exit interviews, vacancy filling and staff long-service awards. The Principal took this opportunity to invite all Governors to attend the Staff end of year celebration on Tuesday 11 July where he would be presenting long-service awards and other awards in recognition of staff excellence.

The Board **APPROVED** the People Strategy Operational Plan 2022-25.

**8(iv) Whistleblowing Policy**

The Director of Governance introduced this Report to members and explained that the Whistleblowing Policy was up for its timely review. There were no fundamental changes to the Policy, however, in reviewing the Policy, amendments were suggested to job-titles, chiefly, Clerk had been updated now to read Director of Governance. These suggested changes were highlighted on the attached Appendix 1, policy document.

The Policy had been considered and the changes accepted by both the Joint Consultative Committee and the Policy and Resources Committee who recommended it to the Board for approval.

The Board **APPROVED** the suggested changes to the Whistleblowing Policy.

**9. CORPORATION BOARD/COMMITTEE MEETING DATES 2023-25, TERMS OF REFERENCE FOR 2023/24 AND CALENDARS OF BUSINESS 2023/24**

The Director of Governance presented the Report which provided the:

- (i) previously agreed Board and Committee meeting dates for 2023/24, and those proposed for 2024/25
- (ii) information on the proposed changes to Committee Terms of Reference for 2023/24 as considered by each of the relevant Committees

The Board **NOTED:**

- (i) That the meeting dates 2023-25 and Committee Calendars of Business for 2023/24 had all been reviewed and approved, with that for Student Voice Committee to be considered at its next meeting.

Having considered the summary of the amendments and the detail provided in the appendices, the Board **APPROVED:**

- (ii) The amendments to Committee Terms of Reference for Audit Committee, Governance Panel, Learning and Quality Committee and Policy and Resources Committee as detailed in the report and attached appendices

**10. CHAIR'S REPORT**

The Chair highlighted that this was the first time that she had written a Report for this Item, preferring, as was her custom, to provide a verbal update. Talking Governors through the Report, the Chair reflected on the very busy year in College and mentioned the many changes and challenges faced throughout.

The Chair thanked the Governors for their participation in the External Governance Review, remarking that there had been considerable movement within the Governor Team, but that succession planning had been successful. Catherine Hill OBE was now the Vice-Chair of the

Corporation Board and, in her absence, the Chair wished to acknowledge and thank Cath for all of her good work and valuable support. The Chair thanked Arif Patel as the new Chair of the Policy and Resources Committee and congratulated Mark Allanson, now Chair Designate, complimenting him on his Chairing style and wishing him well.

The Governors had participated in various training, CPD, Quality Summits and College events throughout the year, including Art exhibitions and Open evenings. The Chair mentioned that she had been into College on an exam day and was impressed by the united support of all staff members, coming together to ensure that students attended and completed their exams.

The Chair acknowledged the good work to maintain the Colleges Finances, recognising that it was a big job, had been done well and thanked the Vice-Principal: Finance and Corporate Services.

The Principal and Chief Executive was complimented on his successful handling of the many challenges including policy changes, cost of living and union pressures.

Looking ahead, challenges would be to maintain the Outstanding Financial Health, continue to embrace the Skills agenda and navigate the many challenges facing the sector.

To Board colleagues, the Chair extended grateful thanks for all that they do, encouraged them to keep up the good work and to complete a Learning Walk.

In concluding the Chair's update, the Chair said that the Board were awaiting the exam results at the end of the summer.

## **11. PRINCIPAL AND CHIEF EXECUTIVE'S REPORT**

The Principal opened his item on the agenda by thanking all of the College staff who continued to support the delivery of quality education and limit the impact of the strike action on student learning.

The Principal and Chief Executive presented his Report which included the latest on student attendance and achievement.

The commentary highlighted that attendance at the summer exams had much improved and the challenge would be to improve and maintain attendance in classes. Attendance at maths and English remained critical areas for improvement. High Needs Students continued to make excellent progress and likewise, the Apprenticeship provision was good.

The Principal informed members that outcomes were still awaited on the OfS Review, B3 challenge and TEF submission and that the NSS (student survey) results were due to be published 10 August 2023. In addition, the College had been nominated in the BiBA awards for the category of Best Educational Establishment of the Year. This would be announced in a ceremony on 15 September.

The College continued to be prudent with budgets and had benefitted from increased capital investment, with some significant grants and funding in the last 2-3 years. Such grants would contribute to improving and creating industry standard workplace environments for students to learn.

There had been some changes in the SLT and welcome additions. The College has had a fantastic year in terms of student and staff successes including a nomination for a National Teaching Award, and activities benefiting the local community and wider through many successful charitable events.

A forensic route and branch review of HE had been completed, with the support of a member of the FE Commissioners Team, and a radical change and move to a more linear management model was proposed and would be implemented. The Principal thanked the Vice-Principal: Curriculum and Quality for leading HE through challenging times.

The Chair of the Learning and Quality Committee added that the development of the HE Strategy that supported a change in culture, co-creation of curriculum and improved quality, with support from the validation partners, was a bold, but worthwhile step. Board members were reassured to hear this and would await future updates.

The Chair of the Corporation Board thanked the Principal and Chief Executive for his Report and praised all of the good work that the College was doing.

## **12. STAFF GOVERNORS' REPORT**

The Staff Governors presented their Report commenting that there had been an increase in the number of community and charity-based events and that these promoted good feeling, community spirit and relationship building, and raised money for good causes that benefited many.

A point was made about staff leaving and the impact that this had on remaining staff through increased workload and unfilled vacancies, and some discussion on group sizes. A member enquired about a staff survey and advocated Employee Satisfaction Surveys. The Principal and Chief Executive confirmed that a staff survey was conducted every two-years.

There followed some discussion on the timing of some of the activities within the People Strategy, to be found elsewhere on this agenda, and for consideration of whether some of those actions could be brought forward. Another member suggested that marketing of employee benefits, in addition to salary, and using staff experience as advocates, can help in promoting vacancies and increasing high-quality applicants.

There was recognition of the successful staff laptop roll-out, and the need to address some issues around student laptops available in the Beacon Centre.

Lastly, the work of the Attendance and Progress Mentors and Academic Skills coaches was praised.

The Chair thanked the Staff Governors for their Report.

## **13. STUDENT GOVERNORS' REPORT**

Both the FE Student Governor and HE student Governor were at the meeting and shared with the rest of the Board their Report on experiences in their first year as Governors.

Elaborating on the written Report provided, the Student Governors said that before becoming Governors they did not realise that these meetings existed, and to know that they do and experience what has been discussed, demonstrated that the Board cared and was invested in what was best for the students.

The Student Governors commented that they had both benefited from the experience and that it had improved their confidence. Both thanked the Governors for their welcome and the Director of Governance for her support.

The Chair thanked the Student Governors and encouraged them to continue to be good ambassadors for the College.

## **14. PERFORMANCE AGAINST COLLEGE KEY PERFORMANCE INDICATORS FOR 2022/23 – TO 31 MAY 2023**

The Vice-Principal: Finance and Corporate Services introduced the KPI Report for the period ending 31 May 2023.



The Report had been scrutinised at the Policy and Resources Committee meeting on 15 May 2023.

The Board **APPROVED** the Key Performance Indicator Report for the period ending 31 May 2023.

#### **15. STRATEGIC PLAN 2022-25 – ANNUAL OPERATING STATEMENT – PROGRESS UPDATE AS AT 30 APRIL 2023**

The Vice-Principal: Finance and Corporate Services introduced this Report which provided an update on progress to 30 April 2023.

The Report enabled the Board to monitor the College's progress to delivering the Strategic Plan.

The detail was supplied in Annex A and the Board noted the progress made on investment in facilities, Gatsby Benchmarks, and the FE Climate Change Roadmap.

The Board **APPROVED** the Strategic Plan Operating Statement Report.

#### **16. RISK MANAGEMENT – RISK REGISTER 2022/23**

The Vice-Principal: Curriculum and Quality talked the Board through the Report informing them that no new risks had been identified and three risks rated as being 'Red.' These risks had been covered through discussion of other items elsewhere on the Agenda.

The Board **AGREED** the Risk Management Report.

#### **17. QUALITY IMPROVEMENT PLANS (QiP) 2022/23 – PROGRESS UPDATES**

- (i) FE and WBL

The Vice-Principal: Curriculum and Quality summarised the content of the Report

- (ii) HE

The Vice-Principal: Curriculum and Quality explained that this Report had been updated to use B3 language and terms as discussed at the recent Learning and Quality Committee meetings. The Chair of that Committee added that the Committee had indeed scrutinised the Report and a considerable amount of activities and monitoring have been put in place that are starting to make a positive difference. Again, this would be taken forward by the new Director of Quality Innovation.

#### **18. MINUTES OF COMMITTEE MEETINGS**

The Chair approved minutes from the following Committees were received for information:

- i. Audit – 6 June 2023
- ii. Governance Panel – 27 March 2023 and 22 June 2023
- iii. Learning and Quality – 15 Jun 2023
- iv. Policy and Resources – 26 September 2022, 28 November 2022, 15 May 2023 & 19 June 2023
- v. Student Voice Committee – 10 May 2023
- vi. Academic Board – 24 May 2023

The Chair canvassed the members for any additional comments on the meeting Minutes supplied for information. No comments were made.

#### **19. ANNUAL SKILLS AUDIT FOR GOVERNORS AND CHAIR'S APPRAISAL**

The Director of Governance informed members that the Governance Panel had approved the Governor Self-Assessment and Chairs Appraisal for 2022/23 and that these surveys would be shared with Governors to complete over the summer, in parallel to the routine annual declaration of Register of Interest.

Board members noted the content of the Report and acknowledged the summer activities.

#### **20. BEEVER AND STRUTHERS EXTERNAL AUDIT PLAN 2022/23**

The External Audit Plan for 2022/23 was approved under delegated authority by the Audit Committee and provided to the Corporation Board for information.

The Board noted the content of the Report.

#### **21. ESFA COLLEGE GOVERNING BODY FINANCIAL DASHBOARD**

The Report informed members that the ESFA College Financial Health letter had been received and that the College had maintained its financial health grade of 'Outstanding.'

The Board noted the content of the Report and letter at Appendix One.

#### **22. NET CARBON ZERO - UPDATE**

The Report provided Board members with information on progress against the 31-step FE Climate Change Road Map, a copy of progress against the Action Plan being included in the papers. The Report had been presented to the Policy and Resources Committee at its meeting on 15 May February 2023, and highlights included a reduction in energy use.

The Board received this Report for information.

#### **23. ANY OTHER BUSINESS**

The Chair canvassed members for any other business, of which there was none.

#### **24. REVIEW OF MEETING**

The Chair thanked all attendees in person and on MS Teams for their valuable contributions to the meeting, and wished everyone a great summer.

#### **25. DATE AND TIME OF NEXT MEETING**

Friday 13 October 2023 Board Seminar in the morning followed by the Corporation Board meeting at 2pm.