

		GOVERNING BODY MEETING APPROVED NON-CONFIDENTIAL MINUTES (17/07/2024)	
Date:	10 July 2024	Director of Governance Granville Road Sheffield, S2 2RL Tel: 0114 260 2620 Email : anne-marie.holdsworth@sheffcol.ac.uk	
Venue:	Boardroom, City Campus		
Present:	John Mothersole (Chair) Peter Brooks (Vice Chair) Ian Falconer (Vice Chair) Matt Ainsworth Paul Senior Sol Miah - via video conference Stephan Hollingshead Gill Alton Holly Anderson (Staff Governor) Saleem Rashid (Staff Governor) Phil Wymer (Staff Governor) Leo Wilcox (Student Governor) - joined at 10.00am Angela Foulkes (Chief Executive and Principal)		
In attendance:	Andrew Hartley - Deputy Chief Executive (DCE) Martin Harrison - Executive Director Finance (EDF) Mark Pearson - Executive Director Strategy and Systems Improvement (ED SSI) Paul Simpson – Executive Director People (EDP) Dave Trounce – Deputy Principal (DP) Anne-Marie Holdsworth - Director of Governance (DG) Emma Lake - Executive Services and Governance Officer		
		Action	
		by whom	by when
24/2/1	Welcome, introduction and apologies		
1.1	The meeting was quorate and started promptly at 8.30am. Apologies were received from Sam Giove, Kam Grewal-Joy and David MacDougall.		
1.2	The Chair provided a brief update regarding Board members as follows: <ul style="list-style-type: none">- Gill Alton (GA) has given notice of an intent to resign from the Board but wished to ensure adequate handover and so has offered to remain in role through the Autumn Term meetings to allow for a successor to be appointed.- 3 staff governors and 2 student governors had been duly elected.		

	- A consent agenda would be operated per the agenda. The Chair asked that any issues were raised at the start of the meeting; there were none.		
24/2/2	Declarations of interest		
2.1	Standing declarations of the staff governors and CEP were noted. There were no new declarations of interest to record.		
	COMMITTEE REPORTS		
24/2/3	Report of the Chair of TLQSE (Teaching, Learning, Quality and Student Experience) Committee		
3.1	<p>The Chair of TLQSE reported on the meeting held on 12 June 2024. The main matters highlighted from the meeting were as follows:</p> <ul style="list-style-type: none"> – Accountability Statement 2023/2024 and 2024/2025, the Chair reported that the committee had received a progress update on the 2023/2024 Accountability Statement and were content with progress. The committee had also been impressed with the development of the 2024/2025 Statement and, subject to minor amendments, had approved the Statement on behalf of the GB. The Statement had subsequently been submitted to the DfE/ESFA ahead of the deadline. – Student Experience update, an update was provided in relation to the progress of the city-wide safeguarding programme which, if successful, would provide more detailed information about individual needs. Safeguarding continued to be a strength for the college. The Skills Guarantee is on track for a September launch. – Policy Reviews, The committee had approved the Student Engagement and Behaviour Policy. – Quality of Teaching, Learning and Assessment update, the committee had scrutinised the ‘Spotlights’ process which had been introduced for 2023/2024. All areas had been completed with two receiving two amber judgements. These areas would be an area of focus for the committee in 2024/2025. – HE, excellent progress had been made in reducing the gaps detailed in the Access & Participation Plan. The HE Academic Misconduct Policy had been approved. – Apprenticeships, the committee had been pleased with the forecast for apprenticeships but were still monitoring learners past end date where continued improvement was needed although it should be noted that Apprenticeship Framework thresholds had been met for all aspects and there was no quality risk associated. – College Strategy – 2025/2030, student first and partnership strands, the committee had considered progress in relation to the relevant strands of the College Strategy 2025/2030 and 		

	<p>had approved the draft statements subject to an amendment to the learning ambition statement.</p> <ul style="list-style-type: none"> – Committee Self-assessment 2023/024, workplan 2024/2025 and Terms of Reference 2024/2025, the committee had approved the draft TLQSE self-assessment concluding that it had fulfilled its Terms of Reference for 2023/2024. The committee had also approved the draft committee work plan for 2024/2025 and recommends approval to GB of the Terms of Reference for 2024/2025. 		
3.2	<p>The GB Chair asked if members had any questions in relation to the TLQSE report.</p> <p>The Chair of FEGP commented that they had been enormously impressed by the number of matters covered by the committee.</p> <p>A member requested that all committee papers were to be made available to GB. The DG advised that this would be an action to implement for the 2024/2025 committee cycle.</p>		
3.3	<p>The Governing Board:</p> <ul style="list-style-type: none"> • <u>received</u> the report • <u>noted</u> the assurance from the associated reports • <u>approved</u> the Terms of Reference for 2024/2025 		
3.4	<p>ACTION</p> <ul style="list-style-type: none"> • All committee papers to be made available to the GB 	DG	09/24
24/2/4	Report of the Chair of FEGP (Finance, Employment and General Purposes) Committee		
4.1	<p>The Chair of FEGP, reported on the meeting held on 26 June 2024. The main matters highlighted from the meeting were as follows:</p> <ul style="list-style-type: none"> – People in-year update, a pay award for 2024/2025 had been included in the budget and was scheduled to be paid on 1 August 2024 as per agreement with the RTUs. Good progress was being made, in general, on People metrics however it had been noted that staff turnover was a little higher than desirable. The 2023/2024 staff engagement survey had shown improvements in satisfaction. – Partnerships and subcontracting report 2023, The Subcontracting Supply Chain Policy had been approved and the committee had been pleased to see that the set of subcontractors was being reviewed. – Estates Strategy, progress was being made across several projects including Peaks and the Advanced Technology Centre at Olive Grove, with funding having been secured from the council to support with the development of Peaks. Progress was also being made in delivering the facilities for T-Level barbering and catering. An additional floor has been leased at Pennine 5 to accommodate growth in student numbers at City Campus. Additionally, communications with Northern Power in respect of the easement requested at the Hillsborough site were ongoing. 		

	<ul style="list-style-type: none"> – Environmental Sustainability Strategy, the committee felt that there needed to be a stronger focus on environmental sustainability in 2024/2025, however good progress was being made. There had been a training event for staff which two Governors had attended, and the heat carbon report would be available soon. – Health and Safety in-year update, the Fire Risk Assessment actions for 2023/2024 had been fully completed and the assessment for 2024/2025 had been completed with the report classified as 'moderate'. – Finance in-year update, the financial forecast had been reviewed along with the ESFA financial dashboards and VAT with a positive position showing for the college. The committee had expressed concern about setting a budget deficit but agreed that the deficit was offset when pensions were excluded so any concern had been allayed. A key area of focus for 2024/2025 remained performance of the Apprenticeships+ unit which would be monitored closely. – Budget 2024/2025 and CFFR (College Financial Forecast Return), the committee recommended approval to GB of the budget 2024/2025 and submission of the CFFR for 31 July 2024. – Financial Regulations 2024/2025 and Tuition Fees Policy 2024/2025, had been approved by FEGP. – Student Support Fund Policy 2024/2025, had been transferred from TLQSE to FEGP who had approved the policy. – College Strategy 2025/2030, the committee had considered the people and sustainability strands, making suggestions for amendment to the sustainability strand. Subject to the amendment, the committee recommended approval of the statements to GB. – Committee Self-assessment 2023/2024, workplan 2024/2025 and Terms of Reference 2024/2025, The committee had approved the draft FEGP self-assessment concluding that it had fulfilled its Terms of Reference for 2023/2024. The committee had also approved the draft committee work plan for 2024/25 and recommended approval to GB of the Terms of Reference for 2024/2025. 		
4.2	<p>GB received the report and the main points discussed were as follows:</p> <ul style="list-style-type: none"> – whilst the pay award had been budgeted for and was being communicated to all staff to take effect from 1 August 2024, discussions with RTUs regarding pay negotiations for 2024/2025 would begin in the autumn. – A member asked if any benchmarking relating to the employee engagement survey was available, it was confirmed that none was available without altering the survey which was not a step the college wished to take. The college had moved away from a standardised survey a few years ago to gain more detailed information for their own staff and this had proved a positive step. 		

	<ul style="list-style-type: none"> – A member asked if there would be any additional funding for colleges since the announcement of a change in government. The CEP confirmed that there would be no additional funding from that already announced for the 2024/2025 academic year, but with the additional funding announced for English and Maths, additional posts had been secured. – Two governors had attended the staff excellence awards in the preceding week and had observed very positive engagement with and attendance at the event. 		
4.3	<p>GB received the report and <u>approved</u> (see also minute 8.1-8.3)</p> <ul style="list-style-type: none"> a) College budget 2024/2025 b) College Financial Forecasting Return 2024/2025 		
24/2/5	Report of the Chair of ARA Committee		
5.1	<p>Ian Falconer, Chair of ARA Committee reported on the meeting held on 3 July 2024 and presented the key issues and risks. The main issues highlighted from the meeting were</p> <ul style="list-style-type: none"> – Meeting Operation, The ARA Committee meeting had been held too close to the GB meeting to have minutes ready and circulated but this had been addressed in the planning of next year's governance calendar. – ARAC had trialled a consent agenda as the first committee to do this following the successful implementation of this at GB meetings; the exception being that the consent agenda had been moved to the start of the meeting for consideration. – The main theme of the ARA meeting on 3 July had been assimilating remaining assurance measures for 2023/2024 and planning for 2024/2025. – Strategic Risk Register update & Risk Assurance Summary 2023/2024, there were no new strategic risks, and 2 risks had been merged. The Business Assurance Summary themes had been refreshed to simplify and align to aspects of business. Three themes were. The Strategic Risk Register would need refreshing to take into consideration the new college Strategy 2025/2030. – ESFA Code of Practice, a new code had been issued in the 9th month but had been adopted and changes were minimal. The committee had reaffirmed that they still valued the staff governor as a member even though it was unusual to have a staff governor on the committee. It was noted that Saleem Rashid had come to the end of his term of office and a new appointee would be needed. – Internal Audit Plan, the committee had approved the outline plan for 2024/2025 and associated fees, noting that the plan would be kept under regular review. – External Audit Plan, the committee had approved the plans and associated fees as they continued with support from MHA which was now in its third year. 		

	<ul style="list-style-type: none"> – Internal Audit Reviews, the college was on track to complete its plan for 2023/2024 by 31 July and the committee had been satisfied with the performance of RSM. At the previous ARAC meeting members had received RSM's FE Benchmarking Report, the committee was pleased to report that of the 20 areas highlighted, 15 areas were RAG rated green and actions were already in hand for the 5 RAG rated amber areas. The committee felt that this was very strong evidence that the college was 'great'. There had been 3 internal audit reports giving substantial assurance and it was hoped the college would get an overall green assurance rating when the remaining audits had been finalised. – Internal Assurance Annual Reports, there had been 5 annual reviews, all giving positive assurance covering data protection, fraud and corruption, cyber security, gifts and hospitality, and whistleblowing. – Committee Self-assessment 2023/2024, workplan 2024/2025 and Terms of Reference 2024/2025, the committee concluded that they had complied with their ToR for 2023/2024. They also approved the draft self-assessment and approved the workplan for 2024/2025 and recommended approval of the ToR for 2024/2025 to GB, although these would need reviewing against the new AoC Code of Good Governance. – Policy updates approved by ARAC, the committee approved the Whistleblowing Policy and approved the Conflicts of Interest Policy to which there had been minor updates. – Board approval sought – the committee was seeking approval for the IA plan/fees for 2024/2025 and for the EA plan/fees for the 2023/2024 audit. 		
5.2	<p>GB received the report and the main points discussed were</p> <ul style="list-style-type: none"> • Why the external audit report had identified the fraud risk re: revenue expenditure as significant. It was explained that 3 or 4 risks are set as standard every year and this risk was one of them, so was not a particular concern in relation to TSC itself and therefore the Board could be assured. • Members clarified the appointment of the external auditors and whether re-tendering would be necessary. The ARAC Chair said that MHA had been appointed for 5 years (3 + 2) and at the end of this time the college would need to re-tender for the service. 		
5.3	<p>GB <u>noted</u> the report and assurance therein and <u>approved</u></p> <ul style="list-style-type: none"> • The Internal Audit Plan and fees for 2024-2025 • The External Audit Plan and fees for 2024-2025 		
5.4	<p>ACTION</p> <ul style="list-style-type: none"> • Minutes of ARAC meeting 20 March and 3 July to go to GB December 2024 to be signed off and published on college website 	DG	11/12/2024

24/2/6	Report of the Chair of SRG Committee		
6.1	<p>The Chair and DG reported on the SRG meeting of 8 May 2024, providing an update in respect of the committee's self-assessment; membership, and additional governance matters including the External Board Review.</p> <p>The main issues highlighted from the meeting and follow-on progress from the meeting were:</p> <ul style="list-style-type: none"> – Annual Governance Self –Assessment, the Chair had been conducting annual 1:1 meetings for all governors with these to be completed by the end of term. Feedback would be consolidated and fed into the Annual Report on Effectiveness of Governance to SRG on 6 November 2024. The Chair's 360 Appraisal had taken place along with a conversation between one of the GB VCs and GB Chair regarding the feedback. It was to be noted that the Chair was highly effective regarding meetings and there were some minor actions to take forward to improve overall operation for 2024/2025. In the annual committee self-assessment process, each committee had considered its Terms of Reference and any changes that might improve operation of the committee for 2024/2025. – Governance Update, mandatory training had been completed by all governors except for one. Committees recommended GB adopt ToR for 2024/2025 including references to adherence with the new AoC Code of Good Governance (2023). It was further recommended that SRG ToR include a sentence on the AoC Code of Good Governance which had been omitted. The Governance Meetings calendar had been further revised to align better with assessment points and data collection, an additional strategy event had been included in September, and there had been alterations to Governor Engagement activities. It was brought back to GB for approval. The EBR report had been circulated to governors for consideration and comment, with a request that delegation of a governance development plan be given to SRG. It was also requested that GB delegate to SRG the writing of an overview of the review outcomes and highlights from the action plan for publication on the college website in keeping with DfE requirements. – Membership Report, the skills matrix had been updated and reviewed as an annual activity and still demonstrated a good range of skills and broad balance. SRG were focused on search and appointment, succession planning and member re-appointments, plus board roles for 2024/2025. Recommendations were made to appoint Meredith Dixon-Teasdale, to re-appoint Sol Miah, to accept the resignation of Dr Sam Giove, to confirm approval of the appointment of 3 elected staff governors and 2 student governors, and to approve the committee composition and link governor roles 		

	<p>for 2024/2025. All governors had confirmed that they wished to continue in their current role for the time being, however, succession planning and roles and responsibilities were to be discussed at SRG 6 November 2024. There remained 2 vacancies on the Governing Body. SRG had also acknowledged that it would be desirable to recruit someone with a strong financial skills/audit background going forward and this would be a focus. Regarding link governor roles it had been proposed to reduce these to 3 (Safeguarding & SEND; Health & Safety; and Environmental Sustainability) with the remaining areas to be covered by Governor Focus Visits.</p>		
6.2	<p>GB <u>noted</u> the report from the Chair of SRG along with the EBR Final Report, and the Annual Governance Self-Assessment Report, Governance Update and Membership Update from the DG.</p> <p>GB <u>noted</u> the current board composition and skills matrix and <u>approved</u> board roles for the start of 2024/2025 along with governor appointments and re-appointments as follows</p> <ul style="list-style-type: none"> – <u>approved</u> the re-appointment of Sol Miah for a term of 4 years, from 1 August 2024 to 31 July 2028 – <u>appointed</u> Meredith Dixon-Teasdale for an initial term of 2 years, from 1 August 2024 to 31 July 2026 – <u>approved</u> the committee composition for the start of the academic year 2024/2025 and link governor roles for the academic year 2024/2025 – <u>confirmed approval</u> of the appointment of elected staff and student governors <p>GB <u>approved</u> the ToR for committees for 2024/2025, and following discussion, agreed that an additional sentence be added to the SRG ToR to make reference to the AoC Code of Good Governance so that these were consistent with the other ToR.</p> <p>GB <u>approved</u> the Governance Meeting Calendar for 2024/2025.</p>		
6.3	There was a short comfort break at 9.55am for refreshments.		
	CORPORATE PERFORMANCE		
24/2/7	Report of the Chief Executive and Principal The meeting resumed at 10.05am		
7.1	<p>The Chief Executive & Principal presented a report covering recent college developments, sector news, governor engagement and progress against the corporate priorities for 2023/2024 along with plans for the future. The update included the following</p> <ul style="list-style-type: none"> – Celebrating success, the CEP informed GB members that the college had been successful in acquiring more Turing Scheme funds for the following academic year. The Staff Excellence Awards had been well received, and the training and development days had been well attended. The Outdoor 		

	<p>Classroom, built for T-Level students using funding from the DfE had been officially launched with a celebration event. Further news would continue to be shared via bulletins.</p> <ul style="list-style-type: none"> – Corporate Priorities and KPIs 2023/2024, it was intended that some aspects would be included in 2024/2025 but progress was good overall. – Strategic Estates Update, good progress was being made regarding strategic estates developments and the focus remained on the Advanced Technology Centre at Olive Grove, and the Post-16 SEND Education Hub at Peaks. – Governor Engagement, the CEP provided further details about initiatives to improve student engagement in the formal governance process including establishing a ‘shadow board’ with both student governors and up to six additional students. The introduction of curriculum learning visits, giving opportunity for governors to visit classrooms and learning spaces across the college estate. The final initiative was to make better use of link governors by focusing the activity on those aspects of governance which would benefit from having a link. The number of link governor roles would be reduced and those removed would be replaced by Focus Visits which would be reported back to TLQSE Committee. – Local, Regional and Sector Updates, it was recommended that TSC adopt and prioritise goals 2, 3, 4 and 8 of the Sheffield City Goals and that these should be aligned to the college mission statements. – Labour Party Manifesto, key information was summarised on screen and available to the Board. – College Strategy 2025/2030, the strategy had been the focus of the college conference held the previous week. The simplicity of the message had been well received. Additionally, the language and consistency used within the statements were praised. Draft versions of the ambition statements would now be shared with other key stakeholders and final versions would be brought back to GB in December, for the college strategy to be launched in January 2025. 		
7.2	<p>GB discussed the report and the main points raised were</p> <ul style="list-style-type: none"> – Corporate Priorities and KPIs 2023/2024, were there any amber areas of concern. It was acknowledged that the ability to reach environmental sustainability targets was the most concerning area. – Environmental Sustainability Strategy, could the college be proactive in identifying what needs to be done against a clear timeline and specifically asking the government to fund this rather than waiting for funding to be announced. 		
7.3	GB received and <u>noted</u> the report for assurance.		
24/2/8	SUBSTANTIAL ITEMS REQUIRING BOARD DISCUSSION		
8.1	Draft Budget 2024/2025 and College Financial Forecasting Return		

	<p>The Executive Director Finance (EDF) presented the draft budget.</p> <p>The FEGP Chair said that FEGP had thoroughly scrutinized the draft budget and been assured by the level of detail, sensitivity analysis, comparison with sector benchmark key performance indicators and forecast financial health score. FEGP recommended approval to GB of the budget and College Financial Forecasting Return.</p>		
8.2	Governors considered the budget and were reassured that the budget was comprehensive and prudent.		
8.3	<p>GB received the report and <u>approved</u> the following</p> <ul style="list-style-type: none"> • College budget 2024/2025 • College Financial Forecasting Return 2024/2025 		
24/2/9	BOARD BUSINESS NOT REQUIRING DECISION		
9.1	<p>Chair's Actions</p> <p>The DG reported two Chair's actions which had been recommended by FEGP and one Chair's action recommended by SRG which were for the GB to note as follows</p> <ul style="list-style-type: none"> • the Robertson's Contract in respect of Olive Grove had been signed as a deed by the Chair following previous GB meeting on 27/03/2024 • the contractual agreement in respect of the all-weather pitch for Hillsborough had been signed by the Chair on 21/06/2024 • the appointment of Kam Grewal-Joy as Vice-Chair of TLQSE <p>Additionally, two further contracts had been recently received for signature:</p> <ul style="list-style-type: none"> • The intermediate building contract for alterations and refurbishment T-Levels works (Barbering and Catering) between TSC and Code Building Solutions Ltd. • The intermediate building contract for alterations and refurbishment at Peaks Campus between TSC and Illingworth & Gregory Ltd. 		
24/2/10	CONSENT AGENDA ITEMS (members notified in advance of the meeting for discussion)		
10.1	<p>The following items were board business not requiring a decision and which formed part of the Consent Agenda.</p> <p>a) Minutes of the last meetings</p> <ul style="list-style-type: none"> – Members to confirm the minutes of the meetings held on Wednesday 27 March 2024. <p>b) Matters arising and action record</p> <ul style="list-style-type: none"> – Members to <u>consider</u> any matters arising and updated action items not included on the agenda and <u>approve</u> removal of completed items. 		

	<p>c) Policy Review: Code of Conduct</p> <ul style="list-style-type: none"> Members to <u>approve</u> adoption of the 18th Edition of the Code of Conduct on the recommendation of SRG from its meeting of 8 May 2024 <p>The GB <u>noted</u> and <u>approved</u> all items without further question.</p>		
24/2/11	Review of meeting & closing remarks		
11.1	The Chair invited members to comment on the effectiveness of the meeting and its impact, particularly on students.		
11.2	<p>The committee felt that all points had been covered within the meeting and had nothing further to add regarding their effectiveness but concluded that the meeting had been a positive one.</p> <p>The Chair further asked if they were to re-run the meeting would they change anything, and GB members confirmed that they would not.</p>		
11.3	<p>The Chair thanked the following for their contribution</p> <ul style="list-style-type: none"> Saleem Rashid who had been staff governor for approximately 8 years and had served most recently on SRG and ARAC. SR had made a valuable contribution in terms of the questions he had raised but was not able to continue in the role due to his length of service. SR in return thanked members for the opportunity and praised the improvements which had been made at the college. Sam Giove who had chosen not to stand again. SG had been a good colleague and brought a valuable perspective on HE. Leo Wilcox. LW had been a strong student governor and appreciated for their contribution. LW also thanked GB for the opportunity and experience to serve as a governor. Gill Alton. GA had indicated her intention to resign and step down as Chair of TLQSE at an appropriate time. The Chair wished to thank her for stepping into a key role through which she gave enormous assurance. He said that her calm style of chairing and the insight and inner firmness she brought on challenging areas had been valued. She had made an enormous contribution to the work of the college and had helped shape the work of the TLQSE committee. <p>As the final governance meeting of the current academic year, the CEP also extended her thanks to everyone for their contribution.</p>		
24/2/12	Date & time of next meetings		
12.1	<p>Wednesday 25 September 2024 16:30-18:30, TBC (Strategy Event)</p> <p>Wednesday 9 October 2024 16:00-18:00, Online (Training Event)</p> <p>Wednesday 11 December 2024 08:30-11:00, The Boardroom, City Campus</p>		

	The meeting closed at 11am.		
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