

<b>Item</b>	<b>Report</b>	<b>Appendix</b>	<b>Lead</b>	<b>For</b>
4.1	Opening of Meeting and Apologies for Absence	Verbal	Chair	Information
<b>Procedural Matters</b>				
4.2	Declarations of direct or indirect interests in any of the agenda items and Register of Interest	4.2	Chair	Information
4.3	Board Appointments: <ul style="list-style-type: none"> <li>• Re-appointment of Mrs Chapman</li> <li>• Appointment of Vice Chair of Corporation</li> </ul>	4.3a 4.3b	Chair	Decision Decision
4.4	Part 1 minutes of the 9 <sup>th</sup> Dec 2021 Corporation Board meeting	4.4	Chair	Decision
4.5	Matters arising from the minutes	4.5	Chair	Information
<b>Presentations</b>				
4.6	Capital Projects Update and Energy Decarbonisation Plan - Fusion and Hillside Environmental Services			
4.7	Governors' Ofsted Training - Director of Quality (RW)			
<b>Standing Items</b>				
4.8	Principal's Report	4.8	VB	Discussion
4.9	Student Governors' Report	4.9	SGs	Discussion
<b>Recommendations from Curriculum &amp; Standards Committee</b>				
4.10	a. Termly Safeguarding Report	4.10a	JH	Information
<b>Recommendations from Search Committee</b>				
4.11	a. Terms of Reference	4.11a	RE	Information
	b. Adoption of updated AoC Code	4.11b		Approval
	c. Review of historic confidential items	4.11c		Approval
<b>Recommendations from Audit Committee</b>				
4.12	a. Internal Audit Services Reports	4.12a	JF	Decision
	b. Risk Register	4.12b		Information
	c. Fraud & Irregularity Policy	4.12c		Approval
	d. Public Interest Disclosure Policy	4.12d		Approval
<b>Recommendations from Finance &amp; General Purposes Committee</b>				
4.13	a. Termly Financial Summary	4.13a	GC	Information
	b. Financial Forecast	4.13b		Information
	c. Capital Projects Update	4.13c		Information
	d. Gender Pay Gap Report	4.13d		Information

## Items to be taken as read – draft Committee Minutes

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4.14	<ul style="list-style-type: none"><li>• C&amp;S minutes 10<sup>th</sup> March 2022</li><li>• Search minutes 10<sup>th</sup> March 2022</li><li>• Audit minutes 15<sup>th</sup> March 2022</li><li>• F&amp;GP minutes 17<sup>th</sup> March 2022</li></ul>	4.14	Chair	Information
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*Confidential Committee minutes with restricted circulation are tabled separately below*

## Other business

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4.15	Review of I&A/Standing Orders temporary amendment to quoracy	4.15	Chair	Decision
4.16	Notification of Chair's action	4.16	Chair	Information
4.17	Any other business <i>(Please submit questions in advance to the Clerk)</i>	Verbal	Chair	
4.18	Strategy Board date: Monday 9 <sup>th</sup> May 2022 at 8am (if required) Next Main Board: Thursday 7 <sup>th</sup> July 2022 at 8am	Verbal	Chair	

*SMT, Staff and Student Governors to leave the meeting  
Principal & Director of Finance & Corporate Services remain*

## Confidential section

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### Board minutes with restricted circulation for approval

4.19	Part 2A minutes of the Corporation Board meeting held 9 <sup>th</sup> December 2021 and Part 2 minutes 31 <sup>st</sup> January 2022 <i>Circulation is to External Governors, the Principal &amp; DFCS only</i>	4.19	Chair	Decision
4.20	Part 2B minutes of the Corporation Board meeting held 9 <sup>th</sup> December 2021 <i>Circulation is to External Governors only</i>	4.20	Chair	Decision

### Items to be taken as read – draft confidential Committee Minutes

4.21	<ul style="list-style-type: none"><li>• Audit Part 2 minutes 15<sup>th</sup> March 2022</li><li>• F&amp;GP Part 2 minutes 17<sup>th</sup> March 2022</li></ul>	4.21	Chair	Information
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### Other confidential items

4.22	Remuneration Strategy	4.22	Principal	Discussion
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## **Farnborough College of Technology**

### **Corporation Board**

Minutes of meeting held on Thursday 7<sup>th</sup> April 2022

#### Present:

Professor M Earwicker – Chair for items 4.1 to mid 4.6 (via video conference) left late item 4.6  
Dr F Oduneye (via video conference) – Chair for items mid 4.6 to 4.22  
Mr A Burnham – until end item 4.18  
Mrs S Chapman (via video conference)  
Mrs R Etebar (via video conference)  
Ms J Houzer (via video conference)  
Professor O Khan  
Mr H Malins (via video conference) – from item late 4.6  
Mr H Reston – until end item 4.18  
Ms V Barrett – Principal

#### In Attendance:

Mr R Rendel - Associate Governor  
Mrs R Jenkins – Vice Principal Teaching, Learning & Completion (via video conference) – until end item 4.18  
Mr P Makwana – Director of Finance & Corporate Services  
Ms K Morris – Director of Quality (via video conference) - until end item 4.18  
Mr R Walker - Director of Quality (via video conference) – until end item 4.7  
Mr S Markham - Fusion Project Management Ltd (via video conference) – until end item 4.6  
Mr R Pearman - Fusion Project Management Ltd (via video conference) – until end item 4.6  
Mr R Burton – Hillside Environmental Services (via video conference) – until end item 4.6  
Ms C Gillam – Clerk to the Corporation

Quorate: Yes

*The meeting opened at 4.02pm*

#### **4.1/21.22 Opening of meeting and apologies for absence**

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Apologies were received and accepted from Mr Aham, Mrs Christie, Mr Crippa, Mr Francis, Mrs Harris-St John and Mr Smith. No interests were declared. The Chair welcomed members of SMT and the presenters from Fusion Project Management Ltd and Hillside Environmental Services.

#### **4.2/21.22 Declarations of direct or indirect interests and Register of Interests**

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No interests were declared and the updated Register of Interests was noted.

#### **Board Appointments**

##### **4.3a/21.22 Re-appointment of Mrs Chapman**

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The Board considered and approved the recommendation of Search Committee to re-appoint Mrs Chapman for a second four year term of office.

The Board confirmed the re-appointment of Mrs Chapman.

##### **4.3b/21.22 Appointment of Vice Chair of Corporation**

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The Board elected Dr Oduneye as Vice Chair of Corporation for a two year term.

The Board appointed Dr Oduneye as Vice Chair of Corporation for a two year term to run to the date of the spring 2024 Board meeting.

#### **4.4/21.22 Minutes of the previous Corporation Board meeting**

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The Corporation Board Part 1 minutes for the 9<sup>th</sup> December 2021 were accepted as a true and accurate record and would be signed by the Chair.

#### **4.5/21.22 Matters arising from the minutes**

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All three actions were noted and completed.

#### **4.6/21.22 Presentation – Capital Projects Update and Energy Decarbonisation Plan**

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The Principal informed the Board that Hillside Environmental Services had been commissioned to produce an evaluation of campus energy options to support the Net Zero goal in the new Sustainable Transformations Strategy and would brief Governors on the report. Before that Fusion would present on progress with the existing Property Strategy and look ahead to the new Property Strategy to support the new Sustainable Transformations Strategy.

*The next section was a confidential minute.*

#### **Actions:**

- Principal to submit paper on proposed Hart site rental for Board approval via email.
- Principal to submit paper on heat decarbonisation bid for Board approval via email.

#### **4.7/21.22 Presentation – Governors’ Ofsted Training**

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Mr Walker, Director of Quality, shared a list of questions which had been raised by Ofsted in a meeting with Governors during a recent college inspection. This gave an indication of the likely areas of questioning and it was helpful for Governors to consider their responses. Some questions were relatively straightforward such as explaining the governance arrangements at the College or the areas of specialism among Governors. Mr Walker drew attention to the question ‘What impact do you have as a body, and how would you know?’, noting that Ofsted’s key task was to measure impact upon students. Identifying examples of Governor challenge would be helpful, as would details of any training received by Governors and the impact of that. Examples of the student voice, and details of how Student Governors are appointed would also be helpful. When considering answers to all the questions it was vital to focus upon impact. Governors thanked the Director of Quality for a useful guide and requested that when the Clerk circulated the list of questions that some initial guidance notes be included, and also that a practice session was held with the Governors who would be involved in an Ofsted inspection. The Principal agreed and noted that once the College had received the call notifying it of an inspection then a meeting would be called to brief the Governors taking part. She added that if a Governor was unsure of an answer it was better to say that they would check and come back to it than to give an incorrect response.

**Action:** Clerk to circulate the annotated list of questions via email.

#### **4.8/21.22 Principal’s Report**

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The Principal introduced her report and drew attention to the Quality Improvement Plan and Annual Operating Statement which showed green RAG rated progress on most student performance KPIs. Attendance had been a particular area of focus with positive results. The College was working hard to achieve its adult budget forecast whilst apprenticeship enrolments had increased beyond expectations. While the College continued to have a strong reliance upon public funding, made greater by the increased numbers of 16-18 year old learners, FCoT was looking to internationalise its online platform FOCAL and its full cost courses in order to increase its commercial income. The Principal concluded her report by noting ongoing readiness activities at the College for an imminent Ofsted inspection and willingness to

showcase its outstanding practice. The College understood that the end of May was the last date that an inspection could be called for this academic year.

#### **4.9/21.22 Student Governors' Report**

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The FE Student Governor introduced his report and noted that one key piece of feedback when he was campaigning for election as Student Governor was the price of food at the College. He had held discussions with the Refectory Manager to discuss prices and options and his report listed the changes that had been made at the Farnborough and Aldershot campuses. This included a £3.50 meal deal which was being trialled at the Aldershot site and so far feedback had been positive. He was hopeful that it might be introduced at the Farnborough site after Easter. He also reported that positive feedback had been received from students regarding the tutorial programme which was interactive, fun and informative.

The HE Student Governor noted that the HE student cohort was very different to the FE cohort with many students working and not spending as much time in College. He reflected that this caused issues for obtaining feedback and that he had received limited responses to his requests to include material in his report. He reported on the new facilities in Engineering, the launch of the Art Department College shop, and external speakers in Criminology and in Sports and Public Services. He noted the results of a recent HE survey (not the National Student Survey) which received only 76 responses but was positive in its feedback. The Principal agreed that obtaining HE feedback was often difficult and that support could be provided to assist Mr Reston. Providing free refreshments at an engagement event might be one way to encourage participation.

The Chair thanked the Student Governors for their reports.

#### **Curriculum & Standards Committee papers**

##### **4.10a/21.22 Termly Safeguarding Report**

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Ms Houzer introduced the termly report on safeguarding noting that mental health concerns continued to be an issue in College as they were nationally, but she praised the excellent infrastructure the College has in place to support learners with such issues. She also observed that the paper whilst presented to the Board today for information had been discussed at length in Committee.

#### **Search Committee papers**

##### **4.11a/21.22 Terms of Reference**

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The Board noted that no amendments were proposed to the Terms of Reference.

##### **4.11b/21.22 Adoption of updated AoC Code**

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Mrs Etebar introduced the paper for decision, noting that the AoC Code of Good Governance had been updated and that Search Committee recommended its adoption.

The Board agreed to adopt the updated AoC Code.

##### **4.11c/21.22 Review of historic confidential items**

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Mrs Etebar informed the Board that Search Committee had reviewed the log of confidential minutes from the past two years and recommended that matters concerning capital projects could potentially be de-classified, following a review by the Principal and Chair of Search Committee.

The Board agreed that the Principal and Chair of Search Committee decide which capital project minutes be de-classified as confidential.

### **Audit Committee papers**

In the absence of Mr Francis the Director of Finance & Corporate Services agreed to present the Committee's papers.

#### **4.12a/21.22 Internal Audit Services Reports**

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The Director of Finance & Corporate Services reported that three Internal Audit reports covering Risk Management, HR Processes: Starters and Leavers, and Business Continuity: lessons learned from Covid, had all received substantial assurance from the auditors. The fourth report on Board Meeting Observation was an advisory report and listed on pages 116-177 of the Board pack are seven suggestions for potential adoption by the Board. It was agreed that discussion of the seven suggestions be taken offline with Governors sending their comments to the Clerk.

The Board approved the Internal Audit Services Reports.

**Action:** Clerk to circulate Board Meeting Observation report to Governors for comment on the suggestions within.

#### **4.12b/21.22 Risk Register**

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The risk register was presented for information.

#### **4.12c/21.22 Fraud & Irregularity Policy**

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The Director of Finance & Corporate Services noted that there were no substantial changes to the updated policy.

The Board approved the Fraud & Irregularity Policy.

#### **4.12d/21.22 Public Interest Disclosure Policy**

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The Director of Finance & Corporate Services noted that there were no substantial changes to the updated policy.

The Board approved the Public Interest Disclosure Policy.

### **F&GP Committee papers**

In the absence of Mrs Christie the Director of Finance & Corporate Services agreed to present the Committee's papers.

#### **4.13a/21.22 Termly Financial Summary**

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The Director of Finance & Corporate Services introduced the summary noting that the financial forecast based on the February Management Accounts was for a surplus of £377k against a budgeted surplus of £534k.

#### **4.13b/21.22 Financial Forecast**

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The Board received the forecast and noted the key risks and mitigations. The Director of Finance & Corporate Services reported that the balance sheet remained strong with a cash balance of £16m.

#### **4.13c/21.22 Capital Projects Update**

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It was noted that this had been covered during the Fusion and Hillside presentations for agenda item 4.6

#### **4.13d/21.22 Gender Pay Gap Report**

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The report was received for information.

### **Items to be taken as read**

#### **4.14/21.22 Draft Committee minutes**

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The Board received the draft minutes.

**4.15/21.22 Review of temporary amendment to quoracy – I&A/Standing Orders**

In the light of continued Covid cases the Board agreed to retain the temporary amendment to quoracy and to review the amendment again at the July 2022 meeting.

**4.16/21.22 Notification of Chair’s action**

The Governors noted the approval of the bid for Wave 4 T Level funding under Chair’s action, and that they had been informed of this via email in March.

**4.17/21.22 Any other business**

No other business was received.

**4.18/21.22 Date and time of next meeting**

It was noted that there was a provisional date for a Board meeting on 9<sup>th</sup> May which could be used to further discuss the decarbonisation options set out in the Hillside report and presentation. The 9<sup>th</sup> May date was therefore agreed and that following that meeting the next main Board meeting would be Thursday 7<sup>th</sup> July 2022.

*The Vice Principal TLC, the Director of Quality and the Student Governors left the meeting.*

**4.19/21.22**

**4.20/21.22 Confidential Board minutes for approval with restricted circulation**

The Corporation Board Part 2A and Part 2B minutes of 9<sup>th</sup> December 2021 and Part 2 minutes of 31<sup>st</sup> January 2022 with a restricted circulation were accepted as true and accurate records and would be signed by the Chair.

**4.21/21.22 Confidential Committee minutes**

The confidential draft minutes of the spring Committees with a restricted circulation were received by the Board.

**4.22/21.22 Remuneration Strategy**

This item was recorded as a confidential minute.

*The meeting closed at 6.02pm*

Minutes agreed as being a true and accurate record by the Chair.

Signed:.....

Dated:.....

**Summary of action points**

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<b>Item</b>	<b>Action</b>
4.6 Capital Projects Update/Energy Decarbonisation Plan	<ul style="list-style-type: none"> <li>• Principal to submit paper on proposed Hart site rental for Board approval via email.</li> <li>• Further discussion for approval of the Zero Emissions report to be at the May 9<sup>th</sup> Board meeting.</li> </ul>
4.7 Governors' Ofsted Training	Clerk to circulate the annotated list of questions via email.
4.12a Internal Audit Services Report	Clerk to circulate Board Meeting Observation report to Governors for comment on the suggestions within.