

**Board Minutes of the Corporation meeting  
held on 10th May 2024 at 4.30pm  
At the Aura Innovation Centre, Hesse**

**Governors Present:** Kai Adegbembo (KA), Robin Atkinson (RA), Paul Barker (PB – Chair), Andrew Bennett (AB), Julie Berriff (JBe), James Brooks (JBr), Sharon Green (SG), Ann Hardy (AH – Chief Executive Officer), Andrew Lindley (AL), Liz Parry (LP), Rhianna Tupling (RT).

**Apologies received:** Cheryl Bonas (CB), Josh Greaves (JG), Tracey Gyte (TG), George Lee (GLee), Guy Lonsdale (GLon), Audra Oldridge (AO).

**In Attendance:** Adrian Clarke (GVP Corporate Services), Maria Turnbull-Kemp (GVP Finance), Nathan Michael (NM – Group Vice Principal Curriculum, Quality & Standards – (GVP CQS), Danny Metters (DM – Principal North Bank), Katie Wheeldon (GVP – Strategy and Business Development) and Antonia Praud (AP – Director of Governance).

1	<p><b>Welcome and Apologies for absence</b> The Chair welcomed members and staff to the meeting. A warm welcome was given to new governors, Robin Atkinson and James Brooks and to the new Executive Leadership Team member, Katie Wheeldon.</p> <p>Apologies were received from Cheryl Bonas, Josh Greaves, Tracey Gyte, George Lee, Guy Lonsdale, and Audra Oldridge, which were accepted with consent.</p>																					
2	<p><b>Declarations of Interest and Any Other Business</b> AH confirmed she no longer needed to declare an interest in Modal as it is no longer trading.</p> <p>No additional business was raised.</p>																					
3.	<p><b>Minutes of the Corporation meeting held on 19<sup>th</sup> March 2023</b> Governors <b>approved</b> the minutes and confidential minutes of 19<sup>th</sup> March 2024 as a true and accurate record.</p> <p><b>Matters Arising:</b></p> <table border="1" data-bbox="225 1487 1362 2092"> <thead> <tr> <th></th> <th>Action required</th> <th>Timescale</th> <th>Update</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>Develop a process for the removal of an honorary award, if needed</td> <td>Before first award is granted</td> <td>The team are developing a process.</td> </tr> <tr> <td>2</td> <td>Confirm successful candidates to Peridot</td> <td>ASAP</td> <td>Completed.</td> </tr> <tr> <td>3</td> <td>Speak to Robin about potential membership of the Audit and Finance and Resources Committees, and confirm decision to board</td> <td>ASAP</td> <td>Completed.</td> </tr> <tr> <td>4</td> <td>Review whether all members of Audit and Finance and Resources are not able to sit on both committees</td> <td>4<sup>th</sup> June 2024</td> <td>On committee agendas this term.</td> </tr> </tbody> </table>		Action required	Timescale	Update	1	Develop a process for the removal of an honorary award, if needed	Before first award is granted	The team are developing a process.	2	Confirm successful candidates to Peridot	ASAP	Completed.	3	Speak to Robin about potential membership of the Audit and Finance and Resources Committees, and confirm decision to board	ASAP	Completed.	4	Review whether all members of Audit and Finance and Resources are not able to sit on both committees	4 <sup>th</sup> June 2024	On committee agendas this term.	<p>1</p> <p>2</p>
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	5	Update Terms of Reference for the Employment and Skills Advisory Groups	ASAP	Completed.	3
	6	Amend Instrument and Articles, to recognise commitment to OfS	ASAP	Completed.	
	7	Update on the Income Diversity Strategy	9 July 2024	On agenda for July.	
	8	Include cashflow forecast in future board packs	9 <sup>th</sup> July 2024 and becomes ongoing action	On plan.	
	9	Check the Skegness contribution element within the cashflow report	ASAP	Updated.	
	10	Receive full report on staff survey at the next meeting	9 <sup>th</sup> July 2024	On agenda for July.	
	11	Share opportunities for governor engagement activities. Governors confirm their availability	ASAP	Opportunities shared and members being encouraged to attend an event this term.	
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4.	<p><i>Strategic Objective 2 - Improve Operational Performance by maximising sustainable processes, systems, resource management and employee support.</i></p> <p><b>Estates Capital Development Approvals and Update</b></p> <p><b>Skegness new Campus Development</b>  Having highlighted the challenges with groundworks at the last meeting, the weather has continued to present challenges on site. Whilst wet weather is always anticipated in winter months, the saturation experienced has led to additional works which the contractors and project team have tried to mitigate where possible (for example storing the topsoil with the hope if it dries out sufficiently it can be reused for landscaping.) The main contractors have confirmed an additional cost of £545k for the additional works and changed remit. The group had a contingency of £500k for the overall project and there may still be a need for some contingency costs as the project develops. Bulk excavation is well underway, and the pile matting has been completed a week ahead of schedule. Stone has also been added to firm the foundations.  There is some room for negotiation, but the costs for additional works experienced, have been significant. The team are value engineering where possible, to ensure that costs are controlled.</p> <p><b>DfE Transformation Grant</b>  The group are using the grant to refurbish and improve our estate, and this includes classrooms and social spaces. The terms of the grants mean the funding cannot be used for furnishings (loose furniture and fittings and equipment). The proposal presented to the corporation is to allocate £400k of TEC funds to purchase this equipment to transform and improve the refurbished and developed areas of the estate.  Governors questioned which sites this would benefit, and it was confirmed it would mainly be at the Nuns Corner campus.</p> <p><b>Maintenance Plan Year One budget</b>  The previously presented plan for the maintenance strategy over the next 5 years, was to spread works and flatten the spend as much as possible across the next 5 years, with an approximate spend of £1.85m. a year. The overall goal of the significant project, is to address all Category C and D works, resulting in upgrading the estate to Category A and B. The request</p>				

	<p>tabled, taking into account the additional heating works identified, for the year is £1.93m. Approval of the budget now, enables procurement activities to commence for a large plan of summer works, reducing any disruption in periods of student learning.</p> <p>Governors questioned if the group would prefer to agree costs for more than one year and it was confirmed that requests on an annual basis would enable the board to review costs against cashflow and priorities for the curriculum.</p> <p>Governors asked MTK to confirm the affordability of the request for year one. The group expect to have £15m cash in the bank at the financial year end, with £65 million in reserves. The outturn may be more favourable, but a cautious approach is being taken at this time.</p> <p>£4.2m will be taken out of reserves which will be used towards the new Skegness Campus and also towards the next year of the group maintenance plan. However, if the sale of Lady Edith Drive completes, this will increase our group reserves.</p> <p>Governors questioned how much overall was being requested and it was confirmed that some costs had been overestimated in the original budget, and therefore</p> <ul style="list-style-type: none"> <li>• An additional £250k was requested.</li> <li>• To move some funds from self-funded, to the maintenance budget.</li> </ul> <p>The board questioned if the team believed this would be sufficient to allow for contingencies, and it was confirmed there should be enough flexibility if this request was approved.</p> <p>The board approved the proposals presented.</p> <p>The corporation asked ELT to develop a wish list of further improvements requiring capital investments, including the estate, especially the development in Beverley, to be shared at Finance and Resources Committee and corporation.</p>	5
5	<p><b>Disposal of the Grimsby Bus Depot</b></p> <p>In December 2022, the corporation approved the sale of the bus depot for £200k. After delays, the corporation’s last update in March confirmed the site was being placed back on the market, for sale.</p> <p>A number of bids were received (7/8). The highest bidders were unable to confirm proof of funds, and so the recommendation of the agents was to approve the sale to the second highest bidder, who placed an unconditional offer. This has moved quickly to heads of terms, and they have asked to complete the sale activity within 4 weeks. The sale price has increased too (£242,500).</p> <p>The corporation approved the sale, and associated use of the seal.</p>	
6	<p><b>Strategy, Skills and Business Development Update</b></p> <p><b>Strategic Objective 3 - Contribute to Economic Development by developing programmes, projects and partnerships that meet regional skills needs</b> <b>And</b></p> <p><b>Strategic Objective 4 - Achieve Organisational Growth by working in partnership to identify and deliver on opportunities for growth</b></p> <p><b>Annual Accountability Agreement, including Local Needs Duty:</b></p> <p>The corporation confirmed support to the continued work on the annual Accountability Agreement, following their update on the strategy day (today). The final draft will be circulated</p>	6

	to corporation members, for approval via written resolution, to meet the deadline of submission by 30 <sup>th</sup> June.	
<b>Board Oversight and Assurance</b>		
7	<p><b>Governance</b></p> <p>Andrew Bennett was elected as the Lead Governor for Health and Safety.</p> <p>Robin Atkinson was approved to join the Finance and Resources Committee.</p> <p>Internal Audit Plan: Members noted the Chair of Audit had been informed of the proposed change of one internal audit on the plan, from a review of absence management to an audit of health and safety, and was supportive of the change, under the circumstances. The importance of returning to the audit of absence management was recognised, and MTK assured the corporation that it would be postponed until the autumn, but would then be prioritised as the first area for an internal audit in the next academic year. Due to staff changes, the delay would be appreciated.</p> <p>Governors noted concern that this area had been identified for review this year as a priority, and there were clear links with the focus on staff welfare and morale, and capacity.</p> <p>It was agreed to amend the internal audit plan to health and safety, on the understanding that absence management would be timetabled in the autumn term.</p>	7
8	<p><b>Date of next meeting</b></p> <p>9<sup>th</sup> July 2024</p>	
9	<p><b>Review of the meeting</b></p> <p>Members confirmed:</p> <ul style="list-style-type: none"> <li>• The venue for the governor event worked well.</li> <li>• The strategy day had been useful, and it was great to welcome new members on board.</li> </ul>	

Signed \_\_\_\_\_

Date \_\_\_\_\_

Chair of the Corporation

#### Action Schedule – Corporation meeting 10<sup>th</sup> May 2024

Action	Minute Title	Action by	Action required	Timescale
1	Curriculum and Student Experience	NM	Develop a process for the removal of an honorary award, if needed	Before first award is granted
2	Update from Search and Governance Committee	Search and Governance	Review whether all members of Audit and Finance and Resources are not able to sit on both committees	4 <sup>th</sup> June 2024
3	Minutes	ELT	Update on the Income Diversity Strategy	9 July 2024

4	Update from Finance and Resources Committee	NM/ MTK	Receive full report on staff survey at the next meeting	9 <sup>th</sup> July 2024
5	Estates	AC/ ELT	Present a wish list of capital and estates improvements to the Finance and Resources Committee and Corporation	2024/ 2025
6	Skills	ALL	Approve the Annual Accountability Statement via written resolution	30 June 2024
7	Governance and Risk	MTK	Amend internal audit plan and highlight absence management for the first internal audit of the next academic year	ASAP