

Minutes of: HCA Board of Governors

Date: Monday 16th December 4.30pm **Location:** A10, College Road Campus

Present	In attendance
Mervyn Jones (<i>Chair</i>) Abigail Appleton (<i>Principal/CE</i>) Jennette Arnold Clive Hodgeman John Auckland Judy Balderson Kate Seekings Ellie Bunston Russell Roberts Ian Axtell Nicola Hewitt Myfanwy Page (<i>Staff Governor</i>) Caroline Sedilek (<i>Staff Governor</i>) Charlotte Semus (<i>Student Governor</i>) Helen Hurford (<i>Student Governor</i>) Collectively referred to as the “ <i>Board</i> ” and individually as a “ <i>Governor</i> ”.	Justin Gregory (<i>Vice Principal of Higher Education, “HE-VP”</i>) Xaviere Hughes (<i>Vice Principal of Further Education, “FE-VP”</i>) David Hawkins (<i>Vice Principal of Business Development and Student Experience, “BDSE-VP”</i>) Tim Williams (<i>Finance Director, “FD”</i>) Abigail Boyce (<i>Clerk to Governors, “Clerk”</i>)
Quoracy: Meeting was quorate in accordance with paragraph 1 below.	Absent: Oliver Cameron-Swan, Kate Mori, Peta Darnley

1. **Quorum:** The meeting was duly constituted as a quorum of 15 members was present, representing 83.33% of the total membership. This satisfies the 40% quorum requirement set out in Article 13(1) of the Instrument of Government.
2. **Apologies**
 - a. **Apologies for absence:** Apologies were received from Oliver Cameron-Swan, Kate Mori and Peta Darnley.
 - b. **Declarations of interest:** there were no new declarations of interest.
3. **Minutes of last meeting**
 - a. **Approval of minutes of last meeting held on 14th October 2024:** the minutes were approved as a true and accurate record.
 - b. **Matters arising:** all actions were noted as complete or as in progress.

4. Governance

- a. **Updated Committee Membership and welcome new board members:** The Chair welcomed Nicola Hewitt and Ellie Bunston to the Board, who joined in October. The Chair noted that Caroline Sedilek would be stepping down from the Board in January and expressed gratitude for her contributions.
- b. **Chair Recruitment update:** The Chair thanked the Clerk and the Principal for their efforts in preparing the recruitment documentation for the new Chair. A Governor queried whether the application deadline might be too short, given that it falls over the Christmas break. The Principal outlined the rationale for the chosen date, explaining that buffer time had been factored in to allow for a potential second recruitment round and to enable the incoming Chair to shadow the current Chair. It was noted that the deadline could be extended if no applications were received. The Board then discussed the practical arrangements for how a Chair could operate on an interim basis if no appointment were made in time.

5. Principal's Reports

a. Principal's Reports

The Principal presented her report and highlighted key areas:

- **Overview:** The Principal highlighted several positive events at the college since October, including a visit from Wayne Hemingway. She provided an overview of attendance figures for both Higher Education and Further Education, reassuring the Board that attendance levels were as expected for this time of year. She also outlined the college's focus on achieving TEF Gold and the steps HCA plans to take to reach this goal. Additionally, she reminded the Board about the new Sexual Harassment guidelines coming into effect in September 2025 and emphasised the importance of HCA's compliance. Finally, she informed the Board that an NSS survey would be sent to students to gather insights on sexual harassment.
- **New MA Forged Metal Arts Course:** The Principal provided a brief overview of the new MA course in Forged Metal Arts, noting that five applications had already been received. She discussed the ambition to transition all MA courses to a 12-month programme, highlighting the Board's discussion on the risks associated with longer courses. A Governor queried access to Holme Lacy, to which the HE-VP explained that a new service agreement had been drafted, emphasising the strong relationship between HCA and Holme Lacy.
- **Equality to Equity Shift and Success Reporting:** The Principal flagged about the the shift from the term "Equality" to "Equity" which had been raised and supported in Curriculum and Quality. She mentioned that this would be discussed at with a wider group of staff and SLT, with a paper being prepared for the Board. The Principal emphasised her intention to ensure that the Board's views are reflected and that appropriate communication accompanies the change.

- **Quality:** The Principal also highlighted ongoing discussions within the SLT on the best ways to demonstrate success to Ofsted and TEF.
 - **Policies:** The Principal gave an overview of the policies approved in committees and was included in the report.
 - **Sustainability:** The Principal highlighted the positive sustainability efforts among students, though noting the need for improvements to the buildings. The Principal also mentioned feedback from a Governor on how to achieve these improvements.
 - **Increase in Fees:** The Principal outlined that HCA has the option to increase fees, which was approved by the Finance & General Purpose Committee. It was noted that HCA guarantees the fee will remain fixed for the duration of the course when completed within a standard timescale. The Board discussed that maintaining the quality of service is a priority, and this fee increase will support that goal. The Office for Students plans to release guidance on this and participation plans, although it is not yet available. A Governor asked whether HCA could charge more than the proposed increase. The Principal clarified that this is not possible, as HCA was not part of the TEF assessment. The Board also discussed Adult Education opportunities, available funding, and the government's upcoming focus on this area. It was suggested that HCA should prioritise growth and explore ways to differentiate itself, particularly in relation to the government's emphasis on supporting non-working communities.
- b. Report on KPIs and objectives 2024/25:** The Principal reviewed the KPI data, noting that it remains largely consistent with previous meetings. She highlighted progress on the KPIs and objectives, mentioning that HCA is closely monitoring progress and expects some objectives to advance significantly in January. The Governors agreed that it is still early in the year and they will have a clearer understanding in subsequent meetings.
- c. Finance update (September 2024 Management accounts):** The FD reviewed the accounts, noting that the October accounts will be shared with the Governors soon, and highlighted there would be no significant changes in the figures. The FD highlighted some key points from this report:, including the fee increases and adjustments to the living wage. A Governor raised a point about the government's promised additional funding, mentioning the uncertainty around its timing. The FD stated they hoped it would be become clearer by February.
- d. Risk Register:** The FD noted that the Risk Register needed slight amendments based on feedback from the Finance & General Purpose Committee. Additionally, the format will be updated following advice from the Audit Committee. A Governor pointed out some outdated items, which will be addressed at the Audit Committee.

6. Marketing and Recruitment report

The Vice Principal of Business Development and Student Experience (“BDSE-VP”) presented this report and highlighted some key points:

- **New Website:** The BDSE-VP highlighted that most significant activity had been the commissioning, designing and the soft launch of the new website.
- **Outreach Team:** It was noted that there had been several staff changes within the outreach team, though this was seen as a positive development.
- **Recruitment and Open Days:** Recruitment was slightly down, though still better than some competitors. It was noted that improvements in open days had contributed to this, and a CMA audit was set to be completed. The improved attendance at open days was attributed to the outstanding Ofsted award.
- **School Relationships:** A Governor raised a query regarding the absence of HCA open days on school websites, and it was noted about the importance of maintaining strong relationships with schools. Another Governor asked if current Further Education students provide feedback on who to contact at their schools. It was explained that identifying the key marketing contacts at schools is essential for ensuring HCA’s visibility. A Governor noted that replicating successful strategies from other events and institutions is beneficial, and believed HCA was starting to establish a solid structure. The BDSE-VP confirmed that current efforts were reflecting the outreach being undertaken.
- **Recruitment Targets:** A Governor asked whether recruitment targets would be met, and the BDSE-VP stated that it was too early to say, though the trend was positive. A Governor praised the team for their swift response in adapting the application process, noting that it was still too early to draw conclusions as the data was not yet available. It was concluded that recruitment efforts were heading in the right direction.

7. Safeguarding

a. Safeguarding, Prevent and Wellbeing Annual Report

The Vice Principal of Further Education (“FE-VP”) provided an overview of the safeguarding issues that had arisen over the past year and highlighted key points from the Annual Report:

- The FE-VP emphasised that ‘My Concern’ remains a crucial tool for safeguarding at HCA, with daily reports being received.
- An overview of the safeguarding reporting process throughout the year was provided and it was expressed there’s a desire to explore alternative ways of addressing different types of traumas.
- The FE-VP reviewed the current Prevent figures and processes. A Governor noted how the political climate may be affecting students, particularly vulnerable ones. It was highlighted that this is a complex area, requiring a balance between

safeguarding and allowing students to research sensitive topics for their creative work.

- The FE-VP explained the Health Assured Package and its benefits for students, particularly for out-of-hours support.
- The FE-VP also highlighted the success of Personal Safety Week and outlined areas for development, such as addressing urgent concerns, improving the transition from schools to FE, and enhancing ways to report on students' experiences.
- It was noted that there has been an increase in vulnerable students and those requiring Education, Health and Care Plans, with discussions on the best ways to meet their needs.

- b. Child on Child Abuse Policy:** The Board noted that the policy had been updated in light of recent changes to legislation.

Decision: Board agreed to approve this policy.

- c. Prevent Policy:** A separate policy was created, distinct from safeguarding, with updates made accordingly. The Board approved the changes.

Decision: Board agreed to approve this policy.

8. Statement: College Sustainability Statement

The Principal outlined the sustainability statement, noting that more detailed discussions will take place at later Board meetings. Minor changes were made, including signing up to the Race to Zero and committing to positive promotion. Some general wording was removed and incorporated into the Principal's report. A Governor queried whether greater emphasis could be placed on behavioural habits. The Principal clarified that this statement reflects high-level principles and implementations. The Board approved the updates.

Decision: The Board agreed to approve this statement.

9. Reports and Financial Statements for the year ended 31 July 2024

The Finance Director presented the following reports and documents, providing the following information:

- a. Regularity Self-Assessment Questionnaire (SAQ) (statement of regularity, propriety and compliance):** The FD explained that the report comes from the Department for Education, after which the auditors review it before it is signed by the Principal and Chair. The FD confirmed that no issues were raised by the auditors.
- b. Member's report and Financial Statements for year ended 31 July 2024:** The FD highlighted that the figures were reviewed by HCA's accountants (Forvis), and no issues were raised during the audit.
- c. Bank Mandate:** The FD explained that the internal audit requires this to be sent to the Board regularly for approval.
- d. Letters of representation 2024 (finance and regularity):** The FD explained that the purpose of finalising the financial audit is to confirm that there is nothing unknown that

could impact the results, and that there are no new matters to inform the auditors about. Highlighting that it is a legal document.

- e. **Authorisation for Chair and Principal to sign financial statements and SAQ / Chair to sign letters of representation:** The FD highlighted that this is simply the Board's approval for the Chair and Principal to sign the above documentation.
- f. **TIAA Internal Audit Strategy and Annual Plan 2024/25:** The FD explained that this should have been presented in July and that it outlines the areas the auditors will focus on.

Decision: The Board approved all the documents and authorisations listed in paragraph 9 above.

10. Assurance Reports for acceptance (on recommendation of Committees)

The following reports were presented to the Board and the following reports and points were noted:

- a. **Audit Committee's Annual Report 2023/24:** It was noted that a list of outstanding actions is being discussed with the FD, Principal, and Audit Chair.
- b. **TIAA Internal Audit Annual Report 2023/24:** This report was noted by the Board.
- c. **Value for Money Annual Report 2023/24:** This report was noted by the Board.
- d. **Treasury Management Annual Report 2023/24:** This report was noted by the Board.
- e. **HCA People Annual Report 2023/24:** The Principal highlighted that they are gathering information on EDI from staff, emphasising the importance of lived experience.
- f. **Equality & Diversity Annual Report 2023/24:** A Governor queried about some terminology in the report.
ACTION: To review Equality & Diversity Annual Report terminology and update.
- g. **Freedom of Speech Annual Report 2023/24:** It was noted that the main difference was the government's suspension of implementing new Freedom of Speech regulations for HE providers.

Decision: The Board approved all the reports listed in paragraph 10 above.

11. Draft Committee Minutes

The following draft committee minutes were presented and noted by the Board:

- a. 12th November 2023 - Academic Quality and Standards Committee Combined FE&HE
- b. 12th November 2023 - Academic Quality and Standards Committee FE
- c. 12th November 2023 - Academic Quality and Standards Committee HE
It was noted that Academic Quality and Standards Committee was renamed in these meetings to "Curriculum and Quality".
- d. 25th November 2024 - Search and Governance Committee
- e. 25th November 2024 - Finance and General Purposes Committee
- f. 2nd December 2024 - Audit Committee

12. Close of Business and Date of Next Meeting

With no further business to discuss, the Chair adjourned the meeting. The next meeting is scheduled for Monday 03rd March 2025, at 4:30 PM.

Minutes approved: Date: