

## **MOULTON COLLEGE**

### **CORPORATION**

#### **Minutes of the Corporation meeting held on Thursday, 3<sup>rd</sup> July 2025 M6 Moulton College**

<b>Present:</b>	David McVean	Independent Governor (Chair)
	Oliver Symons	Principal
	Charles Matts	Independent Governor
	Ashley Clarkson	Independent Governor
	Pauline Hawkesford	Independent Governor
	Lucille Knapp	Independent Governor
	Andy MacCaig	Independent Governor
	Alastair Thomson	Independent Governor
	Craig Ablett	Independent Governor
	Dr Mohamed Saeudy	Independent Governor
	Becky Bradshaw	Independent Governor
	Michelle Pledge	Independent Governor
	Prof. Elaine Limond	Independent Governor
	Mark Whitehead	Independent Governor
	Ivy Knowles	Student Governor
	George Crick	Student Governor
	Wiktor Bien	Student Governor Designate
<b>In attendance:</b>	Faye Williams	Vice Principal
	Alicia Bruce	Chief Operating Officer
	David Aldridge	Executive Director of Human Resources
	Catherine Duro	Head of Governance

#### **SECTION A – ROUTINE AND STANDING ITEMS:**

##### **Apologies for absence**

01. Apologies for absence were received from Suzzanne Ijewski, Mark Wakeford, Karen Squires, and Amy Griffiths

##### **Declarations of interest**

02. There were no declarations of interest.

##### **Student Governor Appointment**

03. Wiktor Bien's nomination to be HE student Governor was received. Governors were pleased to have received such a strong applicant nominated. The nomination was uncontested.

**Resolved** that Wiktor Bien be appointed as HE Student Governor from 4 July 2025.

##### **Minutes of the meeting held on 3<sup>rd</sup> April 2025**

04. The minutes of the meeting held on **Thursday, 3<sup>rd</sup> April 2025** were approved as a true and accurate record.

##### **Matters arising and outstanding actions**

05. There were no matters arising and no actions due.

## **SECTION B – PERFORMANCE**

### **Strategic Update and Balanced Score Card**

06. The balance score card was presented. The reduction in agency staff was celebrated.
07. The balance scorecard's usefulness as a governance tool was debated. It was asked that it be revised to illustrate only what can be measured and impacted on in year. It was confirmed that the tool would be replicated at faculty level, will be useful for faculties to be able to drill down and governors too. Don't want data creating just for us but where it is available how do we share it. It was agreed MS Teams was the best place to link to data.
08. A governor speculated that there is demand for apprenticeships and asked how we stimulate it and attract the market to Moulton. Asking also how we could work with the university and Northampton College, particularly to stimulate growth in apprenticeships.
09. The trend in staff absence was questioned it was asked if the restructure had impacted on this. It was confirmed that it had but no more than to be expected. Some long-term sickness had distorted the trend too; these had reduced going into the new year.

### **Strategic Risk Management**

10. Strategic risks are due a review, to align with the balance score card, and to ensure the reported strategic risks would impact on the delivery of the strategic plan. It was confirmed other operational risks are managed by ELT.
11. Governors were informed that scores should be expected to change in the autumn time when there would be more certainly around the loan repayment holiday, letter of assurance and governor appointments.
12. A governor sought assurance that there was appropriate cyber security insurance, this was provided along with examples of the consultancy and external support to maintain cyber security.

### **Triangulation**

13. H&S link governor confirmed he had met the new manager for health and safety and shared deep confidence in their ability and passion. The board should be assured he had his finger on the pulse and was a capable appointment.
14. All governors were encouraged to join college celebrations, important to set a culture of success and recognising progress. Alastair Thomson had represented governors at the recent student awards night and reported on a positive inspiring experience that was a worthy reminder of the boards purpose.
15. The digital link governor assured the board good work was in place laying foundations and was encouraging by the IT pillar taking positive action to a solution driven approach.

## **SECTION C – ITEMS FOR APPROVAL**

### **Written Resolution(s)**

16. The results of two recent written resolutions were shared. Both had reached a quorate Responses and neither had been challenged.

- a) Annual Accountability Statement
- b) TUPE Pension agreement

17. The use of the accountability statement to drive conversations with stakeholders was encouraged.

18. **Resolved** that both written resolutions be ratified.

### **Audit Committee – Report**

19. Thanks were given to Lucille Knapp at her last meeting, for being an outstanding chair to the committee over a number of years.

20. The Chair informed the board that it had been a positive year for the audit committee. The internal auditors had been impressed with the level of process and control across the college, which was assuring to listen to. Demonstrated that the college is better than it used to be. Internal auditors are a positive critical friend driving improvement.

21. Detail was provided on the increasing cost of insurance which has been reviewed. Renewal of the policy was recommended despite this.

22. Two recommendations were made to the board for approval.

- a) Internal Audit Plan 2025/26
- b) Insurance Cover 2025/26

**Resolved** that both recommendations be received and approved.

### **Curriculum Quality & Standards Committee**

23. The Board was advised that the challenges around growing and diversifying HE, exploring what it could look like in coming years had been explored in detail by HEBOS.

24. It was asked how numbers could be increased, what were we doing to change it. There was a robust debate around a move to high level skills outside of traditional HE. It is important to define our niche and strengths. CQS asked to continue to seek detail on this. It was agreed that mature students doing short or part time courses are an opportunity to diversify and deliver HE.

25. Student governors commented on the need for targeted advertising, the board accepted that advertising about level 4 and level 5 will not connect with young people. Marketing will be critical to tempt people into level 4 and 5 quals, to move students away from thinking university is the only option. Getting offered a place at a university feels like an

achievement itself; a college doesn't have the prestige. The smaller campus is a strength at Moulton.

### **Curriculum Plan 2025/26**

26. It was confirmed that the curriculum plan has been scrutinised by the Committee. Recognised that it was the first time 4cast software had been properly used to include the financial considerations of the curriculum plan. The internal audit of curriculum planning had provided assurance that the process was strong.
27. Governors understood the need for apprenticeships to start in year.
28. The governor challenge regarding the structure of English and maths and some disquiet around it being managed as a support service role rather than a curriculum area was shared. This was agreed to be a risk that would be kept under review. It was confirmed that these cross-college areas would be managed through student services where the co-ordinators sit with the strategy, but the teaching staff will be managed within faculties to make it an intrinsic part of the process.
29. It was agreed that a curriculum strategy is needed to sit above and inform the curriculum plan, with a people strategy and an estates strategy. Some suggestions for the next 5 years were offered by a governor, including AI, careers advice and entrepreneurial skills.

### **Finance and Resources Committee Report**

30. An overview of the year was offered, has been a challenging year as reflected in the paper and landing the year on target remained a challenge.
31. It was confirmed the estate is compliant in all regulatory aspects. The costs of vandalism were highlighted as a growing concern.
32. Harvest has started on 1<sup>st</sup> July, 24 days earlier than last year, but so far the yield was looking pretty good though a risk remained on crops dying before being ready to harvest. due to the significant dry weather.
33. The IT update and progress had been refreshing, showing positive action and progress.
34. Sustainability a challenge remained to deliver at sufficient pace, creating and maintaining momentum across the college. There was a broad team in place with external support and an action plan for the new year. Greater detail had been sought in the action plan objectives.
35. The budget, forecast and CFFR plans were scrutinised and all papers and areas had been reflected on. It was recognised that it remained tight, and a good position would be to have an improved cash position by the end of July 2026.
36. The board was updated on the refinancing deal and the opportunity that had been secured to seek an extension of the loan repayment holiday, to preserve cash within the college, to invest in college. The request needed to be made before 31st July 2025. It was confirmed we would only ask for an extension, there was no mechanism to change any other terms of the loan.

37. It was asked what the impact of the financial health score being low was on the college. It was explained that if we go back into inadequate, the college would be likely put into a Structure and Prospects Appraisal (SPA) process, with a complete management restructure and potential merger. Highlights the importance considering careful releasing of assets to secure and improve the future for Moulton college.
38. Following the lengthy discussion governors were asked to approve the papers that had been shared.

**Resolved** that the:

- a) 2025-26 Annual Budget and 3-year financial Plan
- b) CFFR
- c) Sexual Misconduct and Harassment Policy
- d) Financial Regulations
- e) Anti-Fraud and Bribery Policy

each be **approved**.

39. Governors offered a huge thank you to Ashley, who has been an outstanding chair willing to take on the responsibility when the college was hovering around insolvency.

**Search and Governance Committee**

40. A summary papers was shared listing the changes to the below documents that were being recommend for approval by the Search and Governance Committee.
41. Governors' attention was brought to the proposed creation of a strategic transformation group. To be formed of significant stakeholders to inform and challenge the board's strategic thinking and vision for the college.
42. The second key point discussed was a change to enable the direct recruitment of a Chair to the Corporation from external candidates and board members.
43. The external review of governance was reviewed and accepted for publication, though governors agreed that significant progress had been made since the review.
44. It was **resolved** that all of the following be **approved** as presented:

- a) Creation of a Strategic Transformation Group
- b) Meeting Dates and Schedule of Business
- c) Instrument and Articles, Standing Orders and Terms of Reference Review
- d) Committee Composition
- e) Governor appointments
- f) Governor Code of Conduct
- g) External Review of Governance

**Policies**

45. Two policies had been shared with governors in advance of the meeting for review and comment. Both were considered for approval.
- a. Fire Policy
  - b. Health and Safety Policy

46. It was asked that if someone has a personal evacuation plan checks are made that they are aware of their plan and have an opportunity to practice in an evac chair so they know what to expect in an emergency.

47. It was **resolved** that both policies be **approved**

## **Deeds and Contracts**

### **Higham Lease**

48. Approval sought to renew the subleases for the small industrial units and office at Higham Ferrers site. The current leases expire in August of this year. Looking to renew leases, on current terms, with a small increase in rent for our tenants.

49. It was explained that the agreements were under legal review at the time of meeting. For timeliness governors approval was being sought, subject to no material changes to the existing agreements, with delegated authority for the Principal and Chair to sign and seal the deed. All to align with the lease the college has for the total site, with the Duchy until 2031. To break our lease early with the duchy would come at significant costs to buy out the lease plus any dilapidation costs, but there is a conversation to have if we are able to identify a replacing tenant. Discussions have not yet been had. Revisit in the new year. It was asked if dilapidations were being accrued for over the course of the lease, no will be accounted in 2031. F&R to review this **(action)**. Also a question about what we deliver from that site, for how long and why as it is running at a cost.

50. **Resolved** that the subleases for the small industrial units and office at Higham Ferrers site approved with delegated authority for the principal and chair to sign and seal the deeds.

## **PART 2 – TO BE RECEIVED FOR INFORMATION AND COMMENT**

### **SECTION D – COMMITTEE REPORTS**

Governors confirmed receipt of the below for their information and comment.

#### **Audit Committee**

##### **a. Minutes 16 June 2025**

- Health and Safety Report
- Internal Audit Reports
- External Audit Plan

#### **Curriculum Quality & Standards Committee**

##### **a) Minutes 17 June 2025**

- Safeguarding report
- QIP update
- KPI Report
- Learning Walks Report

#### **Finance and Resources Committee**

##### **a) Minutes 30<sup>th</sup> June 2025**

- Recruitment Update
- IT Position Report and annual plan
- Estates Position Report and annual plan
- Farm Position Report and annual plan

- Sustainability Position Report and annual plan
- HR Report
- P10 Management Accounts

#### **SECTION E – CLOSING ITEMS:**

##### **Any other items of urgent business**

Thanks were given to all for a strong year of governance.

**Date and time of next Meeting:** 25<sup>th</sup> September 2025

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