

**Minutes of the Corporation Board meeting
9 July 2025
Boardroom, Bedford
14:00**

Members Present: Alasdair Simmons (Chair)
John Butcher
Richard Dimpleby
Lee Fellows
Luke Ferebee
Yiannis Kouris (CEO)
Titus Logan
LJ Rawlings
Sheila Selwood
Kasar Singh (online)
Leona Tiribabi
Shaun Wilson
Cliff Wragg

In attendance: Sarah Baxter (Executive Director of Strategy & External Affairs)
Vicky Chainey (Interim - consultant)
Tracy Cowan (Chief Operating Officer)
Gulam Fatima (Chief Financial Officer)
Sara Gonzalez (Senior Governance Coordinator)
Clare Hood (Executive Director Education)
Jessica Leech (Executive Director Student Experience & inclusion)
Rachel Nicol (Group Director Governance) (minutes)
Robin Webber-Jones (Executive Director of Curriculum)

C/43/25 Apologies for absence and declarations of interest

Apologies Ann Harris, David Moran, Noor Nazir.

Yiannis provided an update on the attendance of Executive members.

Declarations of Interest: Tom Dove-Wallington resigned on the 2 July 2025

C/44/25 Matters arising not covered elsewhere on the agenda and action log

The Action Log was introduced by the Chair; the following actions were requested:

Chair approved 16.07.25
Corporation approved 22.10.25



- Item 39: The balanced scorecard is being presented can be closed.
- Item 73: Resources Committee confirmed the action could be closed.
- Item 74: SPH, agreed in Governance to amend the date to November.
- Item 93: Communication between the Board and subsidiaries (update date to March 26)
- Item 109: Agreed to close
- Item 111: Strategic map, bring in Autumn (agreed to close)
- Item 112: Date moved to October 25 board meeting.
- Item 120: Buddying and mentoring, agreed to close. Governors present agreed to be mentors to newer governors.
- Item 122: Close
- Item 125: Chair to have conversations (leave open)
- Item 126: Link governor role descriptions, (close, generic role description in place, more detailed guidance
- Item 129: September session, needs to remain open.

CEO's report

C/45/25 CEO's update

The report was taken as read and questions invited.

[minute redacted due to confidentiality and commercial sensitivity]

The Board discussed the needs to understand the roles played by different parties. The strategy map will encompass the Universal work. The likelihood of being successful in the bid to become a technical college and DfE timetable was raised. Partnership work may be possible.

The Board congratulated individuals in TBCG on the Pearson teaching awards.

The CEO provided highlights on the year in terms of student numbers, progression, restructure, development of curriculum strategy, NEET provision, sound financial management, increase in stakeholder engagement, Ofsted inspection, improvements in safeguarding and health and safety, inaugural HE graduation, development of logistics college and plans to launch e sports.

The CEO recorded thanks to the Executive for hard work and commitment to communities and to the Board for their support.

Governors noted the contents of the report and approved that the report provided assurance.



C/46/25 Balanced Scorecard 2024-2025 Q3

The report and balanced scorecard were taken as read. The Executive summary had outlined areas of concern and matters had been discussed in committees.

The Board was pleased with the presentation of the report.

It was raised as to where health and safety is managed. This will be added for future monitoring under Sustainability.

It was highlighted that 79 apprentices from Marshalls are included in the actuals but not in the targets thereby flattering the KPI.

The Board noted some disappointing results in Quarter 3 but understood the reasons.

Governors were encouraged to attend the self-assessment review meetings (“SARs”) at the beginning of the academic year to enhance their understanding of the internal processes.

ACTION: *SAR plan is for 3 weeks from 23 September and will be shared with the Governance team so that governors can select ones they would like to attend.*

The Corporation approved that the report provided assurance.

C/47/25 Presentation of Balanced Scorecard 2025-2026

The report was taken as read. The number of KPIs has been reduced to 36 and the front sheet summarises the position against pillars. An additional pillar for transformation has been added. An explanation of RAG rating was provided.

Discussion included:

- Weighted scores and differentiation between something good and bad, suggested to move to scoring of 5,3,1.
- Potential for override for an individual item to avoid losing a single score distorting a section rating.
- Support for inclusion of the 6th form ALPs scores but noting the current low position.

The Corporation resolved to approve the KPIs and targets for 2025/26.

Educational Leadership

C/48/25 Curriculum & Quality RAG rated report 16th June 2025



The Chair of C&Q took the Rag rated report as read.

Highlights included:

- An overview of quality of education, it not being where it needs to be but with confidence that the management team are addressing issues.
- discussion on the 6th forms not being rated but outlining the work being done.
- Subcontracting policy is recommended for approval (separate paper being presented)
- Local groups will continue for another year and continue to be monitored.
- Reset programme introduction and the intended impact on NEETs (those not in employment, education or training)
- Stakeholder feedback and need for further work with parents.

Questions raised:

- Assurance requested and given that staff recruitment is on track for the next academic year. The number of vacancies is reducing, timing between offer and recruitment has improved, market supplements have been introduced to support recruitment in areas where there are difficulties recruiting. Executive Directors Curriculum and Education are aware of the areas where staffing may pose difficulties and are addressing issues.
- Performance and business reviews pick up resourcing issues to ensure they are managed.

Assurance was given that the College is in a much stronger position than in previous years.

C/49/25 Quality of Education (including Quality Improvement Plan (“QIP”))

The Executive Director Curriculum presented the report on behalf of the Executive Director Education.

L2 and L3 qualifications are waiting for some results.

Performance review 9 meetings have concluded and have focused on predicted achievement and readiness for the next academic year. Work is being done to define head of school roles and around expectations for SAR and QIP setting.

Qualifications have been completed as planned; 10,541 claims with 8,112 in motion plus A levels.

The updating and completion of the QIP has been challenging with a further review due at the end of July.

Apprenticeship achievement is expected to be circa 62%, better than previous year but not meeting target or expectations (67%) or likely to be where other colleges sit. Work being done around processes was outlined but gaps in staffing have provided challenges. Further work is being done to ensure data is accurate and informs decisions.

The Board explored further the reasons for achievement levels, including some legacy learners, lack of planning for assessment and performance management as well as breadth of provision.

With January results less than expected, what level of confidence do we have in predicted achievement? Work has been focused on exam readiness, preparation for exams, training, accountability and performance management.

Anecdotal evidence was provided that themed learning clinics and competency-based programmes are being used effectively.

Further information was requested and provided on a visit to an outstanding sixth form out of region.

ACTIONS: *Deep dive on Apprenticeships in 6 months' time (Feb / March) to check progress with Group Director Apprenticeships in C&Q. English & maths deep dive in November C&Q*

The Corporation approved that the report provided assurance.

C/50/25 Safeguarding update

The Executive Director Student Experience and Inclusion was welcomed to her first Board and introduced the paper.

Highlights were provided and endorsed by the Link Safeguarding Governor including:

- 16% rise in number of FT students stating they feel safe.
- Progress with CPOMs and lock down.
- The terms of reference for the safeguarding committee have been updated for statutory updates.

Processes around safeguarding; assurance on the rating was requested and provided. The interim Executive Director of Student Experience & inclusion was thanked for her contribution to this area.

ACTION: *To streamline the supplementary guidance for the Safeguarding Link Governor with the terms of reference (JL with liaison with RN)*

The Corporation approved that the report provided assurance.

C/51/25 Curriculum Strategy approval

The Executive Director of Curriculum provided an outline presentation on the proposed Curriculum Strategy (which had been viewed at C&Q Committee and recommended for approval)

Key points included:

- Intention
- Key features
- Reflection points
- Overarching aims

The Strategy will be launched internally and externally with KPI achievement being monitored in C&Q.

Questions included:

- The correlation between Student experience and Curriculum strategy, particularly in respect of the development of character capital.
- Changes to the apprenticeship levy and ability to use for short courses.
- Embedding of safeguarding and prevent within the Curriculum and how this might fit with student experience and tutorials.
- How the curriculum will meet the challenge to develop critical thinking in the context of AI.

Student governors provided insight into their experiences and future plans.

The Corporation resolved to approve the Curriculum Strategy and supported the next steps.

C/52/25 Corby Sixth Form recruitment

The Executive Director Strategy & External Affairs provided a report with a reflection on the planned numbers and relationship with demands and needs in planning for the Corby Sixth Form (CSF).

Research is being undertaken to test the perceptions on CSF and to receive intelligence on current and future numbers.

Governors and members of the Executive provided further insights into the project proposal, analysed how projects are assessed and lessons learnt to ensure business cases are properly updated in the future. Accountability is being established and is supported by in built tension in targets at Executive. There is confidence in the marketing activity but with further work needed to explain why this is not translating into applications. Further discussion centred on the current breadth of curriculum,



impact on student experience and resources. Research will inform planning for future years.

The Corporation noted the report.

Community Leadership & Reputation

C/53/25 Stakeholder engagement – media stories

The Executive Director of Strategy & External Affairs took the report as read. The paper included themes from social media activity as well as good news stories.

Response and management of negative social media engagement was raised. There is a national trend relating to negative and divisive comments (particularly around postings on cultural events) Work being done was outlined. [minute redacted as confidential and commercially sensitive]

ACTION: *The Executive Director Student Experience and Inclusion will be looking at Freedom of Speech and reporting back on findings / actions.*

The Corporation noted the report.

C/54/25 Stakeholder engagement – upcoming events

The Executive Director Strategy & External Affairs took the report as read. The list of events was highlighted. Governors will get invites to events and were asked to notify the Governance team if there are any they would particularly like to attend.

The Corporation noted the report.

Sustainability

C/55/25 Resources RAG rating report 23rd June

The Chair of Resources introduced the RAG report and highlighted the desire to avoid a duplication of discussion by providing a detailed report and members of the Committee being happy to have a conversation.

It was stressed that the RAG rating indicated the confidence in the management team taking action rather than the overall risk.

C/56/25 Transformation Plan update

The Chief Operation Officer (“COO”) took the paper at read and explained the presentation.

The Chair had highlighted a couple of areas that had not transferred over and will pick up relevant points outside the meeting.

The Board was positive about the diagrammatic representation of the plan.

ACTION: *The COO will review the alignment of the areas presented and provide RAG reporting on future updates to the Board.*

The Corporation noted the report.

C/57/25 Health & Safety report and policy approval

The COO introduced the paper. A Head of Health and Safety was appointed in February and highlighted the gap analysis.

The Link Governor Health & Safety had highlighted an area of legal non-compliance but confirmed a rectification plan is in place which is funded and considered realistic. Conversations have taken place as to how issues are identified and escalated to ensure board accountability. The question was raised as to what the steps will be if mitigation actions are not effective.

A discussion took place on setting expectations and parameters for reporting. The Chair outlined the plan for work cycle and reporting to be taken forward in the Autumn term.

The Corporation approved that the report provided assurance.

The Corporation resolved to approve the Health and Safety Policy Statement and authorised the Chair to sign it on their behalf.

C/58/25 Management accounts

The CFO took the report as read. The cash position has increased due to a cash payment received in June from DfE to cover the next 3 years of capital investments.

The cash KPIs were raised, with an agreement to change from an absolute cash KPI and replace with cash days in hand (a relative measure).

The Corporation approved that the report provided assurance.

C/59/25 2025/2026 budget and 3-year financial strategy

The report was taken as read and updated the Corporation following their discussions in May and those at Resources Committee in June.

Discussion looked at the principles on which the budget was set, the assumptions (such as group sizes and how realistic) and the impact of the transformation plan. The Chair highlighted the intention to sell St Marks in Corby. The intention is to reinvest the funds into capital projects in line with MPM requirements.



The Corporation resolved to approve the sale of St Marks, subject to oversight (Resources Committee) to ensure the best price is received and is properly reinvested.

The Corporation was made aware of the re tender of the insurance and the HR system. Provision in the budget but noted the 3-year costs exceed the CEO's authority to approve the expenditure so this will require Board approval once finalised.

ACTION: The CFO will report to the Board in due course the actual costs for the insurance contract and the HR system and seek board approval.

The Corporation approved that the report provided assurance.

The Corporation resolved to approve the budget for 2025-26.

C/60/25 Subcontracting arrangement proposal

The Executive Director Curriculum took the paper as read and confirmed that the paper had also been scrutinised by the C&Q Committee.

A question was raised over SSG achievement rates and their decline. No further adult subcontracting is planned next year for SSG due to the funding reduction.

The Corporation resolved to approve the proposed use of partner organisations in 2025-2026 as listed in the report.

The Corporation resolved to approve the subcontracting and partnership management policy, including fees and charges submitted alongside the report presented subject to the addition of an additional statement relating to Health & Safety.

C/61/25 College financial health assessment

The CFO took the paper as read and governors considered the paper very useful in setting out the methodology for funding formulas.

A question was raised on whether the sensitivity analysis could be expanded to be linked to the principal risks. It was explained that the current illustrations were based on specific examples given in the Resources Committee.

Consideration will be given to further scenario planning to support budget planning in the future.

The Corporation approved that the report provided assurance.



Assurance, Governance, Regulatory & Compliance

C/62/25 Audit Committee RAG rating report 3rd June 2025

The Chair of the Audit Committee introduced the RAG rated report and focused on the Risk Register.

The Internal Audit Strategy was recommended for approval, subject to approval of the Risk register.

The Executive will produce scopes for internal audits and following discussion it was confirmed that these will be approved by the Audit Committee Chair going forward.

The Chair highlighted the areas where there was less assurance at the Committee and the action being taken.

C/63/25 Risk Register and policy approval

The CFO introduced the report and outlined the work done at Executive and at the Audit Committee.

Risk training has taken place at Executive level and it is planned that risk management will be live, with risk owners attending the Audit Committee

Next steps will include looking at the number of risks as well as the risk appetite and alignment of the balanced scorecard and the risk register.

Discussion focused on how the scores were arrived at, the split between operational and strategic risks, how this is articulated and the need to understand the process by which operational risks become strategic and are articulated as such. The difference between risk management and issue management was raised. The general consensus was that once the model matures and the process is embedded detailed risk register review will primarily take place in the Audit Committee.

The Corporation noted the progress made since the March 2025 meeting, including completion of the first phase of implementation with support from RSM.

The Corporation approved the updated Risk Management Framework (Annex A) and noted the current Strategic Risk Register (Annex B).

C/64/25 Governance Committee RAG rating report, Governance update and approvals on recommendation of committees

The Chair of the Governance Committee introduced the RAG rated report and focus of discussions.

The Chair introduced 7.3d, the committee structure proposal with Richard Dimbleby to chair Governance and Lee Fellows to chair Remuneration.

Varsha Mistry & Kasar Singh to join the Audit Committee for 2025-26, making room for new governor appointments.

Recruitment and panel recommendations were discussed following interviews. The Governance Committee recommended the Corporation offer four (4) full governor positions and two (2) co-opted members. This way the Board will be balanced, having both local and national individuals with a mix of FE and commercial experience with suggestions on committee membership as follows:

- Justin Richardson (C&Q)
- Mandy Crawford Leigh (C&Q)
- Karen Sanders (Resources)
- Alan Carvell (Audit)

New co-opted members (time period considered: 2 years)

- Alice Wilby
- Jon Lever

2025-2026 meetings calendar was reviewed and final dates were amended:

- Audit Committee to be moved to the 2nd December 2025
- Strategy days to be moved to the 22nd – 23rd January 2026
- C&Q Committee to be moved to the 16th June

ACTION: *Chair to confirm appointments to the recruitment consultant to contact candidates.*

A number of items were presented to the Corporation within the Governance update for decision following recommendations of relevant committees.

The Corporation resolved:

- [Resolution redacted due to confidentiality]
- **To note the approval of the Resources Committee of the Pensions Statement on the exercise of discretionary function in connection with the Local Government Pension Scheme (“LGPS”)**
- **To approve the Internal Audit Strategy for 2025-2026 on the recommendation of the Audit Committee (subject to the Corporation’s approval of the Risk Register (Annex B)**
- **To approve the Financial Statements Audit Strategy to manage the 2024-2025 audit and re-appointment of Buzzacotts as the Financial**

Statements Auditor on the recommendation of the Audit Committee (Annex C)

Further:

- **The Corporation resolved to endorse the appointments of Ruby Emenalor and Utsharja Bhandari as Student Governors for 2025-2026.**
- **The Corporation resolved to endorse the appointment of Mike Foster as a Staff Governor from 1 August 2025 to 31 July 2027**

The Corporation resolved to make the following appointments of external governors from 1 August 2025:

- **Mandy Crawford-Lee**
- **Justin Richardson**
- **Karen Sanders**
- **Alan Carvell**
- **Alice Wilby (co-opted, local member for Tresham C&Q)**
- **Jon Lever (co-opted)**

The Corporation noted the following retirements:

- **Tom Dove-Wallington (on 2 July 2025)**
- **Dennis Buckley as a co-opted member of the Audit Committee on 31 July 2025 but remaining on the CBC local group.**
- **Cathy Barr as a co-opted member of C&Q but remaining on the CBC local group.**

The Corporation formally resolved to endorse the committee structure, chairs and link roles.

The Corporation noted that Sheila Selwood is retiring from the Board after a decade. Formal thanks were recorded for Sheila's significant service.

The Corporation formally noted and recorded thanks to all retiring non-executive directors of BCS Limited including: Simon Cox Phil Gudgeon James Hayter.

The Corporation noted one written resolution since the last governance report in March:

- **09.04.25 To approve Gulam Fatima as a non-executive director of BCPS Limited**

The Corporation noted the update to the sealed contracts register.



C/65/25 Minutes of previous meeting

Minutes of the meeting held on 21 May 2025 were approved as an accurate record of the meeting.

C/66/25 AOB

There was no other business discussed.