

## BOARD OF GOVERNORS

### MINUTES OF THE MEETING OF GOVERNORS HELD ON THURSDAY 4 DECEMBER 2025

**MEETING COMMENCED: 5.00 pm**

**MEETING ENDED: 7.15 pm**

**PRESENT:** Denys Rayner (Chair), Andy Berry (AB), Helen Stapleton (HS), Nick Skyrme (NS), Alan Hunt (AH), Mike Westlake (MW), Beverley Hawkins (BH) (from 6.15 pm), Leanne Mills (LM), Tim Rideout (TR), Jane Viner (JV), Ros Wyke (RW), Mel Squires (MS) (on Teams), Andrew Fowler (AF), Emma Hawkes (EH), Lyndon Brett (on Teams)(LB), Munashe Chapisa (FE Student Governor)(MC), Samuel Witts (HE Student Governor) (SW), Mark Cox (MC)

**IN ATTENDANCE:** Marcus Holder (MH), Louise Rowley (LR), Matt Tudor (MT), Isabella Byrne (IB) and Katy King (note taker)

**G.03.27.26 WELCOME AND APOLOGIES FOR ABSENCE**

DR welcomed everyone to the meeting.  
Apologies were received from Craig Middleton.

**G.03.28.26 DECLARATIONS OF INTEREST**

There were no declarations of interest relevant to the meeting.

**G.03.29.26 MINUTES OF THE MEETING HELD ON 11 SEPTEMBER 2025**

The minutes of the meeting held on 11 September 2025 were reviewed and agreed to be an accurate record of the meeting.

**G.03.30.26 MATTERS ARISING**

The actions from the meeting were reviewed and confirmed as completed.  
DR confirmed he met with Local College Board Chairs, and commenced the process of regular review meetings, and further meetings will be scheduled three times a year to receive feedback from the Local Boards.  
Confirmation that SMART targets for the operating plan are being reviewed, and a further review will be made at the March meeting of the Board.

**G.03.31.26 GOVERNANCE UPDATE**

Chair's Actions – IB noted approvals signed off by the Chair on the Board's behalf since the last meeting as follows:

Merger grant - claims for merger costs, totalling £588k. Approved virements between cost categories within the merger cost grant, nil cost.

Internal orders - Approved for cleaning by Corporate Services Limited, £1.5m for 25/26 and for estates by Corporate Services Limited, £1.3m for 25/26.

External orders/ Contracts - contract for Microsoft Licence, £215k for 25/26 and order for rental of 5 Houses of Multiple occupation, £247k for 25/26

Legal Charge - Signed the DfE legal charge over Bridgwater College as per merger

transaction (previously agreed by Board).

MH confirmed these transactions conform with the Financial Regulations. The Board noted these transactions.

Board Membership – IB reported the Search Committee has met three times since the last Board meeting to discuss succession planning and additional appointments. All Local College Board appointments have been approved by the Search Committee.

Membership of Sub Committees will be increased over the coming months, and these appointments will be considered by the Search Committee.

Three new potential Board members for the Group Board have been met and will be considered for appointment in the new year.

A targeted recruitment plan for further Group Board members will be made over the coming months in order to ensure that we have the right balance of skills across the Group Board.

DR highlighted the importance of having more Board members on the Committees, to ensure robust scrutiny, and this will also allow more capacity in the full Board meetings for strategic discussions.

Governance Action Plan 2025/26 – IB noted the updated action plan which had been circulated prior to the meeting. It was noted an earlier version had been circulated and IB would ensure Governors receive the latest version. If Governors have questions or comments it was agreed they would contact IB.

**ACTION: IB to provide most up to date version of Governance Action Plan 2025/6**

The updated Governance Action Plan 2025/26 was noted.

Scheme of Delegation 2025/26 – IB noted the Scheme of Delegation which has been updated further since the merger on 1 August. Further updates will take place once the next Strategic Plan is finalised after the January residential event for the Board.

JV asked how we link KPIs to the Board and to Committees to ensure these groups have accountability, and whether these should be incorporated within the Scheme of Delegation. It was agreed that IB would review further to incorporate KPIs linked to Board and Committees.

**ACTION: IB to review incorporating KPIs linked to Board and Committees.**

AB noted that there have been changes required as part of the merger process, and the Scheme of Delegation will evolve and develop further over the coming months and will be reviewed regularly by the Board.

JV commented on approval at this stage being dependent on regular updates and reviews. IB confirmed there will be an annual review.

The Board approved the Scheme of Delegation.

Annual Report of Audit Committee – BTC – The Annual Report had been circulated prior to the meeting. HS provided an overview of key information within the report, which summarised key work of the Committee over the past year. HS noted there is nothing of concern, and the report is presented to the Board for

approval. DR invited questions. JV asked about the content of the table, actions from whistleblowing, and whether these are low or medium risks. MH confirmed this was an advisory audit, and there were no causes for concern, so these would be rated low.

The Board approved the report.

Annual Report of Audit Committee – Strode – The Annual Report had been circulated prior to the meeting and had been reviewed in detail by the Audit Committee, and was recommended for approval to the Board.

The Board approved the report.

Self-Assessment of Regularity Questionnaire – The questionnaire had been circulated prior to the meeting for review by the Board. AB noted the importance of this document ensuring compliance for the prior financial year.

JV asked about the phrase ‘professional advice is always taken’ under special payments, and asked that it be clarified who this advice is taken from. MH confirmed it was Eversheds who provided this during this period. DR requested the Board approve the questionnaire. The Board approved the questionnaire.

#### **G.03.32.26 CHIEF EXECUTIVE’S UPDATE**

AB had circulated a written update prior to the meeting. He noted key points within the report, as well as further updates since the time of writing.

AB noted a restructuring process taking place in some support departments where there is overlap between BTC and the previous Strode College. This process is due to conclude by the end of term, and is largely a change of conditions or working location, to ensure that the structure of these departments fits for the newly merged Group.

AB noted the Board Strategic Planning residential event in January 2026. He confirmed that the Group SLT and SMT have been working to shape proposals for the next Strategic Framework for the College Group. It will include a review of vision, missions and values. He noted strategic planning to date has considered changes to legislation and policy, and ensuring the Group is meeting these needs and moving in the right direction to support its students, the communities it serves, and the local skills need.

AB noted delays to the outcome of the application for degree awarding powers with the Office for Students, which is now due in March 2026. Strategies are being put in place to minimize impact on students and the application process through UCAS. LR confirmed she had met with OfS to challenge these further delays. TR noted the frustrations with the process, and agreed the actions taken to date were appropriate. AB noted the high numbers attending the recent Open Evenings at each College. These had been successful in securing applications, across all four Colleges. The open morning at Cannington had equally been well attended.

AB noted that the Group has been shortlisted as Apprenticeship Provider of the Year at the national Apprenticeship and Training awards, with an event in early March to announce the winners.

AB reported that the outcome of the recent Queen’s Anniversary Prize submission is due in the next few weeks, and there are six places to be awarded for funded exchange programmes in the latter part of 2026. This will focus around nursing provision if successful.

AB invited questions. TR commented on opportunities created by challenges in productivity across the UK. He specifically raised how we can ensure we are as

productive as possible, and ensure that we have as much capacity as possible in order to focus on value added and reduce time spent by staff on bureaucracy. AB noted that digital is likely to be elevated within the strategic plan and addressing how we strengthen digital transformation to ensure that focus is given to how we maximise opportunities in this area. AB highlighted the use of data tools and harnessing AI more effectively in order to draw out comparative reporting across the Group, which can be utilised in order create efficiencies.

LM asked whether there has been increase in A Level interest. LR confirmed an increase in student numbers in A Levels at Bridgwater, and Strode College met its target. She noted the introduction of V Levels and how this may impact provision going forward.

The Board noted the Chief Executive's Update.

### **G.03.33.26 CURRICULUM UPDATE**

BTC SAR 2024/25 – The SAR had been circulated prior to the meeting, and had been reviewed in detail by the Quality and Standards Committee earlier in the term. LR noted that there is a separate SAR for BTC and one for Strode College for 2024/25.

LR noted the grading within the SAR which was rated as outstanding, and that this document will be uploaded before the end of term to Ofsted. Final achievement data matched or exceeded targets which had been set.

Strode SAR 2024/25 – LR noted the Strode SAR which had been reviewed by the Quality and Standards Committee earlier in the term.

LR thanked Governors who had attended the Quality and Standards Committee meeting to review the SAR documents, and the value of the scrutiny during this meeting. Grades had been considered in detail for the SAR, and these were also informed from discussions at both the Local Board, and the Quality and Standards Committee. The requires improvement grade provides an opportunity for development moving forward as part of the new College Group.

Safeguarding has been noted as meeting requirements across the Group.

LR noted work undertaken on data in order to develop targets for the coming year, both at a Group level and at a College level, and thanked the VP for Curriculum and Quality who had worked hard to provide accessible data reports for SMT.

LR invited questions. JV noted on page 20 of the BTC SAR the final bullet point relating to ethnic groups achievements does not have specific actions for improvement. LR noted the point and would review. JV commented further that on page 27 of the BTC SAR, relating to data around students with high needs, there are fewer specific data on achievement and attendance in this section. LR confirmed the data is available and should be within the report. LR noted the point and would review and check.

**ACTION: LR to review data and actions and ensure these are clear within BTC SAR.**

NS noted he had been unable to attend the Quality and Standards Committee, and had subsequently reviewed the SAR documents in detail. He noted the Strode SAR has fewer details and explanations for data, and suggested that more robust explanations against data outcomes might be required in order to provide clarity and on the actions which will be taken to address areas which did not meet target. He suggested that it

may be useful to make reference to the Quality Improvement Plans which have been drawn up in response to the SAR. AB agreed it may be helpful for these points to be reviewed prior to uploading the SARs to the Ofsted portal and LR would review the document. TR noted the importance of contextualizing the data, and an opportunity to highlight areas for actions and where improvements can be made. AH noted that the Q&S Committee's review of the data for the Strode SAR focused rightly on how to move forward and make required improvements.

AF commented on the style of Strode SAR, which had less contextualization of the data, noting it was due to those writing the SAR not having been directly involved in provision during that period.

The Board noted the SAR documents for both BTC and Strode, and that these would be uploaded to the Ofsted portal before the end of this term.

**ACTION: LR to undertake further review of the Strode SAR.**

Current In-Year Position 2025/26 – LR had provided a written report prior to the meeting, and highlighted key information. She provided an update on T Level recruitment, and on qualification reform. A new business cycle including the curriculum planning is being worked on in order to streamline and improve further the process for approval and planning.

LR invited questions and comments. There were none. The Board noted the report.

LCKA Due Diligence – LR presented the due diligence report for London Community Kitchen Academy. This is not a formal requirement, but was undertaken as best practice. LR confirmed this process has been completed, and all of the requirements of the due diligence had been met. LR requested approval of the due diligence. From this due diligence an audit was undertaken and an action plan drawn up to address any areas requiring further improvement. The Board approved the due diligence report.

#### **G.03.34.26 LOCAL COLLEGE BOARD UPDATES 2025/26**

Chairs of Local Boards gave an update on the first meetings which took place earlier in the term.

Bridgwater LCB – MW confirmed the first meeting had not included any external governors, but subsequently appointments have been made. MW is working with Principal of Bridgwater College in order to plan the further meetings during this academic year.

Cannington LCB – MC noted that MS Chaired the first meeting, and there were no external members present, and was more an opportunity to shape the Board going forward. MC noted that four community prospective members have been approached and staff and student members have been appointed. MC noted the energy and input of staff and students at the Cannington Open Day. He noted that the Principal is settling in well to the new role. MS commented on the high quality of the papers and the value of the reports in supporting understanding of the work of the College.

Strode LCB – TR reported on the first meeting, which similarly did not include external members. These will be in place for the term two meeting, and will include local businesses and schools. TR noted the importance of the Board supporting with areas of action required within the College, and receiving data on observations and deep dives which will assist the Board in supporting the Principal in developing the College further. TR noted the new build at Strode College, funded by the DfE, and the progression with this, which is due to be completed by September 2026. TR noted the

success of the introduction of RAG day to Strode College, and student involvement in fundraising.

Taunton LCB – NS reported on the first meeting, two external members joined, one from business. He noted the impact the new Principal is having since appointment in September. The Assistant Principals provided useful information and data to the meeting for review. The identity as Taunton College is being well received.

The Board noted the updates from each of the Local College Board meetings. AB noted the importance of the Local Boards, particularly the Chair and the Principal reflecting on each College's unique vision, but linking also into the Group. NS asked that as part of the strategic planning process, consideration is given on estates strategy and likely levels of funding available.

AH noted the importance of the Chairs of Local Boards joining the Quality and Standards Committee meetings, to bring Group wide coherence.

**ACTION: Strategic Residential event in January to include Estates Strategy and funding.**

#### **G.03.35.26 FINANCE UPDATE 2024/25**

Final Management Accounts – BTC – MH noted the final management accounts had been circulated prior to the meeting, and had also been scrutinized by the FPGP Committee earlier in the term. MH noted key points within the management accounts. Income was 6% higher than the prior year, mainly due to 16-18 income and grant income. Pay was 9% higher than the prior year, due to the pay award and increases in employer National Insurance contributions, non-pay was 3% lower than the prior year, mainly due to reductions in utility bills.

EBITDA increased on the prior year, at 5.8%, just under the suggested minimum of 6%. CapEx was £1.6m, capital grants received were £2m to improve buildings. MH confirmed the merger loan from the merger with Somerset College in 2016 was paid off, on expected timeline.

MH noted met all DfE benchmarks.

The Board approved the final management accounts for BTC for 2024/25.

Audit Findings Report – BTC – MH noted the report had been circulated prior to the meeting. He noted the report was unqualified, meaning there were no issues for concern. Pension asset grew during the year, not transferable to balance sheet. Canonsgrove was revalued during the year, as per requirements of the auditors. The Board noted the audit report had been scrutinized in detail by the Audit Committee and recommended it for approval by the Board. The Board approved the Audit Findings Report.

Financial Statements BTC – MH presented the financial statements which had been circulated prior to the meeting. He highlighted key information within the report. NS noted the work of the Finance team in bringing the financial statements to publication, and recorded his thanks to staff who had been involved in this. DR confirmed thanks of the Board to the Finance Team. MH confirmed the financial statements had been scrutinised in detail by the FPGP Committee at its recent meeting. The Board approved the Financial Statements for BTC for 2024/25.

Final Management Accounts – Strode – MH noted the final management accounts for Strode College had been circulated prior to the meeting. He highlighted the key information within the accounts. He noted the increased

income, due to the addition of London Community Kitchen Academy. Financial health was within two of the six benchmarks, and those not met related to liquidity, as expected. AB noted the significance of LCKA in relation to income for Strode College during 2024/25. NS asked about debtor amount relating to LCKA at year end, and asked for assurance on this. MH confirmed this would be realised. MH noted that the FPGP Committee had scrutinised the management accounts during its recent meeting. The Board approved the final management accounts for Strode College for 2024/25.

Audit Findings Report – Strode – MH confirmed this was an unqualified audit, with no issues for concern noted. This had been circulated to the Board prior to the meeting. MH highlighted key information within the audit findings report. MH confirmed the Audit Committee had reviewed the report in detail at its recent meeting. The Board approved the audit findings report as presented.

Financial Statements – Strode – MH noted the financial statements for Strode College, and highlighted key information. He confirmed the FPGP Committee had scrutinised these in detail at its recent meeting. He asked for Board approval to these, and the Board approved the Financial Statements for Strode College for 2024/25.

#### **G.03.36.26      PROGRESS UPDATE 2025/26**

Operating Plan 2025/26 – The operating plan for 2025/26 had been updated with progress to date and circulated to the Board. MT highlighted key information within the plan. Student outcomes so far include 96% of students state they are enjoying their course. MT noted that UCS College Group is the largest provider of apprenticeships in England.

MT highlighted in the operations strand, the successful securing of local authority investment at Crockers.

MT confirmed all employers of students at NCfN will purchase iPads for their apprentices, rather than the College having this cost.

MT noted the way in which the operating plan is presented will be reviewed as part of the new strategic planning cycle, to make it more accessible for tracking to KPIs and targets.

The Board noted the update to the Operating Plan

KPIs 2025/26 – The update to the KPIs for the year were noted.

Group Management Accounts to October 2025 – MH highlighted key points within the Group Management Accounts to the end of October 2025. MH noted that the forecast has been adjusted and will replace the budget previously approved by the Board.

JV raised a question in relation to page 8, and about forecast outcome being materially different. MH clarified that this relates to all of the assets of Strode College being transferred to the new Group, and requiring to be revalued. He confirmed this will not have any impact on the overall position.

AB noted the reforecast, and why it is required at this point given merger and some adjustments required as a result.

MW and RW noted the local and regional context in relation to education related funding.

MH requested approval of the forecast replacing the previous budget.

The Board approved the reforecast budget as presented.

#### **G.03.37.26 MINUTES OF COMMITTEE MEETINGS**

The minutes of the Committee meetings for term one were ratified:

Search Committee – 22.09.2025 and 27.11.2025

Quality and Standards Committee – 30.09.2025 and 04.11.2025

Health and Safety Committee – 09.10.2025

Building Projects Committee – 13.11.2025

Audit Committee – 11.11.2025 and 18.11.2025

Finance, Personnel and General Purposes Committee – 20.11.2025

Corporate Services Ltd Board – 20.11.2025

Key papers had also been circulated to the Board, including:

Strategic Risk Register

Quality and Standards Reports

Capital Programme Update

Corporate Services Ltd Financial Statements 2024/25, Final Management Accounts 2024/25 and Management Accounts 2025/26

#### **G.03.38.26 ANY OTHER BUSINESS**

Stroke Regularity Self-Assessment Questionnaire – The questionnaire was reviewed by the Board, and approval was given by the Board.

Cyber Governance Code of Practice – The code of practice was noted. IB will bring further information and recommendations to future meetings as appropriate.

#### **G.03.39.26 DATE OF NEXT MEETING**

Strategic Planning Residential event Thursday 15 January and Friday 16 January 2026, Cadbury House Hotel.

Next Full Board meeting will be held on Thursday 19 March 2026, Strode College.

## ACTION LOG

| Ref | Item  | Owner | Update                                 | Status |
|-----|---|-------|--|--------|
| 1   | Meet with College Board Chairs to ensure consistency  | DR    | Complete                               |        |
| 2   | SMART targets within operating plan to be clear and detailed  | MT    | Ongoing – further work for Spring term |        |
| 3   | Safeguarding Policy to reflect role of College Boards   | LR    | Complete                               |        |
| 4   | Subcontracting Policy to ensure name updated throughout and that there is clear information about background checks | LR    | Complete                               |        |
| 5   | Training session for Governors on new Ofsted Framework  | LR    | Complete                               |        |
| 6   | Circulate up to date Governance Action Plan 2025/26   | IB    |  |        |
| 7   | Scheme of Delegation to incorporate KPIs linking to Board and Committees  | IB    |  |        |
| 8   | Review data and actions and ensure these are clear within BTC SAR   | LR    |  |        |
| 9   | Strategic Residential event to include update on Estates Strategy and funding                                       | IB    |  |        |