MINUTES OF THE MEETING OF THE FULL BOARD OF GOVERNORS
HELD ON: **THURSDAY 19th MARCH 2026**
VENUE: **Strode College**
MEETING COMMENCED: **5.00 pm**
MEETING ENDED: **7.05 pm**

PRESENT: Denys Rayner (DR) (Chair), Andy Berry (AB), Helen Stapleton (HS), Nick Skyrme (NS), Alan Hunt (AH), Mike Westlake (MW), Beverley Hawkins (BH), Tim Rideout (TR), Jane Viner (JV), Ros Wyke (RW), Mel Squires (MS), Andrew Fowler (AF), Emma Hawkes (EH), Samuel Witts (SW), Craig Middleton (CM)

IN ATTENDANCE: Marcus Holder (MH), Louise Rowley (LR), Matt Tudor (MT), Isabella Byrne (IB) (Clerk)

APOLOGIES: Mark Cox (MC), Leanne Mills (LM), Munashe Chapisa (MC), Liam O'Shea (LO), Lyndon Brett (LB)

1. Welcome and Apologies for Absence
The Chair welcomed all to the meeting. The meeting was quorate. Apologies were noted as above.

2. Declaration of Interests
No new declarations were made. See also section 5.8.

3. Minutes of the Meeting Held on 4 December 2025
The minutes were approved as a true and accurate record.

4. Matters Arising
The Board reviewed the action log and noted that SMART targets had been incorporated into the operating plan. MT confirmed this learning had been embedded into the new strategy. It was also agreed that future versions of the action log would include a date column to improve clarity and tracking, following observations that some completed actions lacked clear timestamps.
ACTION: IB to ensure the Action Log format includes deadlines.

5. Governance Update
5.1 Chairs' Actions
Two actions were noted:
- Signing of claim forms for merger-related costs.
- Approval of a purchase order for executive office re-development at Bridgwater.

5.2 Reflections on Governor Residential
Governors **reflected** positively on the January residential, highlighting the value of open dialogue, strategic focus, and the opportunity to engage directly with college principals. The extended format (a day and a half) was considered beneficial, allowing for deeper discussion and more meaningful contributions. Suggestions for future events included allocating more time for cross-college sharing and learning, particularly to hear from constituent colleges and

explore best practice. The residential was seen as a valuable forum for building relationships and aligning governance with strategic priorities.

5.3 Board Membership
The Board approved the appointment of James Freeman (JF) to the Corporate Board. JF currently Associate Pro Vice-Chancellor at the University of Bristol, brought significant expertise in academic quality, digital education, and higher education governance, including experience with the QAA and degree-awarding powers. In addition, four new members were confirmed for Local College Boards: April Richards and Laura Wolfers (Strode) and Ed Berridge and Jules Cadmore (Bridgwater).

IB advised that two vacancies remained on the Local College Boards, both designated for large employer representatives. Efforts are ongoing to identify suitable candidates. To support new governors, a revised induction process had been implemented, including a structured checklist and a dedicated training session delivered via Teams.

5.4 Governance Instrument & Articles
The Board received the updated Governance Instrument and Articles, which consolidate existing governance documentation into a single reference document. While no material changes were proposed, a minor correction will be made to clarify the number of staff governors per college, ensuring consistency with current practice.

A governor **queried** clause 2.3, which stated there should be one staff governor per college. It was noted that this did not reflect the current composition of the Group Board. IB confirmed that this would be amended to align with actual practice. **ACTION**: IB to update and re-issue the document.

Governors were reminded that the Instrument includes a provision for publishing Board minutes online. In line with this, the Governance team was undertaking a redaction exercise to remove personal and commercially sensitive information from the past 12 months of minutes prior to publication. The Board welcomed this step as part of its commitment to transparency and good governance.

The Board **approved** the Instrument and Articles subject to the amendment.

5.5 Governance & Compliance Action Plan
The Governance & Compliance Action Plan for 2025/26 was presented by IB as a live working document. It replaced the previous governance action plan and provides a more comprehensive overview of ongoing compliance activity across the Group. The plan captures a wide range of workstreams led by the Governance and Compliance team, including policy reviews, regulatory submissions, training, and audit preparation. Governors **acknowledged** the breadth of the plan and its value as a central reference point for tracking progress. A governor **asked** how frequently the plan would be updated and whether governors would receive regular visibility of changes. IB confirmed that the plan is updated on an ongoing basis and will be shared with the Board at regular intervals to ensure continued oversight. The Board **noted** the update.

5.6 Scheme of Delegation
The Board **reviewed** the updated Scheme of Delegation, which included revised Terms of Reference for the Finance, Personnel & General Purposes (FPGP) Committee and the Audit & Risk Committee. These updates reflect recent changes to the College Financial Handbook and ensure alignment with current regulatory expectations. During discussion, governors **noted** that the language used in the delegation matrix was largely transactional in tone (e.g. "approve policy", "approve report") and suggested that future iterations should more clearly articulate the Board's role in monitoring, evaluating, and providing strategic oversight.

A member **raised** a specific concern regarding the Board's responsibilities in signing off key statements within the financial accounts, such as the Statement of Regularity, Propriety and Compliance, and the Statement of Corporate Governance and Internal Control. He **questioned** whether the current Terms of Reference made sufficient provision for scrutiny of these narrative elements. In response, it was agreed that the Audit Committee Chair would review the Audit Committee's Terms of Reference to ensure these responsibilities are explicitly covered. IB would circulate the relevant documents for further comment.

ACTION: HS/IB to review the Committee TOR.

The Board **noted** the update and **agreed** to the proposed actions.

5.7 Code of Good Governance Declaration
The Board formally **adopted** the new Code of Good Governance and **agreed** to be bound by the principles set out in the Code, which will also be incorporated into the induction process for new governors. No questions were raised, and the Board **noted** the update.

5.8 Business Interest Form
Governors were reminded to complete and return their annual declarations of business and pecuniary interests using a "wet" signature. Governors **expressed** concern about the practicality of this requirement, particularly given the geographical spread of members. It was **agreed** that while wet signatures would be accepted for this cycle, IB would explore secure electronic signature options for future declarations. **ACTION**: IB to consider mechanisms for collating electronic signatures.

5.9 Procurement Standing Orders
The Board **acknowledged** the updated Procurement Standing Orders, which had been reviewed and recommended by the FPGP Committee. The revised version includes strengthened and clarified language around delegated authority, particularly in relation to executive powers to sign contracts. No questions were raised, and the Board **approved** the revised Standing Orders as presented.

5.10 SharePoint/IT Connectivity
The Board received an update from IB regarding ongoing work to improve IT access and SharePoint functionality. It was reported that the existence of two parallel SharePoint systems (cloud-based and on-premise) had caused confusion and access issues. To address this, a new governance SharePoint site would be created consolidating all Board materials in one location. The Governance team would manage permissions centrally to ensure seamless access. Governors were advised that access to the new site will require use of their College Group email accounts and multi-factor authentication (MFA). Support would be provided to assist with login credentials and MFA setup as needed.

A governor **asked** if persistent access issues relating to governors using multiple Teams accounts or devices would be resolved. IB responded that challenges would be overcome and confirmed that the new site would be designed to simplify access and reduce technical barriers. Instructions and one-to-one support will be made available to all governors as part of the transition. **ACTION**: IB to inform governors of developments.

The Board **welcomed** the IT developments and **noted** the update.

6. CEO Update
AB provided a comprehensive verbal update covering strategic, operational, and financial matters across the Group. Reports included the completion of the support staff restructuring

process, which formed part of the post-merger integration. Out of approximately 1,600 staff, only two compulsory redundancies were made which was a positive outcome given the scale of the organisation and the complexity of the changes involved. The Board **acknowledged** the effort made to minimise impact on staff and maintain continuity of service.

Three key leadership appointments were highlighted:

- Justin Clark had joined as Director of Digital Innovation, bringing significant experience in data analytics, IT infrastructure, and digital transformation. He will also lead the IT support teams and has already established links with Exeter University.
- Monica Piva (MP) had been appointed as Managing Director of UCS Corporate Services, overseeing estates, catering, theatres, and childcare. She is already making strong progress in a complex operational environment.
- Jo Hake had joined as Director of Marketing and had already made a very strong start.

A governor **suggested** that MP be invited to a future Board meeting to present her strategic vision for Corporate Services. The CEO welcomed this and proposed incorporating such updates into future agendas to ensure visibility of key functional areas. **ACTION**: MH to ask MP and JH to provide a report at the next meeting.

The CEO outlined recent community engagement initiatives that demonstrate the Group's growing impact across Somerset. These included:

- The Somerset Careers Expo, which brought together over 3,700 pupils from across the county. The Group funded transport to ensure accessibility and participation. The event was praised for raising aspirations and aligning with Gatsby benchmarks.
- The "Somerset Dragon" project, a creative collaboration with the Passion for Somerset initiative, which showcased student talent and community partnership.

The Board **commended** these initiatives and noted their alignment with the Group's strategic goal of transforming the community.

The CEO updated governors on the Group's involvement in a national NEET (Not in Education, Employment or Training) outreach pilot, linked to the Melvin Review. The Group is exploring how its scale can support young people disengaged from education or employment, with a view to piloting targeted interventions.

In terms of strategic growth, the Group has submitted dual bids for Technical Excellence College designation in Clean Energy and Advanced Manufacturing. These bids are among the few dual submissions nationally and reflect the Group's ambition to lead in high-demand sectors. Outcomes are expected in April.

Finally, the CEO raised serious concerns about the Department for Education's announcement of a 0.5% funding uplift for 2026/27. He noted that this fell significantly short of inflation and placed pressure on the Group's ability to offer competitive staff pay awards. While the Group was able to deliver a 2% pay increase this year, replicating this in the next financial year would be extremely challenging. The Board shared these concerns and **discussed** the potential implications for staff retention and morale. The CEO confirmed that the sector was actively lobbying for a more realistic settlement and that the Group will continue to plan prudently while advocating for fairer funding.

The Board **noted** the update and thanked the CEO for his leadership and transparency.

7. Agratas Update

MT provided a detailed update on the Group's strategic partnership with Agratas and the associated developments in battery technology training. He reported that the Group was in the final stages of submitting a business case for a £20 million bid to the Skills Mission Fund. This funding would support the development of a new battery training facility at Bridgwater College site, with the initial focus on Unit 1, which was projected to support a workforce of 1,753 individuals. The business case had been developed with support from Stantec to ensure a robust economic case and value-for-money proposition.

MT explained that the facility would be developed in phases, with Unit 1 serving as the foundation for future expansion. The proposal included a temporary £0.5 million refurbishment, fully funded by Agratas, to enable early delivery of training while the full facility was under development. The Board was shown architectural plans and site layouts, which illustrated the phased approach and the technical specifications of the facility, including areas for slurry mixing, calendaring, and battery cell assembly. A key highlight was the announcement of a pilot apprenticeship unit in battery electrification, co-developed with Agratas and Skills England. Although not included in the initial list of seven national pilots, the Group's unit had been held back for a dedicated announcement. It was due to be launched the following week, with a Memorandum of Understanding to be signed in the presence of the Chair of Skills England. The unit was expected to train 1,723 learners over the next 18 months and would be the only pilot tied to a specific employer and provider.

The Board **discussed** the strategic implications of this initiative, particularly in relation to workforce development and regional economic impact. Governors **raised questions** about the ability to meet the scale of workforce demand locally and the potential need to attract talent from outside Somerset. Governors **sought reassurance** about the potential impact on the College's own staffing, particularly in estates, catering, and support services, where competition from higher-paying industrial roles could lead to retention challenges. The CEO noted that while the economic benefits were substantial, the Group would need to remain competitive as an employer and consider strategies to mitigate staff attrition.

The Board **welcomed** the update and **commended** the team for their leadership in positioning the Group at the forefront of green technology and advanced manufacturing training.

8. Curriculum Update
8.1 In-Year Position
LR reported that student retention across the Group remained strong. Retention for 16–18 learners stood at 94.9%, a significant improvement on the previous year's figure of 84.9%. Adult (19+) retention was 94.7%, exceeding the target of 92.6%, while high-needs learner retention had reached 98%, well above the 88.6% benchmark. These figures reflected the impact of targeted support and quality improvement initiatives. In terms of English and maths, the January GCSE re-sit results showed encouraging progress. The English high-grade pass rate (grade 4 or above) was 42.9%, 5.3 percentage points above the national average for resits. In maths, the high-grade pass rate was 36.6%, significantly outperforming the national average of 23.2%. The overall pass rate for both subjects was 100%, indicating that all students made progress.

Governors **welcomed** these improvements and **asked** what further steps were being taken to sustain this momentum. LR explained that the curriculum teams were working closely with individual colleges to provide targeted support to students at risk of underperformance, particularly those on the borderline of achieving a grade 4.

Despite these positive outcomes, attendance remained a concern. While some cohorts, such as ESOL and high-needs learners, were meeting their attendance targets, overall attendance had plateaued at levels similar to the previous year. LR acknowledged that this remained below the Group's expectations and outlined ongoing interventions, including mentoring, parental engagement, and targeted support, to address the issue.

Governors **queried** whether the current strategies were having the desired impact and whether further escalation was needed. LR responded that while attendance remained stubbornly low, the interventions were being refined and monitored closely, and additional support was being considered for the most affected cohorts.

Governors **welcomed** the improvements in retention and exam outcomes and **emphasised** the importance of continued focus on attendance as a key performance indicator.

8.2 Group SAR
The Group Self-Assessment Report (SAR) for 2025/26 was shared by LR who noted that the SAR reflected positive progress across the Group, particularly in relation to retention and English/maths outcomes. The SAR also highlighted areas for continued development, with attendance and consistency in teaching and learning remaining priorities.

A governor **asked** how the SAR was being used to inform planning at the local college level. LR confirmed that each college had contributed to the Group SAR and that local quality improvement plans were aligned with the overarching findings and priorities. The Board **noted** the report and **endorsed** the direction of travel.

8.3 HE Senate Update
LR provided an update from the Higher Education (HE) Senate. The Group's HE self-assessment had been approved following an extraordinary meeting. Key focus areas for the coming year included:

- Strengthening staff development at Level 7 to support the maturity of UCS as a higher education provider.
- Improving National Student Survey (NSS) outcomes, particularly in nursing and nuclear programmes.
- Enhancing teaching, learning, and assessment to improve good degree outcomes, which were currently slightly below the sector average.

LR noted that while UCS students typically entered with lower prior attainment, the Group was making positive progress against its Access and Participation Plan. The Board **acknowledged** the challenges and supported the continued focus on quality improvement in HE provision.

8.4 HE Senate Minutes
The minutes of the HE Senate meeting held on 12 February 2026 were **received** and **noted** as they had already received scrutiny at the Quality & Standards Committee.

9. Local College Board Updates
9.1 Bridgwater Local College Board
The Board received the minutes of the Bridgwater Local College Board. No additional comments or questions were raised, and the update was noted.
9.2 Taunton Local College Board
The minutes of the Cannington Local College Board were received and noted. No further discussion was recorded.
9.3 Strode Local College Board
TR provided a verbal update on the Strode Local College Board reporting that the Board had made strong progress in establishing its rhythm and purpose, with the second meeting demonstrating a clear focus on teaching and learning. The meeting had included a detailed review of quality reports and performance data, and governors were satisfied with the progress being made by the local leadership team. TR highlighted the value of having three new local governors in attendance, including representatives from the Chamber of Commerce and senior leaders from local secondary schools. Their contributions had enriched the discussion and helped to initiate a broader conversation about the local education system and how the college

could contribute to raising standards across the area. A key theme of the meeting was the alignment of Strode's local priorities with the wider UCS Group strategy. TR noted that the Board had begun to explore how Strode could contribute to the Group's strategic goals, particularly in terms of community engagement and student outcomes. Louise Rowley, who attended the meeting, echoed TR's reflections and praised the balance between performance monitoring and community collaboration.

Governors **welcomed** the update and **noted** the importance of continuing to build strong local governance structures that both support and challenge college leadership.

9.4 Cannington Local College Board
MS provided an update on the Cannington Local College Board on behalf of MC. MS noted that the most recent meeting had been the first full gathering of the newly formed Board, with several new members in attendance. Prior to the meeting, governors had participated in a campus walkaround, which helped to build relationships and contextual understanding. The meeting focused on three key areas: student retention and recruitment, student voice and representation, and the local implementation of the Group's strategic vision. MS reported that student representatives had expressed growing confidence in how their feedback was being heard and acted upon. The Board looked forward to reviewing the results of the upcoming student voice survey at the next meeting.

The Board also discussed the college's contribution to the Group's strategic priorities, particularly in relation to curriculum development and community engagement. Although MS had to leave the meeting before the discussion concluded, she noted a strong sense of support for the direction of travel and a desire to see how the local board could add value to the Group's wider ambitions.

Governors **welcomed** the update and **noted** the importance of embedding student voice and local stakeholder engagement into governance practice.

10.1 Summary Progress Against KPIs
MT presented the latest performance data against the Group's key performance indicators (KPIs). He reported that apprenticeship retention was currently tracking at 83.6%, which represented a positive trend and reflected the impact of recent interventions to improve learner support and employer engagement. English and maths outcomes continued to improve, with January GCSE resit results showing high-grade pass rates of 42.9% in English and 36.6% in maths — both significantly above national averages. These results were attributed to targeted support strategies and improved teaching and learning practices across the Group. However, attendance remained a persistent concern. Despite a range of interventions, including mentoring, parental engagement, and targeted support for specific cohorts, overall attendance had plateaued at levels similar to the previous year. While some groups — such as ESOL learners and high-needs students — were meeting their attendance targets, the broader 16–18 cohort continued to fall short of expectations.

Governors **queried** whether the current interventions were sufficient to address the attendance challenge and asked whether further escalation or alternative strategies were being considered. LR responded that the issue was being closely monitored and that additional measures, including more granular data analysis and cross-college collaboration, were being explored to identify and address underlying causes.

The Board **noted** the update and **emphasised** the importance of maintaining momentum on attendance improvement as a key strategic priority.

10.2 Group Operating Plan – Term 2 Update

MT presented the Term 2 update of the Group Operating Plan. He highlighted that the plan had been refined to better align with the emerging 2035 strategy and now included clearer SMART targets and improved formatting for ease of tracking. A key area of focus was the Group's engagement with the Local Skills Improvement Plan (LSIP). MT explained that the original LSIP, developed by the Somerset Chamber of Commerce, had been overly ambitious and lacked a realistic implementation pathway. The Chamber was now working in partnership with Business West to revise the plan, and the Group was actively contributing to ensure that local priorities were reflected.

MT also reported on the success of the Somerset Careers Expo, which had attracted over 3,700 students from across the county. The Group had funded transport to ensure equitable access, and the event had resulted in 11 confirmed apprenticeship hires on the day. Governors praised this outcome and asked whether the Group planned to build on this success. MT confirmed that the event would be repeated next year, with a target of increasing participation to over 4,000 students and further strengthening employer engagement.

A governor **suggested** that the Group should do more to publicise such success stories, noting that the apprenticeship hires were a powerful example of impact. MT agreed and acknowledged that the Group could improve its external communications. He noted that the newly appointed Group Director of Marketing, would be invited to a future meeting to discuss the development of a more strategic approach to communications and stakeholder engagement.

The Board **welcomed** the update and **endorsed** the direction of travel.

10.3 Group Management Accounts to January 2026

MH presented the Group's management accounts to the end of January 2026. He reported that the Group was forecasting a year-end operating surplus (EBITDA) of approximately £4.5 million, which was £125k above the original budget of £4.4 million. This represented a 5% margin, with the potential to reach the 6% target if the £700k contingency reserve was not required. Income was projected to be £680k above plan, driven by higher-than-expected 16–18 enrolments and HE (LCKA) learners carried forward from 24/25. Pay costs were £103k under budget, largely due to vacancy savings and efficiencies.. Non-pay costs were £500k over budget, primarily due the costs associated with the higher LCKA income.

Looking ahead to 2026/27, MH warned that the budget would be significantly more challenging. The Department for Education had announced a funding uplift of just 0.5%, which fell well short of inflation and would place pressure on the Group's ability to offer meaningful staff pay awards. The Board discussed the implications of this funding constraint, particularly in light of rising costs and the need to remain competitive in the labour market.

The CEO reiterated his concern, noting that while the Group had managed to deliver a 2% pay award this year, replicating this in the next financial year would be extremely difficult. He added that the sector was actively lobbying for a more realistic settlement and that the Group would continue to plan prudently while advocating for fairer funding.

Governors **asked** whether the Group had contingency plans in place should the funding position worsen. MH confirmed that the finance team was modelling a range of scenarios and would bring a draft budget to the June meeting, with a focus on protecting core teaching and support services.

The Board **noted** the update and **commended** the finance team for their effective management of the post-merger financial integration and the strong year-to-date performance.

11. Committee Minutes

The Board **ratified** the minutes of the following committees:

- Search Committee (11.02.26)
- Quality and Standards Committee (17.03.26)
- Health and Safety Committee (12.02.26)
- Building Projects Committee (11.03.26)
- Audit Committee (05.03.26)
- Finance, Personnel & General Purposes (10.03.26)
- Corporate Services Ltd (10.03.26)

Key papers were also **noted**: Strategic Risk Register, Quality Reports, Capital Programme Update, CSL Management Accounts.

12. Any Other Business
12.1 SS&L Subcontract
LR introduced the item, explaining that Somerset Skills & Learning (SS&L), a current subcontractor, had approached the Group to request an extension to deliver a new adult learning cohort. The proposed contract value was up to £40,000. She clarified that this would be a new contract rather than an extension of the existing one, in line with procurement requirements.

A governor **asked** whether all due diligence had been completed and whether the proposed delivery aligned with the Group's subcontracting strategy. LR confirmed that the necessary checks had been undertaken and that the provision was consistent with the Group's community learning objectives. She also noted that the partnership with SS&L was strategically valuable and that the additional cohort would support local adult learners.

The Board **approved** a new contract with Somerset Skills & Learning (up to £40k) to deliver an additional adult cohort.

13. Date of Next Meeting
Thursday 25 June 2026 – Bridgwater Campus. Note this coincides with the College Open Evening.

ACTIONS

Item No	Action	Owned By	Date	Status
4	Ensure the Action Log format includes deadlines	IB	Next meeting	Complete
5.4	Update and re-issue the A&I of government.	IB	March 2026	Complete
5.6	Review the Audit Committee Terms of Reference	HS/IB	March 2026	Ongoing
5.8	Explore mechanisms for collating electronic signatures for future declarations	IB	Next meeting	Ongoing
5.10	Inform governors of SharePoint developments and provide support for MFA setup	IB	Easter 2026	Ongoing
6	Invite Monica Piva to present a report at the next Board meeting	MH	Next meeting	Ongoing