



## MEETING OF THE CORPORATION BOARD

### MINUTES

*Some Minutes have been redacted from the published version on the grounds of commercial or personal confidentiality.*

<b>Date</b>	<b>Wednesday 9 July 2025</b>
<b>Time</b>	17:00 to 19:35
<b>Location</b>	The Edge Building, Weybridge
<b>Present (Governors):</b>	Professor Craig Mahoney (Chair) Lee Chantry (Staff Governor) Mary Hughes Hilary Omissi Jackie Pearson Paul Stedman Christine Ricketts (Principal and Chief Executive) Dr Andrew Gilchrist James Measures Rebecca Page-Tickell Meyrick Vevers
<b>Officers and advisers In attendance</b>	Sarah Clancey (Assistant Principal Education) - APE Allan Tyrer (Chief Operating Officer) - COO Melissa Drayson (Director of Governance) - DG
<b>Observers</b>	None present
<b>Apologies for absence</b>	Jesse Adekoya Fiona Capstick Adam Herriott Maureen McDermott (staff governor)
	Paul Mittendorfer (Department for Education) Lorne Richardson (Assistant Principal Curriculum)
<b>Quorum (6)</b>	The meeting was quorate throughout
<b>Item</b>	<b>Action lead</b>

#### Pre-Meeting briefing

The Corporation received a demonstration by the Assistant Principal, Education of the new data dashboard, "Weighbridge", and learned about its application in driving quality improvement.

## 1. Preliminary items

### 1.1 Chair's Welcome and Apologies for Absence

The Chair welcomed attendees.

Apologies for absence (listed above) were received. The student governors had completed their courses, but they had been invited to attend the meeting. Unfortunately, however, they were not present.

The Chair updated governors on his activities since the previous meeting, including college business undertaken, external meetings attended and sector developments:

- The fourth SPA Steering Group had taken place earlier that day. A confidential update was provided.
- The Annual Strategic Conversation with the DfE/FE Commissioner took place in May. The College's continued journey of improvement and strong strategic direction had been commended.
- Monthly case conferences with the DfE had continued with no matters of concern raised.
- An extended AoC Chair's network meeting, also attended by the Vice Chair, had covered the events at Weston College and important lessons learned for college governors.
- The Chair and Director of Governance had attended the FE Commissioner's Just One Thing Conference in June, which had included useful presentations by the FE Commissioner and Minister for Skills.
- Several governors had attended the SurreyFE Teaching and Learning and Governance conference at NESCOT the previous week.
- The DfE had issued guidance on modifications required to the Instrument and Articles of Government for FE Corporations, requiring that all student governors, as Charity Trustees, have full voting rights on financial decisions regardless of their age. The Director of Governance advised that the Instrument and Articles would be amended to reflect this legal change.
- The FEC had issued its revised financial benchmarks. The College was performing strongly against all of the new measures.
- The Supreme Court had issued a ruling on the definition of biological sex, but sector guidance was awaited. It was confirmed that the College EDI committee had the matter under review.

### 1.2 Declarations of interest

There were no new declarations of interest relating to items on the agenda. Previously declared interests were carried forward.

### **1.3 Urgent other business notified in advance.**

No requests for items of urgent other business had been received.

## **2. Minutes**

### **2.1 Minutes of the Corporation meeting on 26 March 2025**

A governor had flagged a typographical error before the meeting, which would be corrected in the final published version.

**RESOLVED: That the Minutes of 26 March 2025 be APPROVED as an accurate record, and confidential sections be confirmed.**

### **2.2 Written resolutions approved since 26 March 2025**

*Supporting paper by the Director of Governance*

The Corporation Board noted and ratified the following decisions made by written resolution (full text included in the written resolution paper)

5 June 2025:

- The appointment of Buzzacott as external auditors for an initial three-year term from 1 August 2025
- The appointment of Scrutton Bland as internal auditors for an initial three-year term from 1 August 2025

23 June 2025: The approval of the Accountability Statement 2025-26

### **2.2 Matters arising and actions carried forward.**

*Supporting paper by the Director of Governance*

Most actions from the previous meeting had been completed or were covered by items on the agenda. The Director of Governance reported that most governors had completed the online Prevent Training refresher. Reminders would be sent to those still outstanding.

**DGov**

## **4. Principal and Chief Executive's Report, including performance against KPIs**

*Supporting paper and presentation by the Principal and CEO*

The main report and KPI dashboard were taken as read. The PCEO gave a presentation on key highlights from her end-of-year review:

- There had been a significant turnaround in Engineering and Construction, which were now predicting considerable improvements in outcomes. Managers in this team were commended for their drive and commitment.
- Apprenticeship achievement was forecast at 66%, significantly above the national average of 53%. Apprenticeship numbers had grown by 30% in the past three years, an impressive achievement given that the college did not sub-contract provision.
- Exam attendance in English and maths had improved by 4-6%. Although modest, it was hoped this would translate into

improved achievement. English and maths continued to be an issue for most colleges and would be a major area of focus for policymakers in the next year. Governors commented that many of the issues faced by the College's students started in the feeder schools. Additional expertise in this area had been brought in to develop the College's work with schools and work on motivational strategies for learners.

- The new learner voice strategy had made a good start, with the introduction of Student Council and the Student Conference. The focus in 2025-26 would be to build momentum and embed a learner voice 'golden thread' through all college activities. The new Head of Inclusion would be leading on developing a positive behaviour and support framework, including a new team of Student Inclusion Mentors;
- The college had hosted a diverse range of events during the summer term to enhance the learner experience and engage with the community. These included the launch of the BTC motor racing team, student awards and media student engagement in the Weybridge Community fair.
- The College was in the Upper Quartile for meeting local skills needs compared to other neighbouring Colleges.
- Applications for 2025-26 were strong, with construction numbers likely to exceed 300.
- The estates redevelopment was beginning to have a positive impact on staff morale. Both the Barnes Wallis and Tower buildings were on track for completion and occupation by September. A smoking and vaping ban would be introduced in September and had been greeted positively by many students and parents. This would be closely policed to ensure that the problem was not displaced to areas outside the college boundaries where it might cause a nuisance.

Based on the information provided, governors were engaged in a strategic discussion using a series of prompt questions:

- Given the past 30% increase in apprenticeships, what further strategies are envisaged beyond the assumed 3% annual growth to capitalise on this success?
- Whilst 16-18 funding has increased, what are the risks and opportunities that Governors foresee for 16-18 recruitment?
- What are the timelines and projected benefits of construction expansion? What are the risks?
- What are the key areas of focus for BTC in 2025/26 to build greater capacity, capability and improved quality of provision?

Governors queried why predicted achievement was currently forecast below target. Management confirmed that the data was not yet finalised. In response to further questions about how KPIs were set, it was explained that these were reviewed each year against three-year college trends and national benchmarks. Draft KPIs for 2025-26 would be shared with governors in the Autumn term for scrutiny before final approval.

Options for accommodating the growth in learner numbers in construction were explored. Commercial letting would be unaffordable, but an opportunity was being explored to rent a vacant NHS building on the Ashford site. The outcome of a bid to the Surrey Growth Fund should be known in early August. Governors asked about the short-term solution and were informed that the Wellington Building would be used as interim accommodation.

A governor questioned how the high numbers of students entering the College with low basic skills might impact on achievement rates. It was explained that the College excelled at meeting the needs of such learners and getting them to a point of work-readiness. The College was exploring moving to a model where, instead of being placed on a Level 1 course, lower-level students would be enrolled on a longer Level 2, which embedded Level 1 and core skills.

Governors explored the scope to expand Level 3 apprenticeship provision, providing a progression pathway from Level 2. It was agreed that more could be done to market apprenticeships. Level 3 growth was mainly in T Levels, with numbers looking fairly healthy for September.

#### **4. Curriculum, Quality and Learner Experience**

##### **4.1 Teaching and Learning Committee report and recommendations** *Verbal report by the Chair of the T&L Committee, Jackie Pearson*

The meeting had taken place the previous week, so minutes were not yet available. Many of the issues raised in the Principal and CEO's report had been discussed in detail

A key focus of the meeting was on achievement rates, particularly in English and maths.

A comprehensive report had been delivered by the Head of Marketing. The marketing team was praised for their excellent work, with a notable "step change" in the quality of their reports, analysis, and forward-thinking. The impact of this work was evident in impact, with an expected increase in student numbers for September. The development of construction was an exciting opportunity.

The overall impact of student behaviour and student voice activity was described as positive. There was a discussion about further expansion and development of the Student Voice next year,

A significant part of the discussion revolved around T-Levels, and whether they are considered sufficiently academic by some universities. A concern had been raised relating to the Accountancy T-Level, that some Russell Group universities also required a maths A-Level alongside the T-Level. It was acknowledged that while Russell Group universities might require additional "enabling subjects" like maths, there are many other universities that will accept T-Levels. The link with LSBU was recognised as a valuable pathway for student progression. The importance of student advice and guidance was

emphasised to ensure students are aware of university entry requirements (e.g., a Science T-Level may not prepare a student for a medical degree).

#### **4.2 Curriculum Strategy**

*Supporting paper presented by the Assistant Principal Education*

The Curriculum Strategy was presented for approval, having been through rigorous scrutiny in draft and final form at the Teaching and Learning Committee.

The new strategy aimed to create clear pathways for young people from college into either employment or further education. Governors considered that the focus on community and employer engagement was particularly strong.

In response to governors' questions about AI Integration, it was reported that the college was making headway in this area.. The initial focus was on staff development, with plans to later embed AI directly into the student learning experience to help with career exploration. The college was collaborating with other Surrey Colleges and Sparsholt to share resources and was leveraging expertise from Basingstoke Technical College. A key initiative was the development of a bespoke internal AI tool to assist with reporting and data analysis.

Upcoming curriculum developments would concentrate on green skills, engineering/electric vehicles (EVs), and createch media art and design. Potential partnerships, such as one with Shepperton, were being explored to support these areas.

Governors discussed the challenge of creating an individualised learning journey given the rigid requirements of awarding bodies. To address this, the college was adopting a new tool called Navigate, which would enable students to assess their skills, track their progress, and receive tailored support.

**RESOLVED: That the Curriculum Strategy be APPROVED**

### **5. Finance and Resources**

#### **5.1 F&R Committee report and recommendations**

*Supporting paper and minutes of the meeting on 25 June 2025 presented by the Chair, Meyrick Vevers.*

The Corporation noted the Committee summary report and minutes. The Committee Chair highlighted the following:

- The People Report had demonstrated significant progress in lowering staff turnover and filling vacancies.
- Corporation approval was sought for a proposal to utilise the DfE additional grant to make a flat-rate one-off pay award of £250 to all staff except senior postholders.
- The April management accounts had shown a continued modest improvement to the year-end financial position

- DfE funding for 16-18 and T Levels would increase in 2025-26. This had now been factored into the budget and forecast 

**RESOLVED: That the recommendation that a one-off payment of £250 be made to all staff except senior postholders in the July payroll be APPROVED.**

**5.2 May 2025 Management Accounts**  
*Presented by the Chief Operating Officer*

Governors were assured that the May position was consistent with the April accounts that had been discussed by Finance and Resources Committee. EBITDA was £300k above target and the year-end forecast was on track; pay costs were below target. The year-end surplus was on track to be achieved, and cash flow was strong throughout the year.

The May Management Accounts were RECEIVED.

**5.3 Budget 2025-26 and two year forecast**  
*Supporting paper by the Chief Operating Officer*

The Board was reminded that governors had scrutinised the budget and forecast on several occasions in the preceding months, most recently at the Finance and Resources Committee on 25 June. The CFFR commentary had been developed from the College's business case, presented to the DfE as part of the Structure and Prospects Appraisal.

The COO gave an update on changes that had been made to the F&R Committee version of the budget and the commentary to the CFFR:

- Income forecasts had been raised to reflect the £700k improvement in the 16-18 allocation. The only potential variable would be T-Level clawback, for which provision of £185k had been made.
- Additional pay cost funding had been added, including the one-off grant and the payment to support National Insurance increases. The pay cost budget had been retained at 65% and the non-pay cost budget was raised to provide a contingency in both.
- The new forecast position was that income would rise to over £16m in 2025-26, compared to £15.5m in the CFFR commentary, and would increase again to over £16.5m in 2026-27. Governors noted that this was based on conservative and thorough targets for growth.

In response to governors' questions, it was confirmed that the non-pay budget had been built up from discussions with each budget holder. Governors also asked if T Level funding would become lagged in future; at present, this was not known.

More information was sought about the impact on the budget of providing additional remission for programme managers. It was confirmed that this would free up time to focus on quality improvement in teaching and learning, and had been assessed as affordable.

Governors acknowledged that the FE Commissioner had reviewed its financial benchmarks and sought assurance that the College was meeting the new metrics.

It was confirmed that the College was forecast to exceed the benchmarks for EBITDA, cash days and current asset ratio and would meet the pay cost benchmark.

Governors asked that the numbers provided in May as part of the SPA process should be updated with the final position.

**RESOLVED: That the budget 2025-26 and forecast 2026-27 be APPROVED**

**5.4 Estates Strategy review and project update**

*Supporting paper presented by the Chief Operating Officer*

The Estates Strategy 2023 had been updated as part of the SPA process. Governors would be familiar with most of the contents through the regular updates to the Finance and Resources Committee and the Corporation Board. The latest learner number projections, mapped to curriculum, had now been factored into the plans.

The Chair of the F&R Committee advised the Corporation Board that the project had so far come in under budget. Vickers may be a bigger risk because of inflation, but this should not lead to financial constraints because of underspend and contingency. Nonetheless, governors were keen to understand the levers available if the Vickers building exceeded its budget. The Quantity Surveyors had reviewed the specification and concluded that it should be affordable. If necessary, savings would be found from other smaller projects before the specification for Vickers was changed.

The Corporation Board was advised that the invitation to tender for Vickers would be going out on the Find and Tender service the following week. This would open the process up to a wider range of medium-sized building companies.

**RESOLVED: That the revised Estates Strategy be APPROVED**

**6.**

**Audit and Risk**

**6.1 Audit and Risk Committee report and recommendations**

*Supporting paper and Minutes of the meeting on 4 June 2025 presented by the Chair, Andrew Gilchrist*

Key headlines from the meeting were:

- The reappointment of Buzzacott as external auditors and Scrutton Bland as internal auditors, approved by written resolution.
- Progress on the internal audit work for the current work. Three audits remained outstanding by the outgoing internal auditors but would be completed in July/August.
- The Health and Safety Audit had resulted in 'reasonable assurance' overall.

- Most audit recommendations had been implemented but the Committee have its consent for extended deadlines for three to be completed. None of these were high priority.

The Chair commented on the importance of the Audit and Risk Committee in terms of governance, and thanked members for their work.

## 6.2 Risk Register

*Supporting paper presented by the Chair of the Audit and Risk Committee and Chief Operating Officer.*

The updated corporate risk register was reviewed by the Audit and Risk Committee on 4 June. The Committee noted that Curriculum and Quality (attendance, English/Maths), Capital projects, and Cyber Security remain high risks. The risk register was recommended to the Corporation as an accurate reflection of strategic risk.

The Committee received a deep dive report from the COO on capital risks and would look at fraud risk at its next meeting.

**RESOLVED: That the risk register be endorsed as a fair reflection of current strategic risk.**

## 7. Governance and Compliance

### 7.1 Governance, Nominations and Remuneration Committee Report Recommendations

*Summary report and Minutes of the meeting on 30 April 2025 presented by the Committee Chair, Hilary Omissi.*

The Corporation noted the decision to pause governor recruitment until after the conclusion of the SPA process. Proposals to fill vacancies in Committee membership had been made.

Other actions were noted, including the work to review the skills audit process to offset self-assessment bias and capture knowledge improvements.

The Director of Governance would be working with the Executive Group to review the format of Corporation and Committee reports to ensure that these met governors' needs and focussed discussion. Governors commented that paperwork had improved and was generally of a high standard.

**RESOLVED:**

- (i) **That Fiona Capstick be asked to join the Audit and Risk Committee.**
- (ii) **That Rick Parris be asked to consider a second term of office as co-opted member of the Audit and Risk Committee.**

### 7.2 Governance lessons from Weston College

*Supporting paper by the Director of Governance*

Minutes of Corporation meeting on 9 July 2025 – approved

There was a general discussion about the events at Weston College and the underlying governance failures that led to them. It was noted that the GNR Committee would be undertaking a full review at its Autumn Term meeting.

**7.3 Calendar of Governance Meetings 2025-26**  
*Supporting paper by the Director of Governance*

The Chair acknowledged the effort to produce a calendar that covered all regulatory requirements and reflected the college business cycle and recognised that there would be occasions when governors would not be able to attend.

**RESOLVED: That the calendar of meetings 2025-26 be APPROVED.**

**7.4 Appointment of the Chair**

*Professor Craig Mahoney withdrew and the Chair was passed to Hilary Omissi for this item.*

The Director of Governance reported that one nomination had been received for Prof Craig Mahoney's reappointment. This had been proposed by Jackie Pearson and seconded by James Measures.

Governors wished to put on record their appreciation of the strong leadership that CM had provided in the first two years of his tenure, both in terms of improving governance at BTC, and in his dealings with the DfE and FE Commissioner team.

**RESOLVED (by unanimous vote): That Professor Craig Mahoney be appointed for a further two-year term of office as Chair to July 2027**

The Chair re-joined the meeting and was congratulated on his reappointment.

**8. Urgent Other Business**

The Chair closed the meeting by commenting that it had been another challenging year for the Principal and CEO and her team, but that the impact of their work was evident. The Principal was asked to convey the gratitude of the Corporation Board to all staff for their contributions to the ongoing success of the College.

The Chair also congratulated governors who had become new fathers during the year and reflected on the strong age diversity of the Board.

**9. Evaluation of the meeting**

Governors were asked to comment on the meeting and any improvements that could be made.

It was agreed that the standard of paperwork had been good, the meeting had focussed on key strategic areas and there had been

plenty of time for discussion and informed decision making. The positive impact of leadership and governance was evident in the predicted outcomes presented to the Board.

**Approved as a correct record by the Corporation on 15 October 2025**