

## SPECIAL CORPORATION

### Minutes of a special meeting held from 15.00 to 16.00 on 22 May 2023 by Microsoft Teams videoconference

Present:	Mr G Hetherington	Independent Governor (Chair)
	Dr W Bailey	Independent Governor
	Miss C Catmull	Staff Governor
	Mrs J Clement Walters	Independent Governor
	Dr A Conn	Independent Governor
	Mr A Greaves	Independent Governor
	Mr D Harding	Independent Governor
	Mrs F Hussain-Butt	Independent Governor
	Mr C Robinson	Independent Governor
	Mr P Singh	Executive Governor
	Mr I Wainwright	Independent Governor
	Dr A Williams	Independent Governor

Attendance: 12/14 = 86%

KPI 80% Quorum: 6 (40%)

In Attendance: Ms J Arechiga  
Mr P Doherty  
Ms J Green  
Mr M Rooney  
Ms H Rose

Vice Principal Curriculum  
Vice Principal Finance & Resources  
Director of Governance (meeting clerk)  
HR Consultant  
Director of External Relations

#### Item

#### Action/ Synopsis Item

PRELIMINARY ITEMS		
<b>0</b>	<b>WELCOME AND INTRODUCTIONS</b>	
i	The Chair declared the meeting open and welcomed everyone.	
<b>1.1</b>	<b>NOTICE AND QUORUM</b>	
i	The meeting clerk confirmed that due notice of the special meeting had been given, that the requirement for all persons participating to be able to communicate with one another was satisfied and that the meeting was quorate.	
<b>1.2</b>	<b>APOLOGIES FOR ABSENCE</b>	
i	Apologies from Independent Governors Mrs C George and Mr F Parvez were noted.	
<b>1.3</b>	<b>DECLARATIONS OF INTEREST</b>	
i	The Chair invited disclosures of interests. All confirmed that, except as previously disclosed, they had no direct or indirect interest in any way in the business to be transacted which should be disclosed.	
<b>2.1-2</b>	<b>APPROVAL OF PREVIOUS MINUTES</b>	
i	<b><u>RESOLVED:</u></b>  <b>(i) To approve the minutes of the Corporation's 31 March Corporation meeting for publication as an accurate record.</b>	

Item		Action/ Synopsis Item
2.3	<b>MATTERS ARISING NOT ON THE AGENDA</b>	
i	There were no matters arising from the minutes.	
2.4	<b>UPDATE ON AGREED ACTIONS</b>  i <u>Senior Postholder performance and targets to be decided earlier in year:</u> Actioned. ii <u>The agreed proposal in respect of the governance professional role to be put to the Corporation by written resolution:</u> Actioned. iii <u>Quality, Performance and Standards Committee to receive reports on 16-18 and Apprenticeship retention (rolled over):</u> Actioned. iv <u>Audit Committee to review the threshold for Finance Committee involvement in capital projects (rolled over):</u> To be looked at when the Financial Regulations were reviewed. v <b>Action (rolled over):</b> Audit Committee to review the threshold for Finance Committee involvement in capital projects. vi <u>As risk data is transferred to the cloud-based software, consider carefully the reasons for any significant gaps between residual and target exposure scores:</u> Not yet due. vii <b>Action (rolled over):</b> As risk data is transferred to the cloud-based software, consider carefully the reasons for any significant gaps between residual and target exposure scores. viii <u>Circulate the People, Culture &amp; Governance and Quality, Performance and Standards Committee minutes, once approved by the respective chairs:</u> These were in the pack. ix <u>Ensure that the Governance Development Plan and relevant Senior Postholder performance objectives reflect the outstanding assurance items required to achieve full compliance with the Code of Good Governance for English Colleges:</u> Actioned.	JG: Audit Agenda       PD/RMG
3	<b>CONSENT AGENDA APPROVALS</b>  i <b><u>RESOLVED:</u></b> (ii) <b>To approve the use of the Consent Agenda as amended;</b> (ii) <b>That no items should be moved from the Consent Agenda to the Main Agenda;</b> (iii) <b>To approve all Items on the Consent Agenda.</b>  ii <u>Items approved/noted via the Consent Agenda:</u> ➤ General Data Protection Policy approved and adopted with immediate effect; ➤ Accountability Statement approved; ➤ The minutes of the following meetings were received and noted: <ul style="list-style-type: none"> <li>○ People, Culture &amp; Governance minutes of 14.03.23;</li> <li>○ Quality, Performance &amp; Standards minutes of 13.03.23;</li> <li>○ Health, Safety &amp; Wellbeing Committee minutes of 16.04.23;</li> <li>○ Equality, Diversity &amp; Inclusion Strategic Group minutes of 06.02.23</li> </ul> ➤ Written Resolution Procedure monitoring report received, with agreement that the procedure was being applied appropriately; ➤ Date of next meeting noted as 7 July 2023.	

Item		Action/ Synopsis Item
iii	<b><u>RESOLVED:</u></b> <b>(i) 7 July Corporation meeting to start at 2pm.</b>	JG
iv	<b>Action:</b> Adjust timings of 7 July Corporation meeting.	
<b>BUSINESS OF THE MEETING</b>		
4	<b>STAFF PAY PROPOSAL</b>	
i	After discussing the proposal and noting the management update following recent meetings with the trade unions, the Corporation agreed to receive a further report at its next meeting, assuming management still wished to bring a proposal, and to reserve decision-making until then.	
<b>ADMINISTRATION, THANKS AND CLOSE</b>		
5	<b>PUBLICATION OF AGENDA PAPERS</b>	
i	<b><u>RESOLVED:</u></b> <b>(i) All items marked as confidential on the Agenda shall be excluded from publication in accordance with clause 18.2 of the Instrument.</b>	
6	<b>THANKS AND CLOSE</b>	
i	There being no other business, the Chair thanked all Governors for attending. He declared the meeting closed.	

Synopsis		
#	Details	Min
1.	The Corporation approved and adopted the revised General Data Protection Policy with immediate effect.	3(ii)
2.	The Corporation approved the Accountability Statement.	3(ii)