External Board Review

Chelmsford College

Reviewer: *Martin McNeill*
21 May 2024

Executive Summary

This External Board Review aims to support the further development of good governance at Chelmsford College (the College). It has been delivered by the Association of Colleges (AoC), using a framework developed by the AoC and the Education and Training Foundation (ETF) through pilot reviews.

The report that follows provides an overview of governance arrangements and assesses them across three main dimensions of governance: the **composition** of the Board, the **structures** within which the Board operates and the **interaction** within the Board and between board members (governors) and the Executive. It takes account of the principles set out in the Code of Governance that the College has adopted, of the Seven Principles of Public Life (the Nolan principles) and of the Department for Education (DfE)'s guidance on external board reviews.

The DfE defines the core functions of a college board (Corporation) as:

- determining the college's educational character;
- setting and communicating the college's strategy and goals;
- holding executive leaders to account for the educational performance of the college and its staff and the quality of outcomes;
- exercising effective control to ensure that funds and assets are protected and legal obligations are met.

The review has found evidence that in all these areas the Board is proficient and is having a positive impact on college strategy, effectiveness, and outcomes.

The following table summarises the headline strengths and areas for development identified in the course of the review:

STRENGTH	AREA FOR DEVELOPMENT
BOARD COMPOSITION	
1.1. A committed group of governors bringing a wide range of professional skills and diversity in (most) protected characteristics 1.2. An appointment framework that recognises the need for continuous renewal of the Board while maintaining flexibility 1.3. Effective use of additional members appointed to committees	1.1. Through targeted recruitment, increase the number of women on the Board 1.2. Communicate more clearly the distinct role of an additional committee member 1.3. Consider assigning a student governor to the PSR Committee 1.4. Review the support available to student governors and consider overlapping student governor appointments

1.4. An increasingly integrated approach to skills audit and succession planning 1.5. A comprehensive induction programme for new governors	
BOARD STRUCTURES	
2.1. Comprehensive committee structure providing assurance and advice in all areas of operation 2.2. Timed agendas supporting good management of meetings 2.3. Clearly-presented Risk Register and Risk Dartboard 2.4. Effective use of consent agenda 2.5. A variety of opportunities for governors to extend their understanding of the College, supported by a proactive approach to disseminating information	2.1. Review committee terms of reference to clarify responsibilities to the Board 2.2. Keep meeting times under review to facilitate in-person attendance where possible 2.3. Further develop reporting format to clarify the purpose of each report and highlight key issues for discussion, including (where appropriate) EDI implications 2.4. Reduce volume of information provided by embedding in reports links to further information for governors wishing to 'drill down' 2.5. Develop a performance dashboard incorporating high-level KPIs set by the Board 2.6. In all sets of minutes, provide summary of resolutions made and actions requested 2.7. Ensure that minutes of board meetings are published on the College website as soon as they have been confirmed 2.8. As a priority, develop comprehensive and easily accessible governor information system
BOARD INTERACTION	
3.1. Experience of driving strategic change 3.2. Mutual trust within the Board and between Board and Executive 3.3. A highly skilled Director of Governance working with a Chair and Principal no less committed to good governance	3.1. Establish and maintain regular (at least annual) meeting of external governors 3.2. Create more opportunities for reflection, including at the end of each meeting 3.3. Involve wider group of governors in transition planning 3.4. Consider investing in a board portal

Fig. 1

In carrying out the review, the reviewer had the opportunity to meet and interview the great majority of those governors who were in post between January and March 2024 and all but one of the College's Senior Management Team (SMT). He would like to

thank all those governors and staff who participated for their generosity both with their time and with their ideas of how governance at Chelmsford College might be further enhanced. He would particularly like to thank the Director of Governance, who despite a very tight schedule (she is only employed for two days a week, and during the review period also had to help coordinate the College's response to an Ofsted inspection) was always ready to answer questions and to share lessons based on her 20 years of experience of college governance at Chelmsford and elsewhere, as well as at national level.

The suggestions made in this report are offered in the hope that they will be of value to Chelmsford College as it implements its new Strategic Plan and continues to deliver its 'Project Future'.

Our Approach

This External Board Review was undertaken by Martin McNeill between 6 November 2023 and 10 May 2024, following an eight-stage approach:

Fig. 2

The reviewer met the Chair, Clerk and Principal on 6 November 2023 for a preliminary discussion on the scope of the review. Within the broad three areas of board composition, board structures and board interaction, the reviewer was asked to address a number of specific questions as follows:

- **Board composition**
  - Do board members have the right skills and experience, particularly in areas such as people management?
  - Could a more rigorous approach to performance review help to enhance board effectiveness?
- **Board structures**
  - Do board and committee papers bring out strategic issues with sufficient clarity?
  - Are governors presented with too much material?

- o   Do meetings go on too long?
- o   Is the Board over-reliant on task-and-finish groups?
- o   Is there an adequate understanding of risk?
- **Board interaction**
  - o   **I**s the dynamic between the Board and the Executive conducive to good governance?
  - o   Do meeting arrangements encourage high-quality questioning, challenge and debate?

An online survey was issued to 15 external, staff and student governors on 20 November; the Principal and one newly-appointed governor who had not yet been onboarded did not participate. 12 responses were received by the closing date of 4 December (for two of the three non-respondents, the College was aware of extenuating circumstances). The reviewer had the opportunity in March to interview the Chair, the Vice-chair, the other two committee chairs and a group comprising four of the other five external governors then in post. He also met the Principal, seven of the other eight members of the SMT, a staff governor and a student governor. The majority of these interviews took place online, although a few of them were arranged around a visit to the College to observe a board meeting on 22 March 2024. The reviewer had previously observed the 27 January meeting of the Policy, Sustainability and Resources (PSR) Committee.

The review process was supported throughout by the Director of Governance and the Executive assistant, who made available a range of College documents, including Board and Committee papers and minutes, arranged interviews and answered a multitude of questions..

Following moderation, a draft report was shared with the College on 9 May 2024.

Background

The College

Chelmsford College (the 'College') was established in 1962 mainly to help meet the training needs of the local engineering industry. For a number of years the College has faced financial challenges (with financial health consistently assessed in recent years as 'requires improvement') and a number of possible mergers and collaborative partnerships have been considered. In early 2022, following a Strategic Options Review, the College, with the support of the FE Commissioner, developed its 'Project Future', which aims to restore good financial health by broadening the curriculum offer and attracting a wider range of learners in the context of a growing local economy. Project Future originally envisaged the College increasing its income from less than £17 million in 2020-21 to £22 million in 2026-27 and building a cash reserve of £3 million to support future investment.

The College succeeded in growing its income by 11.2 per cent in 2022-23, but higher energy costs and other inflationary pressures meant that it recorded a small deficit in place of the surplus for which it had budgeted. It is, however, on track to achieve a surplus in 2023-24 and by the end of 2024-25 (a year later than originally planned) expects to have generated a sustainable annual income of £20 million and re-built cash balances to the £1.5 million level that the Board thinks necessary for safe operation. Achieving those milestones on the way to full delivery of Project Future by 2027-28 will require some financial re-structuring, including the re-financing of a £900k commercial bank loan maturing in December 2024; the approach to be taken to this has yet to be agreed with the Department for Education.

A new Strategic Plan covering the period 2023-28 was approved by the Board in December 2023.

The College currently (March 2024) has 4,050 students on roll, more than half of them following 16-18 study programmes. There are 1,560 adult students (including a small number – just 17 – following courses of higher education) and 370 apprentices. Student achievement in 2022-23 was at or above the national average for all types of programme.

Student satisfaction is assessed through a short annual survey and a Learner Voice process that continues through the year. The last annual survey, undertaken in March 2023, had a low level of response (891 responses compared with 1,587 in 2022) with a higher percentage of negative responses. 80 per cent of students nevertheless responded positively to each of the nine questions that were asked. An induction survey of new students is undertaken annually in October, which in 2023 also showed a decrease in positive responses (but with no significant change in the level of

participation). Governors do not receive information that would enable them to compare these results with those from other colleges.

In its 2022-23 self-assessment report (SAR), the College judged itself to be a 'good' provider, that was making a 'reasonable' contribution to meeting skills needs. Of the four main types of programme, the College judged those for young people, adult learners and learners with high needs to be 'good' while apprenticeship provision was judged still to 'require improvement'. These judgements were confirmed by Ofsted when an inspection team visited the College between 5 and 8 March.

The Board

As at 31 March 2024 the Board comprised 13 governors, including two staff governors, two student governors and the Principal alongside eight external governors. At the December board meeting another external governor had been appointed to take office from 1 April 2024, bringing the number of external governors up to nine and the total size of the Board to 14. The Board is looking to recruit up to three further governors in the near future, including at least one with a knowledge of audit and accountancy.

The current Chair is the longest-serving governor, and plans to stand down in July 2025, when she will have completed just over nine years' service. The Vice-chair has been a governor since March 2020 and has recently been re-appointed for a further term of two years to March 2026. Both Chair and Vice-chair have served in those roles since August 2021.

The work of the Board is assisted by additional members co-opted to specific committees. Two such members have been appointed this year.

Over the last two years, the role of Director of Governance has been filled by two highly experienced governance professionals in succession, working on a part-time basis (two days a week). Administrative support is provided by an Executive Assistant who divides her time equally between her governance role and that of Executive Assistant to the Principal.

The College has adopted as its Code of Governance for 2023-24 the AoC's Code of Good Governance for English Colleges (September 2021 edition) and has agreed to adopt the Further Education Governance Code (a substantially revised Code developed by the AoC and published in September 2023) for use from 2024-25.

The Board has in the last few months reviewed its Instrument and Articles of Government, new versions of which were adopted at the 22 March 2024 board meeting and its Code of Conduct for Corporation Members (approved 15 December 2023) which follows a model developed by the College's solicitors Eversheds Sutherland.

Governance reviews

The Board has not previously commissioned an external review of governance. Up to 2022 governors were normally asked to complete an annual self-assessment questionnaire, but in May 2023 the Search, Governance and Remuneration Committee agreed to suspend this requirement. There were, however, rigorous self-assessments of effectiveness at committee level and at their Development Day on 13 October 2023 governors collectively reviewed the extent to which they met the requirements of the new Further Education Governance Code. The Board plans to develop a new framework for governance review in the light of this external review.

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Board Composition

Board size and appointments

The College's recently-revised Instrument and Articles of Government require a minimum board size of 11 (comprising the Principal, two staff governors, two student governors and at least six external governors). There is no upper limit. As at 1 April 2024 there were nine external governors, and the College is looking to recruit at least one more. If it is successful, the total membership will be 15.

The Board has continually refreshed itself in recent years and there is a good mix of longer-serving governors with shared institutional memory and others who have joined more recently and brought new perspectives. Table 1 shows the number of years of service completed by all governors.

Chelmsford College
Governors' years of service
as at 31 March 2024

Years of service
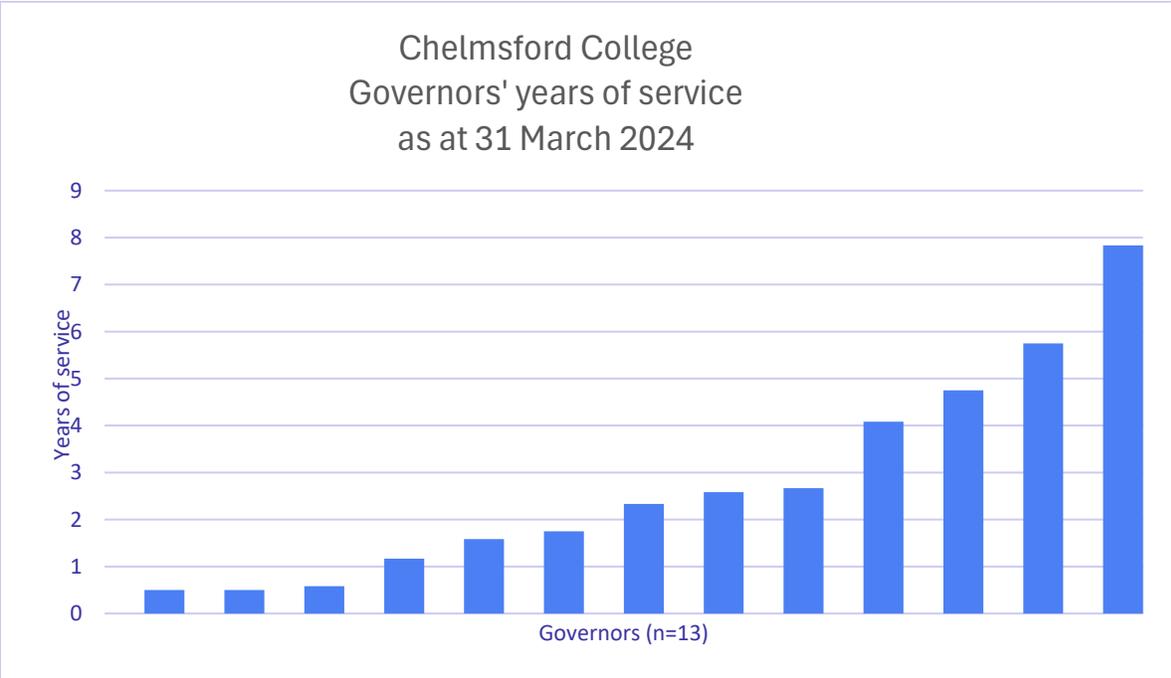
Governors (n=13)

Table 1

The maximum term of office is limited to four years, but there is no limitation on the total period for which a governor may serve. Governors are, however, aware of the need to keep refreshing the Board, and have agreed that they will not normally re-appoint a member if the effect would be to extend that member's period of service beyond eight years. An exception has been made for the current Chair, who has been asked to serve for a ninth and final year to provide continuity. She will retire on 31 July 2025.

The Board's Standing Orders recognise that a re-appointment that would extend a member's term of office beyond eight years requires special consideration .

Diversity and skills mix

As at 1 April 2024, male governors made up 71 per cent of the Board and accounted for 78 per cent of the external governors. The balance has shifted significantly in the last year, with a net loss of three female external governors taking the female:male ratio within this group from 5:7 in April 2023 to 2:7 in April 2024. The College workforce, in contrast, is 71 per cent female and the student body includes very similar numbers of female and male students. In the longer term, the Board would benefit from a better gender balance, with neither men nor women accounting for more than 40 per cent of the total, but that objective needs to be balanced against the need to recruit governors with the right mix of skills for the College's current needs..

In terms of ethnicity, 10 of the 14 current board members (71 per cent) identify as White British, compared with 85 per cent of the population of Essex and a similar proportion of the population of Chelmsford. The comparable figures for the staff and student bodies are 87 per cent and 82 per cent. There is at least one representative on the Board of the largest ethnic minority group in the local population. While it is not realistic to aim for proportionality at all times on a body comprising fewer than 20 individuals, these data do suggest that on this dimension the Chelmsford board is reasonably representative of the community that it serves.

Like many college boards, Chelmsford's lacks external governors under the age of 40, although there are relatively few over-60s, with the majority being in their 40s or 50s. While almost all are in full-time work, a small number have portfolio careers that give them some flexibility to accommodate voluntary roles like that of college governor. There is a healthy distribution of other protected characteristics.

The Board has recently reviewed its approach to skills audit. The Search, Governance and Remuneration (SGR) Committee is looking to replace the traditional approach of asking governors to rate (on a scale of one to four) their experience in some 45 aspects of governance and, separately, their experience of the different functions within the College with an approach that focuses on their ability to scrutinise delivery of the Strategic Plan. 17 areas have been identified where knowledge and experience at board level would enable more effective governance.

Further information to support decisions on skills needs is available from the self-assessments required from each committee, that include a question on the range of skills available to the committee.

 While there is more work to do, the new approach should enable a clearer focus on the skills that the Board needs. The quality of skills audit will, however, continue to depend

on the SGR Committee having a good understanding of the capability of each governor, based on continuously updated records of experience and achievements within and without the College and observation of governor performance; an understanding of the skills currently available and how they are being used should be the starting point for every discussion of succession planning.

Professionally, the Board is heavily weighted in favour of governors with a background in education and skills, who as at 1 April 2024 constituted two-thirds of the external governors. Within this group, however, there is a rich diversity of experience in finance, human resources and student support as well as teaching. Other external governors work in finance and engineering as well as in public services other than education. The Board has been conscious of the need to develop its ability to scrutinise financial performance and constructively challenge financial plans, and in its recent recruitment campaign has been successful in identifying a chartered accountant with experience of financial management in the financial services sector, as well as an educational consultant from a higher education background; the latter is expected to make a strong contribution to the Quality and Learners' (QL) Committee as well as helping to improve the gender balance of the Board.

Additional members

To ensure effective scrutiny of all aspects of their responsibilities, governors have chosen in the last year to appoint additional members to committees where a skills gap exists. A former governor with a good knowledge of special educational needs and disabilities and strong links to local community groups has been appointed as an additional member of the QL Committee for a two-year period and a former college principal and CEO of the Career Colleges Trust, who is currently working with Essex County Council on educational aspects of its regeneration agenda, has been appointed for a four-year period as a member of the PSR Committee. This latter appointment, following the appointment to the Board in September of an experienced HR director currently working in the Higher Education sector, fills the 'people management' gap previously identified.

In its recent recruitment campaign, the Board has been open to appointing additional committee members as well as full governors, and continues to look at ways of strengthening both QL and PSR committees. Having committed to this approach to broadening the range of skills available to the Board, governors should consider how the 'additional member' roles might be publicised, for example by publishing on the College website pen portraits of the additional members alongside those of the governors   We recommend that they also review the content of the Governance page of its website (particularly the letter of welcome) to make clear that positions of both types are available. For clarity, it would be helpful to use the term 'additional member'

when referring to individuals appointed to committees who are not asked to take on the full responsibilities of a governor.

Induction and development

In their survey responses, governors are somewhat critical of induction and training, but there is evidence of this having improved considerably in recent months. The December board meeting received a report from the SGR Committee outlining the opportunities available to each new governor, which included meetings with the Principal and other members of the SMT[1], a tour of the campus and a training programme. This includes mandatory in-house training (in Safeguarding and Prevent and Equality, Diversity and Inclusion (EDI)), and the opportunity to enrol in the AoC's governor induction programme and the development programme provided by the ETF. A rigorous onboarding process is in place, reflecting the importance that governors attach to safeguarding.

An important element of the induction package is a buddying scheme linking each new governor to a senior manager. While there are no formal outputs from meetings between individual governors and individual members of SMT, governors report that these provide opportunities to triangulate information (for example, about student achievement) provided in board and committee meetings, while SMT members say that they learn more about governors' priorities.

Ongoing professional development of governors is actively promoted by the Director of Governance, who publishes a monthly briefing for all governors which includes details of training opportunities.

Evidence that the College is taking governor development seriously is provided by the Individual Record and Review (IRR) form that is now been brought into use. This will provides a record for each governor of training undertaken as well as of engagement with and contribution to the College. It will provide a good evidence base for the one-to-one development interviews that the Chair or Vice-chair will hold with each individual governor towards the end of 2023/24.as well as for the construction of a Board Development Plan for 2024-25. One enhancement to the form might be to give more encouragement to governors to record training and development undertaken in other settings that is relevant to their College work.

The Board is also aware of the need to support and develop its Chair and has recently put in place a process for annual review of the Chair's performance, normally led by the Vice-chair. This gives all governors the opportunity to contribute to the Chair's
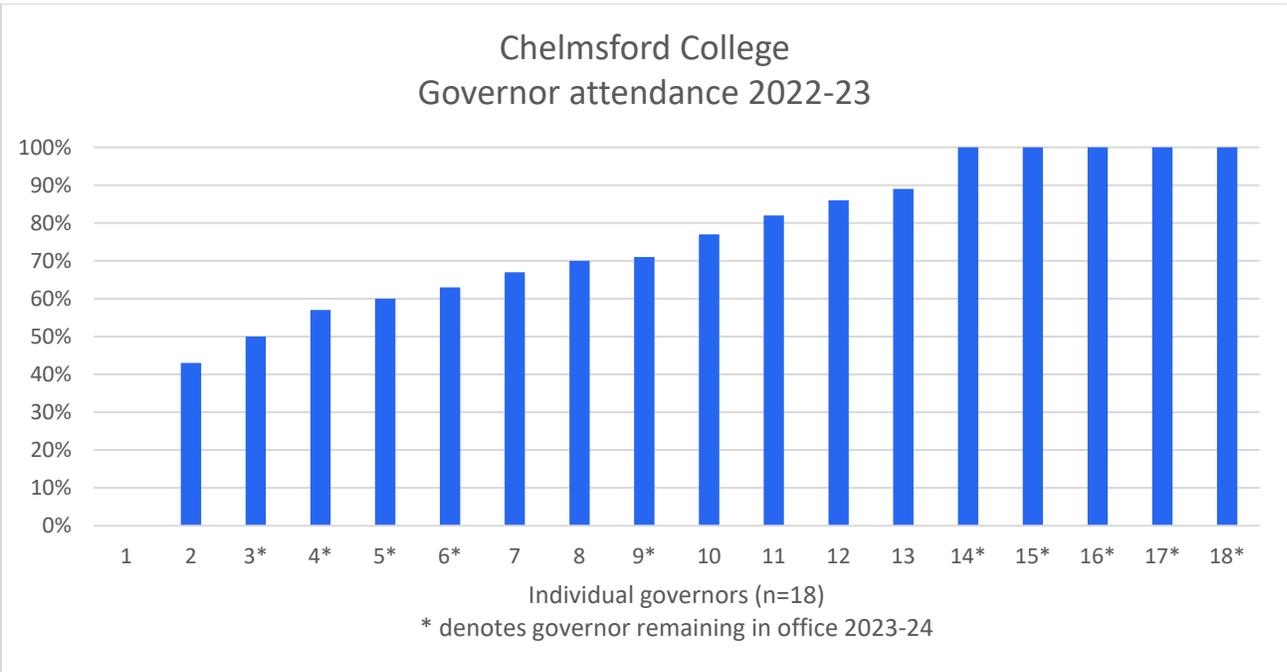
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[1] SMT members suggested that there should be an opportunity for each new governor to meet each SMT member, a suggestion that we endorse.

professional development as well as enabling them to hold the Chair to account as an office-holder of the Board.

Succession planning

The Board is led by a committed and capable Chair/Vice-chair team who have the respect both of governors and of senior managers. Governor commitment, if measured by the regularity of attendance at meetings, appears to have been a little below the sector norm in 2022-23 (78 per cent, compared with a national average of 83 per cent) and more than half of all governors fell short of the expectation that they would attend at least 80 per cent of formal board and committee meetings. It should, however, be noted in relation to the three external governors with relatively low attendance at formal meetings in 2022-23 who are continuing on the Board in 2023-24 that all three are have demanding full-time jobs and make valuable contributions in other ways: for example by playing active roles as 'link' or 'lead' governors (evidenced by the record of governor visits) or by serving on College groups such as the Stakeholder Scrutiny Committee.

Table 2 compares the attendance rates of the 18 governors who served on the Board for all or part of 2022-23.

Chelmsford College
Governor attendance 2022-23

Individual governors (n=18)
* denotes governor remaining in office 2023-24

Table 2

There has been a high level of turnover on the Board in the last year, with six external governors leaving between February 2023 and March 2024. Three of these governors had served for eight years or more, and one for six years; the other two found with regret that they could not sustain their governor roles alongside other commitments.

Whatever the reasons, succession planning has necessarily been a high priority. A Succession Planning Policy was approved in December 2023 which commits the Board to open and transparent recruitment processes, training and development for both new and established governors and the maintenance of diversity. Governors have explicitly recognised the importance of allowing long enough lead times for recruiting new governors: normally six months for a governor, but up to twelve months if a new Chair is to be sought from outside the current membership.

Succession planning is now a standing item on the agenda of the SGR Committee. The members of this committee are the Chair of the Board, the Principal and the Chairs of the four standing committees, alongside a governor with HR expertise. These individuals have between them the opportunity to observe the contributions in meetings of all other governors, and their perceptions, alongside attendance data and the information gleaned from IRR forms and from development interviews can be used to inform discussions on succession as well as on development.

Staff and student governors

There are currently two staff governors and two student governors, as required by the Instrument of Government. Standing Orders provide for staff governors to be appointed for four-year terms and student governors for one-year terms (the Standing Orders currently envisage only one student governor and need to be amended to align with the revised Instrument of Government).

The Standing Orders provide for the staff governors to be nominated by College staff (one by the teaching staff and one by the support staff) and for the student governor(s) to be nominated by 'the student population'. These provisions correctly reflect the Board's legal position as the appointing authority, and its operational decision to accept the candidates nominated by the staff and student bodies, or the relevant sections of those bodies, unless the nominees are ineligible to serve as governors. It is understood that prior to 2023-24 student governors had come forward through a selection process and that the current student governors are the first to have been elected by their peers.

One of the staff governors serves on the PSR Committee, the other on the QL Committee. Governors say that they value the input of the staff governors; the one staff governor interviewed (the other was unavailable for personal and family reasons) said that staff governors were valued and encouraged to express their views. It was clear that staff governors understand the complexity of the role and the challenges involved in bringing a staff perspective to governance while remaining objective.

Both student governors currently serve on the QL Committee. While this may enable the student governors to make a greater contribution (which the minutes of that committee show that they have made, particularly in relation to the development of the

curriculum) with less training and less support, it has risks: the student governors may be seen as simply a channel for student voice (rather than independent governors bringing a student perspective); and it narrows the scope of the student governor experience. The Board should consider supporting one student to serve on the PSR Committee: input from a student perspective to discussions about estates, sustainability and marketing could be of great value.

There is a thorough induction process in place for student governors, including mentoring by an external governor and AoC student governor training, but student governors could be even more effective if support extended to pre-meeting briefings. Another way of enhancing the effectiveness of student governors would be to conduct elections later in the year and make appointments for overlapping terms of (say) 15 months; this would enable established student governors to contribute more to the induction of their successors.

Conclusion

Board composition is one of Chelmsford College's strengths. The introduction of new skills audit, individual review and succession planning processes over the last year will help the Board to maintain and develop its capability as it monitors implementation of the new Strategic Plan.

BOARD COMPOSITION
Strengths
1.1.   A committed group of governors bringing a wide range of professional skills and diversity in (most) protected characteristics
1.2.   An appointment framework that recognises the need for continuous renewal of the Board while maintaining flexibility
1.3.   Effective use of additional members appointed to committees
1.4.   An increasingly integrated approach to skills audit and succession planning
1.5.   A comprehensive induction programme for new governors
Areas for development
1.1.   Through targeted recruitment, increase the number of women on the Board
1.2.   Communicate more clearly the distinct role of an additional committee member
1.3.   Consider assigning a student governor to the PSR Committee
1.4.   Review the support available to student governors and consider overlapping student governor appointments

Fig. 3

Board Structures

Committees and Task Groups

The Corporation has established four standing committees to advise it on:

- Audit;
- Policy, Sustainability and Resources;
- Quality and Learners'; and
- Search, Governance and Remuneration.

This committee structure has been in place since September 2022. The Board had previously operated without a separate finance committee; on taking office in August 2021, the current Chair initiated an internal review of governance structures which concluded that there was insufficient time in board meetings to give proper scrutiny to financial performance and financial plans and that a committee was required to undertake the necessary preparatory work. That committee – the PSR Committee – was also given oversight of business development, estates and human resources matters as well as of the development of a sustainability strategy and the monitoring of its implementation.

Task-and-finish groups have been used in the past to address specific issues, but none is currently in existence. Given the wide terms of reference of the PSR Committee the possibility of establishing a task group to consider some complex financial issues is under consideration. It will be important to ensure that, if such a task group is set up, it does not take over work that is properly the responsibility of College management.

The committees do not in general have delegated powers, although they can make administrative arrangements to enable them to fulfil their advisory and assurance functions: for example, the QL Committee has the authority to establish a mechanism for governor engagement[2]. There are a few anomalies: for example, one of the duties of the QL Committee is 'to raise the quality of teaching and learning for all students at the College', which might be seen as an undesirable (and unrealistic) extension of the boundary between governance and management.

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[2] Although the QL Committee appears to monitor governor engagement activity, the information gained from these visits does not appear to be used to inform the judgements of the Committee and it might be more appropriate to transfer this responsibility to the SGR Committee.

It is good practice to review committee terms of reference annually, and these issues might usefully be addressed at the next annual review.

Meetings

Each committee normally meets three times a year, the Board four times. In addition, there are two Development Days (in October and February). Committee meetings are normally on Tuesdays between 4.30 and 6.30 pm, board meetings on Fridays between 2.00 and 4.00 pm. All meetings are face-to-face, although members may occasionally join online if other work commitments make them unable to attend in person. The Board is conscious of the need to make adjustments for members who, for reasons of disability, find it difficult to access the College at the scheduled times. Some governors have expressed a preference for holding committee meetings earlier in the day; the SGR Committee might wish to consult members on the option of holding some meetings early in the morning rather than late in the afternoon.

Some respondents to the survey of governor perceptions thought that meetings were too long or were poorly managed so that insufficient time was available for strategic discussions. The Board has now introduced timed agendas for all meetings, and the fact that in 2023-24 to date all but two meetings have finished within the two hours allotted indicates that better agenda planning is having an impact.

Agendas and reports

In their survey responses, governors express some dissatisfaction with the reports presented to them. They said that the purpose of each agenda item was not always clear, and that many reports contained too much operational detail . In the committee self-assessments completed in June 2023, most members of the QL Committee and half the members of the PSR Committee were of the view that reports were not presented in an appropriate or effective format.

The Director of Governance has already taken action to address these concerns. From the start of 2023-24, report authors have been asked to categorise each report by type and according to the action governors are required to take. The four types in use are 'Strategic', 'Monitoring', 'Administrative' and 'For information' and the possible actions are 'Approve', Recommend', 'Discuss' and 'Note'. Authors are also asked to provide an executive summary of key issues, to identify any relevant strategic objective and to set out risk management implications.

This is undoubtedly a step in the right direction. The changes made do not yet, however, fully meet the need for succinct reports that enable governors to focus on the issues that are properly their responsibility. The new format suits some reports, but it is not being consistently implemented and, more important, lacks precision. The review

found a number of reports where more than one of the four available 'type' and 'action required' boxes had been checked, and others where none had. That may have been because the categories overlap, and the 'For information' category, in particular, is too broad; there may also not be a clear enough understanding across the SMT of what governors are required to do and what information and analysis they need.

In our view, there are only three reasons for placing a report in front of governors: to enable them to make a decision (or, when they are meeting in committee without delegated powers, to make a recommendation to the Board); to invite them to offer guidance (short of a formal decision) on how a strategic issue should be addressed; or to provide assurance as to the College's progress towards the strategic objectives that the Board has approved.

It follows that 'information' should be on a formal agenda only to the extent that it helps the Board or a committee to consider what decisions to take, what strategic steer to give to the Executive or what assurance they can take. While much other information is required by governors for their professional development and to assist their understanding of the environment in which the College operates and the needs of its stakeholders, most of it is more effectively delivered through other channels (including the excellent monthly briefings that are provided by the Director of Governance as well as focused training and development sessions and College visits) than as part of a meeting agenda.

We also observed in our review of board and committee papers that executive summaries are not consistently being used to help governors address the key issues that will affect their judgement and that the risk management section of the report does not link directly to the Risk Register. While executive summaries are of most value for longer reports, and (arguably) may not be necessary for a report running to less than 1,000 words, it is helpful to preface every report, however short, with an indication of the questions that governors will need to answer before reaching a conclusion on the subject-matter of the report.

In relation to risk management, we note that the College has a well-developed Risk Register and a Risk Dartboard that presents the 19 strategic risks in a graphic form, showing their relative severity and changes in that severity over time; we recommend that this section of every report (which should be completed for all reports incorporating a proposal or a request for should indicate more precisely which of the identified risks are impacted or if a new risk needs to be considered.

One significant omission from the report template is any reference to the impact of the proposal (if there is one) on EDI. Survey responses showed that only half of all governors thought that EDI was 'a clear consideration in board decision-making' rather than (as one governor put it 'an add-on'.

Even with changes to how reports are presented, there remains a need to reduce the volume of material presented to each meeting, particularly material that is merely descriptive and neither directly provides assurance nor presents proposals for change. The agenda of the QL Committee meeting on 7 November ran to 308 pages, including a number of background documents containing operational detail. Board agendas are presented in the form of a 'main set' and appendices, a structure that is not always easy to navigate. We recommend that much more use be made of embedded links to background papers and detailed data sets, all of which could be available via a governor portal.

Governors' ability to draw appropriate assurance from performance reports will be greatly assisted by the structuring of those reports around key performance indicators (KPIs). At present, KPIs are reviewed at committee level and details are included in the appendices to committee minutes that accompany the board agenda, but they do not have the 'key' role that their name might imply. It may be significant that governors do not currently determine what KPIs, and what targets for those KPIs, will be set. Further ahead, the College should look to simplify performance reporting through the development of a performance dashboard.

The consent agenda

The College has begun to use a consent agenda to enable decisions to be taken expeditiously on items that require board approval but are not thought to require discussion. The introduction of the consent agenda addresses the request for a facility to approve documents outside formal meetings; while the consent agenda has the same advantages as proceeding by written resolution (in terms of the governor time that it saves) it involves less paperwork and gives a better opportunity to governors to have an issue referred for full discussion if any of them wish.

The Board does not currently use the consent agenda for its own minutes or for noting . progress on action items and we recommend that it do so. We would also suggest that approval of the consent agenda (with the exclusion from that agenda of any items requiring further discussion) should be the first item on the agenda of each meeting.

Minutes

The minutes of both Board and committee meetings give clear accounts of the discussions held, including the ways in which governors have held the Executive to account, and the conclusions reached. We would recommend two enhancements: first, the bringing together, ideally as a summary prefacing the full minutes, of all resolutions (with a cross-reference to the minute where they appear); and, second, the listing of all requests for action in a tracking document which can be presented (with details of

progress) to the next meeting of the body (Board or committee) concerned – ideally within the consent agenda.

It should be noted that the 'minutes' section of the College website, which otherwise provides a good account for the public of how the governing body of the College is constituted and organised and what it does, and gives access to an appropriate range of documents, is not up to date. The Instrument and Articles of Government currently require committee minutes to be published, while board minutes (and other board papers) only need to be available for inspection. Pending a review of this anomaly, we recommend that all minutes be made available on the website as soon as they have been confirmed.

Information systems

As already noted, the Director of Governance has put in place effective systems for bringing governors up to date with developments in the external environment as well as news about the College and encouraging the take-up of training and development opportunities. Governors also have opportunities to see the College at work on development days and through participating in learning walks, although a clear picture of the take-up of these opportunities will not be available until IRR forms have been completed.

In parallel, the Board has established a network of 'governor champions' who are expected to maintain links with a curriculum or support service team within the College or to lead on a cross-cutting issue such as safeguarding or the local skills agenda. While no role descriptions have been drawn up, it is apparent that some external governors are taking advantage of the opportunities offered to improve their understanding of different aspects of the College's work: between October 2023 and January 2024 there were 12 separate visits to different areas by six individual governors; five of these visits included meetings with students. Following each visit, the governor concerned completes a return which is published on the governor SharePoint site; the 'host' member of staff has the opportunity to, and usually does, add comments.

Reports of visits by governor champions are currently reported to the QL Committee, although the last such report did not generate any discussion. We recommend that oversight of this process be transferred to the SGR Committee, which is better placed to consider how this scheme contributes to governor development.

Governors also participate in the College's Learner Voice programme, attending one meeting each year with student representatives, in reviewing the annual SAR at both departmental and whole-college level and in the Stakeholder Scrutiny Committee that monitors delivery of the Stakeholder Engagement Strategy.

Board and committee papers and some training and development materials are available to governors through a portal accessed through Microsoft Teams, but this does not include all the information that governors need and some find it hard to navigate. We recommend that the Board consider as a priority over the next year the introduction of a comprehensive information system that is kept up to date and provides access to key College information (including information about performance and risk management) as well as to policy documents and details of the governance framework.

Conclusions

The committee structure is fundamentally sound (although we recommend re-visiting the distribution of responsibilities) and meetings (including the agendas for those meetings) are well managed. There are many opportunities for governors to learn more about the College, its students and its other stakeholders, which they are not slow to take up. The College should, however, look again at its reporting processes to ensure that the essential information that governors need to take strategic decisions and to hold the Executive to account is clearly presented. At the same time, it should review its systems for facilitating access to a wider range of additional information.

BOARD STRUCTURES
Strengths
2.1.   Comprehensive committee structure providing assurance and advice in all areas of operation
2.2.   Timed agendas supporting good management of meetings
2.3.   Clearly-presented Risk Register and Risk Dartboard
2.4.   Effective use of consent agenda
2.5.   A variety of opportunities for governors to extend their understanding of the College, supported by a proactive approach to disseminating information
Areas for development
2.1.   Review committee terms of reference to clarify responsibilities to the Board
2.2.   Keep meeting times under review to facilitate in-person attendance where possible
2.3.   Further develop reporting format to clarify the purpose of each report and highlight key issues for discussion, including (where appropriate) EDI implications
2.4.   Reduce volume of information provided by embedding in reports links to further information for governors wishing to 'drill down'

2.5.	Develop a performance dashboard incorporating high-level KPIs set by the Board
2.6.	In all sets of minutes, provide summary of resolutions made and actions requested
2.7.	Ensure that minutes of board meetings are published on the College website as soon as they have been confirmed
2.8.	As a priority, develop comprehensive and easily accessible governor information system

Fig. 4

Board Interaction

BOARD INTERACTION
The behaviours and interactions that combine to create an inclusive culture that encourages effective challenge and impactful collaboration

Behaviours and relationships

Over the last two years, the Board has played a vital role in setting the strategic direction of the College, championing Project Future and appointing a new Principal to work with governors in developing a new Strategic Plan. Longer-serving governors speak positively of the openness that now exists between the Board and the Executive. SMT members say that they are held to account, but also supported in their work – they are part of a shared endeavour.

The Board is well led, with a Chair and Vice-chair respected for their complementary skills. Individually, governors are curious, self-critical and eager to improve. In the two meetings observed in the course of this review they showed a willingness to challenge their own assumptions and to open up discussions on different scenarios.

While there is no lack of mutual trust, the Board has still to come together as a high-performing team. In the words of one governor, "It can feel like a collection of experienced and skilled people with a topic or two each – which they stick to – rather than a skilled board."

Succession planning will be a challenge over the next fifteen months, and governors have recognised that they need to start planning now to ensure that the good work of the current Chair is taken forward. At the same time, newly-appointed governors will

have to be inducted and helped to play a full part in the work of the Board as soon as possible. The SGR Committee, which now includes all the Committee Chairs, is taking the lead in this.

While relationships between the Board and the Executive are currently characterised by a high level of confidence, it is important for external governors to take the opportunity at least once a year to meet independently (as Audit Committee members already do for part – usually a very small part – of each meeting) to take stock of progress and, so far as possible, look ahead.

Performance appraisal and reflection

Governors recognise that there is a need for the Board to be more reflective and to continually challenge itself to improve its performance. There is as yet no coherent structure for the self-assessment of governance, although many elements are in place, including the IRRs, the committee self-assessments and the annual performance review of the Chair.

A first step might be to make time at the end of each Board or committee meeting for members to reflect on the conduct of the meeting and what it has achieved. At the same time, the results of the development interviews undertaken with each governor individually by the Chair or Vice-chair will provide a wealth of information to feed into a Board Development Plan for 2024-25, to be followed up by a self-assessment towards the end of that year, which in turn will inform a Governance SAR.

The leadership of governance

The Board has been fortunate to obtain the services of first one, then a second highly-experienced governance professional, to modernise its governance processes and create the platform for a high-performing board. Progress might have been faster had more time been available: a two-day-a-week allocation (with two-and-a-half days' administrative support) is generally recognised as barely sufficient to maintain good governance processes, let alone to effect the overhaul of documents and systems that Chelmsford College has required.

Progress to date has only been possible because of the commitment not only of the current Director of Governance, but also of the Chair and the Principal. With a change of Chair imminent, it will be important to involve other governors (possibly the Vice-chair) more closely in planning new initiatives and (if further resources are not forthcoming) to ensure that the current level of professional and administrative support is at least maintained. Consideration should be given to investing in a board portal management system to take care of some administrative functions and free the Director to focus on strategic issues.

Conclusions

The review has identified that Board Interaction is strong, and continues to strengthen. With a change of Chair imminent it will be essential to continue investing in improved governance processes to ensure that governors continue to add value for the College's stakeholders.

BOARD INTERACTION
Strengths
3.1.   Experience of driving strategic change
3.2.   Mutual trust within the Board and between Board and Executive
3.3.   A highly skilled Director of Governance working with a Chair and Principal no less committed to good governance
Areas for development
3.1   Establish and maintain regular (at least annual) meeting of external governors
3.2.   Create more opportunities for reflection, including at the end of each meeting
3.3.   Involve wider group of governors in transition planning
3.4.   Consider investing in a board portal

Fig. 5

Overall Board Effectiveness

The Board of Chelmsford College has provided effective strategic leadership in recent years, so that, with a 'good' Ofsted rating and a realistic plan for achieving good financial health, the College is well placed to survive and grow. The Board is now seeking to broaden the range of skills available to it, maintaining and (in some important respects) increasing the diversity of its membership and making use of flexible governance structures to enhance overall board effectiveness.

The College is conscious of the need to attract and retain capable governors and tries to ensure that their time and talents are well used. It needs to improve some of its governance structures and processes to ensure that both the Board and its committees are able to focus on key strategic issues without being distracted by unnecessary detail, while having easy access to underlying data should closer scrutiny be required. Good use is being made of the consent agenda, and this could be further extended without loss of rigour.

Our review has found evidence that the Board is proficient and is having an impact on college strategy, effectiveness, and outcomes. We consider that it could achieve even more by developing its student governors and investing in its information systems to boost governor productivity. The option of a board portal should at least be considered.

Relations between the Board and the Executive are marked by mutual respect and a high level of confidence on either side. But with the impending departure of a capable and hard-working Chair, the College faces major change. It will be heavily dependent on the skills of its part-time Director of Governance, as well as of the Vice-chair, the Principal and other members of the Search, Governance and Remuneration Committee to ensure that good governance is maintained over the period of transition and that Board and Executive in partnership continue to take the College forward.