

**Minutes of the Extraordinary Board meeting held at 9am on Thursday 10 July 2025
via Microsoft Teams**

FOI Notice

Where asterisks (*) appear, these sections have been excluded from the minutes before placing on the website as the subject under discussion falls within one or more of the exemptions contained in Part II of the Freedom of Information Act 2000 and can be reasonably withheld.

PRESENT

Peter Lauener (Chair)	Board Chair
Nikki Davis	Board Trustee
Stephen Gray	Board Trustee
Julia Heap	Board Trustee
Kevin McLoughlin	Board Trustee

IN ATTENDANCE

Tim Balcon	Chief Executive Officer
Martina Doyle-Tuner	Executive People Director
Angela Alabi	Head of Governance and Board Secretary
Hannah Stroud	Corporate Governance Manager
Kevin Dixon	Department for Education

APOLOGIES

Rachael Cunningham	Board Trustee
Michael Green	Board Trustee
Owain Jones	Board Trustee
Herman Kok	Board Trustee
Holly Price	Board Trustee
Sophie Seddon	Board Trustee

ITEM 1: WELCOME, APOLOGIES AND DECLARATIONS OF INTEREST

1.1 Peter Lauener (PL) welcomed all to the Extraordinary Board meeting and particularly welcomed Kevin Dixon (KD) from the DfE ITB Sponsorship Team to his first CITB Board meeting. KD introduced himself, saying that he was looking forward to getting to know and understand the CITB's role and priorities..

1.2 Apologies were received and accepted from Rachael Cunningham (RC), Michael Green (MG), Owain Jones (OJ), Herman Kok (HK), Holly Price (HP) and Sophie Seddon (SS).

1.3 All in attendance gave permission for the meeting to be recorded for minute-taking purposes.

1.4 There were no further declarations of interest made in addition to those already recorded in the Board's Register of Interests.

ITEM 2: 2025 PAY AWARD

2.1 Martina Doyle-Turner (MDT) introduced the supporting paper and presented the recommendations approved by the Nomination, Appointments & Remuneration Committee (NARCO), to:

- 1) increase CITB salaries by 3.5% for all CITB staff in September 2025, and
- 2) seek accreditation for CITB to become a Real Living Wage (RLW) organisation, and, as a result, remove the minimum band value of CITB's lowest pay grade to ensure no colleague would fall below the RLW annual salary.

2.2 * The Board also noted that a full review of the 2023 grading framework would be carried out in 2026 with any recommendations to amend the framework to be presented to NARCO and the Board for approval ahead of September 2026.

2.3 It was explained that following Board approval, a pay award would be presented to the Unite and GMB Unions as part of the collective bargaining process, as well as CITB's Management Representatives, ahead of the increase to all colleagues' pay being implemented from September 2025.

2.4 Board Trustees supported both the recommendations for CITB to implement a 3.5% increase to all colleague salaries from September 2025, and to seek accreditation for CITB to become a Real Living Wage (RLW) organisation.

2.5 DECISION: The Board **approved** a pay award of 3.5% for all CITB colleagues, effective from September 2025.

2.6 DECISION: The Board **agreed** that CITB seek accreditation as a Real Living Wage (RLW) organisation, and, as a result, remove the minimum band value of CITB's lowest pay grade to ensure no colleague would fall below the RLW annual salary.

ITEM 3: AUDIT AND RISK COMMITTEE INDEPENDENT MEMBERS

3.1 Julia Heap (JH) as Chair of the Audit & Risk Committee (ARC) shared a verbal summary of the recent recruitment process to find new Independent Members for ARC to replace Richard Plumb (RP) whose tenure as an Independent Member would be coming to an end in August after eight years (two terms), and to replace Lee Jones (LJ), whose four-year term would be ending in November 2025.

3.2 JH requested Board approval to appoint Kieran Gill (KG) and Daniel Maycock (DM) to the positions of Independent Members of ARC from August 2025 following a successful interview process. JH explained that the recommendation to appoint both KG and DM was based the breadth of skills that KG and DM would bring, including strategic awareness skills and experience across audit, risk and finance. The Board was also requested to approve a short extension to LJ's term until July 2026, to support continuity on the Committee. Therefore, the Board was requested to approve the amendment of the ARC Terms of Reference to increase the number of Independent Members on the Committee from two to three until July 2026, when it would then reduce back down to two Independent Members.

3.3 DECISION: The Board **approved** the appointment of Kieran Gill and Daniel Maycock as Independent Members of the Audit & Risk Committee from August 2025.

3.4 DECISION: The Board **agreed** to extend Lee Jones' term as an Independent Member of the Audit and Risk Committee from November 2025 to July 2026.

3.5 DECISION: The Board **approved** an amendment to the Audit & Risk Committee Terms of Reference, to increase the number of Independent Members on the Committee from two to three until July 2026, at which point the number of Independent Members would reduce to two once Lee Jones' term had ended.

4: ANY OTHER BUSINESS

4.1 There being no other business, the meeting ended at 9:30am.