

Approved by the Corporation: C Orange

Signed by the Chair

8/2/2018
Date

MINUTES OF THE MEETING OF THE CORPORATION HELD: Thursday 16 November 2017

Present:

Richard Wightman (Chair)	Governor
Paul Ashton	Governor
Richard Dunbar	Governor
June Durrant	Governor
Eve Gregory	Governor
Robert Holden	Staff Governor
Judy Hooton	Governor
Ann Kendal	Governor (from 16.15)
Dave Mann	Governor
Cath Orange	Governor
Karl Oxford	Governor
Debbie Rolls	Staff Governor
Waseem Siddique	Student Governor (from 16.10)
Dale Smith	Governor
Andy Welsh	Executive Governor

The quorum was six Governors

In Attendance:

Chris Malish	Director of Finance & Corporate Services
Joanna Green	Clerk to the Corporation
David Harwood	Principal
Naomi Sharples	Deputy Provost
Richard Thomas	Provost

The meeting was held in the Boardroom, Old Building, Bradford College from 16.05. It was chaired by Richard Wightman.

L/J Denotes the time a Governor left/joined the meeting. Where the individual is not named in the minutes, a record is held separately and is available on request.

1. Preliminaries

1.1 The Clerk advised that a quorum was present. The Chair opened the meeting.

2. Introductions, Apologies for Absence and Disclosures of Interest

2.1 Introductions

No introductions were necessary.

2.2 **Apologies for Absence**

Apologies were received from Independent Governors Ralph Berry and Ramindar Singh.

2.3 **Disclosures of Interest**

There were no specific disclosures. The Chair reminded everyone of the need to declare actual or potential conflicts of interests as they arise.

3. **Minutes of the meeting of 19 October 2017**

3.1 It was **AGREED** that approval of the minutes of 19 October 2017 should be deferred as they are not yet ready.

RESOLVED:

i. ***To defer approval of the minutes of the 19 October 2017 Corporation meeting.***

4. **Matters Arising**

4.1 It was **NOTED** that a number of items on the Matters Arising Report were Agenda items; others have been marked “complete” on the Report, or are not yet due for actioning.

4.2 **Further Education (“FE”) Data Dashboard:** It was **NOTED** that high grade and value added measures had been included in the FE Dashboard, along with numbers of students in receipt of Additional Learning Support and financial support. The Principal, David Harwood, will add the EDIMs (Equality and Diversity Impact Measures) for academic year 2017-18 once they are agreed.

Principal

J16.10 Waseem Siddique joined the meeting.

4.3 **Governor Visit to Student Base:** Independent Governor Richard Dunbar reported on his visit, praising the youth work methodology he had observed. He emphasised the need for both male and female staff to be present, as well as to provide privacy for service users. The Principal said since the last meeting, a student consultation has been launched with a view to reestablishing the Student Base in its original location (at the rear of the David Hockney Building ground floor). Student Governor Waseem Siddique said students wish to have satellite provision at the other College sites. It was **AGREED** that the Principal will report further to the Corporation on developments in February 2018.

Principal

4.4 **School Sector Strategy:** A “for information” progress report was received and Governors confirmed they had noted its contents. In response to a question, the Principal said postcode analysis shows the College’s market share of local school leavers is currently around 30%.

4.5 **On Campus Police Service:** The report on the performance of the police on campus contract had not been produced in time for the meeting. It was **AGREED** that it must be brought to a future meeting.

Principal

4.6 **Equality and Diversity Monitoring Report and HR briefing on Litigation Risk:** It was **NOTED** that the new EDIM differentiating between disadvantaged and non-disadvantaged pupils will be reported in the annual Equality and Diversity report in November. Due to Corporation capacity, this and the HR briefing on Litigation Risk will be received by a small committee of Governors comprising Karl Oxford, Richard Dunbar and Ann Kendal.

- 4.7 **Proposed Sale of Appleton Building:** The Director of Finance and Corporate Services, Chris Malish (“DFCS”), said exchange of contracts is yet to take place but the terms are agreed; they do include an overage clause.
- 4.8 **Risk Management:** It was **AGREED** that time should be set aside in the new year for risk management discussions. The Clerk will update the Matters Arising Report to reflect this.
- 4.9 **Complaints Policy:** It was **NOTED** that this is waiting to be considered by the Executive, which has a number of more pressing issues to deal with currently.

Clerk

RESOLVED:

- i. A small committee of Governors shall be and is established comprising Ann Kendal, Richard Dunbar and Karl Oxford for the purpose of:*
- a. Reviewing the annual Equality and Diversity report;*
 - b. Receiving the minutes of the Equality and Diversity Committee;*
 - c. Receiving a report from the Director of People Services concerning the litigation risks arising from people management; and*
 - d. Receiving and interrogating the Staff Survey and Benchmarking Report and Action Plan.*

The committee, to be known as the Equalities and People Services Working Group shall report to the Corporation on Thursday 14 December.

Agenda
14.12.17

- ii. To receive the Matters Arising Report and note its contents.*

5. Report on Chair’s Actions

- 5.1 The Chair reported that he had by Chair’s action delegated to himself and to the Chair of the Audit Committee the task of reviewing and considering a number of proposed subcontracting arrangements – and determining whether they should go ahead. He said he and the Chair of the Audit Committee had considered a portfolio of evidence to support the proposals and had given approval to them. This was **NOTED**.

6. Key Risks Status Update

- 6.1 A report was considered on ‘Primary Risks’. It was **NOTED** that the financial risks would be discussed separately.
- 6.2 In response to a question, the Clerk said she recently added the risk of “Inadequate Information Management”, which is assessed as ‘Primary’ and it will appear on future reports.
- 6.3 Governors queried whether the risk of deterioration in the quality of the provision is being adequately managed via the Risk Register and there was discussion about the need to review the entire Risk Register, which will inform next year’s internal audit plan. It was **NOTED** that relevant action points have already been agreed.
- 6.4 There was discussion about whether the Corporation should be told the status of risks relating to health and safety and safeguarding at every meeting, or only

by exception. It was **AGREED** that the planned risk session will include consideration of appropriate reporting arrangements.

Clerk

RESOLVED:

- i. To receive the report and note its contents.*

7. Corporate Dashboard

- 7.1 It was **NOTED** that until an action point (from the previous meeting) to review the content of the Corporate Dashboard is actioned, there will not be any further reports, as the majority of the current performance measures do not change incrementally throughout the year.

8. Update on Finance Risks

- 8.1 DFCS referred to the Education and Skills Funding Agency (“ESFA”) Financial Health Notice to Improve (dated 30 October), which had been circulated. He said, as agreed at the previous meeting, he had filed with the Further Education Commissioner a report summarising the College’s financial position and what had led to it. Meetings with the ESFA have since taken place and have included discussions about emergency funding.
- 8.2 DFCS spoke to a paper entitled “Formulation of the financial recovery plan” which outlined the College situation, identified areas for review and reported on progress. All Governors confirmed that they had read and understood it; one commented that it was well-written and accessible for those without financial expertise. DFCS said if the Corporation is happy to approve the methodology he has proposed for formulating the recovery plan, he will prepare a draft plan on that basis for consideration by Finance Committee on 30 November and approval by the Corporation at the December board meeting.
- 8.3 Turning to page 10 of the paper, DFCS drew attention to the key risks that may result in the College’s savings requirements increasing or an increase to its immediate liquidity need. He said inflationary pressure is a particular concern as rates are expected to increase over the next two to three years. Another concern is the speed at which recovery must be secured; this in itself creates risks as there will not be the luxury of lengthy deliberation.

L16.45

- 8.4 It was **NOTED** that implementation of the financial recovery plan will put some pressure on the finance department, creating a capacity stretch. DFCS said it may be necessary to bring in additional capacity from outside the College. As with other spend, this will be on a strictly business-critical basis.
- 8.5 Governors discussed the decline in the College’s financial health and the failures in the control framework which had allowed warning signs to go unheeded. They **ACKNOWLEDGED** the Corporation’s duty to learn from its mistakes and to ensure that its recovery plan is robust. They **AGREED** that there is a need for clarity in terms of where things went wrong. DFCS said if external auditors are engaged to advise in this regard, the bank may wish to have a say in who is appointed. This was **NOTED**.

J16.50

- 8.6 A Governor said it seems there has been insufficient ownership of finance and quality at all levels of the business and asked what plan there is to remedy that. DFCS said he agreed with the analysis; in particular the Adult Education budget

merits greater scrutiny and the Corporation must have regular oversight of all income and expenditure. He said as part of the plan to address the issues, he will implement monthly data provision to facilitate timely monitoring – and ensure that reports are clear and succinct, so that Governors have a clear view of where money is being spent.

- 8.7 In response to a question about Governor oversight, DFCS said with more effective reporting tools and arrangements, the warning signs could have been spotted sooner, even by those without specialist financial knowledge or expertise. He said training will be provided for Governors, to support them in honing their financial skills and understanding what drives what in the world of FE. A Governor who had arranged a one-to-one meeting with DFCS after the Financial Health Notice to Improve was received said it had been useful and recommended that other Governors avail themselves of the same opportunity.
- 8.8 A Governor asked about the winding up of the Pupil Referral Unit referred to in Appendix B to the paper *Formulation of the financial recovery plan*. DFCS said the contract has been terminated, so there will not be any continuing costs.
- 8.9 A Governor raised a concern about unidentified risks and liabilities and DFCS said while improvements can be made to risk assessment and planning, it is of course impossible to guarantee no surprises, particularly in a business of this size and complexity.
- 8.10 There was discussion about the impact on College staff and the need to gain staff support for any recovery plan. In response to a question, DFCS said should it become necessary to look at making any staff redundancies, the College will consider whether it can avoid making compulsory redundancies or reduce the number of compulsory redundancies; it will also consult with employee representatives as necessary.
- 8.11 A Governor reminded the meeting that, in compliance with the Public Sector Equality Duty, a proportionate, timely approach to equality assessment must be taken and an audit trail kept, to ensure that in the implementation of the recovery plan, “due regard” is had to the need to eliminate unlawful discrimination and to advance equality of opportunity between different groups. The Governor said the Corporation will expect the risk of the Public Sector Equality Duty being breached to be controlled for and this was **AGREED**.
- 8.12 A Staff Governor suggested that sharing more information with College staff about the financial performance of the business, as well as individual curriculum areas, would be beneficial. The Staff Governor said more transparency should be aimed at, for example staff should know what contribution their area makes to the central fund from its income, or what it receives.
- 8.13 Finally, DFCS outlined the plans for financial reporting going forwards, identifying that Governors can expect to receive monthly reports giving a view of the financial forecast for the remainder of the financial year – together with the monthly management reports and the cashflow forecast.

Clerk

RESOLVED:

- i. The Director of Finance and Corporate Services, Chris Malish, shall prepare a draft recovery plan, applying the methodology proposed in the paper entitled “Formulation of the financial recovery plan” presented to this board meeting.*** DFCS
- ii. The Director of Finance and Corporate Services, Chris Malish, shall take such steps as in his discretion he considers necessary and reasonable to identify*** DFCS

where things went wrong in 2016-17 and why the financial decline was not responded to sooner. The Audit Committee shall have oversight of any investigation and shall receive and interrogate the findings, reporting in turn to the Corporation.

DFCS,
Audit
Comm

iii. To receive the report and note its contents.

9. Financial Reports

9.1 DFCS presented a report on performance against the financial key performance indicators, together with the Period 2 management accounts and a report on cashflow, reminding Governors that until a new budget is approved, reporting shall be against the budget agreed in July 2017. The report and accounts were **RECEIVED**.

RESOLVED:

i. To receive the reports and note their contents.

10. FE Data Dashboard and Post Inspection Action Plan

10.1 The Principal, David Harwood, presented the FE Data Dashboard, identifying that the items highlighted yellow are new additions. A Governor commented that it would assist the board if areas of concern were flagged up more clearly on the FE Data Dashboard. This was **AGREED**.

10.2 A Governor said it was concerning that the recent inspection report said not all areas for improvement identified at the previous inspection had been addressed. The Governor said progress reports to the Corporation must focus on whether aimed-at impacts are being achieved, rather than whether action points have progressed. This means the data must be crisp.

10.3 A Governor remarked on the strong theme of inconsistency and deficiencies in the quality of teaching and learning the Ofsted inspection team observed. The Governor said the impact of poor quality teaching and learning can be catastrophic, so it was very disappointing to read comments such as “teaching is uninspiring”.

10.4 Asked what key actions he is taking to address the issues highlighted by Ofsted, the Principal said he has put targeted support in place for staff (including course leaders), with the Learning Excellence Programme at the centre of delivery. He said the new items on the Data Dashboard include more detail on learning walks, as well as numbers of teaching staff referred for coaching and other development activities. He asked Governors to bear in mind that some of the Ofsted findings are based on historical figures, whereas the 2016-17 outcomes showed improvement (as illustrated on pages 4 and 5 of his ‘action plan’ report).

10.5 A Governor asked whether the Principal considers that the College’s peer-review observation process is sufficiently robust, or too informal. The Governor said if the Corporation fails to address weaknesses in the staff development framework, it will be doing staff a disservice, as staff deserve to be supported to reach their full potential. The Principal said the arrangements are under review.

10.6 A Governor recalled a discussion at the end of the last academic year, where an apparent conflict between the English and maths outcomes and the evaluation of teaching and learning in that area as “Good” was attributed to the College’s students coming from lower starting points relative to the average

Bradford school leaver and having more distance to travel. The Governor said there may be a need to reexamine assumptions in this regard.

- 10.7 There was discussion about encouraging and sustaining good performance and Governors **AGREED** that, going forwards, performance in the classroom must be linked to staff appraisals. While Governors **ACKNOWLEDGED** the need to address issues such as timetabling and space utilisation, it was **AGREED** that such concerns should not impact on professionalism during an inspection.

L17.40

- 10.8 It was **NOTED** that the teacher education Ofsted inspection will be taking place next week and Governors sent their best wishes to the team.

Provost

J17.50

- 10.9 The Principal said a senior manager will take the lead on each of the Ofsted areas of recommendation and monitoring of progress towards the achievement of the post inspection action plan will be by the Senior Leadership Team, weekly and by Governors via the Quality and Standards Committee and/or a separate Task and Finish Group.
- 10.10 It was **AGREED** that the post inspection action plan will be brought to the next Corporation meeting for consideration and review.

RESOLVED:

- i. ***The Principal shall ensure that in future, areas of concern are flagged up more clearly on the FE Data Dashboard.*** Principal
- ii. ***The Principal shall bring the post inspection action plan to the next Corporation meeting for consideration and review.*** Principal
- iii. ***To receive the report.***

J17.55 Nick Koral joined the meeting.

11. Safeguarding Report

- 11.1 The Chair welcomed Nick Koral ("NK") from the Strategic Safeguarding Steering Group ("the Steering Group").
- 11.2 NK presented a statistical report, a diagrammatic representation of the College's safeguarding framework and a document illustrating the approach to categorising and responding to concerns.
- 11.3 Governors **NOTED** the Ofsted findings in respect of safeguarding, i.e. that:
- (a) safeguarding arrangements are effective;
 - (b) appropriate policies and procedures are in place and staff use them well;
 - (c) the designated safeguarding manager and his team respond quickly and appropriately to concerns;
 - (d) links with local safeguarding professionals are strong and well-utilised; and
 - (e) learners and staff have received appropriate training in relation to safeguarding, including in respect of the 'Prevent' duty.

- 11.4 NK referred to the statistical report and said the busy College environment reflects trends externally and increasing pressure on external services is causing learners to seek support and advice from the College in increasing numbers. In academic year 2016-17 there were 3,840 interventions involving 582 students.
- 11.5 There was discussion about the extent to which engaging in social work and providing support services is necessary or expedient for the delivery of the College's primary purposes. Governors **ACKNOWLEDGED** that learners' needs must be met so they can remain in education and achieve their potential – but **AGREED** that it is important to achieve the right balance in terms of the extent to which their needs are met by the College directly. NK said the current policy is to deal with immediate crises and make referrals to partner organisations. He said next year's report will include an assessment of the value for money delivered by the College's safeguarding function, so that Governors can measure the impact of the investment they make in safeguarding and support services on learner outcomes.
- 11.6 A Governor referred to the risks and opportunities presented by the increasing numbers of people with additional needs and of unaccompanied asylum-seeking children. NK said a substantial proportion of support service users are children, despite the under-16 learner population being only around 150. He said the College deals with complex cases, so the effectiveness of its control framework is critical, including the makeup of its staff team.
- 11.7 Attention was drawn to the Steering Group's recommendations, i.e.:
- (a) that the message that 'safeguarding is everyone's responsibility' must be reinforced across the College;
 - (b) that staff job descriptions should reflect their responsibility for safeguarding;
 - (c) that progress coaches and teaching staff should receive training on the legislation and guidance around working with different age groups.
- GCEO said he and the Executive team will take due account of them.
- 11.8 A Governor asked whether the College seeks feedback from service users to improve the quality of its safeguarding provision and support. NK agreed that this is an area for development.
- 11.9 It was **NOTED** that the report on the success of the police on campus project is not yet available. The Principal said the work the police officer assigned to the College has been doing has been valuable; it has included work on United Values, as well as addressing drug use and other anti-social behaviour.
- 11.10 A "for information" report on Community Cohesion and Prevent was received, along with a letter from the District Prevent Co-ordinator sharing the positive news that the College has been asked to present its approach to Prevent to the Bradford District CONTEST¹ Gold Group. Governors **CONGRATULATED** management on the excellent achievements described in the report.
- 11.11 Finally, the Principal (the College's Designated Safeguarding Lead) reported that the College Safeguarding Policy is due for review. He said no changes are

¹ CONTEST is the UK's overall counter-terrorism strategy. The District CONTEST board consists of "Gold, Silver and Bronze" command and has a fundamental role in informing strategic priorities and responses associated with threat and risk in the District.

proposed however as there have been no significant changes in practice or legislation that the policy would need to reflect. He said the Policy should be reapproved for a further year and revisited in 2019, or sooner if necessary. This was **AGREED**.

RESOLVED:

- i. ***To note the assurances provided by the Ofsted findings in respect of the College's safeguarding arrangements.***
- ii. ***To note the risks associated with the delivery of social work and support services and the need to ensure that the College does not act ultra vires its powers, as well as to ensure that its control framework is robust, including the skillset of its staff.***
- iii. ***To note the risk that increasing numbers of learners with complex needs may place pressure on the College's resources and this will need to be factored into strategic planning.***
- iv. ***To commend management for its excellent work around Prevent, as described in the "for information" report and recognised in the District Prevent Co-ordinator's letter of 10 November 2017.***
- v. ***To re-approve the version of the College Safeguarding Policy and Procedures approved in October 2016, with a review to take place within 12 months. To ask the Principal to attend to the necessary administration.***
- vi. ***To receive the reports.***

Principal

L18.25 Nick Koral left the meeting.

12. Governors' Visit to the Student Base

- 12.1 This report had been taken as a Matter Arising earlier in the meeting. The Chair thanked Richard Dunbar and Ralph Berry for the time they have committed.

13. HE Teaching, Learning and Assessment Strategy for Approval

- 13.1 The Deputy Provost, Naomi Sharples, reminded the meeting that the Corporation had reviewed a draft of the Learning, Teaching and Assessment Strategy for Higher Education at the previous meeting and had asked for some amendments to be made. She said key targets include achieving a Teaching Excellence Framework Silver Award by the end of 2020, and increasing the levels of internal progression. She drew attention to recruitment targets and asked Governors to bear in mind that they are stretch targets. This was **NOTED**.
- 13.2 Governors commented positively on the amended version and there was **AGREEMENT** that the Strategy should now be approved.

RESOLVED:

- i. ***To approve the adoption of the Learning, Teaching and Assessment Strategy for Higher Education and to instruct the Provost to implement it and the Academic Board to add it to its monitoring remit.***
- ii. ***To receive the report.***

Provost,
Academic
Board

14. Search Committee Report

14.1 This will be presented at a future meeting.

RESOLVED:

i. To defer the report.

15. Special Committee Report

15.1 This will be presented at a future meeting.

RESOLVED:

i. To defer the report.

16. Other Business

16.1 Governors received a confidential report from GCEO, who said he had nothing to add to what was in it. It was **NOTED** that the report was “for information” and there were no actions required.

RESOLVED:

i. To receive the report and note its contents.

There being no further business, the Chair thanked everyone for their attendance and the meeting closed.