



Approved by the Corporation: .....  
Signed by the Chair .....  
Date .....

## Bradford College

### MINUTES OF THE MEETING OF THE CORPORATION HELD: Thursday 3 March 2016

#### Present:

Richard Wightman (Chair)	Governor
Mazn Amhamed	Governor (Student)
Paul Ashton	Governor
Angela Cawthra	Governor (from 1610)
Eve Gregory	Governor
Robert Holden	Governor (Staff)
Nasreen Karim	Governor
Dave Mann	Governor
Debbie Rolls	Governor (Staff)
Ramindar Singh	Governor
Cllr Dale Smith	Governor
Andy Welsh	Governor (Group Chief Executive Officer) (GCEO)

The quorum was six Governors

#### In Attendance:

Sarah Applewhite	Head of Academic Quality and Standards (Item 7 only) (HAQS)
Joanna Green	Clerk to the Corporation (Clerk)
Clare Hallows	Registrar (Item 7 only)
David Hambleton	Group Finance Director (GFD)
David Harwood	Principal
John Kenyon	Vice Principal
Liz Knowles	Assistant Clerk
Gareth Osborne	Group Chief Operating Officer (GCOO)

The meeting was held in the Bradford College Boardroom commencing 1600 and ending 1840

The meeting was chaired by Richard Wightman as Chair Elect.

#### 1. Apologies and disclosures of interest

- 1.1 Apologies for absence were received from Cath Orange, Karl Oxford, Khan Muzzamil Nawaz and (non-Governor) Richard Thomas, Provost. Eve Gregory gave apologies for needing to leave the meeting early and consequently it was **AGREED** that Item 14 should be taken early, after Item 7. The Clerk confirmed the meeting was quorate.
- 1.2 Disclosures of Interest were made by Dale Smith in respect of Item 11. The Chair reminded Governors to declare their interests as and when necessary.

#### 2. Minutes of the meeting of 4 February 2016

- 2.1 The minutes of the meeting of 4 February 2016 were **AGREED** as a true and correct record and it was **AGREED** that the Chair be authorised to sign them.

**RESOLVED**

- i. **To agree that the minutes of 4 February 2016 are a true and correct record and should be signed.**

**3. Matters Arising**

- 3.1 **Policy issues arising from public complaint:** It was **AGREED** to defer the matter to the Away Day on 14 April 2016. Clerk
- 3.3 **Proposal to call a meeting of the External Affairs Committee:** Andy Welsh, Group Chief Executive Officer (“GCEO”) said although there will be some business for the External Affairs Committee to consider, it will come later in the meeting cycle than was originally anticipated. This was noted. Clerk

**RESOLVED**

- i. **That Policy Issues Arising from Public Complaint be a matter for discussion at the Away Day on 14 April 2016.**

1610 Angela Cawthra joined the meeting

**4. Data Dashboard/Key Performance Indicators**

- 4.1 David Harwood, the Principal presented the latest version of the interactive Further Education (“FE”) data dashboard, reminding Governors that it will be considered in more detail at the 10 March Away Day.
- 4.2 Governors congratulated the Principal, **AGREEING** that the dashboard is a huge improvement on previous reporting methods. In response to a question about how the Key Performance Indicator (“KPI”) report and interactive data dashboard will interface, Gareth Osborne, Group Chief Operating Officer (“GCOO”) said both will be used for the rest of the academic year; from September there will be separate dashboards for Corporate, HE, and Business Services data as well as FE data, and no KPI report.
- 4.3 The Principal was asked to describe the process for maintaining the dashboard. He said each support team has a deadline to complete monthly updating and update information is presented weekly to the Senior Leadership Team.
- 4.5 Governors challenged the Executive to explain how the recommendations in the “College Targets” column of the data dashboard had been arrived at. GCEO said the figures were primarily based on internal trends over time. Discussion followed, with Governors asking what assumptions had been made in terms of the reasons underlying the trends. It was **AGREED** that the approach to target setting would be examined further at the Away Day and Governors would prepare for this by familiarising themselves with the dashboard and considering what questions they might ask. Governors

**RESOLVED:**

- i. **To receive the report.**

**5. FE Enrolment and Retention by Programme Area**

- 5.1 The Principal spoke to his report on Enrolment and Retention, stating that the College had recruited well above its Education Funding Agency allocation for 2015-16 and this will result in an increase in funding next year. He said in the few areas where recruitment fell short, adjustments have been made including

grouping courses together. For Skills Funding Agency 19+ adults, recruitment was similarly strong. Efforts are now needed to ensure the trend continues.

- 5.2 In terms of retention the Principal said the current position is positive: 97.3% against the 2013/14 national benchmark of 92.3%. He acknowledged an error in the report: retention is not above 95% in all Programme Areas; in Access to Higher Education it is 86%.
- 5.3 A Governor asked the Principal what he considers are the main reasons for students withdrawing from programmes. The Principal said pre-enrolment advice is good, so it is unlikely to be a mismatch of students and courses; some analysis is needed to identify any common factors and this is in progress.
- 5.4 A Governor asked if the low headcount in the Advanced Technology cluster is indicative of a poor return on the College's investment in advanced technologies. GCEO said not: the "Advanced Technology" cluster encompasses a wide curriculum, including bricklaying, woodwork and construction courses. He said the Executive will report on the viability of these courses and progress on ensuring the College remains competitive in this area.
- 5.5 A Governor asked whether sufficient of the students the College recruits has the capability to enter at, or progress onto higher levels, in order that a broad curriculum can be offered at level 3 and beyond. John Kenyon, the Vice Principal, said many students come to Bradford College without a good foundation at GCSE, attend access programmes with the aim of improving their GCSE grades and have a realistic prospect of getting good A Level grades. He said the support is there and we are helping many students to get those grades.
- 5.6 There being no further questions, the Chair thanked the Principal for his report.

### **RESOLVED:**

#### ***i. To receive the report.***

*1630 Timed business*

*1630 Clare Hallows and Sarah Applewhite joined the meeting*

#### **7. HE Performance Monitoring**

- 7.1 Clare Hallows, the Registrar, introduced the report and presented the minutes of the Academic Quality and Standards Committee ("AQSC"), the committee of Academic Board which has delegated authority derived from Corporation to approve the Higher Education Quality Improvement Plan ("HE QIP").
- 7.2 Sarah Applewhite, the Head of Academic Quality and Standards (HAQS) spoke to the latest version of the HE QIP, which she confirmed was approved by the AQSC on 10 February 2016. She explained that it is a rolling document.
- 7.3 A Governor commented that not all "target outcomes" in the HE QIP are SMART<sup>1</sup>; some are not specific in terms of measurability. HAQS explained that for many of the target outcomes, the detail of what makes them SMART is quite complex and it is contained in other documents that sit behind the HE QIP.

<sup>1</sup> For an objective to be 'SMART' (specific, measurable, achievable, relevant/realistic, timebound) it must state exactly what it is that is to be achieved, by when, how it will be measured, what the business relevance is and must be achievable.

- 7.4 A Governor asked what order of prioritisation the Higher Education quality strategy gives to the target outcomes set out in the HE QIP. The Registrar said the key priorities are: anything that could jeopardise the College's standing with the Quality Assurance Agency for Higher Education ("QAA") and/or the College's validating partners; anything that could cause the College to fail a Higher Education Review; or anything that could harm the College's case for gaining Taught Degree Awarding Powers.
- 7.5 A Governor asked what assurances Academic Board can give that effective mechanisms are in place to identify areas for improvement for targeting via the Higher Education quality improvement strategy. The Registrar said a wide range of sources inform the HE QIP. She gave an example of an action point that came out of the National Student Survey responses.
- 7.8 The Chair asked whether Governors were satisfied that Academic Board had effectively discharged its responsibility in terms of approving and monitoring the HE quality improvement strategy. They **AGREED** that they were. The Chair thanked the Registrar and HAQS for a detailed and comprehensive report.
- 7.11 **Appointment of HE Lead Governor:** The Chair reported that the only expression of interest received was from Independent Governor Cath Orange. Governors **AGREED** that she was highly qualified to take on the role and should be appointed.

**RESOLVED:**

- i. That the Corporation, having overall responsibility for the approval of the College's quality improvement strategy, is satisfied Academic Board has effectively discharged its delegated responsibilities in that regard.*
- ii. To receive the HE Quality Improvement Plan and the minutes of the Academic Quality and Standards Committee.*
- iii. To appoint Cath Orange as the HE Lead Governor with immediate effect.*

**6. FE Fees**

- 6.1 The Vice Principal presented the draft 2016/2017 FE Fee Policy. He said to arrive at the recommended fees for that period, an analysis of comparator fees was carried out and internal trend data was used to ensure a consistent rate of change. He said the recommended fees are less than most local competitors charge for equivalent programmes.
- 6.2 A Governor said the key concern is that the FE Fees Policy reflects the financial forecast and how sensitive FE fees are to the bottom line. As stated in the draft policy, fees should be calculated on the basis of the costs associated with the delivery of each course and the availability of funding, the starting point being what is the breakeven point and what margin is needed for a sensible surplus. He observed that the draft policy does not mention competitor analysis but agreed it is presumably helpful in making timely decisions about whether courses are viable and whether we should run them or withdraw them.
- 6.2 A Governor asked how price sensitive the College's product is and who management used as comparators. The Vice Principal said comparisons are made with other local FE colleges. He said price is important as students can struggle to fund their programmes. Pricing is not considered to have affected the College's market share previously but management's view, having consulted stakeholders, is that a price hike above the £1,000 mark could do.

- 6.7 There were no further questions and it was **AGREED** that the FE fee policy and recommended fees for 2016/17 should be approved.

### **RESOLVED**

- i. To approve the fee policy and recommended fees, as set out in the report.*
- ii. To receive the report.*

*It was **AGREED** to take the next item out of turn due to the FE Lead Governor, who chairs the Functional Skills Maths and English Task & Finish Group, needing to leave the meeting early.*

*1710 Mazn Amhamed left the meeting*

### **14. Report from the Functional Skills Maths and English Task and Finish Group**

- 14.1 Eve Gregory, FE Lead Governor and Chair of the Functional Skills Maths and English Task and Finish Group (“the Group”), reported on the work of the Group, saying the focus has been on immediate in-year improvement. Progress is being made and there will be an improvement albeit we will not be where we want to be in the longer term.
- 14.2 A copy of a recently produced quality improvement plan for functional skills maths and English was tabled with the Chair’s consent. Eve Gregory introduced it as a “longer term” plan, explaining that there are numerous issues to address and it will take time for the full impact to be seen. She reported that some cultural improvements have been achieved in terms of changing teaching staff attitudes to English and Maths and said she is encouraged by the fact that a lot of progress has been made.
- 14.2 The Vice Principal commented that in terms of data there was a lot of erroneous information and some anomalies but that is now being sorted out. He and the Principal are looking at responsibility and accountability for English and maths, including ensuring that students know and understand that English and maths are important component parts of their programmes of study.

*1715 Mazn Amhamed rejoined the meeting*

- 14.3 Eve Gregory commented that retention overall is at 96% which is 7% over the previous year end figures. Obviously there is still time for this to change but observation of teaching and learning shows a positive response.
- 14.4 A Governor queried whether non-enrolment of full time students on maths and/or English courses would trigger a financial penalty for the College and whether the College has any contingency to cover any income lost. Group Finance Director, David Hambleton (“GFD”), replied that, as the rules are changing at the moment, no such loss is anticipated; however the College does have a contingency of £750,000 currently. Additionally, there will be £3.2m additional Education Funding Agency grant funding next year. GCEO observed that the College could still potentially suffer penalties, for example in the event of an intervention by the FE Commissioner.
- 14.7 Eve Gregory recommended that a progress report be brought to Corporation on 12 May 2016 and this was **AGREED**. The Chair thanked her for the report and for taking on the task of chairing the Group.

**RESOLVED:**

- i. To receive a progress report from the Functional Skills Maths and English Task and Finish Group at the Corporation meeting of 12 May 2016***
- ii. To receive the report.***

Agenda  
12.05.16

1730 Andy Welsh left the meeting

## **8. Report from Audit Committee and Matters Arising**

Paul Ashton, the Chair of Audit Committee, spoke to the Committee's report.

### **8.1 Review of Financial Regulations**

GFD spoke to his report and the draft Financial Regulations. GFD explained that the review of the Financial Regulations was informed by the latest best practice guidance from the Chartered Institute of Public Finance Accountancy (CIPFA) and the content was fully compliant with the Skills Funding Agency Financial Memorandum. He acknowledged the Audit Committee's advice that the document may require further refinement and observed that there will be opportunities for further review before the next financial year commences.

The Corporation reflected on its statutory duty to ensure the effective and efficient use of resources, the solvency of the College and Corporation and to safeguard their assets. It took careful note of the advice of the Audit Committee recorded at minute 14.1 of the Audit Committee's 25 February meeting and **AGREED** on the basis of that recommendation, that the revised Financial Regulations should be approved and adopted with immediate effect.

### **8.2 Review and Renewal of the Risk Management Policy**

GFD spoke to his report and recommended that, to inform its policy on risk management, the Corporation should have regard to the principles contained in the international standard risk management guidance ISO 31000. Additionally, the Corporation should consider whether the policy still accurately reflects its risk tolerance as a body, following several changes to its membership.

The Clerk reminded Governors that policies and procedures are not brought to Corporation for proof-reading, but for the Corporation as a body to satisfy itself that the underlying principles reflect the ethos of the College as the Corporation has defined it, in other words that whoever has drafted the policy or procedure has taken proper account of the Corporation's values and its aspirations for the College. The exercise of affirming the principles underpinning the Risk Management Policy will give the Audit Committee a starting point to interrogate the framework to ensure it delivers what it is supposed to deliver. The Clerk suggested that the Corporation might approve the Risk Management Policy as a working document for now and revisit it later to discuss the underlying principles, perhaps at the 10 March Away Day and this was **AGREED**.

1745 Andy Welsh rejoined the meeting

- 8.3 Paul Ashton reported that the Audit Committee had noted a concern about the year on year fall in Higher Education programme applications and, as it could not be satisfied that Risk #294 (Higher Education student under-recruitment) has been or will be sufficiently de-risked by the controls that are in place, it is recommending that the Corporation review the position urgently.**

- 8.4 GCEO acknowledged the Audit Committee's concerns and advised that the Executive is working on developing a long term strategy to respond to the changing landscape. It was **AGREED** that the 14 April Away Day should primarily focus on Higher Education, with particular emphasis on the management of risk #294.
- 8.5 The Audit Committee had advised that the College's Code of Practice on Public Disclosures (Whistleblowing) and approach generally should be overhauled, and recommended that the Clerk should do a redraft in consultation with the Executive and bring a revised version to the Corporation in due course. This was **AGREED**. The Chair thanked Paul Ashton for his presentation.

**RESOLVED:**

- i. To approve the Financial Regulations on the basis of the Audit Committee recommendation and to adopt the same with immediate effect.***
  - ii. To approve the Risk Management Policy as a working document and to discuss Risk Management at the Away Day on 10 March 2016*** Agenda  
10.03.16
  - iii. That the primary focus of the 14 April Away Day should be the College's Higher Education provision and the strategy for managing or responding to Risk #294 on the Risk Register.*** Agenda  
14.04.16
  - iv. To instruct the Clerk to redraft the College's Code of Practice on Public Disclosures in consultation with the Executive and to bring a revised version to Corporation for approval in due course.*** Clerk
  - v. To receive the report and minutes.***
- 9. Finance Reports**
- 9.1 GFD presented a report on the Management Accounts for the first six months of the year, the cashflow forecast as at 29 February 2016 and also the revised financial plan informing Governors that the financial documentation had been loaded onto the Trust Governor online forum. He said in future the accounts will be uploaded to the forum on a monthly basis and Governors will be notified by email when this is done. Clerk
  - 9.2 GFD said as already reported above, next year the College will receive £3.2m additional funding from the Education Funding Agency. Confirmation has also been received that, due to the recruitment and retention of additional students this year, the College will receive additional Education Funding Agency grant funding of £0.4m.
  - 9.3 There is no news yet on the HEFCE Student Opportunity Fund. Potentially it could be cut by up to 50%. GFD has worked to that worst case scenario. As there will be no information on Teacher Training Funding until the end of the academic year he has made an assumption that it will be the same as this year.
  - 9.4 A Governor asked whether the VAT recovery issue has been resolved. GFD said it was: £0.4m was received.

**RESOLVED:**

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

**10. Staff Pay - Outcome of Quarterly Review**

10.1 Governors noted that the Corporation is currently committed to reviewing staff pay at quarterly intervals. GFD said a quarterly review is now due but he recommends it be deferred to 7 April 2016 as by then, the funding letters for 2016/2017 will have been received. This was **AGREED**.

**RESOLVED:**

- i. To defer the Review of Staff Pay to 7 April 2016***

Agenda  
07.04.16

1800 Dale Smith (who is the Chair of Search Committee) left the meeting for the duration of the next Item.

**11. Report from Search Committee and Matters Arising**

- 11.1 Paul Ashton, the Vice Chair of Search Committee, spoke to the report.
- 11.2 The Corporation took careful note of Search Committee's advice in respect of the reappointment of Independent Governors Dale Smith and Karl Oxford. It acknowledged the concern about the length of time each has served in post and the risk this potentially poses to the overall effectiveness of governance. After discussion, Governors **AGREED** that the exceptional circumstances identified by the Search Committee warrant a departure from the *Code of Good Governance for English Colleges* good practice advice that Governors should not normally serve for more than two terms (or a maximum of eight years) except where subsequently undertaking a new and more senior role; and that for the reasons outlined in the Search Committee report, both Dale Smith and Karl Oxford should be reappointed as Independent Governors for a further term of four years with effect from the end of their respective terms of office.
- 11.3 Governors discussed the other items on the Search Committee's report and on the basis of the advice it contained **AGREED** to make new standing orders in respect of Governor absence reporting; and to make no amendments to the Vice Chair of Corporation role. It was **NOTED** that Dale Smith having withdrawn his candidacy for Vice Chair in favour of Eve Gregory, she is automatically confirmed in post on that basis.

**RESOLVED:**

- i. That exceptional circumstances warrant a departure from the Code of Good Governance for English Colleges good practice advice on Governor terms of office in respect of the reappointment of Governors Dale Smith and Karl Oxford and that Corporation's reasons for so departing shall be recorded in the minutes.***
- ii. That Dale Smith shall be reappointed as an Independent Governor for a further term of four years with effect from 7 October 2016;***
- iii. That Karl Oxford shall be reappointed as an Independent Governor for a further term of four years with effect from 10 October 2016;***
- iv. That Standing Orders shall provide that the Corporation must receive a report for information only on Governor attendance at all Ordinary meetings and that Governors sending apologies for absence must give a reason for the absence;***
- v. To receive the report and minutes.***

Clerk

Clerk

Clerk

1810 Dale Smith rejoined the meeting

- 11.4 Upon his return to the meeting, Dale Smith was advised of his reappointment. The Chair thanked him for his continuing commitment to the College.

## 12. Instrument and Articles of Government Consultation Update

- 12.1 The Clerk reported that the consultation had closed the previous day without any responses being received, other than a request to extend the consultation period. Governors **AGREED** that the consultation should be reopened and remain open until 24 March 2016.

### **RESOLVED:**

- i. To reopen the consultation and fix a new deadline for responses 24 March 2016.*

Clerk

## 13. Report on Progress Against the Governance Quality Improvement Plan (“QIP”)

- 13.1 The Clerk tabled an updated version of the Governance QIP. She pointed out an error: under Improvement for Area 4, the date of the forthcoming Remuneration Committee meeting should be 14 April 2016.
- 13.2 Eve Gregory as FE Lead Governor advised that she had reviewed the report with the Clerk and had no concerns. Governors **AGREED** that good progress is being made against the target objectives. It was **AGREED** that additional RAG rating columns will be inserted each time progress is reported, in order to clearly illustrate distance travelled over time.

Clerk

### **RESOLVED:**

- i. That the Corporation is satisfied with progress against the Governance QIP.*
- ii. To receive the report.*

## 15. Remuneration Committee Terms of Reference

- 15.1 The Clerk presented revised Terms of Reference for Remuneration Committee and it was **AGREED** that they be adopted with immediate effect.

### **RESOLVED:**

- i. To adopt the revised Terms of Reference for Remuneration Committee with immediate effect.*

Clerk

## 16. Prevent Duty Report

- 16.1 The Principal spoke to a report produced by the College’s Curriculum Diversity Coordinator.
- 16.2 The Chair referred to a written comment received from a Governor that the report does not address Governors’ statutory responsibilities in terms of Prevent, for example whether there is an agreed Prevent policy and whether there are mechanisms for monitoring its implementation and effectiveness.
- 16.3 A Governor voiced agreement, saying while presumably work is in progress to ensure compliance with the Prevent Duty, the Corporation has not seen evidence of such work or received any risk data lately. GCEO, acknowledging this, agreed it would have been helpful to revisit the basics and receive a report on compliance before moving on to look at strategic opportunities. He said

work on Prevent is ongoing; recently the College commissioned an external report, which flagged up some areas for improvement but concluded that generally the College is doing a good job.

- 16.5 The Clerk said to give some context to the report, following reporting and training on the Prevent Duty last year, the Corporation had asked for a report identifying strategic opportunities in relation to the Prevent Duty as an “add on” to what it had already received. Unfortunately the report was delayed due to the staff reorganisation and competing priorities. The Clerk said a Prevent training session will be arranged for those who have not completed the mandatory training; in the meantime, all Governors who have not already done so should follow the link from the Trust Governor forum to the website [http://course.ncalt.com/Channel\\_General\\_Awareness/01/index.html](http://course.ncalt.com/Channel_General_Awareness/01/index.html) to complete the online Prevent training and then send her a copy of the certificate.

Governors

**RESOLVED:**

- i. To receive the report and to instruct the Executive to bring a further report, outlining the statutory Prevent Duty and reporting on compliance.*

Executive

**17. Post Incident Report (Student Fall in David Hockney Building)**

- 17.1 GCOO spoke to his report, giving a full account of the incident and actions taken at the time and since. Governors thanked him for a comprehensive report and expressed concern for the student and a hope for his speedy recovery.

**RESOLVED:**

- i. To receive the report*

**18. Marketing and Business Development Paper**

- 18.1 GCOO spoke to his report, explaining that it was an explanatory note on the high level inter-relationship between Marketing, Business Development and Employer Engagement, as requested by the Corporation at the previous meeting. The Chair thanked GCOO for the report.

**RESOLVED:**

- i. To receive the report.*

**19. Report of the Task Group set up to tackle the problem of anti-social behaviour on Great Horton Road**

- 19.1 GCOO spoke to his report, which the Corporation had requested after a concern was raised by the Students’ Union manager about anti-social behaviour impacting on students. GCOO said appropriate action is being taken to address this, including joint patrols between College Security, the Police and council wardens and an Action Day jointly organised with the Police.
- 19.2 The Corporation requested that GCOO present an update report at the end of the year identifying whether, and by how much the situation has improved.

GCOO

**RESOLVED:**

- i. To instruct GCOO to present an update report at the end of the year.*
- ii. To receive the report.*

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## 20. Learner Reflection

20.1 Governors reflected on the content of the meeting and **AGREED** that the information that had been shared about the strategy for improving Functional Skills maths and English outcomes had been particularly valuable and positive. Governors **AGREED** they had been interested and concerned to hear how anti-social behaviours both in and outside of College can potentially impact on learning and were pleased to have had the opportunity to challenge the Executive on what more could be done to improve matters for the students concerned.

## 21. Dates of Meetings 2016

The dates of future meetings were confirmed as:

Thu	10 March 2016 – Away Day	1300-1800
Thu	17 March 2016 – new Governors Induction ONLY	1600-1800
Thu	7 April 2016 - Ordinary Corporation meeting	1600-1830
Thu	14 April 2016 – Away Day	1300-1800

There being no further business the Chair thanked everyone for their attendance and the meeting closed at 1837.