

MINUTES OF THE MEETING OF THE CORPORATION MEETING

HELD: Thursday 21 May 2020 at 16:00 hours
via Microsoft Teams

Present	In Attendance
Cath Orange (Chair)	Chris Malish (Deputy Chief Executive Officer)
June Durrant	Craig Tupling (Vice Principal Quality & Student Experience)
Salsabil Elmegri	Sarah McKenzie (Clerk to the Corporation)
Ann Kendal	Dawn Leak (Vice-Principal Development & Growth)
Lendy Ho	Jo Wright (Turnaround Director)
Billy Khokar	Alison McEvoy (Assistant Clerk to the Corporation)
Neil Ward	Elizabeth Kilner (Minute Taker)
Chris Webb (CEO)	
Andrew Naylor	
Paul Ashton	
Paul Birtles	
Geoff Alvy	
Apologies	
Sarah Cooper (Director of People Services)	

The quorum was six governors

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.

Item		Action
1	Chair's Welcome and Introductions	
1.1	The Clerk advised that the meeting was quorate and the Chair opened the meeting.	
1.2	The Chair welcomed everyone to the meeting.	
2	Apologies for Absence and Declarations of Interest	
2.1	Apologies for absence were received from Sarah Cooper.	
2.2	There were no specific or additional disclosures of interest.	

<p>3</p> <p>3.1</p> <p>3.2</p> <p>3.3</p>	<p>Minutes of the meetings held on 2 April 2020, Chair’s actions and Written Resolutions and Matters Arising</p> <p>RESOLVED: The Minutes of the meeting held on 2 April 2020 were approved as an accurate record and the Chair was authorised to sign them.</p> <p>The Matters Arising report was reviewed. The information in the ‘Action Taken’ was noted and the deletion of completed items agreed. Governors discussed the items below.</p> <p><u>Meeting on 20 June 2019 – Item 1</u></p> <p>The VPQSE updated that meetings with the Board of Trustees of the Students Union are ongoing and progress is being made with winding up the entity. An update will be provided on progress as part of the Business Planning cycle. Winding up the entity is the responsibility of the Board of Trustees.</p>	
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<p>4</p> <p>4.1</p> <p>4.2</p> <p>4.2</p> <p>4.3</p> <p>4.4</p> <p>4.5</p> <p>4.6</p> <p>4.7</p> <p>4.8</p>	<p>Chief Executive Officer’s Report</p> <p>The CEO updated the meeting.</p> <p>(a) <u>CEO Report Key Issues</u></p> <ul style="list-style-type: none"> • Fees Policy and Procedures 2021/22 have not yet been approved by the Finance and General Purpose Committee. There is no urgency as the Fees Policy and Procedures relate to 2021/22. • The Human Resources Internal Audit report is a key concern as ‘No Assurance’ was given. The governors do need assurance that recommendations of the report are being implemented and it is important that a follow up audit takes place. • The Strategic Risk Register is a standing item. <p>(b) <u>Plans for the re-opening of College</u></p> <p>The CEO summarised the 3 realistic options for re opening being considered by the Senior Leadership Team.</p> <p>Reopening is dependent on the Governors decision. Bradford Council has stated that it will support individual institution’s decisions on re-opening.</p> <p>The 3 Options were:</p> <ol style="list-style-type: none"> 1) Continue to support students online for the remainder of this academic year and plan to reopen September 2020. 2) Reopen the College from Wednesday 10th June for students where they are subject to ‘delayed assessment’ or require a formal examination (functional skills test) in order to complete their qualifications, and where the majority of students continue to be supported online remotely by the College. 3) To implement in full the DfE School and College guidance set out in communications of 12 May by offering some face to face contact with year 10 and year 12 pupils from 1 June 2020. <p>The CEO confirmed that Option 2 is recommended by the Senior Leadership Team with consideration for the safety of students and staff. The recommendation could change subject to further advice from the government.</p> <p>A plan for opening will be put in place and governors will be asked to approve this 48 hours before opening. The plan will give assurance on safety and that the College is acting in the best interests of staff and students.</p> <p>Discussions have taken place with Trade Unions. The Trade Unions have five key tests including Test, Track and Trace. Test, track and Trace availability cannot be influenced by the College. The College will continue to work collaboratively with the Trade Unions.</p> <p>Q. Will we be consulting with students on reopening options? A. Students will be informed of the plans and have the option to return or not. There will be no penalty for students who do not return.</p> <p>Q. Can Options 2 and 3 be combined?</p>	<p>CEO</p>
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	<p>A. They could but our focus is on the return of the cohort of students who would be most disadvantaged if they did not return to College. Other students can continue to learn online and can catch up later in the year.</p> <p>Q. Do we need to have a good rationale documented for not following the DfE guidance?</p> <p>A. DfE has issued guidance rather than instructions. The Guidance is not statutory. The College will undertake risk assessments and the decision on reopening will be taken by the governors.</p> <p>Q. What will be the consequence if students covered under option 2 do not come into College for assessments and tests because they are concerned about safety?</p> <p>A. We are awaiting guidance from Ofqual but we hope to provide the assessment opportunity later in the year.</p> <p>Q. Will there be a risk assessment for students returning under option 2 and will students be able to contribute to the risk assessment?</p> <p>A. Yes, Risk Assessments will be done with students.</p> <p>Q. What would be the number if all students return and would staffing be in place to manage this?</p> <p>A. The total would be up to 600 students. This would be too many to manage social distancing and a prioritisation process would have to take place. There may be options to elongate the time lines into the summer holidays.</p> <p>Q. Do we know if option 2 is consistent with the opening of other local Colleges?</p> <p>A. Other Collages in West Yorkshire are considering similar options. Bradford Council will not put pressure on any school or college to open. We do need to consider the local ‘R’ rate in Bradford.</p> <p>Q. Have we considered the BAME students may be at greater risk?</p> <p>A. Risk Assessments will be needed for all students and staff. It will be voluntary for students to return to College.</p> <p>Q. Have we looked at what is happening in the private sector?</p> <p>A. We have not done a comparison but we do believe that the options and recommendations are right for the College.</p>	
4.9	RESOLVED: That Option 2 for reopening be approved.	
4.10	The CEO thanked the governors for their support. The CEO and the Senior Leadership Team were thanked for all their work at this difficult time.	
4.11	The VPD&G summarised the Bradford College – Response to Government Guidelines Plan to Re-open. There are 3 principles underpinning the plan; <ul style="list-style-type: none"> - The safest place for Staff and Students is at home - The plan is Health and Safety led - To ensure that all Social Distancing guidelines are met at all times. 	

4.12	<p>The plan will be developed in two phases;</p> <ul style="list-style-type: none"> - Phase 1 – Option 2 - To open 10th June - for students where they are subject to ‘delayed assessment’ or require a formal examination (functional skills test) in order to complete their qualifications, and where the majority of students continue to be supported online remotely by the College. - Phase 2 – College reopening in September 2020 	
4.13	<p>ACTION: Governors to provide any further feedback on the Response to Government Guidelines Plan to Re-open to the VPD&G.</p>	All Governors
5	<p>Search & Governance Committee - meeting on 23 April 2020</p>	
5.1	<p>The Chair updated on the Search and Governance meeting held on 23 April 2020.</p> <ul style="list-style-type: none"> • There have been expressions of interest received for the governor role but recruitment has been paused until the press article being prepared by Marketing and Communications has been published. • There was a review of the Governance Quality Improvement Plan and the Committee were pleased with progress. 	
6	<p>Finance & General Purposes Committee - 26 March 2020</p>	
6.1	<p>The Chair of the Finance and General Purposes Committee updated on the meetings held on 26 March 2020 and 19 May 2020.</p>	
6.2	<p>The latest view of the Q2 forecast was summarised at the meeting on 19 May 2020.</p>	
6.3	<p>It was noted the HE Fee Policies and Procedures 2021/22 will not be brought to this Corporation meeting for approval as further work is required.</p>	
6.4	<p>Q. Have all known impacts for Covid-19 been included in the latest view of the Q2 forecast shared?</p>	
	<p>A. Yes, all impacts have been included and the Q2 forecast is a realistic view of the current financial year.</p>	
6.5	<p>The DCEO updated on significant changes reflected in the latest Q2 forecast and the impacts of Covid-19.</p> <ul style="list-style-type: none"> • There has been a reduction in Apprenticeship income which is partly offset by savings on staff costs. The Q2 forecast shows total income down by £2.9m and EBITDA reduced by £0.8m. • The bank and the ESFA are aware of the Q2 forecast. The Debt as a % of Income covenant will be breached and other covenants will be renegotiated during 2020 to provide more headroom in light of expected adverse variances. The bank has given a waiver for April 2020 for the covenant which has been breached and will further review the position in July 2020. • Job Retention Scheme guidance had been reviewed and 20 staff have been furloughed. The College has committed to top up to 100% of salary and pay pension contributions. It is expected that £47k will be received for May and June 2020 from the scheme. 	

	<ul style="list-style-type: none"> • An application was submitted for £250k in relation to the Supplier Relief scheme for eligible costs incurred in respect of Covid 19. This submission was unsuccessful as the college cash days does not fall below 45 which is one of the key criteria. It was noted that this was a disappointing outcome. • The capital spend will be increased in the budget which will come to the Corporation for approval. Capital spend will increase from £1.3m to £1.5m due to the digital needs of students during Covid-19 and some additional estates spend requirements. 	
<p>7</p> <p>7.1</p> <p>7.2</p> <p>7.3</p> <p>7.4</p> <p>7.5</p>	<p>Audit Committee - meeting on 14 May 2020</p> <p>(a) <u>Internal Audit Reports</u></p> <p>The Chair of the Audit Committee updated on the meeting held on 14 May 2020.</p> <p>The Learner Numbers Internal Audit report gave a Strong assurance and the staff were thanked for their work.</p> <p>The Health and Safety follow up Internal Audit report gave a Strong assurance and shows that issues in the initial audit have now been resolved.</p> <p>The Human Resources Audit gave No Assurance which is a significant concern.</p> <ul style="list-style-type: none"> • There were 11 recommendations of which 10 are high risk. • The Single Central Record (SCR) recommendation is a significant issue as this could impact on safeguarding and would be a key part of any Ofsted review. • The Safeguarding Lead Governor has met with the VPQSE to discuss the SCR and Safeguarding impacts. <ul style="list-style-type: none"> - Process is the key issue. All staff without a DBS check have been checked against List 99 (list of people barred from working with children and young people). - Employees working without a DBS check are not student facing. - In some cases, DBS checks have been performed, but this is not documented on the system so proof is not on record. Incomplete records on SCR would be a significant issue for Ofsted in any review. - Assurance was provided that Risk Assessments have been performed for all employees where a DBS is not in place and these employees are not student facing. - The use of an external bureau for the processing of DBS checks will improve the efficiency of processes and procedures in the college. - Processes in the college are not currently effective. - Further work is required on DBS checks for existing staff in the college to ensure that best practice is in place and that DBS checks are updated every 3 years. • It is recommended to the Senior Leadership Team that an external bureau be used for DBS checking to make the process more efficient and get the process back on track. • The issues identified in the Internal Audit Report relate to lack of adherence to process and procedure which is a concern. • The next steps will be; <ul style="list-style-type: none"> - The Finance and General Purposes Committee will have the responsibility for the development and monitoring of the required appropriate KPI's in relation to HR processes. 	

	<ul style="list-style-type: none"> - A follow up Internal Audit will be performed using a phased approach as recommendations are implemented. The follow up Internal Audit will start in August 2020. • It was noted that the SCR is a collation of checks and balances for staff to ensure that they are fit to work in education. The SCR is a key part of any Ofsted review. • It was noted that the report and recommendations were fully accepted by management. 	
7.6	<p>Q. There is evidence that DBS checks are out of date for existing staff? A. Re checking every 3 years is best practice but not a statutory requirement. We would want to follow best practice as a college.</p> <p>Q. The Internal Audit report recommendations also relate to the ITRENT systems, are we sure that this is the right system for the college? A. This will be reviewed with the implementation of the recommendations of the Internal Audit report.</p>	
7.7	<p>(b) <u>Policies for Review:</u></p> <ul style="list-style-type: none"> • Anti- Bribery • Anti-Fraud • Gifts and Hospitality • Risk Management • Whistleblowing 	
7.8	<p>The policies have been revised to reflect changes in organisations structure and latest guidance. Policies were recommended to the Corporation for approval by the Audit Committee.</p> <p>Q. Are the revised polices applicable to all parts of the College? A. Yes.</p> <p>Q. Will the policies be implemented in CTS? A. Yes.</p> <p>Q. Is Risk Management training to be scheduled for governors? A. Yes, it is. It should be noted that the Audit Committee is responsible for ensuring that the Risk Management process is in place but the Corporation has responsibility for the Strategic Risk Register.</p> <p>Q. In the Gifts and Hospitality policy, do we have an allowance for staff flowers etc? A. Yes, of up to £50. Staff parties cannot be funded as this would be misuse of government funds.</p>	
7.9	<p>RESOLVED: That the policies below be agreed and approved;</p> <ul style="list-style-type: none"> • Anti-Bribery Policy • Anti-Fraud Policy • Gifts and Hospitality Policy • Risk Management Policy • Whistleblowing Policy and Procedure 	

<p>8</p> <p>8.1</p> <p>8.2</p> <p>8.3</p> <p>8.4</p> <p>8.5</p>	<p>2018-19 Equality & Diversity Report</p> <p>The VPQSE updated the meeting on the Equality, Diversity and Inclusion(EDI) Annual Report 2018-19.</p> <p>Under the Equality Act 2010, the College has a statutory obligation to annually report on the progress, which we have made under the general duties of:</p> <ul style="list-style-type: none"> • Eliminating discrimination, harassment and victimisation • Advancing equality of opportunity between different persons and • Fostering good relations between different groups <p>The annual report reflects the college approach to meeting statutory obligations. The EDI Action Plan is included in the report.</p> <p>The EDI Committee will be responsible for monitoring the EDI action plan and reporting back to the Corporation and the Quality and Standards Committee on progress.</p> <p>ACTION: The EDI Annual Report to be included in the Corporation schedule of business in the first term of the year to allow time for required actions to be implemented in the academic year.</p> <p>The DCEO was thanked for the report.</p>	<p>Clerk</p>
<p>9</p> <p>9.1</p> <p>9.2</p> <p>9.3</p>	<p>Safeguarding (including Prevent) update</p> <p>The VPQSE provided a safeguarding update to governors to provide reassurance that the college is meeting its statutory obligations in regards to safeguarding and prevent. The report includes updates on;</p> <ul style="list-style-type: none"> • Covid19 arrangements and guidance. All guidance has been met. Staff rotas ensure that a DSL and SLT member are in College daily. • Training • Mental Health • Service user statistics – these provide reassurance on the interaction with at risk and vulnerable students at the college. <p>Q. Should we be worried about the increase in the volume of interactions with students? A. No. The College has been proactive in initiating interactions.</p> <p>Q. How have decisions been made about responses in the plans for Covid-19? A. Decisions have been ‘in the moment’ by necessity.</p> <p>Q. Is there a central repository where details of all interactions are stored? A. Yes, Intuition Software is used. Action plans are also provided by the software.</p> <p>The Governors noted that the increase in the number of interactions was encouraging. The governors thanked all involved for their hard work in the current situation.</p>	

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<p>10</p> <p>10.1</p> <p>10.2</p> <p>10.3</p> <p>10.4</p>	<p>Remuneration Committee Report - meeting on 23 April</p> <p>The Chair of the Remuneration Committee delivered a summary of the current position in relation to the decisions taken at the Remuneration Committee on 23 April. It was confirmed that in depth discussions had taken place about the performance of the CEO, DCEO, VPQSE and DPS, these had been very positive and where applicable the Committee had signed off and approved the probationary reviews.</p> <p>The senior post holders were encouraged to find an external coach/mentor to enhance their development.</p> <p>The targets and objectives for all of the Senior Post Holders, with the exception of the DCEO, remained current and therefore required no change. In the case of the DCEO, given current circumstance the focus is ensuring solvency of the College and that the financial position is maintained as much as possible.</p> <p>Targets/objectives for Senior Post Holders to be circulated to governors for information.</p> <p>Q. Is the Clerk a Senior Post Holder? A. Yes and her performance will be reviewed at a future Remuneration Committee.</p> <p>Q. Should the VPQSE post be a designated senior post? A. Yes, quality is very important and there should be a direct line of report to the Corporation.</p> <p>Q. Are the executive team high profile within College? A. Yes and there are also becoming more high profile outside of College with our key stakeholders.</p> <p>Q. It has been observed that the Executive Team is not representative of the community it serves, how do we address this? A. During each recruitment exercise we have been very clear that we would like the executive searches to be inclusive of BAME candidates.</p>	<p>Clerk</p>
<p>Matters to Note</p>		
<p>11</p> <p>11.1</p>	<p>Any other business</p> <p>There was no other business</p>	
<p>12</p> <p>12.1</p>	<p>Meeting Evaluation</p> <p>The Clerk will circulate the meeting evaluation by email.</p>	

Approved by the Corporation:

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Signed by the Chair

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Date

Agreed Actions

No	Minute	Action	Who?
1	4.6	A plan for opening will be put in place and governors will be asked to approve this 48 hours before opening. The plan will give assurance on safety and that the College is acting in the best interests of staff and students.	CEO
2	4.13	Governors to provide any feedback on the Response to Government Guidelines Plan to Re-open to the VPD&G.	All Governors
3	8.5	The EDI Annual Report to be included in the Corporation schedule of business in the first term of the year to allow time for required actions to be implemented in the academic year	Clerk
4	10.3	Targets/objectives for Senior Post Holders to be circulated to governors for information.	Clerk