

MINUTES OF THE MEETING OF THE CORPORATION MEETING
HELD: Thursday 17 December 2020 at 16:00 hours
via Microsoft Teams

Present:	Guest:
Cath Orange (Chair)	Clive Howarth (ESFA)
Paul Ashton (Vice-Chair)	
Paul Birtles	In Attendance:
June Durrant	Sarah Cooper (Director of People Services) (except for items 10 & 11)
Chris Webb (CEO) (Except for item 10)	Dawn Leak (Vice Principal Curriculum & Development) (except for items 10 & 11)
Billy Khokhar	Chris Malish (Deputy Chief Executive Officer) (except for items 10 & 11)
Emmanuel Osei Boateng	Craig Tupling (Vice Principal Quality & Student Experience) (except for items 10 & 11)
Ann Kendal	Sarah McKenzie (Clerk to the Corporation)
Piers Telemacque (except for items 10 & 11)	Allison McEvoy (Assistant Clerk to the Corporation)
Lendy Ho	
Neil Ward	

The quorum was six governors

L/J Denotes the time a Governor left/joined the meeting.

Item		Action
Housekeeping		
1	Chair's Welcome and Introductions	
1.1	The Chair welcomed everyone to the meeting.	
2	Apologies for Absence and Declarations of Interest	
2.1	Apologies were made for Ann Kendal and Steve Roberts.	
2.2	There were no specific or additional disclosures of interest.	
2.3	The Chair thanked Governors for all of their contributions recently.	
2.4	The Chair welcomed Clive Howarth (ESFA) to the meeting.	
2.5	The Chair announced Andy Naylor's retirement and advised that recruitment had started for a Staff Governor (academic).	
2.6	The Chair introduced the new Independent Governor, Emmanuel Osei Boateng.	

3	Minutes of the meetings held on 22 October 2020	
3.1	RESOLVED: The Minutes of 22 October 2020 were approved as an accurate record and can be signed by the Chair.	
4	Matters arising	
4.1	It was noted that all matters arising were complete.	
Effective Governance (SR2, SR8, SR9)		
5	Chief Executive Officers Report	
5.1	<p>The CEO updated the meeting on the key items on the agenda. The key items being:</p> <ul style="list-style-type: none"> • Recommendation from the SPH Appointment Committee <p>The SPH Appointment Committee had met to discuss and recommend a process and timeline for replacing Chris Malish.</p> <ul style="list-style-type: none"> • AOC / Joint Union Consultation on Pay <p>After consultation, the AOC has recommended a 1% pay rise or £250 (whichever is greater) as part of 2020/21 Pay Award. The College had already implemented a 1% pay rise to all staff (excluding SPHs) which was discussed and approved by Governors in July 2020.</p> <ul style="list-style-type: none"> • 16-18 Student Recruitment and Lagged Funding impact <p>The College has significantly underrecruited against target. Whilst this has no impact financially in this academic year (2020/21), it will result in a significant reduction in the College’s 16-18 ESFA funding contract for 2021/22 of somewhere between £2.6-£3.0m. This will make budget setting once again a challenge in the summer.</p> <ul style="list-style-type: none"> • Adult Education Budget and Clawback Risks <p>Covid 19 is having a significant impact upon Adult recruitment, and currently the College is estimating to be on course to deliver around 88% of its AEB funding contract.</p> <ul style="list-style-type: none"> • Reminder – Governors Strategic Seminar – 29/30 January 2021 	

<p>6</p> <p>6.1</p>	<p>Data dashboard/ balance scorecard</p> <p>The DCEO gave an update on the data dashboard, noting that it is the first time it is fully complete but remains an evolving document in summary:</p> <ul style="list-style-type: none"> • The target on student numbers will not be met • There is some work to do in terms of progression • An outstanding student experience is in the green • Employer of choice is in the green • HE income is red as income targets are not being met 	
<p>7</p> <p>7.1</p> <p>7.2</p> <p>7.3</p> <p>7.4</p>	<p>Quality & Standards Committee- 1 October 2020</p> <p>The Chair of the Q&S Committee provided an update on:</p> <p>a) <u>Draft Minutes</u></p> <p>Provided for information and context.</p> <p>b) <u>HE Results 2019-20</u></p> <p>Governors had concerns around the measures that the College was using as these will not be what are used in the league tables. In terms of the data, there was some concern about the curriculum offer as reflected in some of the continuation rates. There was some discussion about the part time offer and the potential for intermittent studies. The Quality & Standards Committee will have a focus on HE and will report back to Corporation as appropriate.</p> <p>c) <u>Student recruitment/ marketing update</u></p> <p>This has also been looked at in Finance & General Purposes in terms of the 16- 18 recruitment, from a Quality perspective the Q&S Committee have been asking the questions around why are we not recruiting. The way the GCSEs were awarded meant that more students received the pre-requisite grades to stay on in their sixth forms. This does not seem to be a national or regional issue, it appears the issue is local and further investigation is needed into why this has happened. The VPC&D will be conducting a deep dive in to this matter.</p> <p>The College is looking at preparations to take on the A-level students that have stayed on in their sixth forms and are starting to struggle and want to move to a more vocational qualification. The Committee were assured that this process will pick up around 50 students via this process but that will not make up for the shortfall in student numbers that has been identified.</p>	

<p>7.5</p> <p>7.6</p>	<p>The extra catch up funding for learners has been allocated and the Committee will be updated how it has been spent and what impact it is having.</p> <p>Q. Were you able to look at the effectiveness of marketing this year? Governors are aware there are some changes coming up in that department.</p> <p>A. Not at Q&S, there is going to be a deep dive by governors which aims to better understand the issues and provide learning for the following year. We were informed that progression did well but conversion not so much. Marketing and student recruitment is being merged and a new director has recently been appointed.</p> <p><u>d) Self-Assessment (SAR) and QIP's (FE & ITE)</u></p> <p>The validation for the FE SAR took place yesterday. The ITE SAR validation will be in January.</p> <p>The VPQ&SE gave an update on the FE validation panel outcome, the Adult Learning Programs have been graded at a 1, the overall self-assessment remains 'good'. The VPQ&SE thanked the six governors that attended the SAR, adding that it really added value to the process.</p> <p>The panel felt the Self-Assessment and QIP's (FE & ITE) report was clear, concise and very well written. Congratulations to the VPQ&SE and everyone associated in the process and the writing of the final report.</p> <p>RESOLVED: The FE Self-Assessment and QIP is approved and can be uploaded to the Ofsted portal.</p> <p><u>e) Customer feedback (Student Survey & Complaints)</u></p> <p>All students on a full time FE course are surveyed at the beginning, middle and end of their course (alongside Ad-hoc surveys that cover all short courses, distance learning and apprenticeships). Students on HE courses are surveyed at the start of their programme and at the end of each year. Surveys are analysed by an external company, QDP, who provide the College with reports and benchmarking data against other similar colleges. It is the second academic year of doing surveys online and the College continues to target all students rather than a sample.</p> <p>The Chair drew attention to areas of significant improvement in Teaching and Learning, Safety and Wellbeing and the overall rise in response rates. It was noted that the response was very encouraging particularly during the current situation with COVID. Congratulations to everyone involved.</p>	
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	<p>The Committee had been provided with an overview of FE and HE complaints over the PR1 reporting period (1 August to 31 October 2020). It was noted that complaints are reported by department, demographics and theme. Complaints and issues are flagged, investigated and resolved in the shortest possible timeframe. Issues are raised in the Performance Review process and are addressed through the QIP.</p> <p>The Committee has also looked at the HE Survey which was not so positive, this aligns with the Committee’s intention to ensure more attention is given to HE.</p> <p>Q. Is there a reason why the Adult and Community Complaints received are so high?</p> <p>A. It was to do with the volume in enrolment and the switch in approach for this cohort.</p>	
7.7	<p>f) <u>2019-20 Equality Diversity & Inclusion Annual Report (including SEND)</u></p> <p>This was an excellent read and identified some very significant strengths in the College. It is recommended to Corporation for approval.</p> <p>RESOLVED: The 2019-20 Equality Diversity & Inclusion Annual Report is approved and will be published on the College website.</p>	
7.8	<p>g) <u>OFSTED interim visit report</u></p> <p>The Committee received the Ofsted Interim Visit Report which was very positive.</p>	
7.9	<p>The Chair of Corporation thanked Q&S Committee members and the VPQ&SE and team for all of their work.</p>	
7.10	<p>The Chair of Corporation advised that the college had recently taken part in a strategic conversation with the ESFA as part of a pilot scheme.</p>	
8	<p>Audit Committee- 10 December</p>	
8.1	<p>The Chair of the Audit Committee provided an update on:</p>	
8.2	<p>a) <u>Draft minutes</u></p> <p>These are included in the pack for information and background.</p>	
8.3	<p>b) <u>Report on Whistleblowing, Fraud and Other Irregularities</u></p> <p>The Audit Committee continues to receive these reports and we were assured that there have been no reports of whistleblowing or fraud since the last report. The Committee were alerted to an increase in cyber activity</p>	

<p>8.4</p> <p>8.5</p> <p>8.6</p> <p>8.7</p>	<p>looking to compromising the College but were assured that the college IT department have responded swiftly and appropriately.</p> <p>c) <u>Value for Money Report</u></p> <p>This was the first time the Committee received this report and we are going to be doing some more work on how we define value for money so that we can further increase assurance in this area.</p> <p>d) <u>Asset Management Policy</u></p> <p>The Audit Committee considered the Asset Management Policy, it is largely unchanged but it now aligns with the Financial Regulations. The Audit Committee recommend it to the Corporation for approval.</p> <p>RESOLVED: The Asset Management Policy is approved.</p> <p>e) <u>Audit Committee Annual Report</u></p> <p>The Corporation are required to receive the Audit Committee Annual Report ahead of the Financial Statements. The report reflects on the work of the Audit Committee in 19-20 but also extends beyond the year end to reflect on important assurances received. The Audit Committee were pleased to be assured that the HR Audit for which the audit opinion was ‘no assurance’ has been re-audited and has ‘substantial assurance’. In summary the <i>Audit Committee is of the opinion that for 2019-20:</i></p> <p><i>(a) The Committee has operated effectively and has considered issues in detail;</i></p> <p><i>(b) In spite of challenging times, the Committee has fulfilled its Terms of Reference by agreeing a suitable and balanced calendar of business throughout the year, and ensured that all duties and responsibilities are covered;</i></p> <p><i>(c)The College’s assurance arrangements; framework of governance; risk management and control; and processes for securing economy, efficiency and effectiveness are adequate and effective and reviewed regularly.</i></p> <p>The Corporation received and noted the report.</p> <p>f) <u>Audit Management Letters/Letters of representation – for approval</u></p> <p>The Audit Committee had a joint session with the Finance & General Purposes Committee, where RSM talked members though the Financial Statements. The Audit Management letter was also received and assurances given that the audit process had been smooth. The Letters of Representation were considered, the Audit Committee are happy to</p>	
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<p>8.8</p> <p>8.9</p>	<p>recommend to the Corporation that these be signed by the Chair and Accounting Officer at the same time as the Financial Statements.</p> <p>RESOLVED: Letters of Representation are approved for signing at the same time as the Financial Statements.</p> <p>The Corporation Chair thanked the interim Audit Chair for stepping in and thanked the Audit Committee for all their hard work.</p>	
<p>9</p> <p>9.1</p> <p>9.2</p> <p>9.3</p> <p>9.4</p> <p>9.5</p>	<p>Finance & General Purposes Committee - 10 December 2020</p> <p>The Chair of the F&GP Committee provided an update on:</p> <p>a) <u>Draft minutes</u></p> <p>Provided for information and context.</p> <p>b) <u>Management Accounts – Oct 2020</u></p> <p>The DECO provided an update on the Management Accounts advising that the College is on track to deliver to budget. The cash position is ahead of where planned thanks to the performance from 19/20.</p> <p>The F&GP Chair noted that the underlying position is very positive.</p> <p>c) <u>Student Recruitment 2020/21</u></p> <p>The DCEO advised the longer- term issue is:</p> <ul style="list-style-type: none"> • 16-18 recruitment has resulted in a reduction of students from 3,402 in 19/20 to 3,025 in 20/21. This will result in an estimated income reduction of £2.5m to £2.7m in 21/22. • The College will be looking closely at the position as part of business planning. Where student recruitment is down, those areas will have to address those reductions in income by reviewing their cost position. <p>d) <u>Covid plan – update</u></p> <p>The DPS provided an update on the phase 3 Covid plan:</p> <ul style="list-style-type: none"> • This phase reflects on the additional guidance received from government that means that more face to face teaching is required. • There are different requirements for FE and HE but the all of the control measures remain the same. 	

<p>9.6</p>	<ul style="list-style-type: none"> • There are some adjustments of the classrooms so that we can accommodate the changes that were mandated to us at the end of November ready for roll out in the New Year. • We will be having more managers on-site to ensure that everyone adheres to the rules and the control measures. • The college remains a safe place, we have good robust plans, this is just an update in line with the changes in regulations • The Government confirmed today that Bradford remains in tier 3 until the next review date. <p>The CEO made Governors aware that just before the meeting, he had received an email advising that the Secretary of State for Education wants colleges to have a staggered start for students in the New Year and to implement Covid testing of students and staff. He noted that the plan is constantly changing and reminded governors of their collective responsibility for overseeing the safe opening of the College.</p> <p>The CEO advised the Corporation that the Exec team will hold an emergency meeting to work any further changes needed to the Covid plan.</p> <p>The Chair of Corporation noted that the governors have been very impressed with the college’s Covid plan and that the Corporation has every confidence in the staff that have managed this so far. Governors then offered their help to the Exec team.</p> <p>e) <u>CTS – update</u></p> <p>The DPS gave an update on the TUPE of Training for Bradford Limited t/a City Training Services (‘CTS’). The College had previously (pre-Covid) presented the auditors with a letter of support for CTS and said that there were plans to TUPE CTS staff into the College. A proposed plan was discussed at F&GP on 15 October 2020 with the expected earliest date for the proposed TUPE to take place being 1 December 2020. The DPS confirmed that the TUPE process was complete from a staff perspective, with staff having transferred on 1 December 2020.</p> <p>The F&GP Chair thanked the DPS and team for their work in this area.</p>	
<p>9.7</p>	<p>f) <u>Annual Report and Financial Statements 2019-20</u></p> <p>This item had been considered jointly by the Finance & General Purposes Committee and the Audit Committee. Members were advised that there had been some changes to the Draft Annual Report and Financial Statements as issued with the meeting papers, although not material, the changes related to strengthening of the commentary and the updated</p>	

<p>9.8</p>	<p>version was shared on screen with members of both committees. The Finance and General Purposes Committee were happy to recommend that the 2019-20 Annual Report and Financial statements are approved by the Corporation.</p> <p>The DECO noted that the audit is complete from the College’s perspective but that the auditors are waiting for information from the ESFA so they can sign it off on their side. Only at that point can the documents be signed. This is likely to be mid-January for submission to the ESFA and OfS by their deadlines of 31 January.</p> <p>Corporation gave delegated authority for the Chair of Corporation and the CEO to sign the financial statements once final confirmation is received from RSM.</p> <p>RESOLVED: The 2019-20 Annual Report and Financial Statements, subject to sign off by RSM in mid-January.</p> <p>RESOLVED: Delegation of Integrated Financial Model for Colleges (IFMC) return approval to the F&GP Committee in January 2021.</p> <p>ACTION: IFMC to be circulated to Corporation after review by F&GP Committee.</p> <p>g) <u>Procurement Policy</u></p> <p>The Procurement Policy was presented to the Corporation for approval, it was noted that the policy was embedded in the Financial Regulations but that as a result of an internal audit, it was recommended that a separate policy was created.</p> <p>RESOLVED: Procurement Policy is approved.</p> <p><i>CH left the meeting</i></p>	<p>Clerk</p>
<p>10</p> <p>10.1</p> <p>10.2</p> <p>10.3</p>	<p>Remuneration Committee (Confidential item) - 26 November 2020</p> <p><i>This item was considered after item 12 with independent governors in attendance only.</i></p> <p>The Chair of the Remuneration Committee provided an update on:</p> <p>a) <u>Draft minutes</u></p> <p>Provided for information and context.</p> <p>b) <u>Clerk probation – verbal update</u></p> <p>The Committee agreed that the 6-month probation review had been successful and agreed to sign it off.</p>	

<p>10.4</p>	<p>The Corporation noted the probationary review of the Clerk.</p> <p>c) <u>Senior Post Holder appraisals and objectives – verbal update</u></p> <p>SPHs appraisals – these had all been positive and were approved.</p> <p>SPHs Objectives – all objectives for 2020-21 had been reviewed and were agreed.</p> <p>After looking at salary sector benchmarks, it was decided that uplifts in salaries were not justified and so the Remuneration Committee decided not to recommend the 1% salary increase awarded to staff for the SPHs.</p> <p>The Remuneration Chair had met with each SPH to feedback.</p>	
<p>10.5</p>	<p>d) <u>Annual Remuneration Report</u></p> <p>The Committee had considered the Annual Remuneration Report which included the Terms of Reference for the Remuneration Committee. Both items were recommended to the Corporation for approval.</p> <p>RESOLVED: The Annual Remuneration Report is approved for publication on the College website alongside the Financial Statements.</p> <p>RESOLVED: The Terms of Reference for the Remuneration Committee are approved.</p>	
<p>10.6</p>	<p>e) <u>Senior Post Holder Grievance Policy</u></p> <p>The Senior Post Holder Grievance Policy had been updated to incorporate for a situation where a grievance is raised against a Senior Post Holder. The Committee considered the proposed arrangements for hearing grievances raised about the CEO and asked for the procedure to be updated to incorporate an independent investigation. With these changes the Committee were happy to recommend the updated Senior Post Holder Grievance Policy.</p> <p>RESOLVED: Senior Post Holder Grievance Policy</p>	
<p>11</p>	<p>Senior Post Holder Appointments Committee- 14 December 2020</p> <p><i>This item was considered after item 12 with independent governors in attendance only.</i></p>	
<p>11.1</p>	<p>a) <u>Proposal DCEO recruitment</u></p>	

	<p>The Corporation were made aware that the Senior Post Holder Appointments Committee had met on 14 December 2020 to review the vacancy that had arisen due to the impending departure of Chris Malish, the current DCEO. The Committee had put forward a proposal for the recruitment of a DCEO (Finance and Corporate Services). The Corporation were appraised of discussions at Committee, about the type of person that might fill the role, which sectors they might come from and the overall availability of the skills required.</p> <p>After careful consideration the Corporation agreed the DCEO (Finance and Corporate Services) role should be advertised and subject to minor amendments that were captured by the Clerk, the job description and person specification was approved to go to advert.</p> <p>The Clerk had circulated an outline timetable for the recruitment exercise and this was agreed.</p> <p>RESOLVED: Clerk to make agreed amendments to job description and person specification and arrange for the advert to go out on Friday 18 December 2020, as per agreed timetable.</p>	
<p>12</p> <p>12.1</p>	<p>Strategic risk monitoring</p> <p>The DCEO gave a verbal update on the Strategic Risks. The Corporation considered amends to the risk register that had been recommended by the committees:</p> <p>SR14- Failure to maintain an up to date single central record of staff and have current DBS checks in place for all staff– to be removed SR9 – Failure to promote the College, maintain a good reputation locally and nationally and attract and retain students-to be changed to amber SR7- Failure to improve the quality of teaching, learning and assessment-move down likelihood to amber SR4- Failure to ensure achievement rates and value -added increase above national averages impacting the College’s ability to improve on poor inspection grades and quality assessment outcomes- move down likelihood to amber</p> <p>RESOLVED: Above changes in risk ratings are approved.</p>	
<p>13</p> <p>13.1</p>	<p>Reports from Subsidiaries/ Joint ventures/ Committees*</p> <p>The following subsidiary company reports were shared with the Committee for information:</p> <ul style="list-style-type: none"> • Training for Bradford (CTS)- 10.11.20 	

	<ul style="list-style-type: none"> • Inprint & Design- 03.11.20 • West Yorkshire Colleges Consortium- 03.12.20 • Equality & Diversity Committee- 13.10.20 • Health, Safety & Welfare Committee- 01.12.20 • Joint Consultative Committee- 02.10.20 	
Summary matters		
14	Any other business	
14.1	The Chair thanked everyone for their input throughout the year and wished everyone a very happy Christmas.	
14.2	The Chair of Remuneration thanked the Chair on behalf of Corporation.	
14.3	The Chair closed the meeting at 18.25	
15	Meeting Evaluation	Assistant Clerk
	Link to meeting evaluation form to be circulated via email.	

Approved by the Corporation:

Cath Orange
Signed by the Chair

21.04.2021
Date

Agreed Actions

No	Minute	Action	Who?
1	9.7	IFMC to be circulated to Corporation after review by F&GP Committee.	Clerk