

**MINUTES OF THE MEETING OF THE CORPORATION MEETING  
HELD: on Thursday 25 May 2023 at 16:00 hours in  
4F07 DHB Boardroom**

<b>Present:</b>	<b>In Attendance:</b>
Cath Orange (Chair)	Sarah Cooper (Director of People Services)
Paul Birtles (Vice Chair)	Alina Khan (Vice Principal Equality, Diversity, Inclusion & Student Experience)
Billy Khokhar	Chris Malish (Vice Principal Finance & Corporate Services)
Chris Webb (CEO)	Asa Gordon (Vice Principal Curriculum)
Emmanuel Osei Boateng	Sarah Applewhite (Vice Principal Quality Teaching & Learning)
Lendy Ho (Via MS Teams)	Marc Gillham (Chief Information Officer)
Tiffany Lythgow (Via MS Teams)	Sarah Towan (Director Student Recruitment & External Relations)
Cuthbert Pazvakavambwa (Via MS Teams)	Allison Booth (Clerk)
Taqi Ali	Peter Keeley (Minute taker) (Item 2 onwards)
Fiona Thompson	Elaine White (UCU Branch Chair) (Item 1only)
Ann Kendal	Lubna Khan (UCU Branch Secretary) (Item 1only)
Bulbul Barrett (Via MS Teams)	Dee Kesler (UCU Branch Equality Officer) (Item 1only)
David Fearnley	
<b>Apologies</b>	
Richard Woods	
Umar Rafique	
John Williams	

*The quorum was 8 governors*

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

<b>Item</b>		<b>Action</b>
<b>Housekeeping</b>		
<b>1.</b>	<b>Chair's Welcome and Introductions</b>	
1.1	The Chair welcomed everyone to the meeting.	
1.2	The Chair had received a prior request from UCU to make representations at the Corporation meeting. The UCU Branch Chair, UCU Branch Secretary and UCU Equality Officer joined the meeting and the Branch Chair read from a statement.	
1.3	The Chair thanked the UCU members for attending the meeting and advised them that endeavours were always being made to improve conditions for the staff. Advising that members would continue	

	<p>listening to the unions and considering how better to improve the staff's working lives.</p> <p>(The UCU Address to the Corporation on 25 May 2023 is attached- Appendix 1)</p> <p><i>EW/LK/DK/I</i></p>	
<b>2.</b>	<p><b>PK/J</b></p> <p><b>Apologies for Absence, Disclosures of Interest and Written Resolution(s), Chairs action and use of the seal</b></p>	
2.1	<p>Apologies for absence were noted for Umar Rafique, Richard Woods and John Williams.</p>	
2.2	<p>The CEO declared disclosures of interest in relation to items 8.3 and 8.5 on the agenda.</p>	
2.3	<p><u>Chairs action</u></p> <p>There had been two Chair's actions on approval of contractor appointments due to urgency to commence the work, both in line with budget and plans with details in the Estates Plan update, these were:</p> <ol style="list-style-type: none"> <li>1. The Chair of Corporation had given approval of the purchase order to Sewell to be the principal contractor for the construction of the T level works at Bradford College.</li> <li>2. The Chair of Corporation had given approval of the purchase order to Sewell (who were also awarded the T-level contract) to be the principal contractor for the replacement of the DHB chillers.</li> </ol>	
2.4	<p>The Chair wished to note that this type of action was not a normal practice for the College but that the intricacies of timings and the requirements to spend within a certain timescale meant that these requests were granted. There had previously been discussion at the CSIG about how to minimise these requests and as a first action the CSIG meetings have been rescheduled in order to better allow for the Committee to make such decisions.</p>	
<b>3.</b>	<p><b>Minutes of the meeting held on 30 March 2023</b></p>	
3.1	<p>The minutes of 30 March 2023 were approved as an accurate record to be signed by the Chair.</p>	
<b>4.</b>	<p><b>Matters arising</b></p>	
4.1	<p>The Matters Arising Report was reviewed and it was noted that all items were complete.</p>	

Strategic Discussion		
5.	<b>ED&amp;I- are we brave enough? - Strategic Discussion</b>	
5.1	<p>The Chair invited the CEO to introduce the strategic discussion topic. The CEO reminded members that it had previously been agreed to establish a strategic objective for the College to become a truly inclusive college with a three-year plan in place.</p> <p>The discussion could involve what was meant by 'truly inclusive' and how the College would look different as a result. Discussion could include whether the College should take more risks, do more, in order to achieve this objective. It should also identify how the truly inclusive culture should be embedded into daily operation of the College.</p> <p>Governors discussed:</p> <ul style="list-style-type: none"> <li>• Do students feel that they are represented by the SLT and staff in terms of diversity and inclusion?</li> <li>• If students were asked if they felt represented, what would they say and what would we do with those results?</li> <li>• Do Governors view the College from its own perspective, that of the students, that of the staff, or by using a combination of all of these?</li> <li>• From the point of enrolment to the point of departure, the College needed to enable students to be better equipped to identify inequalities and have tools and strategies to mitigate them, so to raise their aspirations.</li> <li>• These should also include pre-conceptions they bring in to the College at enrolment from outside. For example, just because students have been told (by others) they can only fulfil a narrow range of career path, they should be provided with the tools to allow them to flourish in other possibly higher fields.</li> <li>• Being great not just good, starts with daring to dream about being great. Dreams of this type are likely to start in the community, working to transform peoples' lives.</li> <li>• The current offer of the College focuses on employment outcomes. Student aspirations are often not reflective of actual outcomes. Universities consider this issue in a different way; the College could consider a similar way to the approach Universities take.</li> <li>• Pastoral support offered to students was noted as supportive but can be reactive. There was a need to consider how it could become proactive instead.</li> </ul> <p>Governors agreed that there was a need to raise aspirations while providing a robust exit plan that adds value for students. Members</p>	

	<p>discussed what ‘brave’ looked like for the College and the potential limits coupled with the ambition to achieve great things for the College.</p> <p>The CEO invited members to send him any comments on their ‘dream’ for the College and reminded them that they were responsible for the Colleges character.</p> <p>It was noted that Student Union elections were about to take place and one of the positions available was in the area of ED&amp;I. Members were encouraged to view the Student Union candidate manifestos to see how the content could inform the debate.</p>	
<b>Effective Governance (SR2, SR8, SR9)</b>		
<b>6.</b>	<b>Chief Executive Officer’s Report</b>	
6.1	The CEO signposted the Governors to the following papers as part of the pack, highlighting their importance:	
6.2	<ul style="list-style-type: none"> <li>• Agenda Item 10 (d) Strike Management Plan</li> <li>• Agenda Item 10 (e) Estate Plan Update</li> <li>• Agenda Item 11 (e) RSM – Further Education Emerging Issues (Spring 2023)</li> </ul>	
6.3	<p>The CEO advised that the college had been declared the top apprenticeship training provider in West Yorkshire together with Bradford Teaching Hospitals. The partnership won the Training Provider/Programme of the Year category at the annual West Yorkshire Apprenticeship Awards 2023 – the second consecutive time this has been given to the Bradford College Apprenticeship team.</p> <p>Also, the Progression to Learning &amp; Work and 14-16 School Provision team had won an award in the HE/FE Student Experience category at the Progression to Learning &amp; Work Triumph at Educate North Awards.</p>	
<b>7.</b>	<b>Data dashboard</b>	
7.1	The CIO presented the data dashboard, advising that there had been no material changes since the dashboard had last been presented to Corporation.	
7.2	The CIO invited members to direct any comments or suggestions over to him regarding the presentation of the dashboard, as this was currently under review.	
<b>Committee Reports</b>		
<b>8.</b>	<b>Remuneration Committee- 27 April</b>	

	<p>The Chair of Remuneration provided an update on:</p>	
8.1	<p><b>a) Draft minutes of meeting – 27 April 2023</b></p> <p>These were included in the pack for information and background</p>	
8.2	<p>The Remuneration Committee Chair asked the Corporation to note the successful probationary review of the VPF&amp;CS.</p>	
8.3	<p><b>b) Disciplinary Procedure for Senior Post Holders</b></p> <p>The Disciplinary Procedure for Senior Post Holders had been updated to take the procedure back to the model procedure developed for the sector by the AoC, providing more detailed guidance. The Disciplinary Procedure for Senior Post Holders is recommended to Corporation for approval.</p>	
8.4	<p><b>RESOLVED:</b> The Disciplinary Procedure for Senior Post Holders is approved.</p>	
8.5	<p><b>c) Senior Post Holder Remuneration Policy and Procedure</b></p> <p>The Senior Post Holder Remuneration Policy and Procedure had been updated to take account of the new requirement (as a result of FE reclassification) to comply with the HMT Guidance for approval of senior pay and Managing Public Money. The Senior Post Holder Remuneration Policy and Procedure is recommended to Corporation for approval.</p>	
8.6	<p><b>RESOLVED:</b> The Senior Post Holder Remuneration Policy and Procedure is approved.</p>	
8.7	<p><b>d) Grievance Procedure for Senior Post Holders and the Clerk</b></p> <p>The Remuneration Committee had reviewed the Grievance Procedure for Senior Post Holders and recommend to the Corporation for approval.</p>	
8.8	<p><b>RESOLVED:</b> The Grievance Procedure for Senior Post Holders and the Clerk is approved.</p>	
8.9	<p>The Remuneration Committee gave thanks to the DPS for the hard work that had gone in to the procedure.</p>	
8.10	<p><b>e) Committee Self-assessment against Terms of Reference</b></p>	

8.11	<p>In considering the Terms of Reference the Remuneration Committee had agreed that they needed to be updated for 2023-24 to incorporate the need to comply with <i>Managing Public Money</i>, as a result of the reclassification of colleges. The Remuneration Committee recommend the updated Terms of Reference 2023-24 to Corporation for approval.</p> <p><b>RESOLVED:</b> The updated Terms of Reference 2023-24 are approved.</p>	
9.	<p><b>Search and Governance Committee – 27 April 2023</b></p> <p>The Chair of the Search &amp; Governance Committee provided an update on:</p> <p>9.1 <b>a) Draft minutes of the meeting- 27 April 2023</b></p> <p>These were included in the pack for information and background</p> <p>9.2 <b>b) Succession planning- verbal update</b></p> <p>The Chair advised that the S&amp;G Committee were seeking approval for the appointment of a new Independent Governor to sit on the Q&amp;S Committee. S&amp;G members had met with Lynette Leith previously and had been very impressed with her skill set.</p> <p>9.3 <b>RESOLVED:</b> That Lynette Leith be appointed as an independent governor for a term of four years from 5 June 2023 and that she also joins the Quality &amp; Standards Committee is approved.</p> <p>9.4 <b>c) Governor 1:1s</b></p> <p>9.5 As part of the Governance Improvement Plan, it had been agreed that consideration would be given to governor 1:1s as part of the existing annual board self-assessment exercise. The S&amp;G Committee recommended approval of this to the Board.</p> <p>9.6 <b>RESOLVED:</b> The implementation of Governor 1:1's is approved.</p> <p>9.7 <b>d) Scheme of Delegation</b></p> <p>The Scheme of Delegation had been updated to incorporate the new responsibilities and job titles across the Executive. The Chair asked members to consider devolving further decisions to the Committees as the Committees were working really well. The Scheme of Delegation is recommended by the S&amp;G Committee for approval.</p> <p>9.8 <b>RESOLVED:</b> The Scheme of Delegation is approved.</p>	

9.9	<p><b>e) Committee Self-assessment against Terms of Reference</b></p> <p>S&amp;G Members had considered the Committee Self-assessment against the Terms of Reference. Members felt that the Committee continued to perform well. There were no suggested changes to the Terms of Reference for 2023-24.</p>	
9.10	<p>The Corporation noted the S&amp;G Committee Self-assessment against Terms of Reference.</p>	
9.11	<p><b>f) Governance effectiveness review 2023</b></p> <p>Members had discussed how they could introduce values focus in to the skills audit and agreed that it was difficult to measure an individual's values as perceptions varied. The Committee would be reflecting on how best to measure this going forward with a view to feeding it into the strategic planning event in January 2024. The S&amp;G Committee recommend the Governance effectiveness review to Corporation for approval.</p>	
9.12	<p><b>RESOLVED:</b> The Governance effectiveness review 2023 is approved.</p>	
<b>10.</b>	<p><b>Finance &amp; General Purposes Committee – 11 May 2023</b></p>	
10.1	<p>Bulbul Barret who had chaired the F&amp;GP Committee meeting provided an update on:</p>	
10.2	<p><b>a) Draft minutes of meeting – 11 May 2023</b></p> <p>These were included in the pack for information and background</p>	
10.3	<p><b>b) Management Accounts and Q2 Forecast</b></p> <p>The VPF&amp;CS advised that the management accounts demonstrated overall that the College is on track to deliver on financial performance, though behind with Apprenticeship and AEB income to budget.</p>	
10.4	<p><b>c) HE Fees Policy 24/25</b></p> <p>It was noted that the F&amp;GP Committee had recommended the HE Fees Policy to Corporation however, the HE fees policy will also be presented at the next Q&amp;S Committee on 29 June 2023 for decision and brought back to the July Corporation meeting.</p>	
10.5	<p><b>d) Strike management update</b></p> <p>The DPS advised that the college had previously been notified that UCU members would take 14 days of discontinuous strike action during May and June 2023. Dates targeted included the 5 GCSE Maths</p>	

10.6	<p>and English exam dates. The first GCSE exams had taken place and had been supported by staff who had taken part in invigilating those exams, there had been huge cross college support. Governors were concerned about any impact on quality and were advised that there would be an update at the next Q&amp;S Committee meeting to discuss any impact on the student experience. Members passed on their thanks to the Maths and English teams and the Exam team.</p> <p><b>e) Estates Plan Update</b></p> <p>The VPF&amp;CS advised that the Council still had an interest in acquiring the Little Germany site and the offer was in the process of being formalised.</p> <p>Since the last report there had yet to be any evidence of proof of funds following the offer to buy the Appleton building for £1.1m. However, another interested party had come forward since and an offer of £1.2m had been made but again there had yet to be proof of funds. Any decision on the sale will be taken to the F&amp;GP Committee or requested via a Written Resolution.</p> <p>Following a review and update of the programme costs for the Future Technology Centre (FTC) the full scheme was expected to cost a further £3m. It had been recommended that to deliver the project the recently allocated Transformation funding of £6.1m would be utilised to address the increase in costs, which was allowable under the funding rules.</p>	
11.	<p><b>Audit Committee – 18 May 2023</b></p> <p>In the absence of the Audit Committee Chair, Emmanuel Osei Boateng provided an update on:</p>	
11.1	<p><b>a) Draft minutes of the meeting- 18 May 2023</b></p> <p>These were included in the pack for information and background.</p>	
11.2	<p><b>b) Internal Audit Report: Income Funding/ Apprenticeships (verbal update)</b></p> <p>The CIO advised that due to the timing the report had been received, the final version would be presented at the next Audit Committee meeting in September. It had received a REASONABLE assurance rating and 3 recommendations from the Colleges internal auditors.</p>	
11.3	<p><b>c) Internal Audit Plan 2023-24</b></p>	

	<p>The Corporation considered the Internal Audit Plan 2023-24 recommended by the Audit Committee for approval.</p>	
11.4	<p><b>RESOLVED:</b> The Internal Audit Plan 2023-24 is approved.</p>	
11.5	<p><b>d) External Audit Strategy and Plan 2022-23</b></p>	
	<p>The Corporation considered the External Audit Strategy and Plan recommended by the Audit Committee for approval.</p>	
11.6	<p><b>RESOLVED:</b> The External Audit Strategy and Plan 2022-23 is approved.</p>	
11.7	<p><b>e) FE Emerging Issues- Spring 2023</b></p>	
11.8	<p><b>f) Funding Assurance Reviews- Common Issues</b></p> <p>These were been provided for information.</p>	
11.9	<p><b>g) Report on Whistleblowing, Fraud and Other Irregularities</b></p> <p>The VPF&amp;CS advised that there was an investigation ongoing in to a whistleblowing case and the findings of that would be reported at a late date.</p> <p>There had been an investigation into an allegation of fraud which had now been completed and management responses had been returned to the College’s internal auditors.</p> <p>There were currently ten open insurance claims with a total potential settlement value of £321,332, which was made up of three employer liability, two public liability five property related and theft related. The two largest potential settlement values were £100,000 which date back to March 1998 and May 2019. These were being dealt with by solicitors organised by the Colleges insurers.</p> <p>Recently there had been a high-profile spear phishing attempt over the bank holiday. This had been identified promptly, with swift comms to all staff, with work undertaken to remove the threat. The College had also experienced a number of blackmail type emails, which had included personal information which after some investigation was freely available on various social media platforms.</p> <p>Members raised concerns regarding how the staff that had received the blackmail type emails were being supported. The CIO advised that while the College was doing everything in its power to prevent these kinds of attacks, it could not stop them or investigate them forensically as there were thousands a day, however, staff that had</p>	

	received them were being supported from a Safeguarding perspective.	
11.10	<p><b>h) <u>Committee Self-assessment against Terms of Reference / updated Terms of Reference</u></b></p> <p>It had been proposed that para 4.3 in the Terms of reference is updated to include a reference to Managing Public Money as a result of the reclassification of colleges. The updated Audit Committee Terms of Reference is recommended to the Corporation for approval.</p>	
11.11	<p><b>RESOLVED:</b> The Audit Committee Self-assessment against Terms of Reference / updated Terms of Reference is approved.</p>	
11.12	<p><b>i) <u>Anti-Fraud, Bribery and Corruption Policy</u></b></p> <p>The Anti- Bribery and Anti- Fraud Policy had now been combined as they related to 2 very similar topics. The Anti- Bribery and Anti- Fraud Policy is recommended to the Corporation for approval.</p>	
11.13	<p><b>RESOLVED:</b> The Anti- Bribery and Anti- Fraud Policy is approved.</p>	
11.14	<p><b>j) <u>Risk Management Policy</u></b></p> <p>The Risk Management Policy had been updated on the definition of 'Risk' in the Statement of Policy. The definition of 'Risk Appetite' had also been included. The Risk Management Policy is recommended to the Corporation for approval.</p>	
11.15	<p><b>RESOLVED:</b> The Risk Management Policy is approved.</p>	
<b>Policies</b>		
<b>12.</b>	<b>a) <u>Data Protection policy (GDPR)</u></b>	
12.1	The CIO advised that the policy had been updated for language clarification and updated to reflect the removal of various subsidiary companies that the College is no longer responsible for under Data Protection.	
12.2	<b>RESOLVED:</b> The Data Protection Policy is approved.	
12.3	<p><b>Q. Are staff receiving training on GDPR?</b></p> <p>A. Yes, we have just introduced a clear desk training program and we are starting to see the positive impact of that. Staff also have the annual mandatory GDPR training too.</p>	

12.4	The CIO advised that the DSAR area could peak and trough in terms of workload. Also, staff needed to be mindful of content in their email exchanges. There was a concern around the MS teams chat function as it is a more informal communication tool and is used in a more casual manner.	
12.5	<b>b) <u>Freedom of Information and Publication Policy</u></b> The CIO advised that the policy had been updated to reflect minor language changes and a change of FOI procedure.	
12.6	<b>RESOLVED:</b> The Freedom of Information and Publication Policy is approved.	
<b>Risk</b>		
<b>13.</b>	<b>Strategic risk monitoring</b>	
13.1	The Corporation received the strategic risk register. Each committee had reviewed the risks for which they have oversight, the register was yet to be reviewed by the Q&S Committee and it was noted that Q&S members would be looking at any legacy around the impact on the student and staff experience as a result of the strike action.	
13.2	The VPF&CS reminded members that SR12- the risk around the ongoing strike action had previously been reduced to amber.	
<b>Reports from Subsidiaries/Joint Ventures/Committees*</b>		
<b>14.</b>	The minutes from the following were shared within the meeting papers for information:	
14.1	a) Inprint & Design – 28.03.23 b) Equality & Diversity Committee – 05.01.23 c) Health, Safety & Welfare Committee –02.02.23 d) Joint Consultative Committee -23.02.23	
<b>Matters of note</b>		
<b>15.</b>	<b>Any other business</b>	
15.1	There was no other business.	
15.2	The meeting closed at 18.02.	
<b>16.</b>	<b>Meeting Evaluation</b>	
16.1	Link to the meeting evaluation form to be circulated via email.	<b>Clerk</b>

Approved by the Corporation:

C. Orange

14.07.2023

Signed by the Chair

Date

**Agreed Actions**

<b>No</b>	<b>Minute</b>	<b>Action</b>	<b>Who?</b>
1	16.1	Link to the meeting evaluation form to be circulated via email.	Clerk