

**MINUTES OF THE MEETING OF THE CORPORATION MEETING**  
**HELD: on Thursday 22 May 2025 at 16:00 hours in**  
**4F07 DHB Boardroom**

<b>Present:</b>	<b>In Attendance:</b>
John Williams (Chair)	Sarah Cooper (Director of People Services)
Paul Birtles (Vice Chair) (via MS Teams)	Alina Khan (Vice Principal Equality, Diversity & Inclusion)
Billy Khokhar (via MS Teams)	Chris Malish (Vice Principal Finance & Corporate Services)
Chris Webb (CEO)	Jess Leech (Designated Safeguarding Lead)
Lendy Ho	Sarah Towan (Vice Principal Reputation & Communications)
Fiona Thompson	Liz Leek (Senior Executive Advisor)
Sharon West	Allison Booth (Governance Director)
Barbara Mangan	Rachel Henry (Deputy Governance Director)
Adam Faisal	David Hughes (CEO - AoC)
David Merrett	
Tony Bullock	
Maqadas Bashir	
Kimberley Rape (via MS Teams)	
Bulbul Barrett	
Shahnaz Anwar-Bleem	
David Fearnley	
Mussarat Ali	
<b>Apologies</b>	
Sarah Applewhite	
Umar Rafique	
Gavin Hamilton	
Lynette Leith	
Richard Woods	

*The quorum was 8 governors*

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

<b>Item</b>		<b>Action</b>
<b>Strategic Conversation</b>		
<b>1.</b>	David Hughes (CEO-AoC) delivered a College National Update presentation which covered the following areas:	
1.1	<ul style="list-style-type: none"> <li>National politics since the general election</li> <li>Government missions</li> <li>The 'Plan for Change' milestones</li> <li>The AoC mission accepted report</li> <li>10 key policy priorities for colleges</li> <li>The tertiary system</li> <li>Devolution</li> <li>2025-6 revenue funding</li> <li>Spending review 2025</li> </ul>	

	<ul style="list-style-type: none"> <li>Governing body priorities</li> <li>How you can help AoC</li> </ul>	
1.2	<p><b>Q. How likely is it that the Government will make U-turns in policy?</b></p> <p>A. It seems unlikely that U-turns will be the biggest risk, more that funding constraints will limit the amount of change possible and that prioritisation of issues will present considerable challenge.</p>	
1.3	<p><b>Q. Can you expand on the thinking around the tertiary system/vision?</b></p> <p>A. The HE system previously dominated the post-16 landscape. Universities are important and achieving a degree is really life-enhancing. However, this only serves less than half of the population. 8.5 million adults have poor literacy and about the same have poor digital skills. 1.3 million adults don't have sufficient English language to participate in society or get work. HE is not delivering anything for these groups. We therefore need a system that values the learning that everyone can do. The reason the AoC are so enthusiastic about the tertiary vision is because it is about creating a system that serves everybody appropriately and schools, colleges, universities and adult education providers all have a part to play. The vision is to work more collaboratively with other institutions and to value all the different types of learning.</p>	
1.4	<p><b>Q. Is there anything specifically the College can assist the AoC with?</b></p> <p>A. Firstly, there are a number of policy areas which are being worked on that would benefit from input from colleges. We would also welcome feedback on what is working for you within SEND. Seeing the work around the Ambition Hub on my tour today was really valuable; it would be worthwhile for this to be shared with DfE and other colleagues leading on curriculum and qualifications. The College's work with ESOL is fantastic and is recognised in the sector. The AoC wants to work collaboratively with Colleges and welcomes any feedback.</p>	
1.5	<p>The Chair thanked David for his presentation and members agreed it had been very helpful.</p> <p><i>FT/J</i></p>	
<b>Housekeeping</b>		
<b>2.</b>	<b>Chair's Welcome and Introductions</b>	
2.1	The Chair welcomed Mussarat Ali to her first Corporation meeting and introductions were made.	

<b>3.</b>	<b>Apologies for Absence, Disclosures of Interest and Written Resolution(s), Chairs action and use of the seal</b>	
3.1	Apologies for absence were noted for Sarah Applewhite, Umar Rafique, Gavin Hamilton, Lynette Leith and Richard Woods.	
3.2	<p><u>Use of the Seal</u></p> <p>The seal was applied and authenticated by John Williams (Chair) and Chris Webb (CEO) on 20 March 2025 to sign:</p> <ul style="list-style-type: none"> <li>• Performance Bond: Morgan Sindall Construction &amp; Infrastructure limited, HCC International Insurance Company PLC, Bradford College.</li> </ul>	
<b>4.</b>	<b>Minutes of the meeting held on 20 March 2025.</b>	
4.1	Subject to a minor change, the minutes of 20 March 2025, including the confidential annex, were approved as an accurate record to be signed by the Chair.	
<b>5.</b>	<b>Matters arising</b>	
5.1	<p>The Matters Arising Report was reviewed:</p> <p><i>8.4 – Commentary inputs to be added to the Data Dashboard for assurance</i> – Members agreed that this action would be reviewed again in July.</p> <p><i>11.9 – The Clerk to consider training for Governors on the new AoC Code</i> – Members agreed that this action could be removed, as the new AoC Code had been implemented in 2024 and the College was already demonstrating good compliance with the Code.</p>	
<b>Effective Governance (SR2, SR8, SR9)</b>		
<b>6.</b>	<b>Chief Executive Officer's Report</b>	
6.1	<p>The CEO signposted the Governors to the following papers as part of the pack, highlighting their importance:</p> <ul style="list-style-type: none"> <li>• Agenda Item 9 - HE Review</li> <li>• Agenda Item 10 – Remuneration Committee</li> <li>• Agenda Item 11 – Search &amp; Governance Committee</li> <li>• Agenda Item 13(d) – Internal Audit Plan 2025/26</li> </ul>	
<b>7.</b>	<b>Link Governor Visit – Health &amp; Safety</b>	

7.1	<p>The H&amp;S Link Governor had met with the DPS and Head of Estates to gain a deeper understanding of the culture of H&amp;S in the College.</p> <p>The H&amp;S Link Governor informed members that the team's dedication and passion really shone through during the visit and that this was also reflected in their achievement of receiving the RoSPA Winner of the Education and Training Services Award for Health and Safety Performance, following achievement of the Gold Medal Standard. The DPS advised that the award was a fantastic accomplishment and great accolade for the College, particularly considering the global reach of submissions. The cross-college effort required to gain this Award was commended by Corporation members.</p> <p>Members were informed that the GD and CEO would be reviewing the Link Governor areas in July, ready for allocation in the autumn.</p> <p>The Chair advised the Skills Link Governor position remained vacant and requested that any members who were interested in the role send any expressions of interest to the Governance Director.</p>	
<b>8.</b>	<b>Data dashboard</b>	
8.1	The VPF&CS presented the data dashboard, advising that there had been no material changes since the dashboard had last been presented to Corporation. The Chair reiterated the request that commentary be added to the dashboard, particularly when an item was rated as red.	
8.2	<p><b>Q. Why are the figures for RAISE and QER currently rated amber or red?</b></p> <p>A. RAISE is the approach that is taken to look at the quality of Teaching and Learning in the classroom and is closely monitored by the Q&amp;S Committee; these figures are expected to improve as we move in to the next quarter.</p>	
8.3	<p><b>Q. Has there been any progress in increasing levy funding usage since the last meeting?</b></p> <p>A. The DPS will provide a modified plan to increase levy funding usage and the target will also be revised within the Employer of Choice strategic plan (SO4) for 2025-26. The F&amp;GP Committee have had discussions on how the target could be achieved.</p>	
<b>9.</b>	<b>HE Review</b>	
9.1	Consistent with what was being seen across the sector, Higher Education at Bradford College had lost market share and curriculum span in recent years. In response, the College had pursued a	

	<p>programme portfolio that aligned with policy directives, but there had been little market traction. HE sector-wide was diminishing in size and impact, while regulation increased. As Governors are responsible the direction, character and curriculum of the College, the Corporation had requested an options appraisal be conducted.</p> <p>The SLT had carried out research across the sector, consulted with partners and other FE institutions as well as policy organisations. An options appraisal had been conducted and consideration had been given to timescales and infrastructure. The SLT proposed the development of a counter-brand to traditional Higher Education, with the working title of 'Project Change'.</p> <p>The SEA and VPR&amp;C walked members through the considerations that had been made in order to create 'Project Change', which offered an exciting and fresh new approach to HE.</p> <p><i>SW/L</i></p>	
9.2	<p><b>Q. What is the expected impact on HE student numbers?</b></p> <p>A. We have set an ambitious target to double our HE student numbers. It will probably take longer for the resulting income to also double.</p>	
9.3	<p><b>Q. Where does engineering and manufacturing feature in the plan?</b></p> <p>A. This will require further consideration to ensure that it fits with the skills agenda and that there is a full pathway offer for students in this area.</p>	
9.4	<p><b>Q. Will anything change in 2026?</b></p> <p>A. No, we will continue with our current offer for 2026. It will take time to implement any agreed changes due to the 18-month lead-in time for HE with UCAS.</p>	
9.5	<p>Members had an in-depth discussion on the options that had been presented and reflected on the benefits and drawbacks of the different areas of the plan. The potential exciting and wide-reaching impact of 'Project Change' was acknowledged, as well as the need for flexibility of delivery. Members agreed that an HE Review Focus Group should be established to allow for closer scrutiny of the plans and to review the proposed timelines. The Chair requested that members who were interested in joining the HE Review Focus Group send expressions of interest to the Governance Director.</p>	
9.6	<p><b>ACTION:</b> The GD to circulate the HE Review presentation and organise an HE Review Focus Group.</p> <p><i>KR/L</i></p>	<b>GD</b>

Committee Reports		
10.	<b>Remuneration Committee – 1 May 2025</b>	
10.1	<p>The Chair of Remuneration provided an update on:</p> <p><b>a) Draft minutes of the meeting – 1 May</b></p> <p>These were included in the pack for information and background.</p>	
10.2	<p><b>b) Committee Self-assessment against Terms of Reference</b></p> <p>In considering the Terms of Reference, the Remuneration Committee had agreed that updates were required for 2025-26; to reflect the change of the Clerk’s role title to Governance Director and the inclusion of a reference to the annual report on Senior Post Holder remuneration. The updated Remuneration Terms of Reference are recommended to Corporation for approval.</p>	
10.3	<b>RESOLVED:</b> The Remuneration Terms of Reference 2025-26 are approved.	
11.	<b>Search and Governance Committee – 1 May 2025</b>	
11.1	<p>The Chair of Search &amp; Governance provided an update on:</p> <p><b>a) Draft minutes of meeting – 1 May 2025</b></p> <p>These were included in the pack for information and background.</p>	
11.2	<p><b>b) Governance effectiveness review</b></p> <p>Members had discussed and agreed the plan, noting its compliance with the current AoC code. The S&amp;G Committee recommend the Governance effectiveness review to Corporation for approval.</p>	
11.3	<b>RESOLVED:</b> The Governance effectiveness review 2025 is approved.	
11.4	<p><b>c) Scheme of Delegation 25-26</b></p> <p>The Scheme of Delegation had been updated to incorporate the change of the Clerk’s role title to Governance Director, changes in the SLT responsibilities, changes of references to key documentation and Government departments, and various corrections related to policy and procedures. The Scheme of Delegation is recommended by the S&amp;G Committee for approval.</p>	
11.5	<b>RESOLVED:</b> The Scheme of Delegation is approved.	

11.6	<p><b>d) Committee Self-assessment against Terms of Reference</b></p> <p>In considering the Terms of Reference, the S&amp;G Committee had agreed that updates were required for 2025-26; to reflect the change of the Clerk's role title to Governance Director and the removal of reference to College subsidiaries, as this was no longer relevant. The updated S&amp;G Terms of Reference are recommended to Corporation for approval.</p>	
11.7	<p><b>RESOLVED:</b> The S&amp;G Terms of Reference 2025-26 are approved.</p>	
<b>12.</b>	<p><b>Finance &amp; General Purposes Committee – 8 May 2025</b></p>	
12.1	<p>The Chair of Finance &amp; General Purposes Committee provided an update on:</p> <p><b>a) F&amp;GP minutes of meeting – 8 May</b></p> <p>These were included in the pack for information and background.</p>	
12.2	<p><b>b) Capital Special Interest Group (CSIG) - Project closure report</b></p> <p>F&amp;GP members had agreed that a report should be presented to Corporation to showcase the success on the Projects and this had been circulated in the meeting papers.</p> <p>The F&amp;GP Chair and Committee had commended the Projects team on all of their hard work and acknowledged that some of the achievements had been extraordinary.</p>	
12.3	<p><b>c) Management Accounts and Q2 Forecast</b></p> <p>The DfE's review of the College's audited financial statements and finance record had concluded that the College's financial health grade for 2023/24 was Outstanding.</p> <p>The management accounts demonstrated overall that the College was on track to deliver on financial performance and would enter 2025-26 in a strong financial position from a cash perspective. Bank covenants were forecast to be met for all of 2024-25 (and 2025-26).</p> <p>MA/L</p>	
<b>13.</b>	<p><b>Audit Committee – 15 May 2025</b></p>	
13.1	<p>The Audit Committee Chair provided an update on:</p> <p><b>a) Draft minutes of meeting – 15 May 2025</b></p>	

	<p>These were included in the pack for information and background.</p> <p>The Chair had informed the Audit Committee that an issue of concern had been raised by the DPS and reported to the GD. This had been in relation to the discovery of a number of audit actions, which had been reported as completed, which appeared to have not been actioned and therefore remained outstanding. It had been agreed that the DPS should be allowed time to fully review the Internal Audit Action Plan to determine if there were any more actions marked as completed that were not. The Audit Chair had also sought advice from Mr Lewis (RSM) who had advised that a specialist Audit team could be commissioned to investigate, if further cases were discovered. The Committee agreed that the DPS would conduct an initial investigation over the Summer, which would be reported back to the Audit Committee in September.</p> <p>Mr Taj (TIAA) had advised the Audit Committee that the ICT - Data Governance audit had identified a number of gaps in process and this this would be a focus in the upcoming follow up audit.</p>	
13.2	<p><b>b) Internal Audit Reports</b></p> <p>The following internal audit reports were shared with the Corporation for information and assurance:</p> <ul style="list-style-type: none"> <li>• Review of ICT – Data Governance</li> <li>• Assurance Review of Estates – Property Compliance</li> </ul>	
13.3	<p><b>c) Funding Assurance Reviews - Common Issues</b></p> <p>These had been provided for information.</p>	
13.4	<p><b>d) Internal Audit Plan 2025-26</b></p> <p>The Corporation considered the Internal Audit Plan 2025-26 recommended by the Audit Committee for approval.</p>	
13.5	<p><b>Q. Can we request for our self-accreditation of Cyber Essentials to be reviewed as part of the next Cyber Security Audit?</b></p> <p>A. We will ask the Audit Committee to consider this be a specification in the scope and focus of the Cyber Security Audit.</p>	
13.6	<p><b>ACTION:</b> The GD to advise the Audit Chair that a specification on the Cyber Essential Accreditation had been requested as part of the Cyber Security Audit scope.</p>	<b>GD</b>



13.7	Members were advised that a number of sequencing changes to the Internal Audit Plan 2025-26 had been requested by the Audit Committee which would be actioned by the College's Internal Auditors. The final version of the Internal Audit plan would be presented at the next Audit Committee meeting in September.	
13.8	<b>RESOLVED:</b> Subject to the changes in sequencing requested by the Audit Committee; the Internal Audit Plan 2025-26 is approved.	
13.9	<b>e) External Audit Re-tender report</b>  The GD advised that the External Audit re-tender was currently underway and the outcomes would be reported to Corporation, as a Written Resolution would be required.	
13.10	<b>f) Committee Self-assessment against Terms of Reference</b>  In considering the Terms of Reference, the Audit Committee had agreed that updates were required for 2025-26; to reflect the change of the Clerk's role title to Governance Director and the removal of reference to College subsidiaries, as this was no longer relevant. Also, to reflect that the Post 16 Audit Code of Practice Requirement had been replaced with the Framework and Guide for External Auditors and Reporting Accountants of Colleges in April 2025 and the Education and Skills Funding Agency had become part of Department for Education in April 2025.  The updated Audit Terms of Reference are recommended to Corporation for approval.	
13.11	<b>RESOLVED:</b> The Audit Terms of Reference 2025-26 are approved.	
13.12	<b>g) Anti-Fraud, Bribery and Corruption Policy</b>  The Anti-Fraud, Bribery and Corruption Policy had recently undergone an annual review and no changes had been made. It is recommended to Corporation for approval.	
13.13	<b>RESOLVED:</b> The Anti-Fraud, Bribery and Corruption Policy is approved.	
13.14	<b>h) Risk Management Policy</b>  Members requested that the VPF&CS address scoring ratings within the matrix in section 6. Following the amends, the revised Policy would be circulated to the Audit Committee for review, prior to the next Corporation meeting.	

13.15	<b>ACTION:</b> The VPF&CS to make the requested amendments to the Risk Management Policy.	<b>VPF&amp;CS</b>
<b>Risk</b>		
<b>14.</b>	<b>Strategic risk monitoring</b>	
14.1	The Corporation reviewed the strategic risk register. Each Committee had reviewed the risks for which they have oversight. Members requested that the issue that had been reported in the Audit minutes in relation to discrepancies on a number of audit actions, be added to the Risk Register for future mitigation.	
14.2	<b>ACTION:</b> The VPF&CS to allocate the requested commentary to the Risk Register.	<b>VPF&amp;CS</b>
<b>Policies</b>		
<b>15.</b>	None	
<b>Reports from Subsidiaries/Joint Ventures/Committees*</b>		
<b>16.</b>	The minutes from the following were shared within the meeting papers for information:	
16.1	a) Equality & Diversity Committee – 30.01.25 b) Health, Safety & Welfare Committee – N/A c) Joint Consultative Committee – 13.02.25	
16.2	It was the last Corporation meeting for Adam Faisal, as his term of office as a Student Governor was coming to an end. The Chair thanked Adam for his contributions as a board member and wished him well for the future.	
<b>Closed session with independent governors</b>		
<b>17.</b>	<i>The Executive, Staff and Student Governors left the meeting.</i>  <i>Governors agreed that the CEO, DPS, GD and DGD should remain for the confidential session.</i>  <i>A separate confidential minute was recorded – see annex.</i>	
17.1	<b>a) People Strategy Update</b>  <i>See confidential annex.</i>  <i>SC/L</i>	
17.2	<b>b) SPH Appointments Committee minutes</b>  These were included in the pack for information and background.  <i>BK/L</i>	

Matters of note		
<b>18.</b>	<b>Any other business</b>	
18.1	There was no other business.	
18.2	The Chair closed the meeting at 19:36.	
<b>19.</b>	<b>Meeting Evaluation</b>	
19.1	Link to the meeting evaluation form to be circulated via email.	<b>DGD</b>

Approved by the Corporation:

**P. Birtles**

**10.07.25**

Signed by the Chair

Date

#### Agreed Actions

No	Minute	Action	Who?
1	9.6	The GD to circulate the HE Review presentation and organise an HE Review focus group for further consideration of the proposals.	GD
2	13.6	The GD to advise the Audit Chair that a specification on the Cyber Essential Accreditation had been requested as part of the Cyber Security Audit scope.	GD
3	13.15	The VPF&CS to make the requested amendments to the Risk Management Policy.	VPF&CS
4	14.2	The VPF&CS to allocate the requested commentary to the Risk Register.	VPF&CS
5	17.1	The GD to add the proposed changes to Maths and English to the June Q&S agenda.	GD
6	19.1	Link to the meeting evaluation form to be circulated via email.	DGD