

CALDERDALE COLLEGE CORPORATION BOARD MEETING

Minutes of the Meeting held on 9 July at 17:45 via MS Teams

Present:

Fiona Armer	External Governor
Peter Clark	Corporation Chair / External Governor
Rachel Court	External Governor
Diane Cothey	External Governor
Pat Drake	External Governor
Richie Dunk	External Governor
Adrian Furness	External Governor
Jenny Grainger	External Governor
Ian Greenwood	Staff Governor
Safia Kauser	External Governor
John Rees	Principal & Chief Executive
Malcolm Rogers	Vice Chair / External Governor
Andrew Wright	External Governor
Nimra Sattar	Student Governor

In Attendance:

Joanne Platt	Interim Clerk to the Corporation
Jane Taylor-Holmes	Clerk to the Corporation
Denise Cheng-Carter	Deputy Principal, Finance and Resources
Sharon Bowker	Executive Director (Finance and Funding)
Ebrahim Dockrat	Director of Commercial Services and Partnerships
Julia Gray	Vice Principal, Quality and People Services
Sonia Stirling	Vice Principal, Curriculum

Agenda: There were no changes to the agenda

Min. Ref.	Minutes	Action
1	20/125 - Apologies for absence	
2	There were no apologies for absence.	

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3	20/126 – Confirmation of eligibility, quorum and declarations of interest	
4	No notice had been received of any member becoming ineligible	
5	The meeting was quorate.	
6	Peter Clark and Malcolm Rogers declared an interest in Item 20/140 (Election of Chair and Vice Chair). There were no other declarations of interest in agenda items.	
7	20/127 – Minutes of previous meetings	
8	The minutes of the meeting of 23 April 2020 were approved as a correct record.	
9	Resolved: the minutes of the meeting of 23 April 2020 be approved as a true and accurate record.	
10	20/128 – Matters arising	
11	All actions were completed.	
12	20/129 – Chief Executive's update	
13	John Rees presented a report providing an update on key policy issues, with a focus on the implications of COVID-19 on the College, the Catch up Fund, the Provider Relief Scheme, Ofsted, FE College's Capital Fund and student successes recognised at the recent Virtual Star Awards.	
14	Governors noted that plans are well developed for a full College re-opening in September and that this work is being led by two College Re-opening Groups chaired by Sonia Stirling (Curriculum Group) and Rob Rawlinson (Operations Group).	
15	In summary, all students will return but not on a full time basis and there will be a blended learning approach consisting of part college attendance and part remote learning to keep the numbers in college at any one time to	

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	a manageable number to accommodate social distancing. Adjustments will be made to the model in the light of experience.	
16	Governors noted that special arrangements had been made for students to collect their GCSE and A Level results during August.	
17	John Rees informed Governors that SLT will return to College on 17 August and most teaching staff will return in September, but the majority of support staff will continue to work remotely for the first half term to help to reduce the number of people in the building.	
18	Governors noted that all risk assessments had been revisited and updated in light of the latest guidance and that the external consultants engaged to review the risk assessments had confirmed that the plans were robust. They will nevertheless be invited back in September to undertake a further review.	
19	John Rees advised Governors that a further bid had been made to the Provider Relief Scheme to address the financial challenges the College was facing and that Ofsted was re- commencing visits badged as 'collaborative conversations' from September. Such visits will not result in a grade or a report but in a letter outlining the findings. It is not clear if the College will be subject to a visit at this stage. Ofsted will resume its normal inspection cycle in January 2021.	
20	In response to a question from Governors in relation to the Capital Fund, John Rees confirmed that the fund was earmarked for refurbishment and urgent work and would be allocated according to a formula based on the sector condition survey undertaken by the ESFA.	
21	Governors noted the success of the College's Virtual Star Awards and gave credit to the Team who had developed and managed the event and to all the students who had won awards.	

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22	John Rees also provided an update to Governors on the impact on the College of the Chancellor's Summer Economic Statement. This included an overview of the plan for young people and adults aged 16 to 24 and Governors noted that the Kickstart scheme will involve the government paying the wages (at minimum wage levels) of 16 to 24-year-olds who are on Universal Credit, the scheme being targeted on those deemed to be at high risk of long- term unemployment. Funding will be conditional on firms showing the job is new. The employer will also be expected to provide training but there are no details yet on this. However it was noted that jobs would not be allowed to be apprenticeships.	
23	Governors also noted that employers will be paid \pounds 1,000 per trainee taken on as part of a plan to treble the number of traineeships from 10,000 to 30,000 and that this funding will be split between 16-18 and adult education budgets.	
24	There is also a new plan to spend £101 million to support 18 and 19-year-olds in further education to take 'high value' courses at Level 2 or 3 in a number of sectors. However, this plan has nothing for living costs and does not extend beyond Level 3 at this stage.	
25	It was also noted that employers will be paid £2,000 for each new apprentice aged under 25 and £1,500 for those aged over 25. This scheme builds on the existing employer payment for 16-18 year old apprentices, so comes to £3,000 for them. There is no clear timetable, but it is likely to run from August to the end of January next year, which is a key recruitment period for the College.	
26	Governors noted that even though the measures for 16 to 24-year-olds are relatively small, there are some significant extra sums coming into the College system in the next eight months.	
27	Resolved: that the report be noted.	

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28	20/130 – Whole College Strategic Performance Targets	
29	John Rees presented a report proposing a set of full-year whole College Strategic Priorities for 2020/21.	
30	The priorities are additional to the medium term targets identified in the Medium Term Action Plan approved at Board on 23 April 2020, which will remain in place for the purposes of in-year operational monitoring.	
31	Governors approved the additional strategic priorities and noted that targets associated with them will be developed, monitored and reported throughout the year.	
32	Resolved: that the Board approve the proposed additional strategic priorities for 2020/21	
33	20/131- Budget 2020/21 and Two-year Forecast	
34	Governors considered the Budget 2020/21 and Two-year Forecast which had been presented to them in an informal session prior to consideration by the Finance and Resources Committee on 2 July.	
35	Governors noted the wider context for the budget, namely that 2019/20 was a low point for the sector, prior to COVID. Alongside this, funding rates had been fixed in cash for four years, with extra costs on Colleges from pensions, OfS, and JISC, new & tougher competition in apprenticeships & HE and funding reforms / new rules for the Adult Education Budget and apprenticeship levy.	
36	Whilst the College was in a strong financial position prior to the pandemic, it is one of the 80% of Colleges with long term loans.	
37	As a result of the COVID-19 pandemic, the budget process this year has included modelling several scenarios that have been assessed for risk, namely: Scenario 1 Pre COVID-19, Scenario 2 With COVID-19 and Scenario 3 the likely situation and proposed budget.	

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38	Governors noted that the proposed budget and forecast creates a two-year recovery plan for the College's financial health. There is an operating deficit of £499k for 2020/21, followed by an operating surplus of £1k and £264k in the two years after.	
39	The budget proposes a 1% pay award from January 2021 followed by full year pay awards of 1% and 2% in the following two years although Governors noted that the proposal for the 2021 pay award had not as yet been discussed with the staff side.	
40	Pay costs as a % of income for the next three years are 65.8%, 63.9% and 64.9% and non-pay costs as a % of income for the next three years are 38.1%, 37.6% and 35.5%.	
41	Cash levels will remain stable, with average cash days being 75.	
42	Short term priorities for 2020/21 are to continue to generate and make timely payments to all creditors, to comply with loan covenants and to keep in touch with the bank in relation to any potential breaches in relation to the ratio of borrowing (as in the current year) and, to ensure the forecast is flexible to allow for mitigation and as yet unknown events	
43	Governors noted the balance sheet for 2020/21 shows net current assets of just under £1m with a cash forecast for 2019/20 of £4.2m, increasing to £4.325m in 2020/21 and to £6.541m in 2022/23, ensuring the solvency of the College.	
44	The draft budget proposed has been set on challenging but achievable targets and is based on a number of prudent assumptions in relation to Education Skills Funding Agency income, apprenticeship income, grant funding and tuition fees, pay and non-pay expenditure and capital expenditure.	

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45	It was noted that the College enters the period in good financial health with cash reserves available. However, Governors acknowledged the risk of its Financial Health Score being reduced from Good to Requires Improvement, but accepted that its relative position should remain stable as a result of other Colleges being in similar positions.	
46	The proposed budget should require no major staffing adjustments, but will require strong cost control. Opportunities for new delivery will be explored and regular reviews of the forecasts will be undertaken.	
47	Governors noted that any additional Government recovery funding had not been factored in as this was uncertain.	
48	Sharon Bowker presented a number of contingency options the College could consider in the event that assumptions upon which the budget is based don't materialise. These amounted to approximately $\pounds205,000$ in potential saving alongside a further $\pounds185,000$ of additional income, predominantly from imposing additional charges.	
49	In response to Governors questions, it was confirmed that whilst the Government's new Kickstart and traineeship schemes may provide commercial opportunities for the College, this was uncertain at this time.	
50	Governors welcomed the contingency options but felt that some of the options for raising additional income would have a detrimental impact on staff morale and should only be considered if the situation became very serious. It was agreed that robust budget monitoring and more regular forecasting will enable Governors to review the options in the event that income assumptions in the budget proposed were not materialised.	
51	In approving the budget and on behalf of the Board, the Chair thanked Denise Cheng-Carter and Sharon Bowker for their work on developing the proposed budget and two-year forecast.	

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52	Resolved: The Board noted the options presented as contingencies and approved the Budget 2020/21 and Two-year Forecast as originally presented.	
53	20/132 – Medium Term Action Plan (MTAP)	
54	John Rees presented a report providing an update on the MTAP which had been developed in response to the current Covid-19 pandemic and which had been approved by the Board at its meeting on 23 April 2020.	
55	The MTAP focuses on maintaining business continuity, ensuring statutory responsibilities are met, managing key business risks, preparation for recovery and a return to business as usual and communicating priorities with key stakeholders.	
56	Governors noted that good progress was being made overall, although one challenging area was the likely achievement rate of HE students. It was also noted that HE applicants are down by 33% which is reflective of an overall decline in numbers rather than a direct impact of COVID- 19, together with the inability to validate a creative pathway for HE, which has also had an impact on recruitment.	
57	Governors also noted that although sickness absence rates were lower than at the same time last year, this was a national trend that is not expected to continue into next year.	
58	In response to questions from Governors, John Rees and Sharon Bowker confirmed that the MTAP had been aligned with the budget for 2020/21. Accordingly, if recruitment figures improve, this will have a positive impact on the budget position.	
59	Governors noted that the impact of the delay in rolling out the new online Prevent training has had an adverse effect on CPD figures, but that this was now recovering. A further push when the College reopens in September should also	

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bring about improvements. It was also noted that some furloughed staff did not have access to IT to enable them to complete mandatory training from home.	
Resolved: that the report be noted.	
20/133 – Health & Safety Annual Report 2019/20	
Governors considered the Health & Safety Annual Report 2019/20 and Development Plan for 2020/21 which had been considered and approved by the Audit Committee at its meeting on 25 June 2020.	
Governors noted that the College had been awarded its 24^{th} Gold RoSPA award.	
Resolved: the Board noted the Health & Safety Annual Report 2019/20 and Development Plan for 2020/21	
20/134 – Curriculum, Quality and Standards Committee	
Governors received the draft minutes of the Curriculum, Quality and Standards Committee meeting held on 18 June 2020.	
The Chair of the Curriculum, Quality and Standards Committee provided verbal feedback on the meeting.	
 The Committee had received a report on achievement benchmarking which showed the College performing very well against national comparators The Committee had received the Whole College Performance Report 	
 The Committee had received an update on Teaching, Learning and Assessment and applauded the work of the team during the current period of remote learning The Committee had received the Safeguarding update 	
	 bring about improvements. It was also noted that some furloughed staff did not have access to IT to enable them to complete mandatory training from home. Resolved: that the report be noted. 20/133 - Health & Safety Annual Report 2019/20 Governors considered the Health & Safety Annual Report 2019/20 and Development Plan for 2020/21 which had been considered and approved by the Audit Committee at its meeting on 25 June 2020. Governors noted that the College had been awarded its 24th Gold RoSPA award. Resolved: the Board noted the Health & Safety Annual Report 2019/20 and Development Plan for 2020/21 20/134 - Curriculum, Quality and Standards Committee Governors received the draft minutes of the Curriculum, Quality and Standards Committee provided verbal feedback on the meeting. > The Chair of the Curriculum, Quality and Standards Committee provided verbal feedback on the meeting. > The Committee had received a report on achievement benchmarking which showed the College performing very well against national comparators > The Committee had received an update on Teaching, Learning and Assessment and applauded the work of the team during the current period of remote learning

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	The Committee had reviewed risks specifically allocated to the Curriculum, Quality and Standards Committee and the current scoring and had made no changes to the current risk scoring.	
68	The Committee had also considered and recommended the following to the Board for approval.	
	 The Safeguarding Policy 2020/21 and the Single Equality Scheme 2020/21 (to be considered under Item 20/138) Committee Terms of Reference 	
69	Julia Gray also advised the Board of a successful bid the College had made to the Education Training Foundation with the College being selected to lead and facilitate the Yorkshire and Humber region on a project to explore the development of Maths and English skills across the region through participant projects and to share the good practice with colleges throughout the region.	
70	Governors noted that this was a great opportunity for the College, which will also get some funding to employ a project facilitator and will therefore not have an adverse impact on English and maths teaching staff.	
71	Resolved: the Board received the report from the Curriculum, Quality and Standards Committee.	
72	Resolved: the Board approved the Terms of Reference for the Curriculum, Quality and Standards Committee	
73	20/135 – Finance and Resources Committee	
74	The Chair of the Finance and Resources Committee, provided verbal feedback on the meeting held on 2 July 2020.	
75	It was noted that the minutes from this meeting had not been available to send out with Board papers when the agenda pack for the meeting was dispatched.	

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	 The Committee had reviewed the External Contracting report That all sub-contractual arrangements for non-core provision meet the strategic aims of the College, enhance the opportunities and quality of the training offer and are of high quality and low risk. The Committee had approved the Supply Chain Fees and Sub-Contracting Policy for 2020/21 The Committee had reviewed the management accounts for Period 10 against the revised forecast previously shared with all Governors The Committee had reviewed the Financial Regulations 2020/21 The Committee had reviewed the Data Protection Annual Report The Committee had reviewed its risks and re-scored some in light of the current climate. 	
76	 The Committee had also considered the following matters and recommended them to the Board for approval. Committee Terms of Reference subject to the removal of the maximum number of Governors in Section 1.1 The updated list of subcontractors for non-core provision. Draft Budget 2020/21 and 2-Year Financial Forecast (considered above under Item 20/131) 	
77	Resolved: the Board received the report from the Finance and Resources Committee.	
78	Terms of Reference	
79	Resolved: that subject to the removal of the maximum number of Governors in Section 1.1, the Board approved the Terms of Reference for the Finance and Resources Committee	
80	Management accounts to Period 10 (Dashboard)	
81	The Board reviewed the Period 10 management accounts.	

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	 Committee membership to remain the same for 2020/21 subject to the addition of Andrew Wright as a member of the Curriculum, Quality and Standards Committee. Committee Terms of Reference Role descriptions for Chair, Governors and Chairs of Committees Governor Code of Conduct (to be considered under Item 20/138) 	
89	Resolved: the Board received the report from the Search and Governance Committee.	
90	Terms of Reference	
91	Resolved: the Board approved the Terms of Reference for the Search and Governance Committee	
92	Committee membership	
93	Resolved: that committee membership remains the same for 2020/21 with the addition of Andrew Wright as a member of the Curriculum, Quality and Standards Committee	
94	Corporation Membership: Re-appointment of Student Governor	
95	The Board was advised that Nimra Sattar had decided not to put herself forward for re-appointment after all. Accordingly, the College will seek to appoint two new Student Governors in the autumn.	
96	Resolved: the Board noted the position.	
97	Role Descriptions	
98	Resolved: the Board approved the role descriptions for the Chair, Governors and the Chairs of Committees	
99	20/137 – Audit Committee	

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100	Governors received the draft minutes of the Audit Committee meeting held on 25 June 2020.	
101	The Chair of the Audit Committee, provided verbal feedback on the meeting.	
	 The Committee had approved the Health and Safety Annual Report 2019/20 and Development Plan for 2020/21 The Committee had approved the Risk Management Policy for 2020/21 although the Risk Appetite Statement is a new addition and requires Board approval The Committee had approved the Financial Statements Audit Plan for the 2019/20 Financial Statements The Committee had approved the Internal Audit Strategy and Annual Plan for 2020/21 	
	 The Committee had approved the Anti-Bribery Policy for 2020/21 The Committee had reviewed progress against audit recommendations and expressed some concern over the number of incomplete actions, although recognised the difficulty in completing some actions during the pandemic The Committee had reviewed its risks on the Risk Register and also reviewed the overall Risk Register 	
102	The Committee had also considered the following matters and recommended them to the Board for approval.	
	Health and Safety Policy 2020/21 (to be considered under Item 20/138)	
	> To seek Board approval to the level of risk appetite	
	> The Audit Committee Terms of Reference	
103	Clarification was sought from Governors about the responsibilities of the Committee in relation to the Risk Management Policy and it was confirmed that the Committee is responsible for approving the Policy but the Board is responsible for approving the Risk Appetite Statement included within the Policy. It was agreed that	

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	this will be made explicit in the Committee's Terms of Reference.	
104	Resolved: the Board received the report from the Audit Committee.	
105	Terms of Reference	
106	Resolved: Subject to clarification in the Terms of Reference in relation to the approval of the Risk Appetite Statement, the Board approved the Terms of Reference for the Audit Committee	Action: Mrs. J. Taylor-
107	Internal Audit Strategy and Annual Plan 2019/20	Holmes
108	Resolved: the Board noted the Internal Audit Strategy and Annual Plan 2019/20 which had been approved by the Audit Committee.	
109	20/138 – Policies for approval	
110	Financial Regulations	
111	Resolved: the Board noted the Financial Regulations for 2020/21 which had been approved by the Finance and Resources Committee.	
112	Safeguarding Policy	
113	Resolved: the Board approved the Safeguarding Policy which had been considered by and recommended for approval by the Curriculum, Quality and Standards Committee.	
114	Single Equality Scheme	
115	Resolved: the Board approved the Single Equality Scheme which had been considered by and recommended for approval by the Curriculum, Quality and Standards Committee.	

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116	Health, Safety & Wellbeing Policy	
117	Resolved: the Board approved the Health, Safety & Wellbeing Policy which had been considered by and recommended for approval by the Audit Committee.	
118	Governor Code of Conduct	
119	Resolved: the Board approved the Governor Code of Conduct which had been considered by and recommended for approval by the Search and Governance Committee and agreed that all Governors should sign the new Code of Conduct.	
120	Risk Management Policy	
121	Resolved: the Board noted that the Audit Committee had approved the Risk Management Policy.	
122	Resolved: the Board approved the Risk Appetite Statement contained within the Risk Management Policy.	
123	20/139 – Equality & Diversity Update	
124	Julia Gray gave a verbal update to the Board on equality, diversity and inclusion (EDI) activity. It was noted that the annual Festival of Culture event had not taken place this year due to the pandemic, but that the EDI Co-ordinator had instead undertaken a variety of ways to engage with staff during the lockdown, including in relation to Black Lives Matter and transgender issues and had noted that more staff than usual had been engaged in the activities. In total, 80 staff have been involved in these conversations and the team continues to promote this method of engagement across the wider college to facilitate more opportunities for staff and students to speak openly about their concerns.	
125	The Board took the opportunity to congratulate Safia Kauser in her new role as Lead Governor for EDI.	

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126	Resolved: the Board noted the update.	
127	20/140 – Appointment of Chair and Vice Chair	
128	Succession planning for Chair and Vice Chair of the Corporation	
129	Jane Taylor-Holmes presented a report on Succession planning for the Chair and Vice Chair of the Corporation in which it was recommended that the Board elects two Vice Chairs, both of whom should have experience of Chairing one or more of the Corporation's Committees and that the Board develops a succession plan for eligibility for the role of Chair and Vice Chair in the future.	Action: Mrs. J. Taylor-Holmes
130	Governors agreed that the Clerk should develop a formal approach to succession planning for consideration by the Search and Governance Committee at its next meeting.	
131	While the existing Vice Chair has expressed an interest in a further term of office as Vice Chair, no other Governors had expressed an interest in this role. It was therefore agreed that discussions about the role will take place with external Governors during their 1-1 meetings with the Chair and the Clerk in the autumn with a view to seeking expressions of interest, with the election of a second Vice Chair taking place at the December meeting of the Board.	
132	Resolved: the Board agreed to the election of two Vice Chairs, one of these to be elected at the December meeting of the Board.	
133	Resolved: that the Search and Governance Committee consider a report on succession planning at its next meeting.	
134	Election of Chair	
135	Peter Clark declared an interest in this item.	

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136	The Board was advised that the current Chair, Peter Clark had put himself forward for a further term of office as Chair and that no other Governors had expressed an interest in the role.	
137	Resolved: that Peter Clark be re-appointed as Chair for a period of two years to 31 July 2021.	
138	Election of Vice Chair	
139	Malcolm Rogers declared an interest in this item.	
140	The Board was advised that the current Vice Chair, Malcolm Rogers had put himself forward for a further term of office as Vice Chair and that no other Governors had expressed an interest in the role.	
141	Resolved: that Malcolm Rogers be re-appointed as Vice Chair for a period of two years to 31 July 2021.	
142	20/141 – Timetable of meetings and cycles of business	
143	Resolved: the Board approved the Timetable of Meetings and Cycles of Business for the Board and its Committees for 2020/21	
144	20/142 – Risk management	
145	The Board considered the revised Risk Register, including the addition of columns showing the consequences of risks and direction of travel since the last report.	
146	Resolved: the Board noted the Risk Register.	

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147	20/143 – Chair's report	
148	Governors received the Chair's Report detailing activity undertaken since April 2020	
149	Resolved: that the report be noted	
150	20/144 – Dates of future meetings	
	Board Update: 10 September 2020 at 5pm	
	Search & Governance Committee : 17 September 2020 at 3pm	
	Finance and Resources Committee: 17 September 2020 at 5pm	
	Audit Committee: 24 September 2020 at 5pm	
	Curriculum, Quality and Standards Committee: 1 October 2020 at 5pm	
	Corporation Board meeting: 15 October 2020 at 4.45pm	

Signed as a true and accurate record

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Peter Clark, Chair of Governing Body

Date: 15 October 2020