



**CALDERDALE COLLEGE  
CORPORATION BOARD MEETING**

**Minutes of the Meeting held on 15 October 2020 at 17:45 via MS Teams;  
4.45pm**

**Present:**

Fiona Armer	External Governor
Peter Clark	Corporation Chair / External Governor
Rachel Court	External Governor
Diane Cothey	External Governor
Katherine Disley	External Governor (appointed at agenda item 20/159)
Adrian Furness	External Governor
Jenny Grainger	External Governor
Ian Greenwood	Staff Governor
Richard Laycock	External Governor (appointed at agenda item 20/159)
John Rees	Principal & Chief Executive
Malcolm Rogers	Vice Chair / External Governor
Robert Swindells	Staff Governor (appointed at agenda item 20/159)
Andrew Wright	External Governor

**In Attendance:**

Sharon Bowker	Executive Director (Finance and Funding)
Ebrahim Dockrat	Director of Commercial Services and Partnerships
Julia Gray	Vice Principal, Quality and People Services
Rob Rawlinson	Director of Operations
Sonia Stirling	Vice Principal, Curriculum
Jane Taylor-Holmes	Clerk to the Corporation

**Agenda: There were no changes to the agenda**

Min. Ref.	Minutes	Actions
1	<b>20/157 - Apologies for absence</b>  Apologies were received from Richie Dunk, External Governor, Pat Drake, External Governor and Safia Kauser, External Governor.	

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	<p><b>20/158 – Confirmation of eligibility, quorum and declarations of interest</b></p> <p>2 No notice had been received of any member becoming ineligible</p> <p>3 The meeting was quorate.</p> <p>4 There were no other declarations of interest in agenda items.</p>	
	<p><b>20/159 – Search &amp; Governance Committee</b></p> <p>5 Mrs R Court, External Governor and Chair of the Search and Governance Committee explained the recent recruitment activity had been very successful and there had been interviews held with candidates with a financial qualification. Mrs Court explained that Mrs F Armer, External Governor, had provided notice to end her term of office at the end of calendar year due to personal reasons, this had resulted in the decision to recommend the recruitment of two Governors with financial qualifications. In line with the current practice to recruit new Governors, interviews had been held with those candidates shortlisted and two candidates; Mrs K Disley and Mr R Laycock were recommended for appointment as External Governors for a period of 4 years.</p> <p>6 Mrs J Taylor-Holmes, Clerk to the Corporation explained that following the resignation of Ms K Walker, Staff Governor, the nomination process had commenced in early September after the Summer break for a new Staff Governor. Two nominations had been received and an election held. As in previous elections, voting had taken place online via Survey Monkey. The staff had voted for Mr R Swindells to be appointed as Staff Governor. This appointment was recommended by the Search and Governance Committee.</p> <p>7 Mrs Taylor-Holmes explained that work continued to encourage students to nominate themselves to become Student Governors. This was proving challenging however, work was ongoing to support this process and an update would be provided at future meetings.</p> <p>8 <b>Resolved;</b> That Katherine Disley be appointed as External Governor for a period of 4 years.</p> <p>9 <b>Resolved;</b> That Richard Laycock be appointed as External Governor for a period of 4 years.</p>	

<b>Min. Ref.</b>	<b>Minutes</b>	<b>Actions</b>
10	<b>Resolved;</b> That Robert Swindells be appointed as a Staff Governor for a period of 4 years.	
11	Mrs Disley, Mr Laycock and Mr Swindells joined the meeting at this point and were welcomed. All Governors introduced themselves.	
12	<p><b>20/160 – Minutes of previous meetings</b></p> <p>Subject to amendment at paragraph 16, 137 and 140, the minutes of the meeting of 9 July 2020 were approved as a correct record.</p>	
13	<b>Resolved:</b> the minutes of the meeting of 9 July 2020 be approved as a true and accurate record.	
	<b>20/161 – Matters arising</b>	
14	Mr J Rees, Principal and Chief Executive provided an update in relation to KITS.	
15	All actions were completed.	
	<b>20/162 – Chief Executive’s update</b>	
16	Mr Rees presented a report providing an update on key policy issues.	
17	Mr Rees provided an update in relation to positive COVID cases, and confirmed that as of 15 October, there had been 25 positive cases in College, (there had been no further cases since this was reported on 14 October); 10 staff and 15 students.	
18	The broader impact was in relation to those required to self-isolate, a total of 161; 28 staff, 133 students. The number had decreased from 14 October as people self-isolating were returning to College at the end of the self-isolation period. It was noted that staff who were self-isolating may still be teaching or working.	
19	Mr Rees explained that that the period continued to be challenging and was not getting any easier. Due to the infection rate in Calderdale and wider incidence of COVID in the community, there were indicators that things may get worse before there is any recovery. In May, the Medium-Term action plan was originally over 6 months, it was suggested that the	

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	interim plan should remain the plan with the focus on business continuity for the whole academic year. This was accepted by Governors.	
20	Governors asked whether there was evidence of transmission within the College. Mr Rees explained that the College was required to submit any cases to the Local Public Health Team, there had been no outbreak in the College, the conclusion was that the likely transmission was not in the College and no link between cases had been identified within the community. It was therefore likely that transmission was from within the community.	
21	Mr Rees explained that there had been some discussion with the Director of Public Health in relation to a possible extended half term break, it was felt that the College had responded well to the challenges and was a safe environment for staff and students and therefore this was not currently being recommended.	
22	Governors asked about the severity of the illness in those who had experienced the illness. Mr Rees commented that thankfully there had been no serious cases and no hospitalisations reported.	
23	Mr A Furness, External Governor asked about mental health and wellbeing support for staff and students and what actions were or could be taken. It was agreed that this would be considered further at a future meeting, Mr Rees explained that there was a staff conference planned on 23 October and the theme was 'looking after ourselves'. It would be useful to feedback to Governors following this event.	<b>Action: Mr Rees November 2020</b>
24	Mr Rees referred Governors to the new section within his report on staffing. Governors noted the overall structure of the Leadership / management team including responsibilities. Governors commented that it was good to see a number of internal progressions and external appointments from Easter onwards.	
25	It was also good to see the progression of colleagues who had participated in the Future Leaders Programme.	
26	Mr I Greenwood, Staff Governor asked a question in advance about the announcement of the fully funded adult provision and the impact on September 2021 recruitment. Mr Rees confirmed that this would have a positive impact and related to previously loan funded courses. The possibilities to retrain were being	

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27	<p>explored. further guidance on the prescribed list of courses which were funded was expected by the end of October.</p> <p>There was a suggestion that the funding would be tailored to certain areas of need. From a Policy level the National Skills Fund (£500m of new funding) National Retraining scheme would be rolled into this. It was unclear presently as to how this would translate into College allocation. There was no suggestion that the allocation would be amended to reflect this. The College remained hopeful that the additional funding would not displace current provision.</p>	
28	<p>Mr Rees also referred to a significant achievement for the College, the College had become the first FE College to be approved to deliver the Software Engineering, Digital Degree Apprenticeship. This was normally the preserve of the Universities. This was part of the digital offer and provided some significant progression opportunities for existing students and provided support to employers. Governors recognised the collective efforts of the HE, Creative and Digital Curriculum Team and Apprenticeship Team to create the bid and gain validation from the Open University team.</p>	
29	<p><b>Resolved:</b> that the report be noted.</p>	
	<p><b>20/163 – Medium Term Action Plan (MTAP)</b></p> <p>Mr Rees presented a report proposing that the MTAP was used for the current academic year. This was approved.</p> <p>The protocol in terms of how the report related to the colours had changed. The current status was being reported as the position at the milestone and the year-end position.</p> <p>Governors noted the broad oversight of the College position.</p> <p>Mr Rees commented that over the Summer, a large number of students had been enrolled online and courses were being delivered. Online enrolment had been a challenge and some limited enrolment had been face to face.</p> <p>Mr Greenwood had asked a question in advance in relation to Maths and English attendance and whether this was a direct response to COVID. Mrs S Stirling, Vice Principal (Curriculum) explained that the impact had been created by COVID by the delay in developing and commencing groups, staff time been allocated to dealing with practical sessions and commencing courses safely.</p>	

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35	Mrs Stirling explained that there had been a refocus on attendance in this area and attendance was now improving. The interventions would continue until attendance was at target levels.	
36	In relation to the sector, Mr Rees explained that the sector was also struggling regarding Maths and English attendance, with 50%-75% reported across the sector, the College was in line with the sector.	
37	In relation to adult attendance, this was not largely down, but below the target in relation to attendance. The Manager was aware of HE attendance and this was being monitored. Work was ongoing to organise 19+ and Maths and English classes however, it was anticipated that this would improve attendance.	
38	Mr M Rogers, External governor asked for an update regarding enrolment numbers against budget. Mrs S Bowker, Executive Director (Finance and Funding) explained that the current number of enrolments was 1545 which was slightly down from when the report had been written. However, there were enrolments planned later in the year; two enrolments of Princes Trust students, Project Challenge and some enrolments in January. Mrs Bowker confirmed that it remained the expectation that enrolment numbers would be 1605.	
39	Mrs Bowker explained that the College would slightly over deliver on HE numbers, above target on which budget set. There were more challenges in relation to apprenticeships, which was one of the areas of uncertainty due to state of economy, current profiling suggested that the College was slightly better than planned in terms of HE recruitment in this area. This may be a potential upside as the recruitment had not been budgeted for. In relation to adult numbers, Mrs Bowker confirmed that it was anticipated that budgeted numbers would be enrolled.	
40	Mr Rees explained that other Colleges were reporting that apprenticeship figures were down, but the College was doing relatively well in the sector.	
41	Mrs Bowker confirmed that lagged funding applied to 16-18 year-old funding and the number of learners would impact on income in 2021/22.	
42	Mr A Wright, External Governor confirmed that he had been	

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43	appointed Chair of West Yorkshire European Structural Fund. This would be included on the Register of Interests.	<b>Action: Mrs Taylor-Holmes December 2020</b>
44	Mr Rees referred to an error on page 44 error of the report, the two white boxes were green.	
45	In relation to GDPR / data processing compliance, Mr Rees explained that this was discussed at the Finance and Resources Committee but it was an emerging issue at that time. Mr Rees explained that a small number of staff had been victim of a phishing incident. An investigation was ongoing and a report would be submitted to the Information Commissioners Office. An update would be provided to the Finance and Resources Committee.	
45	<b>Resolved:</b> that the report be noted.	
	<b>20/164 – Search and Governance Committee</b>	
46	Governors received the draft minutes of the Search and Governance Committee meeting held on 17 September 2020.	
47	The Chair of the Search and Governance Committee, provided verbal feedback on the meeting.	
48	<ul style="list-style-type: none"> <li>➤ That feedback from the new Governors would be appreciated on the use of Nurole.</li> <li>➤ In the Annual Report – the Co-opted Governors section should reference 1 Co-opted Governor.</li> <li>➤ Governor Recruitment Policy – this was the first time a Policy had been written and it reflected good practice.</li> <li>➤ Governor evaluation had commenced and the feedback would be provided to the Governor Development session in November.</li> <li>➤ The Governor development plan had been approved and discussed. Consideration was being given to how training and interactions with students and staff might be delivered online.</li> </ul>	
49	<p>The Committee had also considered the following matters and recommended them to the Board for approval.</p> <ul style="list-style-type: none"> <li>➤ Schedule of business that should remain confidential; the Committee had reviewed this and agreed that the items should remain confidential.</li> </ul>	

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50	<p><b>Resolved:</b> the Board received the report from the Search and Governance Committee.</p> <p><b>Search and Governance Committee Annual Report</b></p>	
51	<p><b>Resolved:</b> the Board received the Search and Governance Committee Annual Report</p> <p><b>Review of Confidential Business</b></p>	
52	<p><b>Resolved:</b> the Board approved the review of Confidential Business.</p>	
	<p><b>20/165 – Finance and Resources Committee</b></p> <p><b>Management accounts to Period 12 (Dashboard)</b></p> <p>53 The Board reviewed the Period 12 management accounts.</p> <p>54 Mrs Bowker explained that at period 12, the College was reporting a £585,000 deficit, this was a favourable position against the forecast. There were a number of contributing factors; the first was a favourable variance on deprecation and the second, a reduction in non-pay costs, this included savings on items such as energy costs linked to the building being closed during lockdown. The Finance and Resources Committee did note that there was a third contributing reason due to the improved position from the external funding department.</p> <p>55 Mrs Bowker explained that the College had received confirmation from the ESFA that clawback had been proposed at £98k. This could potentially create a £30,000 adverse variance from the year end provision made however, there would be no impact on the year-end position as the value wasn't considered material.</p> <p>56 The College was quite optimistic a case for challenging any clawback could be submitted. An update would be provided in due course.</p> <p>57 Mrs Bowker explained that the cash position remained healthy,</p>	



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	part was as a result of having some cash received in advance. The forecast was based on the assumption that the money would be spent as this was linked to external funding.	
58	Mrs Bowker also commented that pay costs had come in slightly higher in proportion to income, this was not unexpected due to income reduction.	
59	It was noted that there would be a joint Audit and Finance and Resources Committee meeting in November to consider the final financial statements.	
60	<b>Resolved:</b> the Board noted the position at Period 12	
61	The Chair of the Finance and Resources Committee, provided verbal feedback on the meeting held on 17 September 2020.	
62	<ul style="list-style-type: none"> <li>➤ It was noted that this year was the first time the College had recorded a deficit for many years.</li> <li>➤ The Committee had received an update on Estates around the site being COVID secure. The Committee had reviewed where the College was in relation to work and backlog maintenance and the funding available to support the work to be done. This would be considered in greater detail at the next Committee meeting.</li> <li>➤ The Committee had received an enrolment update.</li> <li>➤ The Committee had reviewed the External Contracting report.</li> <li>➤ The Committee had noted that all sub-contractual arrangements for non-core provision met the strategic aims of the College, enhanced the opportunities and quality of the training offer and are of high quality and low risk.</li> <li>➤ The Committee had reviewed the management accounts for Period 12 against the revised forecast previously shared with all Governors</li> <li>➤ The Committee had received a Data Protection update</li> <li>➤ The Committee had reviewed its risks and re-scored some in light of the current climate.</li> <li>➤ The Committee had reviewed its effectiveness. The Committee had self-assessed as 2, good and had identified areas for improvement which would be fed into the Board effectiveness review.</li> </ul>	

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64	<p>The Committee had also considered the following matters and recommended them to the Board for approval.</p>	
65	<ul style="list-style-type: none"> <li>➤ The updated list of subcontractors for non-core provision.</li> <li>➤ A rationale as to why the College sub-contracts and how it fulfils the objectives of the College.</li> </ul>	
66	<p><b>Resolved:</b> the Board received the report from the Finance and Resources Committee.</p>	
	<p><b>Sub-contracting report</b></p>	
67	<p><b>Resolved:</b> the Board approved the updated list of Sub-contractors for non-core provision.</p>	
68	<p><b>Resolved:</b> the Board approved the Sub-Contracting rationale</p>	
	<p><b>20/166 – Audit Committee</b></p>	
69	<p>Governors received the draft minutes of the Audit Committee meeting held on 24 September 2020.</p>	
70	<p>The Chair of the Audit Committee, provided verbal feedback on the meeting.</p>	
71	<ul style="list-style-type: none"> <li>➤ The Committee had received an update from the Director of Operations in relation to the College COVID response from a Health and Safety perspective.</li> <li>➤ 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. This would be discussed more fully at the next meeting when a revised report in this area would be provided to the Committee.</li> <li>➤ A full update on progress in relation to the ESFA internal audit was provided, whilst some progress had been delayed due to the current situation, the Auditors and the Committee were satisfied that progress was being made and there had been improvement in this area.</li> <li>➤ The Committee had received the Internal Audit Annual</li> </ul>	

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72	<p>Review, the content of which would be included within the Audit Committee Annual Report which would be presented to the Board in December.</p> <ul style="list-style-type: none"> <li>➤ The Committee had reviewed its risks on the Risk Register and also reviewed the overall Risk Register</li> <li>➤ The Committee had reviewed a draft of the Audit Code of Practice Self-Assessment Regularity questionnaire – this would be considered further at the November meeting.</li> </ul> <p>In relation to Committee Self-evaluation – the Committee had reflected that with a number of new members coming onto the Committee, there was a broader range of contribution. ICCA observed a good level of challenge and input relative to what was observed in other Colleges. The Committee had self-assessed as 2, good, and recognised that this would be positively impacted by the addition of one of the new financially qualified Governors to the Committee.</p>	
73	<p>The Committee had also considered the following matters and recommended them to the Board for approval.</p>	
74	<ul style="list-style-type: none"> <li>➤ Whistleblowing Policy (to be considered under Item 20/168)</li> </ul>	
75	<p><b>Resolved:</b> the Board received the report from the Audit Committee.</p>	
<b>20/167 – Curriculum, Quality and Standards Committee</b>		
76	<p>Governors received the draft minutes of the Curriculum, Quality and Standards Committee meeting held on 1 October 2020.</p>	
77	<p>The Chair provided verbal feedback on the meeting.</p>	
78	<ul style="list-style-type: none"> <li>➤ The Committee noted that the Open University Institutional Review had validated provision at the College.</li> <li>➤ The Committee had approved the Fitness to Study Policy and there had been an interesting discussion around the development of the Policy and how this is shared and understood by students.</li> <li>➤ Whole College performance report had been reviewed, this had been very positive and the improvements in Maths and</li> </ul>	

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79	<p>English would need to be consolidated going forward.</p> <ul style="list-style-type: none"> <li>➤ The Committee had discussed plans to improve the key performance indicators reported to the Committee and Committee members were looking forward to receiving the new report.</li> <li>➤ The Committee had discussed how teaching, learning and assessment was taking place, observing teachers in a virtual environment and how teachers identified improvement areas.</li> <li>➤ The Committee had received an Ofsted update noting that no full inspections were currently taking place and the introduction of visits to consider the College’s response to COVID.</li> <li>➤ No changes had been made to the risks related to the Committee.</li> <li>➤ The Committee had also considered the plan for the Governor Development session on 6 November 2020.</li> </ul> <p>Committee effectiveness continued to be self-assessed as 1, and it was felt that the Committee had improved from the position in the previous year.</p>	
80	<p><b>Resolved:</b> the Board received the report from the Curriculum, Quality and Standards Committee.</p>	
81	<p><b>20/168 – Policies for approval</b></p> <p><b>Whistleblowing Policy</b></p> <p>It was noted that the Whistleblowing Policy is to protect staff to allow them to make any disclosures regarding concerns at work. Whistleblowing complaints can be made internally within the terms of the Policy however, they may also be made to third parties such as through Ofsted or ESFA. The Policy had been amended to strengthen the response should such a complaint be made through a third party.</p>	
82	<p>In relation to safeguarding the College reputation or any financial damage as a result of a malicious complaint. Mrs Bowker explained that the College was unable to prevent a member of staff from raising a concern. The College has an insurance policy in place for any libel or slander by employees</p>	

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83	<p>or Governors.</p> <p><b>Resolved:</b> the Board approved the Whistleblowing Policy</p> <p><b>Governor Recruitment Policy</b></p>	
84	<p><b>Resolved:</b> the Board noted the Governor Recruitment Policy</p>	
85	<p><b>20/169 – Safeguarding Update</b></p> <p><b>Resolved:</b> the Board noted the update and compliance with Governor training in safeguarding.</p>	
86	<p><b>20/170 – Equality &amp; Diversity Update</b></p> <p><b>Resolved:</b> the Board noted the update and the 100% compliance of Governors with EDI training.</p>	
87	<p><b>20/171 – Governance Issues</b></p> <p><b>Resolved:</b> Board members would sign and return all confirmations.</p>	
88	<p><b>20/172 – Risk Management</b></p> <p>The Board considered the full revised Risk Register and confirmed that the scores remained accurate.</p>	
89	<p>There had been a full discussion around the approach to COVID 19 and whether this should be a full individual item on the register, it was felt that this would be best incorporated within each risk and mitigation in place.</p>	
90	<p><b>Resolved:</b> the Board noted the Risk Register.</p>	
91	<p><b>20/173 – Chair’s report</b></p> <p>Governors received the Chair’s Report detailing activity undertaken since July 2020</p>	

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92	Mr P Clark, Chair of the Corporation provided an update on plans for the Governor Development day on the 6 November 2020	
93	<p>The Plan was as follows;</p> <ol style="list-style-type: none"> <li>1. Feedback following the Governor Self Evaluation</li> <li>2. Session on the use of MS Teams</li> <li>3. Sports Academy model and how this develops relationship and progression for students.</li> <li>4. How the College is reacting / approaching the potential mental health consequences of the pandemic for staff and students.</li> </ol>	
94	It was agreed that the session would be held from 10-12noon.	
95	<b>Resolved:</b> the Board noted the report.	
<b>20/174 – Dates of future meetings</b>		
96	<p>Governor Development Day – 6 November 2020, 10am – 12noon  Senior Staff Employment Committee – 19 November 2020 – 3.00pm to 4.00pm  Finance and Resources Committee – 19 November 2020 – 4.30pm  JOINT Finance and Resources and Audit Committee - 19 November 2020 – 5.35pm  Audit Committee – 19 November 2020 – 6.40pm  Curriculum, Quality and Standards Committee – 26 November 2020 – 5.00pm  Corporation Board meeting – 10 December 2020 at 4.45pm</p>	

**Signed as a true and accurate record:**



Peter Clark (Chair of Governing Body)

Date: 10 December 2020