

CALDERDALE COLLEGE CORPORATION BOARD MEETING

Minutes of the Meeting held on 15 December 2022 at 16.50 via MS Teams

Present:

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Peter Clark	Chair of the Corporation / External Governor
Jessica Ainsworth	Staff Governor
Rachel Court	External Governor
Diane Cothey	External Governor
Katherine Disley	External Governor
Julia Gray	Interim Principal & Chief Executive
Safia Kauser	External Governor
Richard Laycock	External Governor
Nazia Mukhtar	External Governor
Malcolm Rogers	Vice Chair of the Corporation / External Governor
Saad Mahmood	Student Governor
Claire Chapman	Student Governor

In Attendance:

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Andrew Harrison	Vice Principal – Corporate Services	
David Malone	Designate - Principal & Chief Executive	
Karl Veltman	Designate - Deputy Principal - Quality, Curriculum Development and Student Experience	
Ebrahim Dockrat	Director of Commercial Services and Partnerships	
Syed Majid Bokhari	Interim Director of Student Services, Advice & Guidance	
Lisa Eaton	Interim Director of Quality	
Robin Smith	Interim Director of 16-19 Curriculum	
Jane Taylor-Holmes	Clerk to the Corporation	
Richard Lewis	RSM, External Auditors (Item 22/197)	

Agenda: There were no changes to the agenda

Min. Ref.	Minutes	Actions
	22/188 - Apologies for absence	
1	Apologies were received from Richie Dunk, External Governor, Adrian Furness, External Governor, Andrew Wright, External Governor and Paul Waterworth, Staff Governor.	

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2	Apologies were also received from Amanda Tingle, Interim Director of Apprenticeships, Adult and General Education.	
	22/189 - Confirmation of eligibility, quorum and declarations of interest	
3	No notice had been received of any member becoming ineligible. The meeting was quorate.	
	22/190 - Minutes of previous meetings	
4	Resolved: The minutes of the meeting held on 20 October 2022 were approved as a true and accurate record.	
	22/191 - Matters arising	
5	Governors noted the updates recorded against the matters arising.	
6	It was noted that, in relation to the action arising from item 22/142, Mr D Malone, Designate – Principal & Chief Executive would take this action forward when reviewing and developing the new strategic plan.	
7	All further actions were complete, on the agenda or for completion at a later date.	
	22/192 - Chief Executive's report	
8	Ms J Gray, Interim Principal & Chief Executive presented the report providing an update on key issues. In addition to the content of the paper, updates were provided as follows;	
9	Ms Gray commented on the appended information in relation to student and staff success. Ms Gray commented on the positive work being undertaken with students to create the advent calendar, Mrs L Smith, Executive support was also thanked for her support of the initiative.	
10	In relation to staffing update; Ms Gray confirmed that the interim structure and roles created from July would be disbanded from 1 January 2023. Governors thanked all those who had taken on additional responsibilities in the interim structure.	
11	Ms Gray referred to the Staff awards taking place on 16 December, 12-2pm in Sports Hall to celebrate staff achievement.	

Min. Ref.	Minutes	Actions
12	Ms Gray mentioned the new employee benefits scheme which had been funded instead an external staff conference. The scheme provided access to a discount platform, financial advice and support and mental health support.	
13	In relation to the recruitment update; Mr Gray commented that recruitment was very positive. There had been an increase in the number of applications received against the same point in the previous year and open events were proving very popular.	
14	Ms Gray provided an update on progress against the strategic priorities. Ms Gray explained that the SLT had met with the wider College leadership and management team and worked through the strategic priorities to elaborate further on the current position and to gain further insight into the managers direction of travel and to contribute to more bespoke groups. Specific groups had been developed and actions identified which would continue into the New Year and provide a platform to move forward.	
15	Ms Gray referred Governors to the updates in section 5 about strategic partnerships.	
16	In relation to Strategic partnerships; Ms Gray commented that there had been a further meeting regarding the Strategic Health Partnership. This presented a significant opportunity for the College and Mr Malone would take this work further from January.	Action: Mr Malone January 2023
17	It was noted that the clarity around the impact of the partnerships on students had been recognised in the recent Ofsted skills inspection. There was a recommendation that the College get better at communicating successes to further enhance the reputation of the College.	
18	Ms Gray referenced the Stakeholder map identified in the matters arising. Ms Gray commented that a communication map would be useful to ensure that there was appropriate and effective communication in place.	
19	Ms Gray commented on the recent ONS decision to reclassify Colleges as public sector. Ms Gray commented that unfortunately, there had been no change in the VAT position. The decision may impact on the ability of Colleges to borrow money and take loans, however, this was not an issue currently for the College. It was noted that guidance was expected and updates would be circulated in due course.	Action: SLT July 2023

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20	Ms A Harrison, Vice Principal – Corporate Services provided an update on income received. In relation to the DfE Capital Grant; Mr Harrison explained that the College had been allocated £191,000 based on the numbers of students and there were no match funding requirement attached. On 14 December, the College had also been notified that it would receive additional capital funding of £478,000 which was linked to the ONS reclassification decision; again, there were no match funding requirements.	
21	Ms Gray explained that Mr Harrison had submitted a case to the AoC and ESFA to support a temporary uplift in apprenticeships. Ms Gray referred to the staffing shortages in some areas such as health and social care and the areas where the sector was struggling to recruit staff such as in engineering and plumbing. The case was submitted in response to a request for cases from the Department for Education.	
22	In relation to funding further, there had been a tentative discussion with the Combined Authority about an uplift to adult funding rates. This would be in addition to the application for growth. An update on progress would be provided in due course.	Action: Mr Malone / Mr Harrison April 2023
23	Mr P Clark, Chair of the Corporation / External Governor referred to the Industry 4.0 hub and requested additional information on the developments in Brighouse and how the College may benefit.	
24	Mr Dockrat explained that the project had now been approved by the Department of Levelling Up and the College was the lead partner. The Industry 4.0 and Skills project would provide a Brighouse-based facility for educating apprentices in cutting edge technology and processes and upskilling the workforce of the future. The project was a partnership between the College, WYMS and the Textile Centre of Excellence (with potential for other partners) and partners would be working together to develop the project plan to refurbish the facilities and invest in new technologies. The aim of the project was to benefit apprentices and employees and provide an enhanced experience and help to push forward the development of digital processes and champion new business developments. A linked application was being submitted to request revenue funding.	
25	Ms Gray explained that Saad and Claire had attended the student Governor element of the AoC conference and had been wonderful representatives of the College. Ms Gray thanked Saad and Claire for their attendance and representation at the event.	

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26	Governors congratulated all staff and students on the successes recorded within the report.	
27	Resolved: Governors noted the report.	
	22/193 - Ofsted	
28	Ms L Eaton, Interim Director of Quality provided an update following the recent inspection during 8-11 November 2023.	
29	It was noted that the report from Ms Gray had provided the detailed feedback which was provided by Ofsted in the feedback meeting. It was noted that this had been provided more fully to the Curriculum, Quality and Standards Committee on 1 December 2022.	
30	Ms Eaton explained that the draft report had been circulated to the College for comment on factual inaccuracies and the College was requested to submit comments.	
31	It was noted that the full report was due to be published in January 2023 and the final would be circulated to Governors when received.	Action: Mr Malone January 2023
32	Ms Gray particular thanked Ms Eaton and Ms J Hudson who were the nominees; Ms Eaton for the main inspection and Ms Hudson for the skills inspection; both were genuinely exceptional.	
33	Mr Clark explained that he had thanked all staff and the interim senior leadership team at the end of the inspection.	
34	Resolved: Governors received and noted the Ofsted update.	
	22/194 Joint Audit and Finance & Resources Committee	
35	Mrs R Court, External Governor and Chair of the Audit Committee provided a verbal update following the meeting on 24 November 2022. It was noted that the draft minutes had been provided in the electronic pack for information.	
36	Mrs Court explained that, along with consideration of the Annual Financial Statements, the Committee had received a presentation from Mr J Leiper, IT Manager on IT strategy. This had been very useful and had provided information on steps being taken by the College in relation to the cyber security risk and IT resource and investment plans.	

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37	At the time when the Committee met, Ms Court explained that there was some work to be undertaken to finalise the Annual Financial Statements.	
38	It was noted that a further version of the Annual Financial Statements had been circulated this afternoon, the amendments were largely formatting, a further two or three minor changes had been requested which Mr Harrison confirmed had subsequently completed. The Annual Financial Statements were virtually the same as presented at the joint meeting.	
39	Mr Harrison confirmed that there was a requirement to submit the Annual Financial Statements by 31 December 2022.	
40	Resolved: Governors received the report from the Joint Audit and Finance & Resources Committee.	
	Audit Code of Practice – Regularity Self-Assessment Questionnaire.	
41	Mrs Court explained that the meeting had also considered the Audit Code of Practice -Regularity Self-Assessment Questionnaire and recommended this for approval by the Board.	
42	Resolved: Governors approved the Audit Code of Practice – Regularity Self-Assessment questionnaire 2021/22.	
	22/195 - Audit Committee	
43	Mrs Court, External Governor and Chair of the Audit Committee, provided verbal feedback from the meeting on 24 November 2022	
44	 The Committee had; Received the Health and Safety Reviewed progress against Audit recommendations noting that this remained good with action being taken to address the one outstanding action. The Committee had noted that recommendations from other sources such as external audit would be added to this log. Received another assurance report following an Article 127 ESFA audit. Received Internal reports on HR strategy and People Management – substantial assurance, ESFA Mock funding Audit – reasonable assurance (containing some similar themes as recommendations from the external audit) and Follow up. Received the Internal Audit Annual Report 2021/22. 	

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45	 Reviewed the risks allocated to the Committee and confirmed no changes were required to the scoring of the risks. Received an update on changes to the Post-16 Audit Code of Practice. The Committee had reviewed the Committee Self-Evaluation and confirmed that the Committee had discharged all responsibilities under the Terms of Reference and had approved the Audit Committee Schedule of Business. The Committee had also approved the Internal Audit Process and Timetable and the appointment would take place at the March 2023 Audit Committee meeting. 	
46	Items to be recommended to the Board for approval; • Whistleblowing Policy	
47	Items to be provided to the Board for information; • Whistleblowing Annual Report • Audit Committee Annual Report 2021/22	
48	Resolved: Governors received the report from the Audit Committee.	
	Audit Committee Annual Report	
49	The Audit Committee recommended the Audit Committee Annual report for approval.	
50	Resolved: Governors approved the Audit Committee Annual Report.	
	Whistleblowing Annual Report	
51	Resolved: Governors received the Whistleblowing Annual Report.	
	Whistleblowing Policy	
52	Resolved: Governors approved the Whistleblowing Policy	
	Terms of Reference	
53	Resolved: Governors approved the Audit Committee Terms of Reference.	
	22/196 - Finance and Resources Committee	

Min. Ref.	Minutes	Actions
54	Mr M Rogers, External Governor and Chair of the Finance and Resources Committee, provided verbal feedback from the meeting held on 24 November 2022. Noted that the electronic minutes were in the electronic pack of papers.	
55	The following were reported to the Board for approval:	
56	 The updated list of subcontractors for non-core provision. Finance and Resources Committee Terms of reference 	
57	 Received the External funding report; noting the post Brexit reduction in ESF and that replacement Government funding had not been forthcoming; work had been ongoing to diversify and find alternative sources of work in this area with some success. This area remained a challenge. Received the Estates and IT update and the HR update. In relation to the Estates update, the Committee had noted that a more realistic timescale for completion of the capital project was June 2024. In HR, the Committee would be looking in more depth at the level of mandatory training and appraisal completion where there appeared to be some slippage Received a recruitment update noting that recruitment was generally good in 16-18 and adults; there was a pipeline for apprenticeships and the College was hopeful that it would recover and achieve planned recruitment in this area. Noted that the ESFA would continue to monitor quarterly accounts notwithstanding that the College had a financial health grade of good this year. In future years, it was expected that this would change to Requires Improvement as the College was forecasting an operating deficit. Received the Management accounts noting that the College was ahead of plan and benefiting from staffing vacancies. The Committee had reviewed its risks and in particular the had agreed to increase the risk of public expenditure total score from 20 to 25. Self-evaluated awarded a 1 – Outstanding, after many years of awarding 2, comments and feedback from Ofsted and review of improvements over recent years. 	
58	Resolved: Governors approved the Sub-contracting report for non-core provision.	
59	Resolved: Governors received the report from the Finance and Resources Committee.	
	Management Accounts (P3 October 2022)	

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60	Resolved: Governors received the Management Accounts noting that these had been reviewed by the Finance and Resources Committee on 25 November 2022.	
	Terms of Reference	
61	Resolved: Governors approved the Finance & Resources Committee Terms of Reference.	
	22/197 - Financial Statements for the Year Ended 31 July 2021	
62	Governors welcomed Mr R Lewis from RSM, External Auditors.	
63	Mr Harrison explained that the draft Annual Financial statements had been considered at the Joint Audit and Finance & Resources Committee on the 24 November 2022. There had been no substantial changes to the figures since this meeting. Governors noted the ONS disclosure in relation to the recent announcement around reclassification; noting that this was a post year end statement.	
64	Mr Lewis provided the Audit Findings Report for year ended 31 July 2022. It was noted that there was an unmodified conclusion which was the highest the College could achieve; no modifications or changes identified.	
65	Mr Lewis referred to the risks identified at the planning stage and provided more information on the recommendations on controls identified. It was noted that through the testing performed, there were no errors identified. The control point recommendations did not impact on recognition.	
66	The controls on journals were supported by appropriate information and there was no management bias in assumptions made.	
67	In terms of the pension scheme, due to the significant changes in inflation and CPI, a re-valuation was requested from the Actuary which was disclosed.	
68	Mr Lewis confirmed that as part of the assessment of going concern, Governors had approved the budget in July and testing had been performed. The assessment included looking 12 months forward to December 2023 and had been assessed on current matters including inflation and other pressures in the sector.	

Min. Ref.	Minutes	Actions
Kei.		Actions
	In relation to the control points identified, Mr Lewis explained that there was one on accruals and one on ESFA and combined authority funding. Mr Lewis explained that the control points were not unusual in the sector as apprenticeship funding was complex.	
	Mr Harrison provided further information in relation to accruals identified. Mr Harrison explained that there had been some historic allocation in relation to potential claw back; this was very historic and prudent. Mr Harrison explained that this would be reviewed and would only have a positive effect on the financial position.	
	In relation to the confidence of the going concern statement, Mr Harrison confirmed that for the next 12 months, the College had 40-50 days of cash at any point.	
,	It was noted that the principal risks in the sector were identified within the report and Mr Lewis confirmed that the change and the impact in relation to the reclassification by ONS was awaited.	
	Specifically in relation to changes from the new Post-16 Audit Code of practice, Mr Lewis referred to the wording about external Board reviews and corporation performance and the new disclosure around training and confirmed that these were included.	
	Mr Lewis also referred to the statement from the Audit Committee and the statement that there are effective controls in place and no weaknesses identified. The new Statement of Regularity was referred to and that there is a requirement that the Chair and the Accounting Officer (Mr Harrison) sign to confirm.	
	Mr Lewis commented on the true and fairness statement within the accounts from RSM.	
	In relation to the performance statement of comprehensive income; Mr Lewis commented that there was a deficit position of £2.4million. There was an actuarial gain of nearly £18million, however, the gain was a notional transaction.	
.	In reviewing the balance sheet; Mr Lewis confirmed that this was a surplus of £6.7million due to the pension position and in relation to cash, there was £7.2million cash held at year end.	
78	The financial statements and notes were referred to.	

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Kei.		Actions
79	Particular attention was drawn to the pension note and the discount rate around the swing; this was 1.7% and was now 3.4% and this had a significant impact on liabilities.	
80	Governors confirmed that there were pleased to see the clean audit report and that there had been no misstatements identified.	
81	Mr Lewis referred to the standard letters of representation.	
82	Mrs Court asked management to confirm to Governors that they recommended signing the letters of representation.	
83	Mr Harrison provided the recommendation of the signature.	
84	 Resolved: the Board; Approved the Financial Statements for the year ending 31 July 2022. Approved the Financial Statements' Auditors Management Letter, Audit Findings and Letter of Representation. Approved that Mr P Clark and Mr A Harrison would sign off the final annual Financial Statements (with the ability to sign electronically) 	
85	Mr Harrison explained that it was a requirement to submit the Annual financial statements by 31 December 2022.	
86	Mr Lewis left the meeting at this point.	
	22/198 - Curriculum, Quality and Standards Committee	
87	Mrs J Grainger, Chair of the Curriculum, Quality & Standards Committee provided feedback from the meeting held on 1 December 2022.	
88	For onward presentation to the Board; • Safeguarding Annual Report • EDI Annual Report	
89	It was agreed that the following would be reported to the Board for information:	
90	 The Committee had noted the whole College performance report and had a significant discussion around attendance and the focus on this area. The Committee had received the update following the Ofsted inspection and noted that an action plan would be developed to address improvement areas. Committee members had 	

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	 thanked staff for their involvement in the process and congratulated the College on the outcome. The Committee had received an update on student engagement activity. The Committee had received an update on Teaching, Learning and Assessment A Safeguarding update was received and Committee members noted the recent incident which had taken place outside the College. The Committee had reviewed risks specifically allocated to the Curriculum, Quality and Standards Committee and the current scoring and had suggested that an additional risk be added in relation to the recent violent incidents on site. Additionally, attendance would be added to the risk around achievement acknowledging the impact of attendance on achievement. The Committee had reviewed its performance against the Terms of Reference and self-assessed as 1 outstanding. It was agreed that the links with the Finance and Resources Committee in relation to the sustainability agenda would be explored. 	
91	The Committee had approved: • The decision regarding TEF to opt out now that this was not mandatory.	
	Terms of Reference	
92	Resolved: Governors approved the Curriculum, Quality & Standards Committee Terms of Reference.	
	22/199 - Senior Staff Employment Committee	
93	Mrs J Grainger, External Governor and Chair of the Senior Staff Employment Committee presented the Annual Remuneration Report.	
94	It was noted that the report complied with the requirements of the Association of Colleges Code of Good Governance.	
95	The Senior Staff Employment Committee recommended the Annual Remuneration Report and the Terms of Reference for approval.	
95	Resolved: Governors approved the Senior Staff Employment Committee Annual Remuneration Report.	

Min. Ref.	Minutes	Actions
96	Resolved: Governors approved the Senior Staff Employment Committee Terms of Reference.	
	22/200 Health & Safety	
97	Mr Harrison provided the report which had been provided to the Audit Committee on 24 November 2022.	
98	The report had also been shared with Mr A Wright, External Governor and Health and Safety Link Governor.	
99	Resolved: Governors received the Health & Safety update.	
	22/201 - Safeguarding update	
100	Mr M Bokhari, Interim Director of Student Services, Advice & Guidance explained that there had been an increase in reporting of safeguarding incidents.	
101	Mr Bokhari explained that the that new system of reporting, CPOMs made it difficult to get information on some protected characteristics.	
102	A further breakdown of types of incidents would be presented as part of future reports.	
103	Mr Bokhari provided an update on an incident which had occurred at College.	
104	Mr Clark External Governor asked about the incident outside College on 24 November which had been reported to Governors. Mrs Grainger commented that Governors had been briefed previously about other incidents which had occurred at College and asked whether it would be useful to add such information to future reports.	
105	Mr Harrison provided further information in relation to the incident which had occurred on 24 November. Mr Harrison explained that a student had been attacked by a stranger on the way into the College. The alleged offender had been apprehended and the student had been to hospital with non-serious injuries. There was an increased security presence on site and the Police had attended site promptly. There had been liaison with the Police and witnesses and parents of those affected liaison with student services support. It was noted that there were some mental health issues identified with the alleged offender.	

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106	Mr Bokhari confirmed that the safeguarding and student services teams had responded well to the incident. Consideration had been given to whether a lockdown would be needed however, due to the Police swift response, no need to lockdown.	
106	Resolved: Governors received the Safeguarding update.	
108	Mr Bokhari presented the Safeguarding Annual Report and explained that there had been an 18% increase in referrals from the previous academic year.	
109	Resolved: Governors received the Safeguarding Annual Report.	
	22/202 - Equality & Diversity update	
110	Ms S Kauser, External Governor and Equality, Diversity and Inclusion (EDI) Link Governor provided the update.	
111	Governors were referred to the key headlines; that EDI policies and procedures were promoted throughout the College.	
112	Ms Kauser commented that it was pleasing to see partnerships developing to support students with a range of different issues.	
113	Ms Kauser also referred to the successful introduction of EDI learning packages and commented that staff were using them for development.	
114	The increase in promotion of EDI activities was noted that that the Holocaust memorial date was now set for January 2023. It was agreed that Governors would be invited.	Action: Mrs Taylor-Holmes January 2023
115	Ms Kauser explained that it had been agreed that further information would be included in relation to EDI and the curriculum, the events and the impact on students (including in terms of number of student / staff / external partner participants). Ms Eaton explained that it would be beneficial to review the model of EDI, to further develop the programme and see how this could be developed.	
116	Mr K Veltman, Designate - Deputy Principal - Quality, Curriculum Development and Student Experience explained that this would provide an opportunity to be more consultative about the type of events provided. It was agreed feedback from events would be useful.	

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117	Resolved: Governors received the EDI update.	
118	Resolved: Governors received the Equality & Diversity Annual Report.	
	22/203- Risk Management	
119	Mr Harrison referred to the paper on risk management.	
120	It was noted that the Risk Register was last presented to the July Board meeting.	
121	Governors noted the changes to the risk register which had been reviewed by the Committees; the risk in relation to funding had been increased as two types of funding were time limited and information on the continuation of the funding had not yet been received.	
122	Governors were referred to new risk; R20 and the mitigation in response.	
123	Mr Harrison explained that he was due to meet with Mrs Court in the new year about the risk register and how this could be further reviewed and developed.	
124	Mrs Court referred to R9 and the difficulties in attracting and retaining staff and the same assessment of inherent risk and residual risk. It was agreed that this would be reviewed in terms of assessment of both inherent and residual risk and to ensure that the mitigation was effective.	Action: Mr Harrison April 2023
125	Mr Harrison explained that Mr Rogers had commented that the residual risk for C10 should be amber and this would be updated.	Action: Mr Harrison April 2023
126	Resolved: Governors received the Risk Management update.	
	22/204 - Chair's report	
127	Governors received the Chair's Report detailing activity undertaken since October 2022.	
128	Mr Clark explained that he had attended with Mrs Taylor-Holmes an AoC event on the reclassification of the College as public sector by ONS which had been useful.	
129	Mr Clark thanked Ms Gray for her commitment to the College and wished her well in her future role. In particular, Mr Clark commented on Ms Gray's involvement in the development of	

Min. Ref.	Minutes	Actions
	self-evaluation within the College, and in curriculum initiatives improving performance management and monitoring of students and targets and in leading the successful Ofsted inspection.	
130	Mr Clark also referred to the significant contrition of Mr Harrison since the commencement of his employment in August and thanked him for his commitment.	
131	On behalf of the Governing body, Mr Clark thanked all those who had worked as part of the interim leadership team.	
132	Resolved: Governors noted the report.	
	22/205 - Dates of future meetings	
133	Governor Development Day – 10 February 2023, 9.00 to 14.00 Curriculum, Quality and Standards Committee – 16 March 2023 – 17.00 Search & Governance Committee – 23 March 2023 – 15.30 Audit Committee – 23 March 2023 – 17.00 Finance and Resources Committee – 30 March 2023 – 17.00 Corporation Board meeting –20 April 2023 at 16.45	

Signed as a true and accurate record

Chair

Date: 20 April 2022