



**CALDERDALE COLLEGE
CORPORATION BOARD MEETING**

**Minutes of the Meeting held on 19 October 2023
at 16.45 Board Room, Calderdale College and via MS Teams**

Present:

| | |
|-------------------|---|
| Peter Clark | Chair of the Corporation / External Governor |
| Rachel Court | Vice Chair / External Governor |
| Diane Cothey | External Governor |
| Richie Dunk | External Governor |
| Jenny Grainger | External Governor |
| Suzanne Griffiths | Staff Governor |
| Richard Laycock | External Governor |
| David Malone | Principal & Chief Executive |
| Greg Scully | External Governor |
| Martyn Stone | External Governor |
| Paul Waterworth | Staff Governor |
| Andrew Wright | External Governor |
| John-Paul Yates | External Governor |
| Claire Chapman | Student Governor (attended and appointed from 23/151) |
| Aminah Hashmi | Student Governor (attended and appointed from 23/151) |

In Attendance:

| | |
|---------------------|---|
| Andrew Harrison | Vice Principal – Corporate Services |
| Karl Veltman | Deputy Principal - Quality, Curriculum Development and Student Experience |
| Ebrahim Dockrat | Director of Commercial Services and Partnerships |
| Jane Taylor-Holmes | Clerk to the Corporation |
| Rosalie Green-Kerry | Student Observer (attended from 23/151) |

Agenda: *There were no changes to the agenda*

| Min. Ref. | Minutes | Actions |
|-----------|---|---------|
| 1 | <p>23/149 - Apologies for absence</p> <p>Apologies were received from Safia Kauser, External Governor, Suzan McGladdery, External Governor & Chair Designate and Naz Mukhtar, External Governor.</p> | |

| Min. Ref. | Minutes | Actions |
|-----------|---|---------|
| | 23/150 – Confirmation of eligibility, quorum and declarations of interest | |
| 2 | No notice had been received of any member becoming ineligible. The meeting was quorate. | |
| | 23/151 – Search & Governance Committee | |
| | Corporation Membership – Governor Resignation | |
| 3 | Mr P Clark, Chair of the Corporation / External Governor explained that Mrs K Disley, external governor had reluctantly resigned from the Board at the beginning of September due to work commitments. | |
| 4 | Governors thanked Mrs Disley for her contribution and commitment to the governing body | |
| | Corporation Membership – Student Governor election | |
| 5 | Mrs J Taylor-Holmes, Clerk to the Corporation explained the process which had been undertaken to obtain nominations from students for the Student Governor positions. | |
| 6 | Mrs Taylor-Holmes explained that she and Simon Roberts (Learner Services) had met with four potential candidates and Mrs Taylor-Holmes had provided details of the courses studied by the students and feedback following the meetings to the Search and Governance Committee. Proposals were provided to the Student Union for recommendation to the Board for approval. | |
| 7 | The Student Union had recommended the following; Aminah Hashmi be recommended for appointment as Student Governor, Claire Chapman be recommended for appointment as Student Governor and Rosalie Green-Kerry be recommended for appointment as Student Observer, with a view to her taking the role of Student Governor during 2024/25 (the second year of her course). | |
| 8 | Resolved: The Board approved the appointment of Miss Aminah Hashmi as student Governor for a first term to 31 st July 2024. | |
| 9 | Resolved: The Board approved the re-appointment of Ms Claire Chapman as student Governor for a second term to 31 st July 2024. | |

| Min. Ref. | Minutes | Actions |
|-----------|---|---------|
| | Admittance of student observer | |
| 10 | Resolved: The Board approved the admittance of Miss Rosalie Green-Kerry as student observer. | |
| 11 | Governors welcomed the Student Governors to the meeting and introductions were made. | |
| | 23/152 – Minutes of previous meetings | |
| 13 | Resolved: The minutes of the meeting held on 13 July 2023 were approved as a true and accurate record. | |
| | 23/153 – Matters arising | |
| 14 | Governors noted the updates recorded against the matters arising. | |
| 15 | In relation to the action arising from item 23/126, it had been agreed that the Board would consider options regarding cash and pay down of loan – particularly thinking about the potential future challenges around borrowing due to consent requirements following ONS decision. Mr A Harrison, Vice Principal – Corporate Services explained the position and provided further information in relation to interest and breakage costs. It was agreed that the loan would not be repaid. | |
| 16 | Many of the actions were complete, on the agenda or for completion at a later date. | |
| | 23/154 – Chief Executive's report | |
| 17 | Mr D Malone, 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; | |
| 18 | Mr Malone referred to the student successes contained within the report and made reference to the 100% pass rate in T-levels for College students. Seven students had been successful in being recruited to higher apprenticeship positions as a result of the placements undertaken as part of the T-level programme. | |
| 19 | Mr Malone commented on the Prime Ministers announcement on the creation of a new advanced British standard to bring A levels and T levels together. It was noted that this was a considerable time in the future and further information would be provided when known. The announcement was likely to impact on student and parent confidence in T level programmes and therefore work | |

| Min. Ref. | Minutes | Actions |
|-----------|---|---|
| | would be undertaken to ensure the benefits of the existing T level programme are promoted. | |
| 20 | Mr Malone further commented on the success of two students on the level 6 BA contemporary art and design course whose work had been selected for an exhibition and how this would also support employment and progression. | |
| 21 | It was agreed that Student Governors would be added to the weekly briefing email to Governors. | Action: Mrs Taylor-Holmes October 2023 and ongoing |
| 22 | Mr Malone referred to the two new positions starting within the college in the staffing update. Mr Malone also commented on future recruitment in key areas in the coming weeks. Challenges in recruitment in three key areas; electrical, engineering and English and maths remained an area of focus. Governors noted the significant numbers of additional students in Maths and English and the challenges faced at the outset of the academic year to ensure provision for all students. | |
| 23 | In response to questions in relation to the high numbers of additional Maths and English students, Mr Malone commented that this was a trend being seen nationally it had been suggested that the return of GCSE grade boundaries to pre-pandemic levels may have impacted on the increase of Maths and English student numbers. | |
| 24 | Governors received the organisational chart at Appendix A of the report. | |
| 25 | It was agreed that the Head of Digital Innovation and Transformation and the Director of Operations within the Engineering Centre (TEC) would be invited to attend a future Governor meeting. | Action: Future meeting TBC |
| 26 | Governors received the recruitment update noting the significant 10% increase in 16–18-year-old students. It was noted that the increase in funding for students post 42 days in programme would be applied in 2024/25 as the funding was lagged. | |
| 27 | In relation to the TEC, it was noted that recruitment was below the curriculum plan. Mr Malone explained that a number of courses had been combined in the motor vehicle centre which was providing a better student experience and there were a significant number of apprentices in the TEC which may have impacted on 16-18 recruitment. | |

| Min. Ref. | Minutes | Actions |
|-----------|--|--|
| 28 | In response to a question in relation to improved quality in TEC Mr Malone commented on the steps taken to engage with employers, especially those who had not received a good service and the appointment of new tutors. Mr Malone also referred to a large contract with JTL providing a whole cohort of apprentices. Mr Malone also described the step taken to ensure that the same level of support was being provided to TEC students including catering, safeguarding and pastoral support. | Action: Mr Malone December 2023 |
| 29 | Governors congratulated the team on the progress made in this area. | |
| 30 | Mr Malone referred to the challenge with student numbers in construction and brickwork and the workshops and commended the team who had worked really hard to timetable students. Future consideration would be given to the space requirements for students in this area going forward. | |
| 31 | Mr Malone explained that adult student numbers were 200 above the same point in the previous year, whilst the combined authority did increase allocation in the previous year, this had decreased from £5m to £4.6m this year. Growth funding would again be requested. | |
| 32 | HE recruitment remained lower than plan, Mr Malone explained that the college would like to offer more higher technical courses and the growth in access course numbers should support progression and lead to a growth in HE in future years. | |
| 33 | It was agreed that future reports would separate adult learner loans and AEB to clearly define student numbers. | |
| 34 | Further information was requested in relation to JTL, Mr Dockrat, Director of Commercial Services and Partnerships explained that JTL was a National provider and the College was in a subcontracting arrangement with them. The JTL apprentices were additional to the data provided. | |
| 35 | Governors congratulated the marketing team on their recent award success. | |
| 36 | Mr Harrison provided an update in relation to the ESFA funding audit; PWC were undertaking the audit and there had been much activity providing samples and timely responses to further requests for more information. The College had been warned that there may be a delay to signing off the accounts and an official request to extend the deadline should this be needed was being considered. | |

| Min. Ref. | Minutes | Actions |
|--------------|---|---------|
| 37 | Mr Malone referred to the progress of the FECTF works project commenting that this was on plan and on budget the unspent contingency was being reviewed with RIBA stage 2 bids and proposals being submitted. | |
| 38 | Mr Malone provided an update in relation to the LSIF / LSIP fund bid. Mr Malong explained that the College was working in collaboration with others to create a state-of-the-art digital creative hub at Dean Clough, the outcome of the bid was due at the end of October and an update would be provided to Governors in due course. | |
| 39 | In response to a question in relation to T-Level media provision, Mr Malone explained that it was intended that this would also be part of the Dean Clough development. | |
| 40 | Mr Malone referred to the newly developed Employer Advisory Groups and commented on the positive support and engagement from employers. The next stage was to look to include student voice in the group meetings. In response to comments, Mr Malone responded that the Heads of Faculty had been allocated as Leads for the Groups and that it was intended that middle and senior managers are involved. The Groups had clear terms of reference, would be minuted, and actions would be recorded. | |
| 41 | Governors were referred to the Strategic Health and Care Academy Partnership and the development of the Strategy Design Group, further information would be provided to the next meeting. | |
| 42 | In relation to the Industry 4.0 hub, Mr Malone explained that the robotic arm was due for delivery in December, the project was progressing well and the launch event would be planned; it was hoped that the Mayor would attend. | |
| 43 | Mr Malone provided a systems update. Governors were referred to the new HR system and the functionality. Mrs R Court, External Governor commented that the HR system update didn't mention support for the appraisal process, given this had been identified as an area of weakness in the past, what's the plan/timeline for enhancing this process? | |
| 44 | Mr Malone explained that this was a function of the system and alongside the implementation of this, the appraisal system was being reviewed to ensure that this was adequately focussed on professional development and career aspirations. The first element of the new system to be introduced was payroll; this | |

| Min. Ref. | Minutes | Actions |
|-----------|---|---------|
| | was planned to be in place in April with other elements rolled out until completion in September 2024. Mr Harrison confirmed that the payroll would be run in parallel in February and March to ensure that the system was fully functioning and any errors identified. | |
| 45 | Mrs Court also asked if Mr Harrison was able to provide the latest position on the match funding issue & expected future timelines for resolution? | |
| 46 | Mr Harrison explained that work continued to work to resolve the matter. It was hoped that a full update would be provided to the Finance and Resources and Audit committee meetings scheduled at the end of November. The College continued to believe that the income had been earned and was demonstrating that all processes were in place. | |
| 47 | Mr Malone referred to the Policy update. Mr Malone commented on the parliamentary reception event he had attended and referred to the AoC Executive Summary at Appendix B in the report. | |
| 48 | Governors congratulated all staff and students on the successes recorded within the report. | |
| 49 | Resolved: Governors noted the report. | |
| | 23/155 – Progress update – Organisational Development Plan KPIs | |
| 50 | Mr Malone provided an update on the progress made in developing the Organisational Development Plan KPIs. | |
| 51 | Milestones had been developed against each 'P' identified within the Strategic Plan. It was important for staff to be given the opportunity to contribute to the process and working groups would be established to progress the development. | |
| 52 | Resolved: Governors received and noted the update. | |
| | 23/156 – Management Accounts – July 2023 | |
| 53 | Mr Harrison provided the July 2023 Management Accounts / provisional outturn. Mr Harrison confirmed that the position showed an outturn operating surplus of £338,000 against the budgeted £98,000 surplus. | |

| Min. Ref. | Minutes | Actions |
|--------------|---|---------|
| 54 | Governors were referred to page 41 of the pack and the points for Governors to note in relation to the progress being made towards the preparation of the final accounts. | |
| 55 | There was a discussion around the approach which was proposed to be taken in relation to the pension adjustment with Governors noting that this was now seen as an asset. | |
| 56 | In addition, Governors were also referred to the proposed £100,000 provision within the accounts in relation to any funding reductions arising from the ESFA funding review. | |
| 57 | A question was asked in relation the budgeting of vacancies. Mr Harrison explained that a factor of 2.5% vacancies was assumed at any time. This had been increased to 3.5% to reflect the higher level of vacancies; this had resulted in some unexpected savings. | |
| 58 | Resolved: Governors noted the content of the report. | |
| | <p>23/157 – Student Governor update</p> <p>59 Student Governors were asked to provide feedback in relation to their first experiences of the College.</p> <p>60 It was noted that it was proposed that Student Governor feedback would form part of each Board meeting, with a different topic being covered which was linked to the time of the meeting within the academic year.</p> <p>61 Student Governors provided information on the courses being studied and their progression and career aspirations.</p> <p>62 Student Governors were asked whether they felt safe at the College and they confirmed that they did. The presence of the Police Officer on site and the requests from staff in relation to the visibility of lanyards contributed to this.</p> <p>63 Some concerns were raised from one student in relation to the organisation and support of a member of staff who was new to the College and the impact on student experience. There were also some comments made around the fact that greater communication as to why some of the rules in place (such as the rules around wearing lanyards and not wearing hoods / hats / coats) would be useful to support student acceptance of the rules. Mr Malone commented that the rules were linked to student safety.</p> | |

| Min. Ref. | Minutes | Actions |
|---|--|--|
| 64 | Mr K Veltman, Deputy Principal - Quality, Curriculum Development and Student Experience asked whether all students had been received information from tutors in relation to professional expectations, there was a mixed response. | Action: Mr Malone December 2023 |
| 65 | It was agreed that Mr Malone would follow up comments. | |
| 66 | Resolved: Governors received the feedback from students. | |
| 23/157 – Search and Governance Committee | | Action: Search & Governance Committee December 2023 |
| 67 | On behalf of Mrs Court, Chair of the Search & Governance Committee, Mrs Taylor-Holmes provided verbal feedback from the meeting on 5 October 2023. The Committee had: | |
| 68 | <ul style="list-style-type: none"> Reviewed the Corporation membership and had agreed to hold an additional meeting in December to discuss Governor recruitment. It was agreed that a skills audit would be circulated to Governors to support recruitment plans. | |
| 69 | <ul style="list-style-type: none"> Received the Board & Governor Development Plan noting that this would be updated and reviewed following the external governance review. The plan was provided to Governors for consideration. | |
| 70 | <ul style="list-style-type: none"> Reviewed mandatory training compliance. | |
| 71 | <ul style="list-style-type: none"> Received an update on the review of the EDI data against the census report and national data. | |
| 72 | <ul style="list-style-type: none"> Received an update on the new AoC Code of Good Governance, published on 26 September 2023 and agreed plans to review the new Code with a view to asking to Board to adopt the Code in July 2024. | |
| 73 | <ul style="list-style-type: none"> Received an update on the external Governance review and agreed to provide an update to the Board in October; Mrs Taylor-Holmes confirmed that an email had been circulated to all Governors confirming the process and the timeline for completion. | |
| 74 | <ul style="list-style-type: none"> Reviewed the Link Governor Protocol and agreed some amendments which would be considered at the next meeting. There was a discussion around other Link Governor roles such as Careers and Skills. It was agreed that this would be considered at the next Search and Governance Committee meeting in December. | |

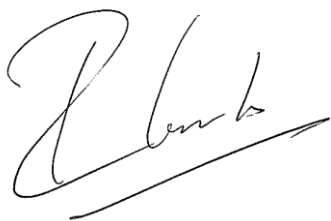
| Min. Ref. | Minutes | Actions |
|-----------|--|---------|
| 75 | <ul style="list-style-type: none"> Approved; the Governor Code of Conduct, Governor Training & Development Policy and the Timetable of business for 2023/24. | |
| 76 | Mrs Taylor-Holmes explained that the Committee had considered a number of documents and approved them for recommendation to the Board: | |
| 77 | <ul style="list-style-type: none"> Committee memberships. This was considered and Mr R Dunk, External Governor was appointed to the Audit Committee. | |
| 78 | <ul style="list-style-type: none"> Change to the regulatory documents – noting that this was to ensure that co-opted Governors were specifically excluded from the external Governor numbers. Governors noted that this would mean that an additional vacancy would be created on the Governing body. | |
| 79 | <ul style="list-style-type: none"> A change to new Governor terms of office to bring this in line with Charity Commission guidance – to provide for three, three-year terms as a maximum. | |
| 80 | <ul style="list-style-type: none"> Search & Governance Committee Annual Report; including an amendment to the Terms of Reference | |
| 81 | <ul style="list-style-type: none"> Confidential business report. | |
| 82 | Resolved: Governors approved the Committee memberships schedule, subject to the inclusion of Mr Dunk to the Audit Committee. | |
| 83 | Resolved: Governors approved the change to the Regulatory documents. | |
| 84 | Resolved: Governors approved the change to new Governor terms of office to bring this in line with Charity Commission guidance – to provide for three, three-year terms as a maximum. | |
| 85 | Resolved: Governors received the Search and Governance Committee Annual Report 2022/23 noting the amendment to Annex A within the Terms of Reference. | |
| 86 | Resolved: Governors received the updated Board and Governor Development Plan. | |
| 87 | Resolved: Governors approved the action to be taken in relation to Confidential Business 2022/23. | |

| Min. Ref. | Minutes | Actions |
|-----------|---|---------|
| | 23/158 – Safeguarding Update | |
| 88 | Governors received the update on Governor compliance with Safeguarding training. | |
| 89 | It was noted that Governors had been contacted and asked to complete training where this was outstanding. Governors were encouraged to complete outstanding training. | |
| 90 | In response to the previous challenges with notification when training was due, Mrs Taylor-Holmes explained that a new system had been implemented that Governors would be invited to join when training became due. This system would provide automatic notifications when training was due. | |
| 91 | Resolved: Governors received the Safeguarding update. | |
| | 23/159 – Equality & Diversity update | |
| 92 | Governors received the update on Governor compliance with Equality and Diversity training. | |
| 93 | Resolved: Governors received the Equality & Diversity update | |
| | 23/160 – Governance Issues | |
| 94 | Governors agreed to complete and return the Code of Conduct, Declaration of Eligibility and Interests and the Declaration of Fit and Proper persons forms if they hadn't already done so. | |
| 95 | It was noted that the Code of Conduct had updated to include changes related to the ONS decision regarding reclassification of Colleges as public sector. | |
| 96 | Resolved: Governors approved the Code of Conduct, Declaration of Eligibility and Interests and the Declaration of Fit and Proper persons forms. | |
| | 23/161 – Risk Management | |
| 97 | Mr Harrison referred to the paper on risk management and the Risk Register. It was noted that this would be considered at the Audit Committee meeting at the end of November 2023 however, the emerging risks were shared with Governors. | |
| 98 | It was noted that the Risk Register would be presented to the Board in December after review by the Committees. | |

| Min. Ref. | Minutes | Actions |
|-----------|---|---------|
| 99 | It was agreed that, in relation to the Board risks, the risks in relation to the failure to manage the departure and replacement of the CEO / Principal and the Vice Principal and the failure to effectively plan for the retirement of Corporation and Committee members would be removed. It was agreed that adequate steps had been taken to mitigate the second risk with appointments made to the Governing body. | |
| 100 | It was agreed that risk R20 would be referred to the Curriculum, Quality and Standards Committee for review. | |
| 101 | Governors were referred to the emerging or changing risks detailed on page 102 of the board pack. It was agreed that there would be an increase in the risk in relation to external funding contracts in response to the ongoing matter in relation to match funding as discussed in paragraph 46 above. | |
| 102 | A new risk was proposed to respond to the Maths and English risk and the significant increase in students. This would be referred to the Curriculum, Quality and Standards Committee for review. In response to a question around the granular nature of the risk; Mr Malone commented that this was proposed as a separate risk due to the scale of the challenge. This had never been seen in the College previously and the challenge in the sector did impact on competition around staff recruitment. It was agreed that consideration would be given to where the risk should sit and whether this would be with the Board, Finance & Resources or Curriculum, Quality and Standards Committee. | |
| 103 | It was agreed that Maths and English was also an area of reputational risk for the College. | |
| 104 | Resolved: Governors received the Risk Management update and approved the Risk Register. | |
| | 23/162 – Chair’s report | |
| 105 | Governors received the Chair’s Report detailing activity undertaken since July 2023. | |
| 106 | Mr Clark referred to the items of Chair’s action, in relation to the sign off of expenditure for the capital Transformation Fund Project. | |
| 107 | Resolved: Governors noted the Chair’s report. | |

| Min. Ref. | Minutes | Actions |
|--------------|---|---------|
| 108 | <p>23/163– Dates of future meetings</p> <p>Finance and Resources Committee – 27 November 2023 – 16.30 Joint Audit and Finance and Resources Committee meeting – 27 November 2023 – 5.35pm Audit Committee – 27 November 2023 – 18.40 Senior Staff Employment Committee – 30 November 2023 – 15.30 Curriculum, Quality and Standards Committee – 30 November 2023 – 17.00 Search & Governance Committee – 7 December 2023 – 15.30 Corporation Board meeting – 14 December 2023 at 16.45</p> | |

Signed as a true and accurate record



Chair

Date: 14 December 2023