

Kirklees College Corporation

CORPORATION

Minutes of a meeting held at 15.00 on 26 March 2021 by Microsoft Teams videoconference

Present: Mr G Hetherington	Independent Governor (Chair)
Mr B Blank	Student Governor
Ms M Carabine	Independent Governor
Dr A Conn	Independent Governor
Prof S Donnelly	Independent Governor
Ms C George	Independent Governor
Ms M Gilluley	Principal & Chief Executive
Mr H Linn	Independent Governor
Ms L Precious	Staff Governor
Mr J Royle	Independent Governor
Mr N Taylor	Staff Governor
Mr M Varyani	Independent Governor
Mr I Wainwright	Independent Governor
Dr A Williams	Independent Governor
Mr J Williams	Independent Governor

Attendance: 15/17 = 88% KPI 80% Quorum: 7 (40%)

In attendance: Ms J Arechiga	Vice Principal Curriculum
Mr M Bennington	Vice Principal Corporate Operations
Ms Z Desai	Higher Education and Skills Manager (Item 6 only)
Ms J Green	Clerk to the Corporation
Ms P Hughes	Asst Principal Quality & Apprenticeship Provision
Mrs R Meara	Executive Finance Director
Ms J Simpson	Executive Director Human Resources

Item

**Action/
Synopsis Item**

PRELIMINARY ITEMS		
0	WELCOME AND INTRODUCTIONS	
i	The Clerk confirmed that due notice of the meeting had been given, that the requirement for all persons participating to be able to communicate with one another was satisfied and that the meeting was quorate.	
ii	The Chair welcomed everyone and declared the meeting open. He acknowledged Staff Governor Mr N Taylor, who was attending what was expected to be his final meeting before his term ended on 31 March. Governors thanked him for his contributions and he replied that he had found the experience rewarding and developmental.	
iii	It was noted that the impending retirements of Independent Governors Mr J Williams and Mr J Royle would create vacancies in the Audit Chair and Corporation Vice Chair roles. The Clerk had advertised but said she would welcome volunteers or nominations.	
01.0	APOLOGIES FOR ABSENCE AND DECLARATIONS OF INTEREST	
i	Apologies were received from Governors Ms A Blake and Ms F Hussain-Butt.	
ii	All confirmed that, except as previously disclosed, they had no direct or indirect interest in any way in the business to be transacted at the meeting which should be disclosed.	

Item	Action/ Synopsis Item	
v	<p><u>KC Chronicle</u></p> <p>The latest edition of KC Chronicle (providing an update on activities, events and achievements of staff and students) accompanied MG's report.</p>	
QUALITY AND CURRICULUM ITEMS		
04.0 8 MARCH QUALITY, PERFORMANCE & STANDARDS COMMITTEE REPORT		
i	<p>The minutes were received and the items of report were noted. The meeting Chair, Dr A Williams ("AW"), drew out some key themes from the meeting, highlighting that national examinations had been cancelled for the second consecutive year and sharing the Committee's views on how this may impact on outcomes. He said predicted grades would be shared with the Committee in May; in the meantime, most curriculum areas were reporting positive indicators in terms of attendance, retention and student satisfaction. This was less true of English and maths, where attendance and engagement levels were tracking below target. Due to the size of the cohort, there was a risk that underperformance could drive down overall achievement.</p>	Synopsis Item 3
ii	<p>The Committee had seen some strong indicators of improvement in the quality of teaching, learning and assessment across the College. AW said while Motor Vehicle was still graded 'Inadequate', the Committee understood that this area, being almost entirely workshop-based, had been disproportionately impacted by the pandemic and had the capacity to improve now that face-to-face delivery was resuming.</p>	
05.0 VICE PRINCIPAL REPORT: CURRICULUM AND STANDARDS UPDATE		
i	<p>Assistant Principal Ms P Hughes ("PHu") spoke to slides, explaining what adaptations to the Quality Strategy had been made to maintain the quality of the student experience during the pandemic. She said the Quality Team had done more learning walks and deep dives than in the previous year, gaining strong assurance that the College had sustained its 'Good' position and there had been no decline in quality. Pleasingly, student satisfaction remained high.</p>	Synopsis Item 4
ii	<p>Governors were interested to hear about the various initiatives and interventions management had introduced during 2020/21 and their intended impacts; in particular, they wished to know what measures were in place to mitigate the risks around maths and English. PHu said the College had used its coronavirus catch-up premium funding to hire additional staff and had provided additional classes and small group sessions and delivered individualised working programmes. It was also looking at Saturday and holiday catch-ups. In response to a question, Ms J Arechiga, Vice Principal Curriculum ("JA") said, thus far, the take-up from learners had been quite good. PHu said the Quality Team had adapted the student survey to identify and target mental health concerns, recognising that learners may need more than one type of additional support - and wellbeing activities had been built into the curriculum.</p>	
iii	<p>Another key area of focus for the Quality Team had been getting up to speed on the approaches to awarding vocational and technical qualifications, to ensure that as many learners as possible could receive grades and progress to the next stage.</p>	
iv	<p>There was discussion about the challenges of satisfying work experience components of programmes. PHu said virtual work programmes were available and this would be meaningful for many, as many employers would no doubt choose to retain remote working models post-Covid. For certain sectors however, virtual work programmes would be less relevant. MG said while the ESFA had announced that face-to-face work experience would start up again from 12 April, she hoped this was not an expectation, as colleges could not simply switch their programmes back on.</p>	

Item	Action/ Synopsis Item	
06.0	HIGHER EDUCATION (“HE”) & SKILLS REPORT	Synopsis Item 5
i	Higher Education and Skills Manager Ms Z Desai (“ZD”) reported as follows:	
ii	<p><u>Items from the Higher Education (“HE”) Committee minutes</u></p> <ul style="list-style-type: none"> ➤ Good use had been made of a £4,800 student hardship grant from the Office for Students (“OfS”) to provide digital hardware and help with rent, food and bills. £4,510 had been spent to date, with 26 students benefitting. ➤ A business plan was being drawn up for an Academic and Wellbeing officer, who would provide additional student support. ➤ Students having additional study-related costs due to mental health, long term illness or disability were being signposted to DSA¹ financial support. ➤ The HE quality reviews being undertaken by the Quality team had provided good assurance that continuous quality improvement was being achieved and in terms of the pace of that improvement. ➤ Student representative feedback about how the College could improve courses and the overall experience for students was received and discussed. A concern was raised about a bias towards promoting the College’s FE offer on social media. ➤ A new outreach officer had been appointed who would work with schools and colleges to encourage harder to reach communities into HE. ➤ Free seminars for Level 3 students on student finance, graduate attributes, personal statements and preparation for university interviews had been promoted but as only one student had booked, further promotion would take place. ➤ In terms of fees, a change would be to HNC Construction fees to match Leeds College of Building. The Committee agreed that more research was needed. <p><u>Consumer Law Compliance Review</u></p>	
iii	The OfS had asked providers to undertake a review of compliance with consumer law and to provide assurance to their governing bodies of ongoing compliance with ongoing condition C1 (guidance on consumer protection law). ZD said the College had met its obligations in this regard; it had upheld the academic integrity of its courses throughout the pandemic lockdown and had promoted equality throughout the curriculum. No courses had been cancelled; some modules had been adapted - but the College had delivered at the standard expected or better and this was expected to continue. Learners had been consulted and kept informed and there had been no customer complaints. Copies of the HE Programme Changes and Course Closure Policy, the HE Academic Appeals Policy and the HE Terms and Conditions 2020/21 had been provided for additional assurance.	
iv	HE Link Governor Prof S Donnelly said regular meetings with ZD had enhanced his understanding of the College HE delivery model. He had also participated in a HE Committee and observed a teaching session. He said the diminishing number of HE enrolments was a key concern that should be on the Corporation’s radar.	
v	<p><u>RESOLVED:</u></p> <p>(i) To receive the HE Committee minutes note the assurances provided.</p> <p>(ii) In satisfaction of the Office for Students request that the Corporation receive assurance of ongoing compliance with condition of registration C1, to receive the relevant report and note the assurances provided.</p>	Synopsis Item 6

¹ Disabled Students’ Allowance (DSA) is support to cover study-related costs arising due to a mental health problem, long term illness or any other disability.

GOING CONCERN – MATTERS OF FINANCE, REGULATION, LEGAL ISSUES		
07.0	BCPI REPORT	
i	Vice Principal Mr M Bennington (“MB”) said the Department for Education (“DfE”) and the ESFA had confirmed that they would clawback adult skills funds from colleges that missed their 2020/21 academic year targets by over 10%. This was worse than expected for the College, which did not expect to deliver 90% of its contract value.	Synopsis Item 7
ii	MB said there were three strands to the College response: <ul style="list-style-type: none"> ➤ Developing marketing plans to generate further new business; ➤ Voicing strong opposition to the 90% threshold as part of the Association of Colleges (“AoC”) led campaign; and ➤ Subject to Corporation approval, increasing subcontracting to trusted partner Castleview, which had capacity to take on more work. 	
iii	The subcontracting strand was discussed. MB said the proposal was that the College subcontract a further £500k of its adult skills contract to Castleview, increasing that subcontractor’s share of the contract to 14/15% for this year only. He said, thus far, Castleview had delivered high achievement rates. It had already passed the necessary due diligence and was rated ‘high quality’ and ‘low risk’ as funding rules required.	
iv	MB reminded Governors of the commitment the College had given to the ESFA to reduce its reliance on subcontracting to around 5/6%. He said the management view was that the circumstances warranted a departure from that policy, not only to achieve more of the adult skills contract value but also because Castleview could use the money to help a large number of unemployed people get back into work.	
v	It was noted that the ESFA would need to be notified of any increase in subcontracting. MG said they would likely be receptive and probably sympathetic in the circumstances. She said given the level of shortfall the College was facing due to the high threshold that had been set for adult skills, there would need to be dialogue with them anyway.	
vi	A Governor asked how the DfE could assert that a 90% threshold was a ‘fair representation of grant funded providers’ average delivery’ (per its 22 March news release which had been shared outside the meeting). MG said it was possible that some colleges had submitted overly-optimistic mid-year forecasts and the threshold was based on those. Disappointingly, there had been no acknowledgment of the particular difficulties faced by colleges like Kirklees, which predominantly offered courses that were harder to deliver online, such as Foundation Learning or ESOL ² .	
vii	The adult education funding arrangements for 2021/22 were discussed. In response to a question, MB said any business that carried over from this year would continue to be funded by the ESFA; it would not impact on the allocation from the Combined Authority.	
viii	MB said the other key item to note was that the Apprenticeships funding line was now RAG rated ‘Green’. He said income was steadily flowing in and with all the pipeline activity, management was now more confident of achieving the budget target by the end of the final trading quarter. Governors agreed that this was very good news, given all the challenges in the market and the squeeze on other income lines.	
<i>16.20 A 5 min comfort break was taken. When the meeting resumed, all re-joined the meeting.</i>		
08.0	FINANCE COMMITTEE REPORT	
i	The minutes of 12 March 2021 were received and the items of report were noted. The	

² ESOL is an acronym for English for Speakers of Other Languages

	meeting Chair, Mr H Linn, said the Committee had spent most of its time discussing the mid-year budget review and the proposal relating to capital spend. He said the Committee was impressed as usual with the quality of the management reports and considered the recommended approach to be sensible and conservative.	
09.1	FINANCIAL POSITION AND MID-YEAR BUDGET REVIEW	
i	Executive Finance Director Mrs R Meara (“RM”) said she was proposing significant budget changes, the net effect of which would be to bring the bottom line EBITDA ³ position close to the original budget target.	
ii	The ‘summary position’ section of RM’s paper reported on performance against the Restructuring Fund targets. Below this, the original budget was shown alongside the draft revised budget. The Corporation noted among other things that: <ul style="list-style-type: none"> ➤ although management had made a cautious and well-reasoned estimate of the tolerance level the ESFA would adopt for adult skills funding, the actual threshold was far higher than the estimate, as well as the forecast outturn; ➤ as detailed in the paper, other ESFA funding had been increased; ➤ forecast grant releases had been updated to reflect the current position; ➤ the pay and revenue budgets had been reduced, as savings continued to accrue; ➤ as the pandemic continued to impact fee income, the forecast had been adjusted to leave only what management was confident of achieving; and ➤ the actuarial assessment in respect of the West Yorkshire Pension Fund had been reflected in the revised budget. 	
iii	RM had modelled the impact of her recommended changes into the financial plan to show their impact on the end of year balance sheet position and subsequently cashflow, covenant compliance and financial health.	
iv	With the Chair’s permission, an additional paper was shared showing the impact of the 90% tolerance level on the key indicators of financial health, cash days and covenant compliance. RM said although the financial health score would reduce, these three key measures would still be met in 2020/21. There would be a risk to covenant compliance in 2021/22, but if the proposed additional subcontracting went ahead this risk would be reduced. In either scenario, the financial health score would not reduce back to inadequate and the College would remain on track to achieve ‘Good’ financial health by the end of 2021/22.	
v	Governors were pleased that, despite the difficult circumstances, the financial position was still improving, as evidenced by accelerating improvement in financial health scores, healthy forecast cash balances and a lower risk of covenant non-compliance. A Governor sought assurance in respect of the risk of redundancies and MG said making redundancies would not benefit the College either in year, due to the associated costs, or in 2021/22, when any staff losses would impede the College’s responsiveness. She said, however, the AoC was looking to mount a challenge to the government position on furlough for FE staff, which would be beneficial if successful.	
vi	<u>RESOLVED:</u> (i) To note the contents of the Executive Finance Director’s mid-year budget review report and to note the mitigating actions to outturn as close as reasonably practicable to the original EBITDA forecast position.	

³ Earnings Before Interest, Tax, Depreciation and Amortisation (EBITDA) is a measure of a business’s operating performance which is used by the College in its financial planning and reporting.

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vii	<p>(ii) Being satisfied that all conditions of funding in respect of subcontracting are met and subject to appropriate dialogue with the ESFA, to approve the management proposal to subcontract a further £500k of the adult skills contract to existing subcontractor Castleviev.</p> <p>(iii) To approve the revised budget, as presented.</p> <p>RM said in the light of the approved budget changes, the sale of Halifax Road and the receipt of the FE capital allocation funds, she recommended that £500k of withheld capital be released to fund capital resources to support 2021/22 curriculum developments. The proposal had been discussed in detail by the Finance Committee.</p>	Synopsis Item 8 Synopsis Item 9
viii	<p><u>RESOLVED:</u></p> <p>(i) To approve the release of £500k withheld capital to fund 2021/22 curriculum developments.</p>	Synopsis Item 10
ix	<p>The January 2021 management accounts were received for information</p>	
9.2	<p>IMPACT OF REVISED FEC BENCHMARKS (PER THE FEC LETTER TO SECTOR)</p> <p>i RM had produced a table to illustrate the College's position against new financial performance benchmarks proposed by the Further Education Commissioner. She said they would be reported against in future management accounts. Governors noted that, as expected, debt was the College's main issue on the measures; everything else was moving in the right direction.</p>	
9.3	<p>APPROVAL OF FEES POLICY</p> <p>i RM's report on the proposed fees policy was received and the contents noted.</p> <p>ii <u>RESOLVED:</u></p> <p>(i) To approve the proposed fees policy 2021/22.</p>	Synopsis Item 11
9.4	<p>ESTATES UPDATE</p> <p>i The Corporation noted as follows:</p> <ul style="list-style-type: none"> ➤ The sale of the Halifax Road site and the receipt of the proceeds of sale from the Oldroyd Building had had a substantial impact on the College's financial position; ➤ The College had not been successful in its bid for Salix Grant funding, as the grant had been hugely oversubscribed. No works were begun so the College had incurred almost no cost; and ➤ The VAT project and final grant claims from the Council had been finalised and the savings back into the Pioneer budget had been achieved. <p><u>Other Matters</u></p> <p><i>These matters are considered confidential at this stage and therefore the discussion is recorded in a confidential annex at the end of this document and marked Annex 1.</i></p> <p>iv RM said since the major capital projects had all concluded, estates matters would in future be reported on through the Vice Principal Corporate Operations's report and capital through the monthly financial report.</p>	
10	<p>PAY AWARD RECOMMENDATION APRIL 2021</p> <p>i Executive Director of HR Ms J Simpson ("JS") spoke to her paper saying, for the reasons</p>	

Item		Action/ Synopsis Item
ii	<p>set out within it, the management advice was that the Corporation should approve a pay award for all staff of the greater of 1% or £250 on the FTE. She said this aligned with the AoC recommended pay award and was affordable, albeit slightly above what was originally budgeted for; the additional cost would be just over £17k.</p> <p><u>RESOLVED:</u></p> <p>(i) To approve the recommended staff pay award, as detailed in the Executive Director of HR's 26 March 2021 report.</p>	Synopsis Item 12
11	<p>GENDER PAY GAP REPORT</p> <p>i It was agreed that the Gender Pay Gap Report satisfied the mandatory requirement to publish and report specific figures about the College's gender pay gap⁴. JS said there was more detail in this year's report; management had included data on the pay gaps for ethnicity and disability.</p> <p>ii The College's mean gender pay gap in 2019/20 was 6% and the median was 17%. As in previous years the College had outperformed a number of local colleges.</p> <p>iii JS commented that the College figures reflected the primarily female makeup of its workforce and the preponderance of women in the lower salary quartile. She said flexible and part time roles tended to attract female candidates. It was agreed that female representation in senior and management roles was good.</p> <p>iv <u>RESOLVED:</u></p> <p>(i) To note the management advice on the 2019/20 Gender Pay Gap report and to approve the report for publication on the College website and submission via the gender pay gap reporting service.</p>	Synopsis Item 13
12	<p>STAFF GRIEVANCE PROCEDURE FOR APPROVAL</p> <p>i <u>RESOLVED:</u></p> <p>(i) To note the management advice on the College's approach to managing grievances and to approve the proposed changes to the Staff Grievance Procedure.</p> <p>(ii) To authorise the Chair and Principal to sign the Staff Grievance Procedure.</p>	Synopsis Item 14
13	<p>AMENDMENTS TO GDPR POLICY FOR APPROVAL</p> <p>i <u>RESOLVED:</u></p> <p>(i) To approve the proposed changes to the General Data Protection Policy.</p> <p>(ii) To authorise the Chair and Principal to amend the policy to reflect any future personnel changes.</p>	Synopsis Item 15
SAFEGUARDING		
14	8 MARCH SAFEGUARDING COMMITTEE MINUTES	

⁴ The gender pay gap is the difference between the average earnings of men and women, expressed relative to men's earnings.

CHAIRS' REPORTS		
18	CHAIR AND VICE CHAIR'S REPORTS	
i	The Chair had attended the Yorkshire & Humber Principal and Chairs meeting but said there was nothing to report. He had also had a 'getting-to-know-you' telephone meeting with Mr P Singh, who would be taking over as College Principal in July.	
ii	The Vice Chair had attended the AoC regional governance conference on 9 Feb.	
EXECUTIVE EMPLOYMENT COMMITTEE		
19	EXECUTIVE EMPLOYMENT MATTERS	
	It was agreed that this item should be taken last, as attendees would need to leave.	
ITEMS FOR ASSURANCE/INFORMATION PURPOSES ONLY		
20	CORPORATE HEALTH & SAFETY COMMITTEE MINUTES	
i	The minutes of 9 March were received and the contents noted.	
21	ESTATES STRATEGY ADVISORY GROUP MINUTES	
i	The minutes of 21 January were received and the contents noted.	
22	USE OF THE WRITTEN RESOLUTION PROCEDURE	
i	The report was received and the contents noted.	
23	DATE OF NEXT MEETING	
i	Friday 21 May 2021 at 3pm	
EXECUTIVE EMPLOYMENT MATTERS		
19.1	INVOLVEMENT OF STAFF AND STUDENT GOVERNORS	
i	The meeting discussed whether Student and Staff Governors should participate in the discussion and decision-making for Items 19.2 (restricted aspects), 19.3 and 19.4.	
ii	<u>RESOLVED:</u> (i) Pursuant to clause 13.5(d) of the Instrument of Governance, Staff Governors should be required to leave the meeting for Items 19.2, 19.3 and 19.4. (ii) Pursuant to clause 13.9 of the Instrument of Government, Student Governors should be required to leave the meeting for Items 19.2, 19.3 and 19.4.	
	<i>18.20 All non-Governors except for the Clerk, together with Ms L Precious, Mr N Taylor and Mr B Blank left the meeting.</i>	
19.2	EXECUTIVE EMPLOYMENT COMMITTEE 10 MARCH MINUTES	
	The minutes of 10 March 2021 were received and the contents noted.	
19.3, 19.4	PRINCIPAL, SENIOR POST HOLDERS AND CLERK'S PERFORMANCE AND FUTURE TARGETS/ OBJECTIVES; CLERK'S ROLE PROPOSAL	
	<i>This matter is considered confidential and is restricted to Independent Governors only, therefore the discussion is recorded in a confidential annex marked Annex 2, 26.03.21.</i>	

Synopsis

#	Details	Min
1.	The Corporation received a report on the College's Covid response and thanked all staff volunteers and students who have so strongly supported the implementation of the testing requirements.	3ii
2.	The Corporation discussed the FE White Paper 'Skills for Jobs: Lifelong Learning for Opportunity and Growth'.	3iii
3.	A report from the Quality, Performance & Standards Committee was discussed.	4
4.	The Corporation received an assurance report on the management of curriculum and standards risks.	5
5.	The minutes of a recent HE Committee meeting were discussed and the various assurances they provided were noted.	6
6.	In satisfaction of the Office for Students request that the Corporation receive assurance of compliance with condition of registration C1, a report was received and discussed.	6
7.	A report on the achievement of the Business Critical Performance Indicators was received.	7
8.	Subject to appropriate dialogue with the ESFA, the Corporation approved a management proposal to subcontract a further £500k of the adult skills contract to existing subcontractor Castlevue.	9(vi)
9.	A mid-year review of the budget was undertaken and a revised budget was approved.	9(vi)
10.	The Corporation approved the release of £500k withheld capital to fund 2021/22 curriculum developments.	9(viii)
11.	The Corporation approved the proposed fees policy 2021/22.	9.3(ii)
12.	In line with the AoC pay recommendation to colleges, a pay award was agreed for all staff of the greater of 1% or £250 on the FTE.	10(ii)
13.	The Corporation approved the 2019/20 gender pay gap report for publication on the College website and submission via the gender pay gap reporting service.	11(iv)
14.	The Corporation approved changes to the Staff Grievance Procedure which were supported by the recognised trade unions.	12(i)
15.	The Corporation approved minor changes to the General Data Protection Policy.	13(i)
16.	Ms C George was appointed as the Mental Health & Wellbeing Link Governor.	14(vi)
17.	The Academic Staff Governor nominee Mr S Stevenson, a lecturer and study programme lead in Construction and Landbased, was appointed as Academic Staff Governor.	15(ii)