

**Kirklees College Corporation**

**Minutes of the meeting of the Corporation Board held on Friday 16 March 2018 at 3pm at the Huddersfield centre**

Present:	Mr P Berthaut	Student member
	Mr A Conn	Independent member
	Mrs C George	Independent member
	Mr G Hetherington	Independent member (Chair)
	Ms L Precious	Staff member
	Mr J Royle	Independent member
	Mr N Taylor	Staff member
	Prof J Thompson	Independent member
	Mrs S Weston	Independent member
	Dr A Williams	Independent member
	Mr J Williams	Independent member (Vice Chair)
	Ms M Gilluley	Principal and Chief Executive
Apologies:	Mr D Keeton	Independent member
	Ms I Khalid	Student member
	Ms J Nowacki	Independent member
	Ms C Pinder	Independent member
Attendance:	12/16 = 75%	[KPI 80%]
Quorum:	12/20 = 60%	[Minimum 40% required = 8]
In attendance:	Mr D Winward	Clerk to the Corporation
	Ms M Brooke	Deputy Principal
	Ms C Gonzalez-Eslava	Vice Principal
	Mrs R Meara	Director of Finance
Visitors:	Mr C Howarth	ESFA
	Mr M Chapman	KPMG
	Mr L Symington	KPMG
	Ms M Taylor	KPMG

*KPMG representatives were in attendance for the following item.*

**56. KPMG Report**

***RESOLVED: to declare Minute 56 as confidential under Clause 17(2)(d) of the Instrument of Government.***

**57. Apologies for absence**

Apologies for absence were received as listed above.

**58. Declarations of Interest**

Mrs Weston declared an interest in the discussion on the College's estates strategy and the College's financial situation, in view of her employed position with Kirklees Council.

Mr Hetherington repeated his declaration of interest regarding the sale of the Holmfirth centre.

**59. Minutes of the previous meeting**

(a) The minutes of the meeting of the Corporation Board held on 26 January 2018 and the Special meeting on 16 February 2018 were agreed as a correct record.

**(b) Matters arising not elsewhere on the agenda**  
None.

**(c) Update on agreed actions**

The Board received an update on previously agreed actions, all of which were cleared.

**60. Financial Plan 2017-2022**

***RESOLVED: to declare Minute 60 as confidential under Clause 17(2)(d) of the Instrument of Government.***

**61. Principal's Report and Business Critical Performance Indicators**

The Principal presented a comprehensive report of her recent activity including external developments, College priorities and her personal focus.

She highlighted:

- the continued work to deliver on the FE Commissioners' recommendations
- that one in 6 FE colleges were subject to a Financial Notice to Improve
- her delight with the 'Good' outcome of the Ofsted inspection on 7 and 8 March and noted, in particular, that the inspectors had found that the College's financial situation was not adversely affecting the student experience
- highlighted the many positive comments made by inspectors on the leadership and governance of the College
- that Ms Pauline Hughes, Head of Quality, had been successful in the recruitment to replace Mr Downham-Clarke

The Principal also presented an update of performance against each of the Business Critical Performance Indicators (BCPIs) identified by Governors for review by the Corporation, including the Red, Amber, Green (RAG) status of each. Some aspects were reported in detail elsewhere within the meeting and to Corporation committees.

Members thanked and congratulated the College on the outcome of the Ofsted inspection.

The Principal sought approval of the Terms of Payment for the Exceptional Financial Support from the ESFA. Following discussion, the Task & Finish Group had recommended acceptance

subject to clarification that the repayment terms had not yet been made available. The Principal presented a proposed letter and amended Terms of Payment to this effect.

Mr Howarth informed the Board that the terms of the loan were not available as the loan agreement was not in existence and that these would be tailored to the College's circumstances at the time of assessment of ability to repay. The terms would be specifically designed so as not to penalise the College and assured members that the terms would be supportive of the College's position.

Members repeated that it was unreasonable to expect the College to sign up to repayment terms it had not seen. Governors were expected to demonstrate financial responsibility and could not agree to terms on that basis. However, it was accepted that the EFS was a loan and would have to be repaid on terms to be agreed.

Following the suggestion of a minor change to the wording of paragraph 12 of the terms, the Board were content to approve, subject to agreement by the ESFA of that change.

**RESOLVED:**

- i. to receive the report;*
- ii. to approve the Terms of Payment for the Exceptional Financial Support, subject to the minor change as discussed.*

**62. FE Commissioner's Recommendations**

The Principal presented an update on the FEC Recommendations. The document had been revised to reflect those made at the January Stocktake visit. This update would be incorporated into a revised Recovery Plan to be presented to the FEC at the Stocktake visit on 26 March.

The Deputy Principal presented the draft Communications plan. A further revised version had been approved at SLT earlier in the week and would be distributed. Ms Brooke reported that consultation had commenced on Phase 3 of the Restructuring Plan.

Members noted the very good progress against all recommendations.

**RESOLVED:**

- i. to receive the report;*
- ii. to approve the updates to be incorporated into a revised Recovery Plan.*

**63. Annual Accounts 2016/17**

**a) Going Concern Assessment**

***RESOLVED: to declare Minute 63(a) as confidential under Clause 17(2)(d) of the Instrument of Government.***

**b) Financial Statements Auditors' Report**

The DoF presented the FS Auditors' Report which had been updated since the version presented to the Audit Committee and Corporation in December 2018 to reflect the progress on going concern considerations.

The updated version had been considered by the Audit Committee at its meeting on 5 March 2018 and the disclosures in the Members Report had also been considered by the Financial Recovery Task & Finish Group.

***RESOLVED: to receive the FS Auditors' Report 2016/17.***

**c) Letter of Representation**

The Board considered the draft Letter of Representation for Kirklees College.

***RESOLVED: to approve the Letter of Representation.***

**d) Annual Report of the Audit Committee**

The Clerk referred to the Annual Report of the Audit Committee which had been updated to reflect the recent developments on going concern. The report had been approved at the Audit Committee meeting on 5 March 2018 and concluded with the Committee's recommendation to the Board to approve the Annual Accounts for 2016/17.

***RESOLVED: to receive the Audit Committee Annual Report 2016/17.***

**e) Members' Report and Financial Statements**

The DoF presented the draft Members' Report and Financial Statements for 2016/17. This was an updated version of the draft previously presented and included the latest disclosures on going concern.

***RESOLVED: to approve the Members' Report and Financial statements 2106/17.***

Members thanked Mrs Meara for all her work in preparing the accounts and associated documentation during this especially challenging period.

**64. Estates Report**

***RESOLVED: to declare Minute 64 as confidential under Clause 17(2)(d) of the Instrument of Government.***

The Deputy Principal presented a report on several estates matters.

*Prof Thompson left the meeting at this point, 5.35pm*

**65. General Data Protection Regulations (GDPR)**

Mr Riley introduced Jonathon Wilkinson, Head of IT, who made a presentation on the College's preparations for the introduction of the GDPR.

Members sought assurance on the likely level of compliance by the implementation date of 25 May 2018. It was reported that the College, as with many other organisations, would not be 100% compliant, but would have an action plan in place in order to achieve full compliance.

***RESOLVED: to receive the report.***

**66. Curriculum Planning**

The Vice Principal presented a report on the curriculum planning process adopted for 2018-19, which aimed to: respond to the skills needs of the local economy, ensure funding allocations were met, sustain growth, allow the College to become more commercial and agile and provide an exciting and innovative offer for learners. The report included the overall planning principles which had been adopted and the financial contribution targets for each curriculum area.

In discussion, members:

- questioned the College's approach to increasing class sizes. An example given was the centralisation of English & maths delivery for vocational groups. There would be a need to consider the future viability of areas with very small classes;
- noted that KPMG had recommended the use of an analytical system and that the College would be adopting the Dynistics dashboard to aid management planning.

***RESOLVED: to receive the report.***

**67. Student Success**

The Board was pleased to receive a summary of student success stories as reported the College's publication 'KC Chronicle'. This included an item on the recent TES Award for Student Support and a number of stories of student success.

***RESOLVED: to receive the report.***

**68. Risk Management Report**

The Director of MIS, IT and Risk presented a report on the College's Strategic Risk Register which had been reviewed and updated by the Risk Management Board (SLT).

No new risks had been added to the register since the previous report in December 2017 and 51 risks remained under management. The report included the key increases and decreases in risk exposure and the report summarised the reasons for these changes.

Members noted the additional financial planning risks and sensitivities identified in the report distributed earlier in the meeting by the Director of Finance. Mr Riley assured the Board that these would be incorporated at the next review.

***RESOLVED: to receive the report.***

**69. Use of Corporation Seal**

The Clerk presented a report on the use of the Corporation Seal in respect of a document relating to the land at Bradford Road, Dewsbury.

***RESOLVED: to ratify the use of the Corporation Seal.***

**70. Committee Minutes**

The Board received the minutes of the following committee meetings:

- (i) Finance Committee, 26 January 2018
- (ii) Search & Governance, 27 February 2018
- (iii) Safeguarding Working Group, 27 February 2018
- (iv) Audit Committee, 5 March 2018
- (v) Financial Recovery Task & Finish Group, 22 January 2018, 19 February 2018 and 7 March 2018

In addition, Mrs George reported verbally on the meetings of the QPS Committee of 12 March 2018 and the Search & Governance Committee of 16 March 2018 and the Committee's recommendation to appoint Mr Mukesh Varyani and Ms Ellie Hainsworth to the Board.

The Board supported the Clerk's recommendation for assigning the new members to Corporation committees.

**RESOLVED:**

- i. to accept the minutes and the recommendations therein;*
- ii. to appoint Mr Howard Linn, Mr Mukesh Varyani and Ms Ellie Hainsworth to the Corporation Board for a term to expire 31 March 2022.*

**71. Chair and Vice Chair Reports**

The Chair and Vice Chair reported on the significant amount of meetings they had attended over the past few weeks, primarily related to the Financial Recovery proposals.

**72. Publication of papers and Declaration of Confidentiality**

***RESOLVED: that the papers on KPMG Report, Estates, FE Commissioner's Recommendations and Recovery Plan, elements of the Principals report relating to finances and Curriculum Planning be treated as confidential under Clause 17(2)(d) of the Instrument of Government.***

**73. Date of next meeting**

Friday 18 May 2018, 3pm, at the Huddersfield Centre.

*The meeting closed at 6.25pm*