

Kirklees College Corporation

CORPORATION

**Minutes of a meeting held at 15.00 on 31 March 2023
in the Conference Suite, Waterfront Quarter, Huddersfield Centre and by video link**

Present:	Mr G Hetherington	Independent Governor (Chair)
	Dr A Conn	Independent Governor
	Mrs C George	Independent Governor
	Mr A Greaves	Staff Governor
	Mr D Harding	Independent Governor
	Mrs F Hussain-Butt	Independent Governor (by video link)
	Mr F Parvez	Independent Governor
	Mr C Robinson	Independent Governor
	Mr P Singh	Principal & Chief Executive
	Mr I Wainwright	Independent Governor (by video link)
	Mrs J Walters	Independent Governor
	Dr A Williams	Independent Governor

12/13 = 92%

KPI 80% Quorum: 6 (40%)

In Attendance:	Ms J Arechiga	Vice Principal Curriculum & Innovation
	Mr M Bennington	Vice Principal Corporate Operations
	Mr P Doherty	Vice Principal Finance & Resources
	Ms J Green	Director of Governance & Compliance (meeting clerk)
	Ms P Harrow	Assistant Principal Student Experience and DSL
	Ms H Rose	Director of External Relations

Item	Action/ Synopsis Item
PRELIMINARY ITEMS	
0	WELCOME AND INTRODUCTIONS
i	The Chair welcomed everyone.
1.1	NOTICE AND QUORUM
i	The meeting clerk confirmed that due notice of the meeting had been given, the requirement for all persons participating to be able to communicate with one another was satisfied and the meeting was quorate.
1.2	APOLOGIES FOR ABSENCE
i	Apologies were noted from Independent Governor Dr W Bailey. Independent Governor Mr M Varyani had resigned since the previous meeting due to moving abroad for work.
1.3	DECLARATIONS OF INTEREST
i	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.
2	APPROVAL OF PREVIOUS MINUTES
i	<u>RESOLVED:</u>
	(i) To approve the minutes of the Corporation's 16 December 2022 meeting and confidential minutes of the 1 February 2023 special meeting.

Item	Action/ Synopsis Item
3.1	MATTERS ARISING NOT ON THE AGENDA
i	There were no matters arising from the minutes.
3.2	UPDATE ON AGREED ACTIONS
i	The previous meeting's actions had not yet been addressed and would be rolled over.
ii	Action (rolled over): Quality, Performance & Standards Committee to: <ul style="list-style-type: none"> (i) Receive a report on the failure to retain over 200 16-18 students in 2022-23 and whether similar numbers were lost in previous years; (ii) Consider whether this should be monitored as a strategic risk; (iii) Discuss what is being done or could be done to mitigate the risk; (iv) Explore in more detail the underperformance in Apprenticeship income and retention in 2021-22; and (v) Discuss the strategy to overcome the threat to quality improvement posed by staff skill shortages and recruitment/retention issues and achieve 'Outstanding'.
iii	Action (rolled over): Audit Committee to review the threshold for Finance Committee involvement in capital projects.
4	CONSENT AGENDA APPROVALS
i	The meeting clerk presented the Consent Agenda, drawing attention to a late addition: the approval of the Members' Report and Financial Statements and two letters of representation for the external auditors RSM, which required sign-off.
	<u>Members' Report and Financial Statements</u>
ii	Vice Principal Finance & Resources Mr P Doherty ("PD") drew attention to the main changes from the version of the Members' Report and Financial Statements that was discussed in December. In particular, provision had been made for a possible funding clawback by the Department for Education due to the College's overperformance against its Restructuring Facility financial plan. If no clawback was ultimately made, or if a lower amount was reclaimed, there would be a credit back into the accounts. A prior year adjustment had also been made to the income & expenditure account and balance sheet to reflect the revaluation of the College's Pioneer House building, on the advice of the external auditor.
iii	PD said the impact of the changes was minimal; the external auditor had issued an unqualified opinion giving good assurance that there were no systemic errors; and the financial health score would remain 'Good'.
	<u>Clinical Governance</u>
iv	Another item on the Consent Agenda was an assurance paper informing Governors of the clinical governance the College had put in place to support the higher level of trauma first aid it was now training staff to deliver. The meeting clerk said a Governor had contacted the Head of Health & Safety to ask whether the College's insurers were aware of the College's activities and he had confirmed that they were - and were happy with the arrangement, seeing it as reducing risk.
v	<u>RESOLVED:</u> <ul style="list-style-type: none"> (i) To approve the use of the Consent Agenda as amended; (ii) That no items should be moved from the Consent Agenda to the Main Agenda;

Item		Action/ Synopsis Item
	<p>(iii)To approve all Items on the Consent Agenda.</p>	
vi	<p><u>Items approved/noted via the Consent Agenda:</u></p> <ul style="list-style-type: none">➤ 2023-24 Fees Policy approved;➤ Gender Pay Gap Report approved;➤ Health & Safety Policy and Procedure approved for Chair and Principal signature;➤ Clinical governance arrangements for trauma first aid noted;➤ Finance Committee change of name and amended terms of reference approved;➤ Director of Governance and Compliance Performance Objectives noted;➤ Independent Governors Mr F Parvez and Mrs F Hussain-Butt re-appointed, each for a second term of four years with effect from the end of their current terms;➤ Receipt of the Equality, Diversity & Inclusion Strategic Group minutes;➤ Ratify the use of the Corporation Seal;➤ Note the use of the Written Resolution Procedure;➤ Receipt of the 28 November Audit Committee minutes;➤ Receipt of the 30 November People, Culture & Governance Committee minutes;➤ External Auditors’ Letters of Engagement approved;➤ Annual Report and Financial Statements and the related reports and statements for year ended 31 July 2022 approved for signature;➤ Date of next meeting noted.	Synopsis Items 1-7
PRINCIPAL’S REPORT		
5	<p>PRINCIPAL’S REPORT</p>	
i	<p>The Principal Mr P Singh (“PS”) shared his report, opening with an account of an interaction between a tutor from the College’s Animal Care team and the lead Ofsted Inspector. The tutor’s advocacy for the College was agreed to exemplify the organisational commitment to creating opportunities and changing lives.</p>	
ii	<p>Responding to the rest of the Principal’s report, Governors noted:</p> <ul style="list-style-type: none">➤ The annual ‘Town Takeover’ with Huddersfield Town Football Club had gone well;➤ A celebration of the College’s corporate partnership with the Yorkshire Asian Business Association, attended by the Mayor of Leeds, was held on 30 January;➤ A Careers Fair at the Huddersfield Centre as part of Employability Week had provided an opportunity for students to network with local employers, including Calderdale & Huddersfield NHS, Lloyds Bank, Stafflex, and the Royal Air Force;➤ Following the Corporation’s January strategy day, a half day follow-up was planned;➤ A recent all-staff development day had focused on themes of safety and wellbeing, with speakers from the Local Authority and the Counter Terrorism Unit;➤ The Huddersfield Centre had been evacuated due to a bomb scare and, while this had gone smoothly with good levels of compliance from College students, some inaccurate reporting by the local newspaper had created unnecessary concern and had the potential to harm the College’s reputation. Discussions would need to take place with the newspaper as similar had happened previously. A key learning point was to consider at an early stage establishing a College communications hub.➤ Despite the Corporation approving staff pay increases at the 1 February special meeting, the UCU and UNISON trade unions had each declared a trade dispute. UCU had been out on ballot, indicating that strikes could take place between May and July, i.e. during the key exam period for many students.➤ According to the recently published Association of Colleges’ 2023 mental health	

Item	Action/ Synopsis Item
<p>iii</p> <p>iv</p> <p>v</p> <p>vi</p>	<p>survey, over nine in ten colleges were aware of attempted suicides by learners in the last 12 months, with 70 per cent reporting an increase in the frequency of occurrences. The College had been instrumental in shining a light on this risk.</p> <p><u>Greenhead and Huddersfield New Colleges</u></p> <p>The continuing relationship between the College and Huddersfield New College and the anticipated risks and benefits were discussed. Despite co-signing a joint letter refuting the need for a new elite sixth form in Kirklees and without informing the other colleges, Greenhead had submitted a bid to establish one.</p> <p><u>Capital Grant Funding</u></p> <p>PS said since he wrote his Principal's report, the College had received a substantial amount of capital funding; it had to be spent by March 2026. This would put it in a good position for the next phase of the facilities and estates strategy.</p> <p><u>College Performance relative to National Achievement Rates ('NAR's')</u></p> <p>The NARs had been published the previous day and the College had performed extremely well, with Apprenticeships 10% above the NAR. For Adult education, the College was above national average and in the top quartile among the West Yorkshire colleges. For 16-18 the College had maintained its position against a national backdrop of declining performance; this was agreed to be quite remarkable considering the high numbers of learners having to repeat maths and English. The College was second from the bottom in West Yorkshire but the performance gaps were tiny and the difference between top and bottom was negligible.</p> <p>The latest edition of KC Chronicle (an update on activities, events and achievements of staff and students) accompanied PS's report. PS drew attention to some key items.</p>
GOING CONCERN - MATTERS OF FINANCE, REGULATION, LEGAL ISSUES	
<p>5</p> <p>i</p>	<p><i>16.00 Assistant Principal Ms P Harrow joined the meeting.</i></p> <p>FINANCE COMMITTEE REPORT</p> <p>The Finance Committee's minutes had been circulated with the late mailing. The Committee's Chair Mr C Robinson presented them and the items of report were noted.</p>
<p>6</p> <p>i</p> <p>ii</p>	<p>VICE PRINCIPAL FINANCE & RESOURCES REPORT</p> <p>PD had introduced a rolling forecast each month, to better track performance against budget. Speaking to his report, which set out the favourable and unfavourable variances in both income and pay, he said this had removed the need for a mid-year review. Reminding Governors that the primary indicator of financial performance would be EBITDA¹, he said the College was forecasting to end the year slightly ahead of budget and Governors could expect the 'Good' financial health grade from the 2021-22 financial statements audit to be maintained.</p> <p>As the College continued to struggle to recruit and retain staff in certain areas, the Corporation had committed to exploring in more detail the reasons for this and how it might be further mitigated and this might form part of the away day discussions.</p>
Synopsis Item 8	

¹ 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.

Item	Action/ Synopsis Item
<p>7 VICE PRINCIPAL CORPORATE OPERATIONS REPORT</p> <p><u>Kirklees Build Project</u></p> <p>i Vice Principal Corporate Operations Mr M Bennington (“MB”) reported on the Kirklees Build project. It had suffered a setback: the original site (for the construction of 4k homes) had been deemed unfeasible and outside planning permission had now been granted at a new site in Chidswell, although there was still scope to site the project elsewhere. MB said funding for the project was to be spent by March 2025 and the Dewsbury Town Board had flagged this as a risk, as timescales had already slipped. With the Council about to go into purdah, there would likely be further delay.</p> <p><u>Apprenticeships</u></p> <p>ii There had been a national decline in employers offering apprenticeships, albeit Levels 6 and 7 had grown, taking a big chunk out of the Level 2 and 3 market. The College’s declining numbers mirrored the national picture. MB said there was widespread agreement among providers that something must be done to reduce the complexity and bureaucracy of apprenticeships; in particular, to allow apprentices to move easily between employers.</p> <p><u>Energy Costs</u></p> <p>iii The College had now completed procurement for both electricity and gas. Its new solar panels had generated 2.6 gigawatts of electricity, which was a positive outcome.</p> <p><u>Business Critical Performance Indicators (‘BCPI’s)</u></p> <p>iv The status of the BCPIs was noted.</p> <p>16.40 A 10 min break was taken. When the meeting resumed at 16.50, all re-joined.</p>	<p>Synopsis Item 9</p> <p>Synopsis Item 10</p>
SAFEGUARDING, WELFARE & MENTAL HEALTH	
<p>8 SAFEGUARDING COMMITTEE REPORT</p> <p>i The Committee Chair and Safeguarding Link Governor Mrs C George (“CG”) presented the minutes of the 8 March meeting and the items of report were noted.</p>	
<p>9 ANNUAL SAFEGUARDING REPORT 2021-22</p> <p>i Assistant Principal Student Experience Ms P Harrow (“PH”) presented the annual safeguarding report. This was received and the contents were noted. In line with the sector, the College had experienced a significant further increase in safeguarding incidents. Mental health referrals continued to dominate, with Foundation and Health & Social Care having the highest levels.</p> <p>ii A current area of concern was the level of safeguarding referrals per capita within the Apprenticeship provision. PH reminded Governors that the Corporation remained responsible for ensuring that safeguarding and the Prevent duty were rigorously enforced for those receiving provision under subcontracting arrangements. This included apprentices. She said providers were expected to ‘rigorously police’ any subcontracted provision; accordingly, the College worked closely with apprentice’s employers. It offered free training and provided policy documents and guidance which employers were expected to adhere to.</p> <p>iii Knife crime and sexual harm were key areas of focus nationally and were also key areas of concern for the College, which had seen an increase in referrals. It had responded robustly, including by providing workshops and initiatives to educate and raise awareness and resilience. PH said the increase in reporting was seen as a good sign - and hardly any of the offending was taking place inside the College.</p>	<p>Synopsis Item 11</p>

Item		Action/ Synopsis Item
iv	Commenting on the increasing caseload, CG (the Safeguarding Link Governor) said, while colleges took seriously their statutory and ethical responsibilities for safeguarding, they were not mental health service providers and they were chronically underfunded relative to the complex cases they were dealing with. The threshold for external services to become involved was constantly increasing and the situation was highly concerning. It was noted that the Association of Colleges was doing a lot of advocacy work in the area, campaigning for better funding for safeguarding work in colleges. PH said she planned to start RAG rating the College caseload, to gain a clearer picture of the levels and types of risk and support the case for more resource.	
THE STRATEGIC CONVERSATION		
10	UPDATE ON THE STRATEGIC PRIORITY: “EVERYONE UNDERSTANDS THE VALUE OF A RESTORATIVE, ANTI-RACIST AND TRAUMA AWARE COLLEGE”	Synopsis Item 12
i	PH presented a progress report on the strategic priority “Everyone understands the value of a restorative, anti-racist and trauma aware college”. She reminded Governors that the College was in the first stage of a three-year strategy to implement and embed restorative, anti-racist and trauma-informed practice across the business.	
ii	The College approach to achieving the 2022-23 priority had two key strands: staff development activity (both training and awareness-raising) and partnership working (for example with the Black Leadership Group ² , the Student Commission on Racial Justice ³ , and the West Yorkshire Violence Reduction Unit ⁴).	
iii	PH said staff engagement and feedback had been very positive. Data from a recent survey had shown that a high proportion of staff respondents already felt they understood the value of a restorative, anti-racist and trauma-aware college. Separate data would be collected for students at the next student survey point.	
17.30 Ms P Harrow left the meeting.		
GOING CONCERN - MATTERS OF FINANCE, REGULATION, LEGAL ISSUES		
11	AUDIT COMMITTEE REPORT	
i	The Audit Committee Chair Mrs J Clement-Walters presented the minutes of the meeting and the items of report were noted. She said the Committee had considered proposed changes to the College Risk Management Policy and Procedures – and these were recommended for Corporation approval.	
ii	An internal auditor beauty parade was planned for the following week; Governors would subsequently be asked to approve an appointment to commence August 2023.	
11A	RISK MANAGEMENT	
	<u>Review of Risk Management Policy and Procedure</u>	
i	PD presented proposed amendments to the College’s Risk Management Policy and Procedure designed to further improve on the already robust and effective framework. Governors recalled that a recent internal audit review of the Risk Management framework had yielded a ‘Substantial Assurance’ opinion (the highest level of assurance available). The Audit Committee, along with the external and internal auditor, had been consulted on the Policy and Procedure review.	

² <https://blackleadershipgroup.com/>

³ <http://leaders-unlocked.org/project/student-commission-on-racial-justice/>

⁴ <https://www.westyorks-ca.gov.uk/policing-and-crime/west-yorkshire-violence-reduction-unit/partners/>

Item	Action/ Synopsis Item	
ii	<u>RESOLVED:</u> (i) To approve the proposed changes to the College’s Risk Management Policy and Procedure (as detailed in the Vice Principal Finance & Resources report of 31.03.23) and to adopt the amended versions with immediate effect. <u>College Risk Register</u> Since the last reporting date, the College’s overall risk exposure had increased and none of the key risk scores had reduced closer to target. A key factor had been the need to divert resource to respond to the two complex funding audits, the FE Associates external quality review and the Ofsted inspection. PD said the outcome from the external audits/reviews would inform a forthcoming assessment of risk across a number of areas and this could result in an improved position after the next review. Several key risks had residual exposure scores which were a long way from target and this was agreed to be concerning, as it indicated that risks were not being managed to tolerance, that scoring was inaccurate, or that the target exposure scores the Corporation had set were not (or were no longer) SMART ⁵ . PD said the College would shortly begin moving its risk data from an Excel spreadsheet to a cloud-based risk management software package and it was agreed that this would prompt reflection.	Synopsis Item 13
iii		Synopsis Item 14
iv		
v	Action: As the College’s risk data is transferred to the cloud-based software, consider carefully the reasons for any significant gaps between residual exposure and target exposure scores.	RMG
QUALITY AND CURRICULUM		
12	QUALITY, PERFORMANCE & STANDARDS COMMITTEE REPORT	
i	The Corporation received a report from the Quality, Performance & Standards (“QPS”) Committee. At its recent meeting, it had discussed: <ul style="list-style-type: none">➤ The College’s experience of inspection under the new Ofsted Education Inspection Framework, which had been largely positive;➤ The positive assurance Ofsted’s findings had provided in terms of the effectiveness of the College’s quality improvement mechanisms;➤ The impact of recent interventions to address weaknesses in the quality of teaching, learning and assessment and the ongoing work in curriculum areas which were merely sustaining their existing grades, rather than improving;➤ The implications of anticipated curriculum reforms, which included risks around retention and progression - which the Finance Committee would need to be mindful of in overseeing financial planning and forecasting;➤ The College’s arrangements to quality assure the subcontracted provision and ensure that the quality of teaching, learning and assessment was good; and➤ The outcomes and support for High Needs and Vulnerable Learners.	
ii	Action: Circulate the QPS Committee minutes, once approved by the meeting chair.	JG
13	QUALITY, PERFORMANCE & STANDARDS	Synopsis Item 15
i	Vice Principal Curriculum & Innovation Ms J Arechiga (“JA”) and her team were warmly congratulated on the recent Ofsted outcome. JA shared some feedback from the inspectors which was agreed to be extremely positive. She said, if the College was to achieve ‘Outstanding’, the next key area of focus would be the 16-18 provision.	

⁵ Specific, Measurable, Achievable, Relevant, and Time-Bound

ii	The Director of External Relations Ms H Rose ("HR") briefed Governors on work to date on the annual accountability statement ⁶ . She said the Chambers had made slow progress on the Local Skills Improvement Plan and this was now not expected to be ready by the accountability statement deadline date of 31 May. To management's frustration, the Chambers were yet to produce any information about local skills needs that the College did not already have and, despite the strong emphasis on employer voice in the Skills for Jobs White Paper, there had been very limited consultation with employers. The Chambers had also focused entirely on technical skills, ignoring softer skills and English and maths. HR said even if the LSIP had not been published, the accountability statement would still need to be approved by Corporation by 31 May.	
iii	In response to a question, HR said she did not know whether the Chambers had come under any pressure from the Department; there had been some criticism from other stakeholders and some uncomfortable meetings. It was suggested that the College might contact the local MPs regarding the delayed Local Skills Improvement Plan.	
iv	It was noted that Ofsted had assessed the College as making a 'Reasonable' contribution to meeting local skills needs. Governors recalled that this was a new sub-judgement against which college's contributions could be graded either 'Limited', 'Reasonable' or 'Strong'. HR said the College was making good progress in this area, for example increasing the number of employer boards it facilitated.	
17.55 Mr I Wainwright left the meeting.		
ADMINISTRATION AND VOTE OF THANKS		
14	PUBLICATION OF AGENDA PAPERS	
i	<u>RESOLVED:</u> (i) All items marked as confidential on the Agenda shall be excluded from publication in accordance with clause 18.2 of the Instrument.	
15	VOTE OF THANKS	
i	The Corporation agreed to put on record its sincere thanks to outgoing Governors Ms M Carabine and Mr M Varyani, as well as to outgoing Vice Principal Corporate Operations Mr M Bennington, in particular for his leadership during the pandemic.	
PEOPLE, GOVERNANCE AND CULTURE		
16	PEOPLE, CULTURE & GOVERNANCE COMMITTEE REPORT	
i	The minutes of the People, Culture & Governance ("PCG") Committee were not yet available. The Committee had discussed: <ul style="list-style-type: none"> ➤ The Director of Governance's key objectives (approved per the Consent Agenda); ➤ The findings from the Vice Principal Finance & Resources probationary review; ➤ The structure of the senior team; ➤ The delay in producing a new Single Equality, Diversity, Inclusiveness & Belonging Scheme and reviewing the extent to which the previous Scheme was achieved; ➤ The Gender Pay Gap report (approved per the Consent Agenda); and ➤ Governor recruitment and the Corporation's skills needs. 	
ii	The PCG Committee had monitored compliance with the Code of Good Governance for English Colleges, as well as progress on the Governance Development Plan. Good progress was being made against the Plan and full compliance with all mandatory elements of the Code was expected to be achieved by the end of the year.	
iii	Action: Circulate the PCG Committee minutes, once approved by the meeting chair.	JG

⁶ <https://www.gov.uk/government/publications/esfa-college-and-local-authority-accountability-agreements>

EXECUTIVE EMPLOYMENT		
17.1	INVOLVEMENT OF STAFF AND STUDENT GOVERNORS	
i	<p><u>RESOLVED:</u></p> <p>(i) Pursuant to clause 13.5(d) of the Instrument, Staff Governors shall not receive the minutes or papers relating to Item 17;</p> <p>(ii) Pursuant to clause 13.9 of the Instrument, Student Governors should not receive the minutes or papers relating to Item 17.</p> <p>18.05 All non-Governors, except for the Director of Governance, left the meeting.</p>	
17.2	<p>VICE PRINCIPAL'S PERFORMANCE DURING HIS PROBATIONARY PERIOD</p> <p><i>This matter is considered confidential and is restricted to Independent Governors; therefore the discussion is recorded in a confidential annex marked Annex 1, 31.03.23.</i></p>	
18	CHAIR AND VICE CHAIR'S REPORTS	
i	The Chair and Vice Chair had been involved in the Ofsted inspection. During the same week, the Chair had travelled to London to attend the Association of Colleges Parliamentary Day of Action and had useful meetings with all four local MPs.	
ii	On 1 February, the Chair and Vice Chair had attended the College's annual 'strategic conversation' with the Education & Skills Funding Agency and FE Commissioner.	
19	GOVERNOR TRAINING AND ACTIVITIES	
i	No items were reported.	
20	THANKS AND CLOSE	
i	There being no further business, the Chair declared the meeting closed.	

SYNOPSIS		
#	Details	Min
1.	The 2023-24 Fees Policy was approved.	4vii
2.	The Gender Pay Gap Report was approved.	4vii
3.	An amended version of the Health & Safety Policy and Procedure was approved for signature by the Chair and Principal.	4vii
4.	The Finance Committee was renamed 'Finance and Resources Committee' and amended terms of reference were approved.	4vii
5.	Independent Governors Mr F Parvez and Mrs F Hussain-Butt were re-appointed, each for a second term of four years with effect from the end of their current terms.	4vii
6.	The External Auditors' Letters of Engagement were approved.	4vii
7.	The Annual Report and Financial Statements and the related reports and statements for year ended 31 July 2022 were approved for signature.	4vii
8.	A report on financial performance was received and discussed.	6
9.	The Corporation receive an update report on the Kirklees Build Project.	7i
10.	A report on the Business Critical Performance Indicators was received and discussed.	7iv
11.	The annual safeguarding report was received and the contents were noted.	9i
12.	The meeting received a progress report on the strategic priority "Everyone understands the value of a restorative, anti-racist and trauma aware college".	10
13.	The Corporation approved changes to the College's Risk Management Policy and Procedure.	11Ai i
14.	A report on the status of the key strategic risks was presented and discussed.	11A
15.	The Committee received a report on quality, performance and standards, which included discussion of the recent Ofsted inspection findings, and progress on and issues with the production of the annual accountability statement.	13