

## KIRKLEES COLLEGE CORPORATION

### PEOPLE, CULTURE & GOVERNANCE COMMITTEE

**Minutes of a meeting held from 0930-1200 on 28 February 2024**

**Held in HA05009, Waterfront Centre, Huddersfield**

Present	G Hetherington	Independent Governor (Chair)
	A Conn	Independent Governor
	C George	Independent Governor
	C Robinson	Independent Governor
	P Singh	Executive Governor

85%

KPI 80% Quorum: 3 (60%)

In Attendance:	P Lucarz	Executive Director People & Culture (Items 1 - 5)
	C Tague	Director of Governance & Compliance

#### Item

#### Action/ Synopsis Item

PRELIMINARY ITEMS		
<b>1</b>	<b>WELCOME AND INTRODUCTIONS</b>  The Chair welcomed everyone to the meeting.	
<b>2.1</b>	<b>NOTICE AND QUORUM</b>  Due notice of the meeting had been given and the meeting was quorate.	
<b>2.2</b>	<b>APOLOGIES FOR ABSENCE</b>  Apologies were received from A Williams.	
<b>2.3</b>	<b>DECLARATIONS OF INTEREST</b>  No interests were declared.	
<b>3.1</b>	<b>APPROVAL OF PREVIOUS MINUTES</b>  <b>RESOLVED:</b> The minutes of the meeting held on 9 October 2023 were approved as a correct record.	
<b>3.2</b>	<b>MATTERS ARISING NOT ON THE AGENDA</b>  There were no matters raised.	

Item		Action/ Synopsis Item
<b>3.3</b>	<p data-bbox="225 226 715 255"><b>UPDATE ON AGREED ACTIONS</b></p> <ol data-bbox="225 300 1366 972" style="list-style-type: none"> <li>1. Revisit the EDI objectives and consider narrowing the scope of some of the broader ones, to focus on specific, particularly disadvantaged groups – verbal update under Item 4.</li> <li>2. To explore possible approaches to self-appraisal/reflection for Governors – to be considered under Item 7.</li> <li>3. Invitations to the trauma informed practice sessions to be sent to Governors – actioned.</li> <li>4. Send out a written resolution proposing the appointment of Carol Tague as the Corporation’s new Director of Governance and Compliance - actioned.</li> <li>5. To review and document the procedure for senior post holder performance review and bring it in written form to the Committee – agenda item 8.</li> <li>6. Senior post holder remuneration to be on the 20 February 2024 Agenda – to be considered June 2024.</li> </ol>	
<b>People &amp; Culture</b>		
<b>4</b>	<b>GENDER, DISABILITY &amp; ETHNICITY PAY GAP REPORT 2022/23</b>	
4.1	P Lucarz (PL), Executive Director People and Culture presented the Gender, Disability, & Ethnicity Pay Gap Report for the financial year 2023 prepared in accordance with the Equality Act 2010 (Gender Pay Gap Information) Regulations.	
4.2	Members were advised that the gender pay gap was due to men and women working in different roles which had different salaries due to non-discriminatory factors and not because men and women were paid differently for the same or equivalent work.	
4.3	In terms of potential targeted actions, it was noted that plans were being implemented to improve the collection of workforce data, which in conjunction with local community and benchmarking data, would ensure that any targeted actions were informed by intelligence.	
4.4	The Committee were assured that adequate recruitment and progression processes were in place and welcomed plans to improve the clarity of workforce data for analysis.	
<b>4.5</b>	<b>Action &amp; Corporation report:</b> The Gender, Disability and Ethnicity Pay Gap Report 2022/23 is recommended for approval.	

<b>5</b>	<b>ANNUAL REPORT PEOPLE AND ORGANISATIONAL DEVELOPMENT 2022-2023</b>	
5.1	P Lucarz (PL), presented the People & Organisational Development Annual Report 2022/23. which outlined the achievements of the People department over the past 12 months and the future strategic focus.	
5.2	In presenting the report, PL outlined a number of key highlights which included the appointment of a Systems Analyst, operating system efficiencies, talent management and recruitment, leadership and staff development, as well as challenges presented by the number of investigations and their increasing complexity.	
5.3	In discussing the report, it was acknowledged that the department had experienced a challenging 12-18 months and the Committee were advised that learning and development was a priority to ensure a high performing learning culture. Structurally, work was ongoing to develop more focused roles with clear deliverables and optimal flexibility.	
5.4	The focus on leadership rather than management training was questioned and it was noted that the leadership programme encompassed practical skills application as well as the theoretical framework. A member asked whether this training could be opened up to governors.	
5.5	In discussing the pay review, it was recognised that it was important not to lose sight of the next year review. PS advised that he had met with the AoC who had confirmed that the sector's response was to carry on with a national rather than local position.	
5.6	It was acknowledged that whilst the staff survey results were disappointing, they presented a snapshot in time and other measures such as PDRs indicated that staff were positive about the college. Given this, the value of such a survey was questioned and whether other methods such as focus groups might provide a more meaningful result. It was agreed that PL would discuss with SLT and the management team and report to the Corporation.	<b>PL</b>
5.7	In discussing the creation of a 3 year People Strategy, the need to pull together the raft of strategies into a cohesive timeframe was raised. In response PS acknowledged that the differing timeframes felt disjointed and SLT would be working to pull together progress against the strategic goals during 2024-25.	
5.8	The underutilisation of the apprenticeship levy raised by a committee member was acknowledged.	
5.9	Discussion took place as to whether the Vice Principals should attend the Committee and it was agreed that officer attendance should remain limited to as and when required for a specific item.	
5.10	In concluding the discussion, PL sought the Committee's approval to take revisions to the Disciplinary and Grievance Procedure directly to the	<b>PL</b>

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5.11	<p>Corporation for consideration due to timescales and the need to address the high workload and general inefficiencies of the current document. The proposed revisions would see the approach move from prescriptive and verdict based to one clear, legally compliant policy based on mediation and dialogue. Members agreed that the revised policy should be circulated to the Committee electronically for comment, prior to consideration by the Corporation.</p> <p><b>Action:</b></p> <ol style="list-style-type: none"> <li>1. The approach to ascertaining the views of staff be reviewed and the outcomes taken to a future meeting of the Corporation; and</li> <li>2. The revised Disciplinary and Grievance Procedure be circulated to the Committee electronically for comment prior to consideration by the Corporation.</li> </ol>	<p><b>PL</b></p> <p><b>PL</b></p>
1030	<i>P Lucarz left the meeting.</i>	
<b>Governance</b>		
<b>6</b>	<b>CORPORATION MEMBERSHIP AND SUCCESSION PLANNING</b>	
6.1	C Tague (CT) Director of Governance & Compliance, presented a report which outlined a number of areas for consideration in relation to the Corporation membership, including recruitment and succession planning.	
6.2	In reviewing the current committee membership, the need to recruit new independent governors in the short term, preferably with a background in property, legal, sustainability and/or finance, was acknowledged. The benefits of appointing co-optees was also highlighted, both in adding value to the work of committees and the potential to develop as future governors.	
6.3	With regards to membership of the Finance and Resources Committee, it was agreed that the co-opted Independent Governor be approached to ascertain whether they could continue on the Finance & Resources Committee for the remainder of the academic year on the understanding that new governors were actively being sought.	<b>CT</b>
6.4	In terms of the vacancy arising from the current Chair's end of term, it was agreed that expressions of interest would be sought from QPS committee members as to the position of Chair which would become vacant from 31 March 2024.	<b>CT</b>
6.5	Whilst the succession planning policy outlined at Appendix 2 was agreed to be put forward to the Corporation and the recruitment plan set out at Appendix 3 noted, it was felt further consideration was required as to the approach to recruitment for the positions of Chair and Vice-Chair and the Committee asked that an options paper be brought to the next meeting, to include an analysis of approaches taken by other colleges who had recently recruited to the position of Chair.	<b>CT</b>

Item		Action/ Synopsis Item
6.6	The need to be clear on the College's strategic plans and approach over the longer term period was also acknowledged, given that any external recruitment would be against that strategy.	
6.7	In concluding the discussion, it was proposed that the Chair meet with governors on an individual basis for an informal discussion as to their role, term of office and any future ambitions as a governor, in order to inform succession planning activities.	<b>Chair</b>
6.8	<p><b>Actions:</b></p> <ol style="list-style-type: none"> <li>1. The co-opted Independent Governor be approached to ascertain whether they could continue on the Finance &amp; Resources Committee for the remainder of the academic year;</li> <li>2. Expressions of interest to be sought from QPS committee members as to the position of Chair which would become vacant from 31 March 2024;</li> <li>3. Recruitment activities to commence to fill the 2 vacant Independent Governor positions and increase the number of co-optees; and</li> <li>4. A report outlining a range of options for recruitment to the position of Chair and Vice-Chair be brought to the next meeting of the Committee.</li> <li>5. The Chair to meet with governors on an individual basis for an informal discussion as to their role, term of office and any future ambitions as a governor, in order to inform succession planning activities.</li> </ol>	<p><b>CT</b></p> <p><b>CT</b></p> <p><b>CT</b></p> <p><b>CT</b></p> <p><b>Chair</b></p>
<b>7</b>	<b>CALENDAR OF MEETINGS 2024-25</b>	
7.1	C Tague (CT), presented a paper which set out the current Corporation and committee meeting schedule in order to identify any potential scheduling improvements for the preparation of the calendar for the 2024-25 academic year.	
7.2	In discussing the need to establish a set day and time for meetings of the Corporation, members referred to the historical scheduling on Friday afternoons and whether this made attendance easier for working governors. It was agreed that Governors would be polled as to their preferred day for attendance.	
7.3	The need to review the schedule for pinch points and to facilitate more timely reporting of committees to the Corporation was acknowledged.	
7.4	<b>Action:</b> A poll be sent out to all Governors as to their preferred day for the holding of Corporation meetings.	<b>CT</b>

Item		Action/ Synopsis Item
<b>8</b>	<b>PROCEDURE FOR SENIOR POST HOLDER REVIEW</b>	
8.1	C Tague (CT) presented a paper which set out the procedure for senior post holder performance review as requested by the Committee at its' meeting on 9 October 2023.	
8.2	In considering the procedure, members agreed that the procedure should include a fixed point in time for mid-year reviews and should be scheduled for the Committee's meeting in Term 2 (usually February).	
<b>8.3</b>	<b>Action:</b> Senior Post Holder mid-year reviews be scheduled for the February meeting of the Committee on an annual basis.	<b>CT</b>
<b>9</b>	<b>CODE OF GOOD GOVERNANCE COMPLIANCE 2023</b>	
9.1	C Tague (CT), presented a paper which set out that compliance against the current Code of Good Governance was now assessed as RAG rated Green, with the exception of the criteria in relation to the implementation of college policies in partnerships and sub-contracting arrangements which was rated as Amber.	
<b>9.2</b>	<b>Action &amp; Corporation report:</b> The Committee agreed that there was a high level of assurance in respect of compliance with the Code of Good Governance for English Colleges.	
<b>10</b>	<b>ADOPTION OF NEW CODE OF GOOD GOVERNANCE</b>	
10.1	C Tague (CT), presented a report in relation to the new AoC Code of Good Governance for English Colleges and whether this should be adopted by the Corporation. The report referenced the Colleges Accounts Direction stipulation that all corporations must comply with at least one of the following codes: <ul style="list-style-type: none"> <li>• Charity Governance Code (endorsed by the Charity Commission)</li> <li>• Code of Good Governance for English Colleges (developed the AoC)</li> <li>• The UK Corporate Governance Code 2018</li> </ul>	
10.2	In considering the various Codes, the Committee welcomed the approach and principles outlined within the AoC Code and that it was a code by the sector for use by the sector.	
10.3	CT highlighted that whilst additional work would be required to review practice against the new Code, it provided an opportunity to review and re-evaluate to ensure that governance continued to operate as effectively as possible. It was also timely in that the College would be required to commission an external review towards the end of 2024, so re-assessment against the new Code would provide the groundwork for that process.	
<b>10.4</b>	<b>Action &amp; Corporation report:</b> To recommend the new AoC Code of Good Governance for English Colleges adoption.	

Item		Action/ Synopsis Item
<b>11</b>	<b>CORPORATION STRATEGIC SESSION 26 APRIL 2024</b>	
11.1	P Singh proposed that the forthcoming strategic session would focus on strategic planning for 2024-25, including proposals as to direction of travel, governance output and ownership of priorities.	
11.2	It was agreed that the outcomes as to progress in achieving the strategic goals 2023-24 would be included in the session and that the Principal's soon to be published ETF blog regarding the current political and national context, would be circulated with the background papers in advance of the session.	
<b>11.3</b>	<b>Action:</b> The Corporate Strategic Session on 26 April 2024 to include progress on goals and priorities 2023-24, with background papers, including the Principal's recent blog, to be circulated in advance of the session.	<b>PS/ CT</b>
<b>Administration</b>		
<b>12</b>	<b>DATE OF NEXT MEETING</b>  18 June 2024 at 1100	
<b>13</b>	<b>PUBLICATION OF AGENDA PAPERS</b>  <b>RESOLVED:</b> Items marked as confidential on the meeting agenda shall not be published.	
	<b>CLOSE</b>  There being no further business, the Chair declared the meeting closed at 1215. .	

AGREED ACTIONS				
	Who	Action	Min	By
1	PL	The approach to ascertaining the views of staff be reviewed and the outcomes taken to a future meeting of the Corporation.	5.11	TBC
2	PL	The revised Disciplinary and Grievance Procedure be circulated to the Committee electronically for comment prior to consideration by the Corporation.	5.11	11/3/24
3	CT	The co-opted Independent Governor be approached to ascertain whether they could continue on the Finance & Resources Committee for the remainder of the academic year;	6.8.1	11/3/24
4	CT	Expressions of interest to be sought from QPS committee members as to the position of Chair which would become vacant from 31 March 2024;	6.8.2	11/3/24
5	CT	Recruitment activities to commence to fill the 2 vacant Independent Governor positions and increase the number of co-optees; and	6.8.3	ASAP
6	CT	A report outlining a range of options for recruitment to the position of Chair and Vice-Chair be brought to the next meeting of the Committee.	6.8.4	18/06/24
7	Chair	The Chair to meet with governors on an individual basis for an informal discussion as to their role, term of office and any future ambitions as a governor, in order to inform succession planning activities.	6.8.5	ASAP
8	CT	A poll be sent out to all Governors as to their preferred day for the holding of Corporation meetings.	7.4	11/3/24
9	CT	Senior Post Holder mid-year reviews be scheduled for the February meeting of the Committee on an annual basis.	8.2	18/06/24
10	PS/ CT	The Corporate Strategic Session on 26 April 2024 to include progress on goals and priorities 2023-24, with background papers, including the Principal's recent blog, to be circulated in advance of the session.	11.3	15/4/24



Items of Report for Corporation		
	Details	Min
1	The Gender, Disability and Ethnicity Pay Gap Report 2022/23 is recommended for approval.	4.5
2	<p>The Committee discussed the annual People and Organisational Development Annual Report 2022/23 and welcomed the clear direction and support outlined by the Executive Director, People and Governance.</p> <p>The Committee questioned whether the annual staff survey was the most meaningful way of determining levels of staff satisfaction and asked that the approach to ascertaining the views of staff be reviewed and the outcomes taken to a future meeting of the Corporation for consideration.</p>	5.6
3	<p>The Committee considered a report in relation to Corporation membership and succession which highlighted that the term of office for 6 governors was due to expire in the next 12-18 months. Given that the Standing Orders now allow for up to 15 Independent Governors to be appointed at any one time, it was agreed to commence activities to recruit 2 new governors at the earliest opportunity and recommend the Succession Planning Policy for approval.</p> <p>The value of co-optees to the work of the Corporation's committees was acknowledged and it was agreed to make efforts to increase the current cohort.</p> <p>In discussing succession planning for the Chair and Vice Chair roles, the Committee asked that a paper setting out potential recruitment options be brought to the next meeting of the Committee.</p> <p>The Committee recommends that the Chair of the Corporation meet with governors on an individual basis to informally discuss their role, term of office and any future ambitions as a governor to inform future succession planning activities.</p>	Item 6
3	There is a high level of assurance in respect of compliance with the Code of Good Governance for English Colleges which is now assessed as RAG rated Green, with the exception of the criteria in relation to the implementation of college policies in partnerships and sub-contracting arrangements, which is rated as Amber to allow time for the policies implemented to embed and be monitored by the Safeguarding and Quality, Performance and Standards Committees.	9.2
4	The Committee considered a report in relation to the new AoC Code of Good Governance for English Colleges and recommend the Code for adoption.	10.4