

**MINUTES OF THE MEETING OF THE CORPORATION MEETING
HELD: on Thursday 21 March 2024 at 16:00 hours in
4F07 DHB Boardroom**

Present:	In Attendance:
John Williams (Chair)	Sarah Cooper (Director of People Services)
Paul Birtles (Vice Chair)	Alina Khan (Vice Principal Equality, Diversity, Inclusion & Student Experience) (via MS Teams)
Billy Khokhar (via MS Teams)	Chris Malish (Vice Principal Finance & Corporate Services)
Chris Webb (CEO)	Asa Gordon (Vice Principal Curriculum)
Emmanuel Osei Boateng	Marc Gillham (Chief Information Officer)
Lendy Ho (via MS Teams)	Sarah Applewhite (Vice Principal Quality, Teaching & Learning)
Umar Rafique	Sarah Towan (Vice Principal Reputation & Communications)
Fiona Thompson	Liz Leek (Senior Executive Advisor)
David Fearnley	Allison Booth (Clerk)
Cuthbert Pazvakavambwa	Rachel Henry (Assistant Clerk)
Barbara Mangan	
Apologies	
Bulbul Barrett	
Sharon West	
Lynette Leith	
Adam Faisal	
Tiffany Lythgow	
Richard Woods	
Taqi Ali	

The quorum was 8 governors

L/J Denotes the time a Governor left/joined the meeting

Item		Action
Housekeeping		
1.	Chair's Welcome and Introductions	
1.1	The Chair welcomed Barbara Mangan to her first Corporation meeting and introductions were made.	
2.	Apologies for Absence, Disclosures of Interest and Written Resolution(s), Chairs action and use of the seal	
2.1	Apologies for absence were noted for Bulbul Barrett, Sharon West, Lynette Leith, Adam Faisal, Richard Wood, Taqi Ali and Tiffany Lythgow.	
2.2	There were no disclosures of interest.	

<p>2.3</p> <p>2.4</p> <p>2.5</p>	<p><u>Written Resolution</u></p> <p>A Written Resolution was passed on 22 January 2024 appointing Barbara Mangan as an independent governor for a term of four years from 1 February 2024 and that she also joins the Audit Committee.</p> <p><u>Chairs action</u></p> <p>There had been no use of the Chairs action since the last meeting.</p> <p><u>Use of the seal</u></p> <p>The seal was applied and authenticated by John Williams (Chair) and Chris Webb (CEO) on 18 December 2023 to sign:</p> <ul style="list-style-type: none"> • Future Technology Centre Stage One Design (Morgan Sindall). <p>The seal was applied and authenticated by John Williams (Chair) and Chris Webb (CEO) on 4 January 2024 to sign:</p> <ul style="list-style-type: none"> • Grant Funding Agreement- WYCA & Bradford College- Adult Education Budget 23-24. • Design & Build Contract-Tilbury Douglas & Bradford College. <p>The seal was applied and authenticated by Lendy Ho (CSIG Chair) and Chris Webb (CEO) on 20 February 2024 to sign:</p> <ul style="list-style-type: none"> • JCT 2016 Minor Works Building Contract with Contractors Design (MWD)- Morgan Sindall. <p>The seal was applied and authenticated by John Williams (Chair) and Chris Webb (CEO) on 14 March 2024 to sign:</p> <ul style="list-style-type: none"> • West Yorkshire Combined Authority & Bradford College relating to the Grant Agreement for the Multiply Grant Funding agreement 23-24. 	
<p>3.</p> <p>3.1</p>	<p>Minutes of the meeting held on 14 December 2023.</p> <p>The minutes of 14 December 2023, including the confidential annex were approved as an accurate record to be signed by the Chair.</p>	
<p>4.</p> <p>4.1</p>	<p>Matters arising</p> <p>The Matters Arising Report was reviewed and it was noted that all items were complete.</p>	

Strategic Discussion

5.

Ofsted Session with Liz Leek

5.1

Liz Leek (Senior Executive Advisor) delivered an interactive session for Governors on the 'Glory of Governance'.

Members were asked to consider the Governance Principles of the AOC Further Education Code of Good Governance:

- Determination of aims and strategic oversight
- Responsibility and accountability
- Leadership and integrity
- Collaboration and stakeholder engagement
- Regulatory compliance
- Board and organisational effectiveness

Governors were encouraged to think of an exemplar of 'the triangle' including an evidence source they had experienced as a governor, how this was experienced and now they ensured that they understood and trusted the source.

J/LH

Members considered the various evidence sources they have to hand:

- Strategic Objectives
- Strategic Seminar
- Board Papers
- Link Meetings
- Local Media
- National Media
- Their own experience as a Governor
- College visits – remaining informed and attentive

Governors engaged in discussions on how they triangulate their experience of the College. This included gaining student and staff feedback, involvement with the Self-Assessment Reports, engaging in the Strategic Planning Event, touring the College and attending Committee and Corporation meetings.

Members were encouraged to think about how they could describe Bradford College students and the examples they could give of their success.

Governors were asked to think about building their own 'Governance lexicon' and encouraged to 'magpie' ideas when moving around the College:

5.2	<ul style="list-style-type: none"> • EIF EHCP Demographics Skills Judgement • Social Capital Cultural Capital • Safeguarding Prevent Skills • Equity • Fiercely Ambitious <p>Members were asked to consider a key aspect of the session they would like to take away and the areas in which they would appreciate any additional support.</p> <p>ACTION: The Clerk to collate key aspects of the session that Governors wanted to take away and any areas requiring any additional support.</p>	Clerk
Effective Governance (SR2, SR8, SR9)		
6.1	<p>6. Chief Executive Officer's Report</p> <p>The CEO signposted the Governors to the following papers as part of the pack, highlighting their importance:</p> <ul style="list-style-type: none"> • Management Accounts Summary & Commentary • Estates Plan • People Strategy Update (Trade Unions) • Employer & Skills Judgement 	
Link Governor		
7.1	<p><u>Link Governor Visit – IT/Digital</u></p> <p>The Link Governor had been given a tour of the digital provision in the David Hockney Building by the CIO and Head of IT and Cyber Security and noted the remarkable progress achieved and its impact on the College's overarching digital landscape.</p> <p>The newly established specialised labs were beyond expectation and their pivotal role in steering the college's digital evolution was recognised.</p> <p>The Link Governor enjoyed engaging with students from a range of courses and learnt more about e-gaming and the connected industry.</p> <p>The Link Visit involved discussions about forward-thinking plans for the estate, with emphasis placed on a digital-centric approach designed to elevate the college experiences of both students and staff.</p> <p>A comprehensive overview of Cyber Security risks specific to the College was provided. Also, details of the proactive measures the</p>	

	<p>team is undertaking to safeguard against these risks; emphasising the importance of fostering a culture that promotes cyber security awareness as a pivotal asset in ensuring the college's security.</p> <p>The tour offered a glimpse of the strategic roadmap around digital transformation and the Link Governor encouraged members to engage in Link Visits as they provided invaluable insight and provided opportunities for triangulation of information.</p>	
8.	<u>Data dashboard</u>	
8.1	<p>The CIO presented the data dashboard highlighting that it was an update on activity in Q2 and that the finance figures were in draft form.</p> <p>Members were advised that the post-qualification destination data was collated by an external company and the findings were expected to be delivered by Q2. However, a lower-than-expected turnout of learners had led to an extension of the date for the collation period. This had now been completed and the College had just received the first set of data. This would now be analysed, along with internal progression data, ahead of Q3.</p>	
Committee Reports		
9.	Search and Governance Committee – 18 January 2024	
	The Chair of Search & Governance provided an update on:	
9.1	a) Draft minutes of meeting – 18 January 2024	
	These were included in the pack for information and background	
9.2	b) Draft Annual ED&I Report	
	The Draft Annual ED&I Report covered a wide range of issues, it also included data from the Safeguarding report. The S&G Chair advised that the Annual ED&I Report 2022-23 was an excellent report and encouraged fellow members to read it. The VPEDI&SE had been asked to share this with the Local Authority and ESFA.	
9.3	c) ED&I Policy	
	The S&G Committee had requested that the Mission and Vision of the College were added to the Policy to link with the College Values. The S&G Committee recommend approval of the ED&I Policy to the board.	
9.4	RESOLVED: That the ED&I Policy is approved.	

9.5	<p>d) External Board Review update and next steps (verbal)</p> <p>The Chair advised that the External Board Review was under way and that two Committees had already been observed; the May Corporation being the final observation. The final report would be presented at July Corporation where the reviewer would be on hand to respond to any questions.</p> <p>Members were encouraged to complete the External Board Review survey which was due on Wednesday 27 March 2024.</p>	
10.	<p>Finance & General Purposes Committee – 1 February 2024 and 14 March 2024</p> <p>The Chair of Finance & General Purposes Committee provided an update on:</p> <p>10.1 a) Minutes of meetings – 1 February 2024 & draft minutes of 14 March 2024 (Inc CSIG mins 5 December 2023 & 5 February 2024)</p> <p>These were included in the pack for information and background.</p> <p><i>An amended version of 5 February 2024 F&GP minutes would be republished on the college website after a request was made to make a slight correction in wording.</i></p> <p>10.2 b) Q1 Financial forecast</p> <p>Following the first performance review process and Q1 financial forecast, the College had produced a revised financial forecast for 2023/24 and provided analysis of the variances to the plan signed off in July 2023. The VPF&CS informed members that the College was on target to deliver its financial objectives.</p> <p><i>L/UR</i></p> <p>10.3 c) Annual Treasury Management Report</p> <p>Early in 2023, the College negotiated with Lloyds Bank to receive interest on cash balances in the current account at a rate of 3.9%, whereas previously no interest was being paid on current account balances. This would result in additional bank interest income of £300k during 2023-24, which offsets the majority of the additional interest costs of the variable loan.</p> <p>10.4 d) Student recruitment update</p> <p>A brief overview was given on the current year position for 2023-24.</p>	

10.5	<p>Q. Can you provide some insight into the new funding coming in to help with the increase in L1 and L2 learners needing to resit Maths and English GCSE?</p> <p>A. The new allocation we have received in DfE funding streams is higher than in previous years. However, the increase will not fully cover the expectations on delivery. This requires a cross-Committee focus, as there is a need to ensure that the student experience in English and Maths and other qualifications is maintained. A paper will be presented at the next F&GP and Q&S Committees on the potential impact.</p>	
10.6	<p>e) Estates Plan update</p> <p>Following the growth in student numbers, options were explored as to how best to accommodate this growth within the Estate. The accepted position has been to move PLW students into the ATC. In terms of cost, a draft budget had been set at £500k to deliver this, which would be funded from the additional £1,890k allocation due to student growth.</p> <p>Therefore, the F&GP Committee had approved the new budget of £500k of internal funding to support the move of PLW students into the ATC building.</p>	
10.7	<p>f) Removal of lowest salary scale (verbal)</p> <p>In April the new national minimum wage would come into effect, which would be £22,071 annually and would cost annually £57k, with the difference between the two lowest pay scales being £123. Therefore, after a year in post, those members of staff on the lowest scale point would receive an incremental increase of 0.05%. Whereas all other staff in receipt of an increment would receive 2.9%.</p> <p>Therefore, the F&GP Committee had approved that the lowest scale point be removed, which could incur a further £15k annually above the £57k that would be incurred.</p>	
10.8	<p>g) Bradford Energy Network</p> <p>Bradford Energy Network ('BEN'), a planned Low-to-Zero Carbon (LZC) district heating network is being developed for the city centre, which will allow Bradford College to connect and access low-to-zero carbon heating. The College submitted a SALIX bid to provide the infrastructure costs and connection costs; this was successful with the amount being £2,657k, with a required match of £364k and forms part of the Heat Decarbonisation Plan that was created in 2021/22,</p>	

10.9	<p>with a key part of reaching net zero being the decarbonisation of heat.</p> <p>The successful Salix bid will enable two Bradford College buildings, the David Hockney Building ('DHB') and the Advanced Technology Centre ('ATC'), to connect to BEN. The works covered include the heat network connection, emitter upgrades, insulation of pipework and substation upgrades, and will enable all buildings to operate efficiently at a 60C secondary flow temperature. As a result, the College will incur additional annual costs of £76k, based on current estimates of future energy costs.</p> <p>In the timeline in the College's original Heat Decarbonisation Plan, DHB and ATC were to be connected in 2033 and 2035. Connecting to BEN would bring their decarbonisation forward around 7 to 9 years. It would also reduce the College's annual carbon footprint by 80.3 tonnes, or 5.8% of the total.</p> <p>The F&GP Committee had approved to accept the £2.66m Salix grant awarded for the essential connection and upgrade works to the David Hockney Building and the Advanced Technology Centre, in order to make substantial progress towards achieving the College's Net-Zero target.</p> <p>h) Inprint and Design Limited Update (verbal)</p> <p>The F&GP Chair drew members attention to the Inprint and Design AGM and Board Meeting Minutes provided in under 15.1 and advised of their confidential nature.</p>	
11.	<p>Audit Committee – 29 February 2024</p> <p>In the absence of the Audit Committee Chair, Emmanuel Osei Boateng provided an update on:</p> <p>11.1 a) Draft minutes of meeting – 29 February 2024</p> <p>These were included in the pack for information and background.</p> <p>11.2 b) Internal Audit Reports:</p> <p>The following internal audit reports were shared with the Corporation for information and assurance.</p> <ul style="list-style-type: none"> i. Safeguarding (SUBSTANTIAL assurance) ii. HR Management (SUBSTANTIAL assurance) 	

	<p>iii. Key Financial Controls- Payroll, Expenses and Credit Cards (SUBSTANTIAL assurance)</p> <p>It was acknowledged that the three substantial ratings were a good outcome.</p> <p>11.3 c) RSM / External Audit Re-tender timescales – for approval</p> <p>In line with the Corporation’s Policy for the engagement of audit services, which required the retendering of the contract for external audit on a 5-yearly cycle, it had been agreed in June 2022 that the contract with RSM UK Audit LLP be extended for 24 months until 31 July 2024. The Committee had discussed the timeline of the External Audit re-tender and agreed that RSM should complete their fifth and final year and that the College would then go out to re-tender in January 2025. This is recommended to Corporation for approval.</p> <p>11.4 RESOLVED: That RSM complete their fifth and final year and that the College would then go out to re-tender in January 2025 be approved.</p> <p>11.5 d) Risk register update – for recommendation</p> <p>A request had been made on behalf of the Remuneration Committee to add the potential strategic risk as a result of a Senior Post Holder leaving the organisation and any prospective recruitment involved should be monitored.</p> <p>11.6 RESOLVED: The proposed change to the Risk Register is accepted and approved by the Corporation.</p>	
<p>12.</p> <p>12.1</p> <p>12.2</p> <p>12.3</p>	<p>Quality & Standards – 7 March 2024</p> <p>The Vice Chair of the Quality & Standards Committee provided an update on:</p> <p>a) Draft minutes of meeting – 7 March 2024</p> <p>These were included in the pack for information and background</p> <p>b) Bradford LMI Report</p> <p>Q&S Members had acknowledged that this was a fascinating paper and had agreed that the Bradford LMI Report paper should be shared with the wider Corporation for information.</p> <p>c) Draft Accountability Statement</p>	

	<p>The VPC had presented the Draft Accountability Statement to the Quality & Standards Committee who were recommending to the Corporation for approval.</p>	
12.4	<p>RESOLVED: The Draft Accountability Statement is approved, subject to final proof reading.</p>	
12.5	<p>d) Designate a Link Governor - Employer Engagement</p> <p>The Vice Chair of the Quality & Standards Committee advised there was a need to designate a Link Governor or Governors for Employer Engagement. The Link Governor(s) for Employer Engagement would take on an ambassadorial role and be an external influencer. The role would provide an invaluable opportunity to engage with both the College and the business community and members were encouraged to consider putting themselves forward.</p>	
12.6	<p>RESOLVED: That a Link Governor or Governors for Employer Engagement be designated.</p>	
12.7	<p>ACTION: Clerk & VPC to finalise the role description for the potential Link Governor(s) for Employer Engagement and circulate to Governors for expressions of interest.</p>	<p>Clerk/ VPC</p>
12.8	<p>e) Student Demographics – slides</p> <p>The Student Demographics slides, which provided statistics covering various categories within the Bradford College Community were included in the pack for information.</p> <p><i>L/LL</i></p>	
12.9	<p>f) Risk register update – for recommendation</p> <p>The Q&S Committee propose the following changes to Corporation for approval.</p> <ul style="list-style-type: none"> • SR4 – Any existing or new controls around the Skills Judgement to be added alongside any risk associated with not receiving a strong judgement. • SR5 – Commentary be added on the Accountability Statement. • SR6 – Commentary be added on the potential increase required on recruitment of staff as a result of Government funding changes to Maths & English. • SR12 – Commentary be added on the potential risk of industrial action as a result of the implementation of the RAISE programme. 	

12.10	RESOLVED: The proposed changes to the Risk Register were accepted and approved by the Corporation.	
Policies		
13.	Whistleblowing Policy	
13.1	The DPS advised that the Whistleblowing Policy had undergone a periodic review and that there were no suggested changes.	
13.2	RESOLVED: That the Whistleblowing Policy is approved. <i>L/AK</i>	
Risk		
14.	Strategic risk monitoring	
14.1	The Corporation reviewed the strategic risk register. Each committee had reviewed the risks for which they have oversight. It was acknowledged that various Strategic Risks would be updated to reflect the recommendations from the Quality and Standards and Audit Committees.	
14.2	RESOLVED: The proposed changes to the Risk Register were accepted and approved by the Corporation.	
Reports from Subsidiaries/Joint Ventures/Committees*		
15.	The minutes from the following were shared within the meeting papers for information:	
15.1	a) Inprint & Design – 04.12.23 b) Equality & Diversity Committee – 16.11.23 c) Health, Safety & Welfare Committee – 07.12.23 d) Joint Consultative Committee –09.11.23	
Matters of note		
16.	Any other business	
16.1	The Chair advised that the Training & Development session on 25 April would be on Cyber Security and encouraged all members to attend.	
16.2	The meeting closed at 18.07.	
17.	Meeting Evaluation	Assistant Clerk
17.1	Link to the meeting evaluation form to be circulated via email.	

Approved by the Corporation:

J. Williams

23.05.24

Signed by the Chair

Date

Agreed Actions

No	Minute	Action	Who?
1	5.2	The Clerk to collate key aspects of the session that Governors wanted to take away and any areas requiring any additional support.	Clerk
2	12.7	Clerk & VPC to finalise the role description for the potential Link Governor(s) for Employer Engagement and circulate to Governors for expressions of interest.	Clerk & VPC
3	17.1	Link to the meeting evaluation form to be circulated via email.	Assistant Clerk