

Minutes of the meeting of the Board of Governors held on **12 March 2020**.

**Present:** Bob Harrison, Clive Macdonald, Yultan Mellor (Principal), Mike Bramhall, John Edwards, Colin Forrest, Liz Stanley, Neil James, Ken Richardson (up to and including min B20/4) Catharyn Lawrence, Kate Fleming and Ann Corrigan.

**In attendance:** The Assistant Principal – Finance and Business Services (Joy Whistlecraft), the Assistant Principal – Student Experience (Diane Lawson), the Assistant Principal – Curriculum, Quality and Market Development (Emma Beal), the Head of Human Resources (Elin Longley) and the Clerk to the Governors (Sarah Johnson).

**Apologies:** Frank Lord and Tim Thornton.

### BOARD DEVELOPMENT SESSION

**B20/1** The Board received a presentation regarding the College's work in readiness for an **Ofsted** inspection, including the outcomes of recent deep dive activities and observations of teaching and learning. The Board particularly explored:

- the focus of the deep dives and how particular areas were being targeted, noting that the College's largest areas of delivery were being prioritised in the first instance;
- RARPA and how this was being evaluated, it was agreed that the College would explore opportunities for external peer moderation with Barnsley College;
- any potential risk areas identified and the actions being taken to address areas for development;
- how the College ensured the quality of delivery undertaken by its sessional tutors.

**B20/2** The Board agreed that the update had provided them with good assurance that the College was effectively assessing its provision in line with the new Ofsted framework, that performance overall was appropriate and any areas requiring further work were being identified and addressed appropriately. It was agreed that a similar report regarding readiness for a QAA inspection of the College's HE provision would be beneficial.

**B20/3** Members confirmed that they had all undertaken the **Safeguarding and Prevent** refresher course which had been issued to them in early March 2020 and agreed that it had been a useful update, particularly in relation to local risks. The Board particularly explored:

- how British values were embedded into the curriculum and the College's policies, procedures and processes;
- the profile of safeguarding incidents experienced at the College and how they had been managed;
- their understanding of their roles and responsibilities in relation to Safeguarding and Prevent;
- how they could most effectively continue to provide appropriate challenge and support.

**B20/4** The Board agreed that further updates should include links to Ofsted resources in relation to Prevent and British values.

**Resolved:** i **That a report be provided to the next meeting of the Quality Committee regarding preparation for QAA and how the College oversees the quality of HE provision.**

ii **That future safeguarding refreshers include links to Ofsted resources in relation to Prevent and British values.**

**GENERAL BUSINESS****B20/5** **DECLARATIONS OF INTEREST**

None.

**B20/6** **MINUTES AND MATTERS ARISING**

The minutes of the meeting held on 12 December 2019 were approved as an accurate record.

**B20/7** It was noted that the schedule of meetings for 2020/21 would enable the minutes of the Autumn meeting of the Quality Committee to be submitted to the Board at its meeting in December at which it considered and approved the College self-assessment report. The Board agreed however that the verbal update from the chair of the Quality Committee had provided them with an appropriate overview of the evaluation of the SAR by the committee in 2019.

**B20/8** **CONTEXT/SECTOR UPDATE** (Document 3i)

The Board received a report which provided an update on sector developments and external information that could have an impact on College business and strategic planning, including:

- the review by the DfE of the use of adult funding, in particular residency costs;
- the work of the AoC Devolution and Responsiveness Policy Group;
- the Institutes of Adult Learning (IAL) Budget 2020 submission;
- devolution;
- Sheffield City Region Strategic Economic Plan (SEP) development;
- links with local MPs;
- the College's involvement in the consultation to develop a new 10-year strategic document for Barnsley Council;
- the College's short listing for the 'Adult and Community Learning provider of the Year' award at the TES FE Awards 2020.

**B20/9** It was reported that since the paper had been issued the terms of a proposed agreement for a devolution deal between the government and the local authorities of West Yorkshire, comprising Bradford, Calderdale, Kirklees, Leeds, and Wakefield Councils, and the West Yorkshire Combined Authority had been agreed. The Board explored the potential implications for the College and how partnerships could be developed.

**B20/10** The Board particularly explored:

- the current position and implications of devolution in the Sheffield City Region and West Yorkshire and the current thinking in relation to 'One Yorkshire', and were assured that the College was included in the relevant conversations wherever possible and was keeping up to date with developments, the Board welcomed the work being done in relation to understanding the requirements of the region and how the College could support the delivery of them;
- the current position with regards to the College's partnerships with trade unions and how challenges regarding on-going funding of provision in this area were being addressed.

**B20/11** The Board explored developments in relation to the DfE review in detail, including an update from the meeting with the DfE and the principals of the other residential colleges which had taken place on 9 March 2020. It was reported that:

- to date the DfE had undertaken information gathering, particularly in relation to use of the adult education bursary;
- they planned to work with all residential providers including land-based colleges, HE institutions that deliver FE and offer residence and SLDD colleges to develop a coherent residential funding policy;
- the Secretary of State had approved a formal review in January 2020, and they would now appoint a lead to oversee the process;
- it was hoped that the review would be completed in summer 2020, with new rules/guidance developed to apply from the 2021/22 academic year;
- there remained a disparity in understanding of how funding rules should currently be

applied and the College was looking at potential implications for the current period and 2020/21;

- the College was in the process of providing further information to the DfE regarding the funding rules it was currently applying.

**B20/12** The Board explored the potential implications in detail and sought and received assurance that the College was complying entirely with the funding rules as it had always understood them to be. It was agreed that a task and finish group would be established which would oversee the review, provide support and challenge to the College executive through the process, explore the implications and actions required and advise the Board accordingly. It was agreed that the group would consist of the two co-chairs (Bob Harrison and Clive Macdonald), the chair of the Audit Committee (Liz Stanley) and the chair of the Quality Committee (Mike Bramhall).

**Resolved: i That a task and finish group be established to oversee the DfE review of residential funding.**

**ii That terms of reference for the group be developed and approved by chairs action, with ratification at the next meeting of the Board of Governors.**

**B20/13** **COLLEGE REPORT**(Document 4i)

The Board considered a report which provided an overview of key items of internal strategic and operational College business, including:

- people – embedding the new leadership team, CPD activities, sickness absence and relationships with trade unions;
- curriculum, quality and market development - 2019/20 recruitment, curriculum planning for 2020/21, quality and inspection preparation and marketing and partnerships;
- student experience – developments in student services, additional learning support, children's centre, library and learning services and estates;
- finance and business services – developments in MIS, IT support and finance.

**B20/14** The Board particularly noted:

- and welcomed the additional £10K funding, which had been secured since the report was written to develop and transform the digital curriculum;
- that the implications and actions to address 2019/20 recruitment would be covered under the performance item;
- changes made to the College's on-site security cover in response to the security review undertaken by the Head of Estates.

**Resolved: i That the report be noted.**

**B20/15** **PERFORMANCE TO DATE 2019/20**(Document 4i)

The Board considered the **Dashboard to 31 January 2020** which set out performance against a range of key performance indicators. All items were rag rated green with the exception of:

- recruitment to teacher education HE long courses, pre-access short courses, English, maths and community short courses;
- adult skills income;
- male participation;
- co-funded learners;
- teaching and non-teaching staff absences.

**B20/16** The Board considered the recruitment position in detail in particular the College's recruitment plan for the remainder of 2019/20, including any financial risks. It was noted that:

- a robust plan was in place to ensure that the College would meet all its recruitment targets for 2019/20;
- corona virus could however pose a risk to the delivery of the plan;

- there was no financial risk at this stage, the key risk related to the achievement of learner numbers.

**B20/17** The Board considered:

- male participation, noting that the College's equality, diversity and inclusion committee, along with the marketing team, were looking at this in detail;
- staff sickness absence, noting that this may be further impacted by sickness over the coming weeks/months.

**B20/18** The Board considered the **Financial Report to 31 January 2020** noting that:

- outturn was currently above the surplus target;
- pay costs as a percentage of income was at target at 60.4%;
- project/external income had been adjusted mid-year to reflect the expected outturn, but that pay costs had reduced in line with this, meaning that there had been no impact on the bottom line;
- debtors were in line with expectations at this point in the year;
- the cash position was good;
- capital expenditure was planned for the coming months.

**B20/19** The Board considered the **Performance Review Framework Report**. It was:

- noted that the report stated that the total AEB budget planned delivery was £275,000 below target and this was now incorrect as the report was written prior to the detailed analysis work to understand the actual financial impact was undertaken and as reported earlier there was no financial risk to the College at this stage;
- agreed that in future reports performance in relation to HE provision should be explicitly reported.

**B20/20** The Board considered progress against the **Quality Improvement Plan**, noting that appropriate progress was being made in all areas.

**Resolved: i That in future performance review framework reports performance in relation to HE provision be explicitly reported.**

**B20/21** **WORKFORCE ANNUAL REPORT**(Document 4iii)

The Board considered the annual workforce report for 2019/20 which provided an overview of key staffing information within the period in order to inform the Board of the composition of the workforce, including comparator benchmarking data where possible. The Board welcomed the report and:

- explored the proportion of employed to sessional staff in more detail, noting that the intention was to consolidate staffing where possible whilst maintaining flexibility in the workforce;
- noted a DfE funded initiative focussing on shortage subject teachers which could be of benefit to the College and agreed this should be explored further;
- explored the balance between management and teaching staff, and whilst noting that this was partially a result of the mixed nature of teaching/management roles, challenged the College to explore this in more detail in relation to value for money.

**Resolved: i That the balance between management and teaching staff be considered in relation to value for money.**

**B20/22** **EQUALITY DUTY IN EMPLOYMENT REPORT 2019** (Document 4iv)

The Board considered the Equality Duty in Employment Report 2019 which enabled the College to meet the requirements placed on public bodies under the Equality Act 2010, which included:

- giving due regard to the need to eliminate unlawful discrimination, harassment and victimisation and other conduct prohibited by the Equality Act 2010;
- advancing equality of opportunity between people from different groups;

- fostering good relations between people from different groups.

**B20/23** The Board:

- noted that the position reported was largely static compared to the previous year;
- supported the conclusions reached that the College needed to continue to work to attract applications from BAME candidates in order to increase the diversity of the workforce, consider ways to attract more male applicants to roles and review the use of digital technology in the recruitment process in order to attract and retain younger staff;
- explored work undertaken relating to unconscious bias, noting that this was monitored on an on-going basis;
- sought clarification regarding the BAME conversion rate figures.

**Resolved: i That the report be noted.**

**B20/24** **THE NORTHERN COLLEGE STRATEGIC PLAN**(Document 5i)

The Board considered and approved the College's new **strategic plan 2020 - 23** noting that the plan had been developed based on the Board's strategic planning session in November 2019 and in consultation with staff, students and stakeholders.

**B20/25** The Board agreed that the plan established a clear strategic direction for the College and looked forward to reviewing the proposed sub-strategies and performance indicators at an appropriate point.

**Resolved: i That the strategic plan 2020 – 23 be approved.**

**B20/26** **RISK REGISTER – KEY STRATEGIC RISKS**(Document 5ii)

The Board considered the key strategic risks, particularly:

- E1 - failure to manage the deterioration in the College's Main House drainage system leading to a major blockage which closes the College to business – noting that the required drainage work would be undertaken in April and should result in the risk being fully mitigated;
- I2 - loss of key College information systems - noting that this risk had been upgraded to red as a result of a recent simultaneous failure of two of the three back-up systems, and though this was coincidental further infrastructure controls were being implemented to prevent recurrence;
- F4 - failure to manage the loss of ESFA funding following the DfE review of learner support funding – agreeing that the narrative for the risk required updating following the 9 March meeting with the DfE and to reflect the establishment of the governor task and finish group;
- the financial risks which were on-going and had been considered throughout the meeting.

**B20/27** The Board considered the new risk C12 - failure to effectively manage and follow national guidance in relation to virus' or infections which may impact or cause disruption to College business - which had been included in the register and rated as amber. The Board:

- explored the potential implications for the College, including potential closure of the College site and switch to remote working;
- explored the College's preparations which included a three phase plan and business continuity;
- noted that the College was considering issues regarding sanitation and deep cleaning, supply chains, transport of students to and from the College site and preparing for any staffing issues;
- noted that the College was liaising closely with the DfE and AoC and was monitoring NHS updates;
- noted that the College was awaiting information regarding the protection of funding.

**B20/28** The Board agreed that as the situation developed it may be necessary to take strategic decisions in a very short time frame and in circumstances where it may not be possible to hold conventional

meetings. The Board therefore agreed that should it be required during the period of disruption caused by corona virus, decisions of the Board may be made by the co-chairs, with the exception of any which cannot be delegated as set out in the memorandum and articles.

- Resolved:**
- i That the narrative for F4 be updated following the 9 March meeting with the DfE and to reflect the establishment of the governor task and finish group**
  - ii That should it be required during the period of disruption caused by corona virus, decisions of the Board may be made by the co-chairs, with the exception of any which cannot be delegated as set out in the memorandum and articles.**

**B20/29 FINANCIAL PLANNING – INTEGRATED FINANCIAL MODEL FOR COLLEGES(Document 6i)**

The Board ratified the approval by the Policy and Finance Committee of the Forecast Outturn for 2019/20 and the Two Year Financial Plan 2020 to 2022 submitted to the ESFA in the form of the Integrated Financial Model for Colleges. Governors noted that:

- in order to meet the submission deadline to the Education and Skills Funding Agency of 28 February 2020 authority to approve the plan had been delegated by the Board to the committee at its last meeting;
- as per the delegated authority the committee considered the plan in detail at its meeting in February 2020;
- following its detailed consideration the committee had agreed that:
  - there were no notable variations from the already approved and submitted financial assumptions and budget/financial plan;
  - the additional 2021/22 forecast was appropriate and in-line with the College's strategic objectives, financial planning expectations and agreed financial assumptions;
  - the cash flow position to be reported was robust;
  - overall the plans were consistent with the agreed strategic objectives; and therefore
  - could be approved for submission to the ESFA by the required deadline without the need to seek approval from the Board by written resolution.

**B20/30** It was reported that the plan had been submitted to the ESFA by the required deadline, but that there had been substantial issues relating to the spreadsheet for submission, with problems right across the sector, resulting in the College's return being unbalanced but nevertheless accepted by the ESFA.

- Resolved:**
- i That the approval by the Policy and Finance Committee of the financial plan as submitted to the ESFA be ratified.**

**B20/31 FINANCIAL STATEMENTS - APPOINTMENT OF AUDITORS 2019/20(Document 6ii)**

The Board considered an evaluation of the performance of the financial statements auditors in 2018/19 against a range of performance indicators, along with feedback from the Audit Committee, and approved a proposal from the committee that it be recommended to the members of the Company to reappoint Grant Thornton as the College's financial statement auditors for 2019/20.

**B20/32** The Board supported the proposal that the College should test the market and re-tender for the service for 2020/21.

**B20/33** The Board considered and approved performance indicators for 2019/20.

- Resolved:**
- i That it be recommended to the Company that it approve the appointment of Grant Thornton as the College financial statement auditors for 2019/20.**

- ii **That the College test the market and re-tender for its financial statement audit services for 2020/21.**

- iii **That performance indicators for 2019/20 be approved.**

**B20/34** **POLICIES FOR APPROVAL** (Document 6iii)

The Board considered and approved the procurement, capability and safeguarding children and young people policies as recommended by the Policy and Finance Committee.

**Resolved:** i **That the procurement, capability and safeguarding children and young people policies be approved.**

**B20/35** **STAFF DISCLOSURE AND BARRING SERVICE (DBS) CHECKING**(Document 6iv)

The Board considered a report which set out a proposal to carry out basic DBS checks for all staff, noting that:

- this had arisen as a result of ESFA updated funding contracts which now stipulated that colleges would be required to undertake the highest level of DBS check available for all staff;
- this now meant that it was necessary for the College to undertake a Basic DBS check as a minimum requirement for all staff who were employed at the College;
- this would include all existing staff, aside from those employed in the Children's Centre for whom the relevant DBS checks had already been undertaken;
- the requirement would become a condition of employment for staff working at the College;
- the trade unions had been advised that the College was reviewing its current position with regard to DBS checks;
- due to the complexities of the legislation the College was awaiting confirmation that standard or enhanced DBS checks were not available for any of the roles within the College beyond the Children's Centre;
- there would be a cost associated with the revised approach.

**Resolved:** i **That the proposal to carry out basic DBS checks for all staff be approved.**

- ii **That the position regarding basic DBS checks for governors be considered and an update provided at the next meeting.**

**B20/36** **REPORT FROM LEAD GOVERNOR SAFEGUARDING**

The Lead Governor – Safeguarding provided a brief update to supplement the discussion held in relation to the safeguarding training earlier in the meeting. The Board particularly:

- welcomed the greater emphasis on the Children's Centre in reports;
- noted that a detailed safeguarding update was considered by the Quality Committee at its meeting in February.

**Resolved:** i **That the report be noted.**

**B20/37** **REPORTS FROM COMMITTEES**(Document 7ii)

The Board received and noted minutes from the following meetings of its committees:

- Audit Committee – 11 November 2019;
- Quality Committee – 11 November 2019;
- Policy and Finance Committee – 14 November 2019;
- Policy and Finance Committee – 6 February 2020;
- Audit Committee – 24 February 2020;
- Quality Committee – 24 February 2020.

**Resolved:** i **That the reports be received and noted.**

**B20/38** **GOVERNANCE REPORT**(Document 7iii)

The Board received and noted the meeting schedule for 2020/21.

**B20/39** The Board considered the revised **DFE Insolvency Guidance noting that the guidance had been updated** in January 2020 to include additional information regarding the college oversight regime, details of the new Integrated Finance Model for Colleges (IFMC), information regarding the ESFA financial dashboard for governors, and guidance provided by the Charity Commission and national governance codes.

**B20/40** The Board considered and approved a proposal to amend the membership of the Board to allow for a two-year appointment of a recently graduated former College student. It was noted that this would:

- be in addition to the appointment of a current student;
- help to strengthen the learner voice at the Board.

**B20/41** The Board explored other ways that the learner voice could be strengthened at the Board and agreed that as had happened previously the chair of the Quality Committee be invited to attend meetings of the Student Council and feed back to Board meetings as appropriate.

**B20/42** The Board considered and approved the reappointment of Kate Fleming in the category of interest and experience for a two-year period from 16 March 2020 to 15 March 2022. It was agreed that this would enable the Board to retain expertise over the coming transition period and that should the Board feel that it has been able to appoint new governors to meet its skills and expertise an option for the term to be for a shorter period should be retained.

**B20/43** The Board considered and approved a proposal that in response to a number of strategic issues that had arisen over recent weeks the retirement of Bob Harrison and Clive Macdonald as co-chairs of the Board of Governors be delayed until September 2022. The Board agreed that this would help to maintain continuity and stability for the College over the forthcoming period and that the transition phase should not be halted altogether, but rather extended in order to minimise disruption. It was agreed that an external recruitment process would still be undertaken in order to appoint a number of new governors with a view to appointing at least one member with the connections, influence and experience needed to take on the role of chair over time, and certainly at the end of the two-year period.

- Resolved:**
- i **That the meeting schedule for 2020/21 be noted.**
  - ii **That the updated DFE Insolvency Guidance be noted.**
  - iii **That the proposal to amend the constitution of the Board to allow for a two-year appointment of a recently graduated former College student in the category of interest and experience be approved.**
  - iv **That the reappointment of Kate Fleming in the category of interest and experience for a two-year period from 16 March 2020 to 15 March 2022 be approved.**
  - v **That the chair of the Quality Committee be invited to attend meetings of the Student Council and feed back to Board meetings as appropriate.**
  - vi **That the retirement of Bob Harrison and Clive Macdonald as co-chairs of the Board of Governors be delayed until September 2022.**
  - Vii **That the reappointment of Bob Harrison and Clive Macdonald in the category of interest and experience for a two-year period from 21 September 2020 to 20 September 2022 be approved.**

**B20/44**    **DATES OF THE NEXT MEETINGS**

9 July 2020 – 11.00am (development session 10.00am to 11.00am)

1 October 2020 – 11.00am (development session 10.00am to 11.00am)

17 December 2020– 11.00am (development session 10.00am to 11.00am)

11 March 2021– 11.00am (development session 10.00am to 11.00am)

15 July 2021– 11.00am (development session 10.00am to 11.00am)

<b>Signed</b>		<b>Date</b>	
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