

MINUTES OF MEETING OF THE GOVERNING BOARD HELD AT 3PM ON THURSDAY 30 MARCH 2023
--

Present: Dr A Birkinshaw (Chair) Mr C Morgan
 Ms J Atkins Mr R Newall
 Mr E Drake Mrs J Rogers
 Mrs H Kerrick Mr R Scott
 Mrs A Lall (Interim Principal and CEO)

In attendance: Mr G Dixon Vice-Principal (Finance and Resources)
 Mrs A Crabtree (Interim Assistant Principal – Quality)
 Mr D Bulloch (Interim Assistant Principal – Curriculum)
 Mrs J Tracy (Interim Director of Governance)

		ACTION
M22/156	The Chair welcomed everyone to the meeting.	
M22/157	The Chair informed Board members that Dr Stephen Morton and Martyn Stone had completed their terms of office and thus had left the Board. Mrs Lisa Hart had also resigned because of additional work commitments. Letters of thanks would be sent and a social event was to be arranged towards the end of the academic year.	
M22/158	The Chair reminded Board members on the recent appointments – Claire Thomas, Rob Scott, Chris Morgan and Andrew Micklethwaite. Rob Scott and Chris Morgan were welcomed and introductions were made by all present. Claire Thomas and Andrew Micklethwaite both had engagements which had been arranged prior to their appointment to the Board, and thus had sent their apologies.	
M22/159	The Chair asked that all Board members give consideration to their contacts regarding possible Board or co-opted membership, and to contact the Chair and/or the Interim Director of Governance with details for consideration by Search and Governance Committee.	Board
M22/160	Item 1: APOLOGIES FOR ABSENCE There were apologies for absence from Dr J Guth, Mr D Langton, Mrs C Thomas and Mr A Micklethwaite.	
M22/161	Item 2: DECLARATIONS OF INTEREST There was a declaration of interest from Mr Chris Morgan in relation to his Director of Education – Employability and Skills with WEA (The Workers’ Educational Association). Mrs Julie Atkins also declared a potential conflict in relation to her role as Deputy Safeguarding Lead.	
M22/162	Item 3a: MINUTES OF 8 DECEMBER 2022 AND 15 DECEMBER 2022 The minutes of the meetings held on 8 December 2022 and 15 December 2022, along with the confidential minutes of the same meetings (Item 14), were approved.	
M22/163	Item 3b: REVIEW OF ACTION TRACKER AND MATTERS ARISING ON THE MINUTES Governors had received the action tracker and noted the updates on previous actions.	
M22/164	<i>M21/119– targets for managers</i> The repetition in the action tracker was noted. The Interim Principal and Interim Director of Governance would review the detail and reduce as appropriate.	IP/IDG
M22/165	<i>M21/130 – Include apprenticeships, AEB & HE in the Marketing Strategy</i> The Interim Principal confirmed that this was being re-written, as per the notes in the action tracker.	

M22/166	<p><i>M21/162 – operating plan</i></p> <p>The Interim Principal commented that the Operating Plan was not felt to be giving Governors what they needed and thus the College was looking to re-align this with the Strategic Plan.</p>	
M22/167	<p><i>M22/07 – staff engagement action plan</i></p> <p>The Interim Principal provided an update on the background for the benefit of the new Governors. Information was provided on the Staff Engagement Forum – how the meeting was set up to allow for input from all areas. In answer to a question from a member of the Board, the Interim Principal noted that the status reflected the current position and would be amended when the full impact on the College’s actions was known, a further staff survey being planned for after Easter. The Interim Principal also provided information on how the College was monitoring the situation to ensure better staff engagement and confirmed that the Senior Management Team (SMT) would take the necessary action following this survey.</p>	
M22/169	<p><i>M22/109 – Chair of Staffing and Remuneration Committee</i></p> <p>The Chair again requested that Board members give consideration to taking on this role.</p>	Board
	<p>Item 4: PRINCIPALSHIP</p> <p>Item 4a: Principalship Report</p>	
M22/170	<p>The Board had received the Principalship report and members noted the content on the key activities in relation to Ofsted, recruitment, and finance and resources which might impact on the College’s stability.</p>	
M22/171	<p>Ofsted training had been undertaken and further training for Governors would be arranged. Board members were asked to provide the Interim Director of Governance with details of their availability.</p>	Board
M22/172	<p>The Interim Assistant Principal – Quality informed the Board that actions being taken were having an early impact on attendance and that data checks were being undertaken. An update for Governors on ‘where we are at’ would be provided and this would be uploaded to VBR.</p>	IAP Q/I DG
M22/173	<p>A further update on the ONS reclassification of colleges would be given at the Board briefing on Thursday 25 May 2023.</p>	VP FR
M22/174	<p>A member of the Board asked for further information on recruitment. The Interim Principal updated the Board on the improved conversion rate re attendance at Open evenings, to applications and enrolments, and confirmed that the College was looking at all opportunities to bring prospective students to the College. The Interim Principal also provided information on the areas of recruitment which might be a cause for concern and confirmed that a paper would be presented to Finance, Resources and Investment Committee and to the Board.</p>	IP/ VP FR
M22/175	<p>The Interim Principal provided an update on the discussions which had taken place at the Finance, Resources and Investment Committee the previous evening on the sale of the High Street building.</p>	
M22/176	<p>At the request of a Board member, the Vice Principal – Finance and Resources also provided an update on the Strategic Development Fund. The Board formally gave retrospective approval to the bid and wished to express its thanks to all College staff involved. It was confirmed that all appropriate marketing was being done.</p>	
	<p>Item 5: ANNUAL ACCOUNTABILITY STATEMENT</p>	
M22/177	<p>The Interim Principal informed the Board that the College was now required to produce an Annual Accountability Statement (AAS) and explained its purpose and content. The Local Skills Improvement Plan (LSIP) draft priorities would be published shortly which would allow the AAS to be finalised. Governors were asked to note in particular the skills priorities contained in Appendix 1.</p>	

M22/178	It was agreed that the final AAS would be presented to Learning, Teaching and Assessment Committee on 11 May 2023 and would then be brought back to the Board briefing on 25 May 2023 for final Board approval.	IP
	Item 6: LEARNING AND TEACHING	
	Item 6a: Learning and Teaching report	
M22/179	The Interim Principal presented the Learning and Teaching report which, as previously requested, covered an update on FE, Apprenticeships and HE in addition to student engagement and teaching and learning. The key risks were also included and noted by the Board.	
M22/180	A member of the Board asked about the Ofsted judgement regarding the skills needs and the Interim Assistant Principal – Curriculum provided an explanation. The Board was referred to the document in the Ofsted Preparation folder in VBR and confirmed that the College was making a reasonable contribution to the skills agenda.	
M22/181	The Chair requested and it was agreed that more information on student progress would be provided – for example, as at November 2021, to allow for better comparison; on the background to the reasons for the impact on attendance; and on lesson observations (where, how many, etc.) though it was noted that such information was covered in the Learning, Teaching and Assessment Committee papers.	IP/IAP C/ IAP Q
M22/182	The College was asked to provide information on how the curriculum had been influenced by employer feedback. The Interim Assistant Principal – Quality explained the work being undertaken to engage with employers and case studies regarding curriculum and how the College was working with key partners would be included in the Ofsted Preparation folder in VBR.	IAP Q
	Item 5b: AEB Update	
M22/183	The Interim Assistant Principal – Curriculum presented the paper which covered the current position of the AEB budget against the end of year target, including the reasons for missed targets, the plans to mitigate the current shortfall and the risks associated with these mitigations.	
M22/184	Chris Morgan declared a potential conflict of interest but was able to confirm that adult enrolment was a concern generally across the sector.	
M22/185	A member of the Board noted that the College has not met its income target over the previous three years and asked for the reasons why it was confident this would be met this year. The Interim Assistant Principal – Curriculum informed the Board that the College was looking at the skills shortage and the future curriculum portfolio, and was looking to remove those courses which had not run. However, in answer to a further question from the Board member, he could not guarantee that students would enrol to provision set up to meet the skills shortage.	
M22/186	The College was also asked to and provided information on its approach to staff recruitment. The Chair commented on the misalignment of staff, that further research was needed on what the demand was and on the improvement in marketing which was needed. A progress report would be provided to the Board.	IP/IAP C
	Item 7: FINANCE	
	Item 7a: Financial Position Summary	
M22/187	The Vice-Principal - Finance and Resources presented the financial position summary and it was noted that cash was lower than at the same point in the previous year, this being in part as a result of expenditure on capital items from the Strategic Development Fund project funding not yet having been reimbursed. The Board noted the information provided in relation to the current cash position and the cash forecast, including that on the FEC target of 25 days. The forecast continued to be monitored weekly by the Vice Principal – Finance and Resources and Finance, Resources and Investment Committee had considered the report in detail.	

Item 7b: Course Fee and Refund Policy and Fees
M22/188 The Vice Principal – Finance and Resources presented the report which had also been considered by Finance, Resources and Investment Committee at its meeting on 29 March 2023. The Board was informed that as requested by the Committee, checks were being made on the part-time fees in comparison with the full-time rates.

M22/189 On the recommendation of Finance, Resources and Investment Committee, and noting the checks to be made as mentioned above, the Board **approved** the Course Fee and Refund Policy and the fees for 2022/23 for adults and 2024/25 for Higher Education.

Item 7c: Equine Rent

M22/190 The Chair requested and the Board **agreed** that the paper, as presented to Finance, Resources and Investment Committee at its meeting on 29 March 2023, be circulated and considered by the Board. Board members were given time to read the paper.

M22/191 The Vice Principal – Finance and Resources explained the reasons for the proposed changes to the rent and went through the overall cost information which was contained in the report. The College confirmed that student numbers in this area were strong and were increasing. An explanation on the proposed payback period was also provided. A newly appointed Governor also had considerable experience in this area and was assisting the College as appropriate.

M22/192 It was confirmed that a post project appraisal would be undertaken.

M22/193 Having considered the report and on the recommendation of Finance, Resources and Investment Committee, the Board **approved** the proposed rental amount as per the paper.

M22/194 The tabled paper would be uploaded to VBR. *Post meeting update: Paper uploaded.*

Item 8: POLICIES

Item 8a: Complaints and Compliments Policy

M22/195 The Board noted the proposed updates to the Complaints and Compliments Policy and that it had been considered by Learning, Teaching and Assessment Committee.

M22/196 The Board **approved** the Complaints and Compliments Policy as recommended by Learning, Teaching and Assessment Committee.

Item 8b: Business Continuity Policy

M22/197 The Board considered the Business Continuity Policy, noting that other than the updating the owner and adding an introduction to how risk management and business continuity overlap, no material changes had been proposed. The Policy was to have been considered by Audit Committee at its last meeting, but the meeting was not quorate and had thus been cancelled.

M22/198 The Vice Principal – Finance and Resources noted the suggestions and actions put forward by a member of the Board. The College would also look at the protect duty.

VP FR

M22/199 The Chair asked that the College ensure that the website was kept up to date, that staff knew where to go and were up to date on what they needed to do. The College was also encouraged to delve down to be absolutely sure that plans were in place to deal with events as they might arise.

VP FR

M22/200 The Board **approved** the Business Continuity Policy, the Senior Management Team being urged to ensure that all business continuity plans were up to date, workable and were tested.

Item 8c: Risk Management Policy and Procedure

M22/201 The Board considered the Risk Management Policy and Procedure, noting that other than the updating the owner and updating the roles which formed the Risk Management Committee and

clarification to the processes by which the Committee operated, no material changes had been proposed. The fundamental methodology of recording and monitoring risks had not changed, nor were there any change proposed in the College's risk appetite statement.

M22/202 The Board **approved** the Risk Management Policy and Procedure as per the paper.

Item 8d: Equality, Diversity and Inclusion Policy

M22/203 The Board noted the proposed updates to the Equality, Diversity and Inclusion Policy and that it had been considered by Staffing and Remuneration Committee.

M22/204 The Board **approved** the Equality, Diversity and Inclusion Policy as recommended by Staffing and Remuneration Committee.

Item 9: GENDER PAY REPORT AND ACTION PLAN

M22/205 The Vice Principal – Finance and Resources presented the report which provided information on the profile of the College workforce and the actions taken to ensure fair and equitable processes were in place. The Board was reminded that the College was required to prepare the Gender Pay Report and for it to be published annually.

Item 10: GOVERNANCE

Item 10a: Reports from Committees

M22/206 The Board noted the reports from Learning, Teaching and Assessment Committee, Staffing and Remuneration and Committee and Finance, Resources and Investment Committee. The Finance, Resources and Investment Committee had met on the day before the Board meeting and the usual update would be provided to the Board at its next meeting.

Item 10b: Written Resolutions

M22/207 The Board noted the information provided on the detail and outcome of the written resolutions which had been circulated since the last Board meeting in December 2022.

Item 10c: Chair and Committee Appointments

M22/208 The Board considered the information provided and **approved**:

- Dr Alison Birkinshaw takes up the role of Chair of the Governing Body with effect from 27 March 2023, her appointment as Chair having previously been approved by the Board.
- The appointment of Professor John Craig as Chair of Learning, Teaching and Assessment Committee with effect from 28 March 2023
- The appointment of Dr Alison Birkinshaw as Chair of Search and Governance Committee with effect from 28 March 2023
- The appointment of Sue Laycock as a co-opted member of Staffing and Remuneration Committee with effect from 28 March 2023.

M22/209 The Board was reminded the appointment of Rob Scott as Chair of Audit Committee had been approved by written resolution.

M22/210 Information on the updated Committee membership had been included in the papers and was noted by the Board. The Chair asked that members consider whether they would wish to take on the role of Chair of Staffing and Remuneration Committee and membership of Search and Governance Committee and Audit Committee.

Item 10d: Designated Governor

M22/211 The Board had previously agreed the Designated Governor Protocol and the details of the areas to be covered and the Governor and Manager leads for each. The areas and leads had been reviewed and updated in the light of recent changes to Governors and College staff and in the light of the College's Ofsted preparations.

Board

M22/212	Members were asked to consider taking on one or more of the areas, noting that training would be provided as necessary.	Board
M22/213	The Board reviewed and agreed the Designated Governor details, including that of Claire Thomas as the Designated Governor for Land-based, and to give consideration to the areas yet to be covered.	
	Item 10d: External Review of Governance	
M22/214	The Board noted the External Review of Governance final report and the recommendations and associated action plan. The final report included a summary of the headline strengths and areas for development and that the overall conclusion on Board effectiveness was that there was evidence the Board was proficient and had some impact on College strategy, effectiveness and outcomes. The action plan would be monitored by Audit Committee, with the Board being updated on progress. Rob Scott offered his assistance as appropriate.	
M22/215	The Chair informed Board members that she and the Interim Director of Governance would be discussing the format of future Board meetings – the timing and on whether these should be face-to-face. The possibility of holding hybrid meetings would also be looked into. Governors would be asked for their comments, but were encouraged to provide these now to the Chair and Interim Director of Governance.	Board
	Item 11: RISK MANAGEMENT	
	Item 11a: Strategic Risk Register and Action Plan	
M22/216	The Interim Principal presented the report which provided the Board with an update on the strategic key performance indicators (KPIs). Two strategic risks had increased their rating – significant shortfall in income and low student recruitment (#22 and #20 respectively); the full report included information on monitoring and mitigation on these, as for all the strategic risks.	
M22/217	The Board was informed that ONS reclassification would be included in the list going forward.	
	Item 12: REVIEW OF MEETING	
M22/218	Governors reviewed the effectiveness of the meeting and requested that consideration be given to reduce the amount of paperwork included. The suggestion that appendices be included in a separate folder would be considered.	
M22/219	Board members agreed that they had all the information needed to participate fully in discussion, that the issues discussed were appropriate, that they had had enough time for thorough debate, that all decisions had been made in an appropriate manner and that there were no new risks which the Board felt needed to be addressed nor any other risk changes that had not been discussed.	
	Item 13: DATES OF NEXT MEETINGS	
M22/220	It was noted that the next meetings would be held on: <ul style="list-style-type: none"> • Thursday 25 May 2023 (Board Briefing) at 5.30pm – via Teams • Thursday 29 June 2023 (Away Day) – venue tbc • Thursday 6 July 2023 at 5.30pm – Ingleborough Board Room (I1.10) 	
M22/221	Staff Governors and College staff, with the exception of the Interim Principal and Interim Director of Governance left the meeting.	
	Item 14: CONFIDENTIAL ITEM: PART 2: CONFIDENTIAL MINUTES	
M22/222	The Board had approved the confidential minutes from the meetings held on 8 December 2022 and 15 December 2022 as previously minuted.	
	Item 15: CONFIDENTIAL ITEM: PART 3: SPH APPOINTMENTS – INTERIM DIRECTOR OF GOVERNANCE	

M22/223
- 224

M22/225 The Interim Principal left the meeting.

Item 15: CONFIDENTIAL ITEM: PART 4: UPDATE FROM THE CHAIR

M22/226
- 228

M22/229 The Interim Principal returned to the meeting.

Item 16: CONFIDENTIAL ITEM: PART 5: INTERIM STRUCTURE

M22/230
- 233

M22/234 The meeting closed at 17.25pm.