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**Minutes from the meeting of The Corporation**

**on the 12th December 2023**

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| **Present:**  Diana Bird (DBi)-Principal  Peter Whittle (PW) - Vice Chair  David Butcher (DBu)  Kerry Robinson (KR)  Nigel Hainsworth (NH)  Phil Hunter (PH)  Steph Tinsley (ST)  Catherine O’Conner (CO)  Joanne Beaumont (JB)  Grace Jeffreys (GJ)  Rachel Hoyland (RH)  Sanjoy Kundu (SK)  Anya Faulknew (AF)  Sean Ratcliffe (SR)  **In Attendance:**  Danielle Carter (DC)- Clerk  Lorraine Swift (LS) - Vice Principal Finance and Planning  Greg O’Shea (GOS) - Vice Principal Curriculum  Shoeb Desai (SD) - Head of Student Services *(6.20pm - 6.30pm)*  **Apologies**:  Ranjit Arora (RA)  John Egan (JE) - Chair  Wendy Rowan (WR)  Mohammed Hussain (MH)  **Presenters:**  Andrew Stott - Lecturer  Brooklyn Heslop - Travel & Tourism Student  Marcel Ferko - Travel & Tourism Student |

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|  |  | **Action** |
| 1 | **Welcome, Apologies of absence, Disclosure of financial and/or personal interest**  PW welcomed everyone to the meeting. Apologies were received from RA, JE, WR and MH.  SK advised he needs to leave the meeting at 7.30pm  DC disclosed an interest in item 14 and will leave the meeting prior to this.  Staff present have an interest in item 6c and will refrain from the decision. |  |
| 1a | **Presentation from Andy Stott and students on ‘Taking over the Victoria’.**  AS and two of his students gave a presentation on the work experience completed by the Travel and Tourism students at the Great Victoria Hotel.  *CO arrived at 6.08pm*  The presentation reviewed local skills needs and the behaviours that employers want including critical thinking, communication and life skills.  MF and BH shared their experience as learners.  A Governor asked if the students would encourage students from other sectors to participate in similar activities. The students and staff explained this was the trial and the plan is to roll this model out across other sectors.  The students were asked if the experience has changed them, they agreed it had also developed their customer service skills and had changed their perspectives of hotels. A discussion around shift patterns was led by the students.  Governors thanked AS,MF and BH for the presentation.  *AS, MF and BH left the meeting at 6.20pm* |  |
| 2 | **To agree agenda and order of business as circulated**  It was agreed item 6f to be covered in item 2.  *SD arrived at 6.20pm*  **6f. EDI Annual report**  SD shared the data and explained that the final report will be presented for sign off in March. The input from the EDI Link Governors was discussed.  Governors welcomed the plans to enhance the report.  Governors discussed the data and asked about actions coming from this. DBi and SD explained that work is underway to analyse any gaps and actions to address these are in departmental and cross college plans as appropriate.  *SD left the meeting at 6.30pm* |  |
| 3 | **To:**  **a) endorse Governor appointment**  **b) endorse the two Student Governor appointments**  Governors endorsed the appointment of SK, and of AF and SR as Student Governors. |  |
| 4 | **To approve the minutes of the meetings held on 11 July 2023**  The minutes were approved as a true and accurate record of the meeting. |  |
| 5 | **Matters arising**  -The clerk to formally accept the external review quote. - *complete*  -The clerk to share the executive summary of the manifesto to Governors. - *complete*  -DBi to check the logo on the accountability statement with regards to the ‘great people, great place’ tagline - *marketing discussed the logo was not accessible to all, but the tagline is included in all documents.*  -All mandatory training to be completed by governors as soon as possible. - *complete, reminders will go out 1-2 months in advance of upcoming renewal dates.* |  |
| 6 | **To consider reports and proposals from committees:** |  |
| 6a | **Search Committee**: To consider any recommendations arising from the meeting held on 17 October 2023  The Chair of Search Committee asked Governors to note:  item 5 -The terms of reference were approved and recommended to Corporation  item 9- Members recommended the Scheme of Delegation to the Corporation for approval.  item 12 -Members would like to recommend to the Corporation Kerry Robinson, Phillip Hunter and Catherine O’Connor for a further term.  item 14 -Members were content to recommend the Appointment of College Corporation Members and Co-Opted Advisers Policy and Procedure to the Corporation for approval.  A Governor noted the Scheme of Delegation seemed straightforward and sensible.  **Governors approved the above recommendations.** |  |
| 6b | **Curriculum & Quality**: To consider any recommendations arising from the meeting held on 28 November 2023  The Chair of C&Q asked Governors to note:  item 10 -Members agreed to recommend the SAR to the Corporation.  item 11 -Governors agreed to recommend the QIP and Development Plan to the Corporation.  item 15 -Members agreed the Terms of Reference for the committee.  item 16- Members recommended the Additional Learning Support Policy and the Assessment and Verification Policy to Corporation.  **Governors approve the recommendations with a further discussion on college documents later** |  |
| 6c | **i) Finance & Resources**: To consider any recommendations arising from the meeting held on 6 December 2023  The chair of the Finance and Resources committee asked Governors to note the following:  item 5- Members approved the additional change to Financial Regulations  item 12 -Members agreed to the adoption of the Going Concern principle in the Financial Statements.  item 14 - Members recommended to the Corporation the signing of the balance sheet of the College Financial Statement.  item 16 -Members recommended the signing of the Shipley College Development accounts to the Corporation.  item 24 - Members agreed to the changes to the Terms of Reference and recommended the document to the Corporation.  **Governors approved the recommendations from the committee.**  **ii) Staff Pay Discussion**  DBi and LS presented the report and gave the background on the budgeting and funding so far.  LS explained the numbers and different costs associated with the timing of the pay rise.  Affordability and how costs are being built into the forecast were discussed.  Governors asked about the scales and the impact of pay rises on scale 3 and 4 roles, it was stated this was something SLT will need to look at. A discussion around risks took place.    **Governors agreed a 6.5% increase from January, then the minimum wage increase will be in April.** |  |
| 6d | **Audit**: To consider any recommendations arising from the meeting held on 5 December 2023  The Chair of Audit explained the wording changes to items 8 and 16. and asked Governor to note:  item 14 - Members received the report and recommended the signing of the letter to the Corporation.  item 15 - Members agreed the use of the going concern principle in the Financial Statements.  item 16 - Members recommended the signatures of items a- e to the Corporation.  item 7 - Members approved the Acceptable Use policy and recommended to the Corporation.  item 8 - Members recommended the agreement of the accounts to the Corporation  item 10 - Members received the annual report on Health and Safety and recommended to the Corporation  item 11 - Members recommended the Audit Annual Report and Terms of Reference to the Corporation.  item 13 - Members recommended the Regularity Self-Assessment Questionnaire to the Corporation for approval and signature.  A question was asked around the external auditors, LS explained it was a clean audit.  **Governors approve the recommendations.** |  |
| 6e | **Recommendation from the Audit & F&R Committees**:  **i)** As part of Shipley College draft Financial Statements:   * Strategic Report * the Statement of Corporate Governance and Internal Control * Governing Body’s statement on the College’s regularity, propriety and compliance with funding body terms and conditions of funding * the Statement of the Responsibilities of the Members of the Corporation for the Financial Statements * Signing of the Balance Sheet * Letter of Representation Year end audit * Letter of Representation Regularity audit   **ii)** Shipley College Developments end of year accounts  **Governors approved the signing of the above documents by the Chair of the Corporation.** |  |
| 7 | **Student Council**: To receive a copy of the minutes and consider any recommendations from the meetings held on:  a) **17 October 2023**  A governor asked about the ‘You said we did’ and the changing of the college day to finish at 4.15pm. SR explained this had been received positively by students.  **b) 11 December 2023**  DC and KR presented the key points.  A question around staffing in the canteen was asked. Students had asked to volunteer in the canteen and this was agreed.  Both canteens had a health inspection from Bradford Council and were awarded 5 stars. Governors congratulated both catering teams on this achievement.  Students have put forward a request for a prom summer 24. Students are canvassing their peers to gauge interest.  A question was asked around attendance at student council meetings, and support that can be provided to promote the attendance of the foundation level students  **Action:** DC to invite RH to the student council dates for information.  A discussion took place around digital badges and the Citizen Coin scheme. | DC |
| 8 | **To consider for approval the Whole College Self Assessment Report (SAR) and Associated plans:**   * **Quality Improvement Plan (QIP)** * **Development Plan**   GOS highlighted the key strengths and areas for improvement and explained how the different documents fit together. GOS confirmed that recommendations from the Ofsted inspection are reflected in the plans. A discussion took place around work experience and the challenges of finding placements for all the increased number of students, particularly for “future jobs.”  A discussion took place around travel to placements. Student governors confirmed that they were happy to travel to high quality placements.  **Governors approve the documents.** | l |
| 9 | **Chair's Report**  The Vice Chair deferred to the Principal. |  |
| 10 | **Principal’s Report including:**  a. **Principal’s Update on College News**  Governors led a discussion about how the College showcases the achievements of students and celebrates achievements externally.  *SK left the meeting at 7.30pm.*  Governors noted that the College has a good reputation locally and regionally.  An in depth discussion took place around the use of social media to build on this reputation. One of the Student Governors shared her experience of producing a podcast with her classmates.  Governors suggested College should encourage students to act as digital ambassadors and create content to promote the college. Both Student Governors noted their interest in supporting these types of projects.  **b. To consider the Draft College Annual Report 2022/23**  This is part of the suite of documents including the Accountability Statement, the Skills Review, and the EDI report. DBi explained that the College Annual Report highlights the enrichment activities and this complements the information presented in the other documents in the suite.  **Governors approved the annual report.**  **c. To monitor the Corporation’s Key Performance Indicators**  DBi reported on the items that are currently rated “red.”  *GOS left the meeting at 7.45pm*  The College’s response to the defunding of Level 3 qualifications was discussed.  *GOS re-joined the meeting at 7.47pm*  A further discussion took place around the skills needs of the district with particular reference to meeting targets for Level 4 and 5 qualifications.  DBi explained the proposals. Governors were content with the proposals.  **d. Interim Full Time Enrolment Report**  It was reported that the College has seen significant growth in 16 - 18 numbers and it is expected that this growth will be maintained in 24/25.  A discussion took place around the attrition rate and actions that have been implemented to support student retention.  A Governor asked about how staff have responded to these strategies and GOS confirmed engagement continued to be very high. A discussion took place around the impact of these new actions. GOS confirmed this was positive.  Governors were reassured by the approach being taken to retain students.  *AF and SR left the meeting 8.00pm*  Governors thanked them for their contributions.  **e. To Consider the Termly Finance Report**  LS presented the report. A discussion took place around in year growth funding for full time students and LS stated we expect the allocation to be confirmed in February. It was noted by one governor that the College has no borrowing.  **f. Annual EDI report**  Covered under item 2. |  |
| 11 | **Governance Matters:**   1. To consider for adoption the updated AoC Code of Good Governance for English Colleges 2023   **Governors approved the adoption of the Code of Good Governance 2023 from January 2024.**   1. To consider for adoption the 18th edition of the Eversheds Sutherland Code of Conduct for Corporation Members of FE colleges     **Governors approved the adoption of the 18th edition of the Code of Conduct from January 2024.**   1. To consider the outcome from the 2022/23 Corporation Performance Review Questionnaire   There are no real concerns with the main comments around recruitment to Audit and F&R. DC reported that the College has been successful in securing funding for Peridot to recruit additional governors on the College’s behalf and set out the timescales for this work.   1. To approve the Internal Governance Review 2022/23   **Governors approved the document.**   1. SEND Link Report   EDI Link Report  These are the link governor reports for information. |  |
| 12 | **To consider recommendations from the Remuneration Committee to approve:**  a) the SPH Remuneration Code Annual Report to the Corporation 2022/23  b) the Senior Post Holder Remuneration Policy  **Governors approved the documents** |  |
| 13 | **Any Other Business**  **LSIF Contract**  WYCC has been successful in winning the LSIF contract for West Yorkshire with Calderdale College acting as the lead college. Shipley College is the lead for MEdTech, which will finance the purchase of sector leading equipment to support students on our Health courses. GOS provided a summary of capital purchases. Implications for cash flow were discussed.  A Governor raised a question about whether additional insurance was required for the capital equipment. GOS shared the warranty information and LS committed to checking equipment would be covered under our insurance policy. There was some discussion about the challenges of purchasing equipment from the US. Governors noted currency protection may be needed if purchasing in dollars.  A question was asked about the outputs for the project, how these would be evaluated and the implications of not meeting any of the outputs. GO clarified the requirements.  A discussion took place on the different ways in which the equipment could be used to support teaching and learning and also to provide a safe space for students with anxiety to prepare to face new work situations.  A governor asked about the College’s connections with the NHS and how the equipment will be used to address skills shortages in the NHS.  Training and overseas procurement were discussed.  **Governors approved the LSIF contract.**  Governors noted their thanks to LS for all her hard work and support during her time at the college.  *LS,DBi, GOS, DC and RH left the meeting at 8.25pm* |  |
| 14 | **Dates of Corporation Meetings scheduled to December 2024:**   * 19 March 2024 * 14 May 2024   (Strategic Planning & Training)   * 9 July 2024 * 8 October 2024   (Strategic Planning & Training)   * 10 December 2024 |  |
| 15 | **Remuneration Committee**:  To consider any recommendations arising from the meeting held on 21 November 2023  JBe asked member to note item 8: an uplift in Clerks hours by 50 annually and a change of title to Director of Governance.  A discussion took place on the Clerk’s hours and title.  **Governors agreed the recommendations.** |  |

Meeting closed 8.33pm

**Decision and Action Tracker**

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| Date /Item | **Decision**/*Action* | Person responsible |
| 121223 item 3 | **Governors endorsed the appointment of SK, and of AF and SR as Student Governors.** |  |
| 121223 item 4 | **The minutes were approved as a true and accurate record of the meeting.** |  |
| 121223 item 6a | **Governors approved the recommendations from the Search Committee** | DC/  Agenda |
| 121223 item 6b | **Governors approved the recommendations from C&Q Committee** |  |
| 121223 item 6c | **i)Governors approve the recommendations from F&R Committee**  **ii) Governors agreed the 6.5% pay award from January and noted increase in minimum wage from April.** |  |
| 121223 item 6d | **Governors approved the recommendations from the Audit Committee** |  |
| 121223 item 6e | **Governors approved the signing of the following documents by the Chair of the Corporation:**  As part of Shipley College draft Financial Statements:   * Strategic Report * the Statement of Corporate Governance and Internal Control * Governing Body’s statement on the College’s regularity, propriety and compliance with funding body terms and conditions of funding * the Statement of the Responsibilities of the Members of the Corporation for the Financial Statements * Signing of the Balance Sheet * Letter of Representation Year end audit * Letter of Representation Regularity audit * Shipley College Developments end of year accounts |  |
| 121223 item 7 | *DC to invite RH to the student council dates for information.* | DC |
| 121223 item 8 | **Governors approved the SAR and associated plans.** |  |
| 121223 item 10b | **Governors approved the Annual Report.** |  |
| 121223 item 11 | **Governors approved the adoption of the Code of Good Governance 2023 from January 2024.**  **Governors approved the adoption of the 18th edition of the Code of Conduct from January 2024.**  **Governors approved the Internal Governance Review document.** |  |
| 121223 item 12 | **Governors approved the SPH Remuneration Code, Annual Report to the Corporation 2022/23 and the Senior Post Holder Remuneration Policy** |  |
| 121223 item 13 | **Governors approved the LSIF contract.** |  |
| 121223 item 15 | **Governors agreed the Clerk’s hours and title change.** |  |