



HUDDERSFIELD NEW COLLEGE FURTHER EDUCATION CORPORATION
Corporation Meeting held on Thursday 16th December 2021 from 5.00pm
via Teams.

Confirmed Confidential Minutes

<u>Present:</u>	Ms L Summers (Chair), Mr J Dawson, Mr K Webb, Ms M Boryslawskij, Ms A Williams, Ms H Haigh, Ms H Richards, Ms M Dean, Mr T Hosker, Ms H Coldwell-Grose and Ms S Johnson (attendance : 85%)
<u>In attendance:</u>	Mr M Smith-Connor, Ms C Cushnie and Mr N Uppal (up to agenda item 7)
<u>Clerk:</u>	Mrs C Coupland

1. Apologies for Absence/ Declaration of Interests

Apologies of absence were submitted by Ms R Drury. Mr A Leach did not attend.

There were no declarations of interest recorded.

Ms Summers welcomed Mr Nav Uppal to the Corporation Meeting. Mr Uppal is a co-opted Governor and is the Chair of the Audit Committee. Mr Uppal is attending the meeting this evening to present agenda items 4, 5 and 6.

2. Minutes from Meeting held on 19th October 2021.

Resolved:

- **That these be accepted as a true record of the meeting, subject to minor amendment made to the date.**

3. Matters arising

There were no matters arising.

4. Audit Committee Annual Report 2020/21

Mr Uppal acknowledged that the Board is kept fully apprised of the Committee's work throughout the academic year at Corporation meetings as the minutes of each Committee meeting are circulated to Board members. Mr Uppal explained that the annual report, however, is intended to provide an overview of the Audit Committee's business which assures the corporation that it is fulfilling its oversight responsibilities.

The comprehensive report therefore serves the Corporation as a summary of all the activities of the Audit Committee for the financial year 2020/21 and covers all reports for that period. Mr Uppal confirmed that content of the report satisfies the Post 16 Audit Code of Practice, and covers all of the terms of reference for the Committee.

The report confirmed to the Corporation that the Committee's work had involved the consideration of detailed reports from the College's internal and external auditors, and had provided challenge, sought assurances and monitored progress. The focus of the report is on the main conclusions and issues arising from key documents. Mr Uppal confirmed that, prior to submission to the corporation, the report had been considered collectively by all members of the Committee with contributions from external and internal audit representatives.

Mr Uppal reminded the Corporation that the role of the Audit Committee is to assist Governors' in their duties regarding the integrity of the financial reporting and auditing processes and the maintenance of a sound internal control and risk management system.

Mr Uppal advised the Corporation that it is the opinion of the committee and the auditors, that the College continues to have an adequate and effective framework for governance, risk management and control, and has fulfilled its statutory responsibility for "the effective and efficient use of resources, the solvency of the institution and the body and the safeguarding of their assets". The Audit Committee is also happy to advise the Corporation, that based on the work of the Audit Committee during the year and the External Audit review, in their opinion, the Corporation's responsibilities, included in the financial statements have been satisfactorily discharged.

The report was received by the Corporation with agreement for it to be forwarded onto the ESFA to satisfy the colleges funding agreement with the regulatory bodies and to offer assurance on a number of aspects of the college's activity - namely use of funds; internal control; regularity and propriety and accounting requirements.

Resolved:

- **That the report be received.**
- **For the signed Audit Committee Annual Report to be forwarded onto the ESFA**

5. External Audit Report & Representation Letters

Mr Uppal advised the Corporation that the Final Audit Findings Report summarises Wylie & Bisset's key findings in connection with the audit of the financial statements of the College and the regularity audit of the College in respect of the year ended 31st July 2021.

Mr Uppal drew governors attention to the key points of the report, namely :

- no qualifications in their audit opinion on the College's accounts for the year ended 31 July 2021, it is their opinion that the financial statements give a true and fair view of the College's financial position and the income and expenditure and have been properly prepared
- no qualifications in their regularity assurance opinion for the year ended 31 July 2021. In accordance with the Post 16 Audit Code of Practice issued by the Education Skills Funding Agency (ESFA) this work focuses on the regularity and propriety of the college's income and expenditure. – in other words income and expenditure has been applied for the purposes intended by Parliament.
- The auditors agree with the College's forecasts and financial projections that indicate that the College has a reasonable expectation that it has adequate resources to continue in operational existence for the foreseeable future
- The auditors have not identified any areas where the operation of internal financial controls could be improved
- The auditors are satisfied that the College operates appropriate Governance procedures and that management has adequate arrangements in place covering standards of conduct
- The auditors confirmed that the work papers provided to them for their audit were of a good standard and increased the efficiency of their audit testing
- No areas of concern were found relating to the prevention and detection of fraud and other irregularities.
- There is one recommendation (re-designated as low priority from medium) carried forward from 2019/20 with four recommendations being satisfactorily concluded. There is also one new recommendations (low priority) made in relation to the year ended 31 July 2021. Both have been accepted by management for immediate implementation, however going forward they will feature in the committee's audit recommendation tracker for review and monitoring purposes.
- Benchmarking data was also included within the report, the college performed well against other similar organisations in the sector having only attracted 2 low priority recommendations. The benchmark data available indicated that other organisations had attracted low and medium priority recommendations.

The Corporation was satisfied that the audit approach adopted provided them with the required confidence that a thorough and robust audit had been carried out.

Resolved:

- **The Corporation approved the Final Audit Findings Report and agreed for it to be forwarded onto the ESFA**
- **For the representation letters to be signed by the Chair of the Corporation and the Principal.**

6. Members Report and Financial Statements 2020/21

Governors were informed by Mr Uppal that the Financial Statement and Members Report to 31st July 2021 had been jointly considered by the members of the Finance and Resources and the Audit Committees.

Mr Uppal advised that the Corporations' statements, as required by the FE and HE SORP, must comprise of:

- a statement of principal accounting policies and estimation techniques
- a statement of comprehensive income presenting the financial performance during the reporting period of the corporation, and a statement of comprehensive income of the consolidated group, if such a group exists
- a statement of changes in reserves of the corporation and a statement of changes in reserves of the consolidated group, if such a group exists
- a statement of financial position presenting the financial position of the corporation, and a statement of financial position of the consolidated group, if such a group exists, at the end of the reporting period
- a statement of cash flows of the corporation, and a statement of cash flows of the consolidated group, if such a group exists
- notes to the financial statements

As required by the FE and HE SORP, corporations must also publish the following reports with the financial statements:

- a strategic report (which may also be called a members' report)
- a statement of corporate governance and internal control
- a statement of responsibilities of the governing body (if not included in the statement of corporate governance and internal control) and
- an independent auditor's report
- In addition to the above, the financial statements will also include a reporting accountant's assurance report on regularity.

Mr Uppal confirmed that the format of the financial statements and members report had been cross – referenced to the Casterbridge Model (as published by ESFA for reference and guidance purposes) and also reviewed by the external auditors. The key point noted by Mr Uppal was that report made clear the full compliance Corporate Governance statement and the unmodified audit opinion from the external auditors for the financial statements and for the regularity audit.

Mr Uppal advised the corporation that on initial review of this report, the audit committee had given consideration to including a dedicated section to Covid within the members report. It was agreed however that the colleges response to the ongoing pandemic had been appropriately documented throughout the report as necessary, which satisfies the reporting requirements. Furthermore, Mr Uppal explained that time was also spent considering whether the section related to Corporate Social Responsibility should be refocused on Environmental, Social, and Governance (ESG) and how HNC is measuring its ethical impact and sustainability. Mr Uppal, advised that further consideration of this will now be given for next years submission; allowing time for the senior leadership team to explore and adopt, where appropriate, ESG standards. The corporation agreed with this approach.

Post deliberations, it was agreed by the Corporation that the Financial Statement are to be approved and that the Chair should sign the approved document before it is submitted to the Education Skills Funding Agency (ESFA).

Resolved:

- **The Corporation approved the report and agreed for it to be forwarded onto the ESFA**

Mr Uppal left the meeting at this point.

7. Self -Assessment Reviews and Quality Improvement Plans :

i) Governance SAR 2020/21 and QIP 2021/22

Ms Boryslawskij (Chair of S&G Committee) encapsulated the discussions had at the Search & Governance committee to justify the recommended self-assessment grade of a secure 'Outstanding. The Committee remains confident that governance should again be assessed as Outstanding in respect of supporting and challenging the effectiveness of the leadership and management of the college as well as monitoring and reviewing the quality of the college's provisions in terms of student outcomes, teaching and learning, and student wellbeing.

The Corporation supported the judgements within the self-assessment review and agreed that robust evidence had been included within the SAR to demonstrate the rigour of the governance arrangements and to support the grade judgement reached.

The Corporation endorsed the Quality Improvement Plan (QIP) as proposed by the Search & Governance Committee. Governors agreed that the quality improvement plan draws together all the evidence collated through the self-assessment review appropriately summarising the work that should be undertaken to remain outstanding. All Governors were in agreement that the key areas for development had been identified in order to sustain outstanding governance going forward.

The Corporation received the governor training and development plan for 2021/22 to address elements of key strategic roles and responsibilities of the Corporation as determined by legislation and regularity & compliance frameworks and the QIP.

Resolved:

- **To assess Governance as Outstanding**
- **To approve the Governance Self-Assessment Review and Quality Improvement Plan.**
- **To receive the governor training plan for 2021/22**

ii) College SAR 2020/21 and QIP 2021/22

Mr Smith-Connor explained that College SAR is the key summary document, building upon validation of all Faculty and Cross-College SARs and QIPs, which evaluates overall college performance in relation to the Common Inspection Framework. The SAR identifies the areas for improvement and for development in each of the main section, Leadership & Management, Teaching Learning & Assessment and Outcomes. The evaluation of the SAR then form the basis of the 2021/22 Quality Improvement Plan (QIP) and is presented to the Corporation for approval.

Mr Smith-Connor confirmed that once approved the College QIP is uploaded to the Ofsted portal in January and will remain subject to progress reviews by the Corporation.

Following on from a healthy debate, Governors were satisfied that the summary report provided a fair and accurate assessment of the current position of the college.

Time was taken to reflect on the college's approach to self-assessment; it was agreed that it continues to be a robust process which is fully embedded within the college community at all levels. The Governors that had been involved in the SAR validation meetings, reported having witnessed a forensic analysis of each department's performance.

It was explained that the faculty overall effectiveness self-assessment grade takes into account the full range of provision within the faculty and the judgements reached for each aspect of provision. The aggregated overall effectiveness grades show a 3-year improving trend. It was noted however that for 2018/19 and 2019/20 the separate aspects of provision grades are not shown in the table as the curriculum structure in those years differs to the Faculty structure which was launched in 2020/21.

The Corporation, post deliberations, reported to be confident that the self-assessment grades for 2020/21 were a true reflection of the Colleges performance and that robust evidence had been incorporated into the report to support the headline assessments and grade profile summary with an honest reflection of the Colleges key strengths as well as the areas requiring vigilance in order to remain Outstanding.

Governors noted that the College's headline figure for students progressing onto higher education continues to be significantly above the national average. The significantly lower than average NEET rate contributes to the regional and national priority to prevent young people from falling into this category, due to its strong correlation to a life of worklessness. Although the percentage of students (11.3%) progressing to Russell Group universities dropped this year following a 4 year positive trend, it still shows the progress that has been made in this area (the figure was 3% in 2016/17).

The Corporation agreed with the senior leadership Team's view that destination figures should however be read within the context of the College's inclusive ethos and the interests and aspirations of leavers. It was noted that the Destinations Report will contain a full update on student destinations. This report will be presented to the Corporation at its next meeting.

Particular consideration was given as to how the College intends to support staff in adopting a 'back to basics' approach to better recover from the dislocation caused by the global pandemic by incorporating into practice, the silver linings from the college's response to the global pandemic, as well as student voice. It was noted that skilfully planned and sequenced lessons, via the One HNC TLA strategy, supported with explicit management of expected student behaviour and attitudes, through the College's Behaviour for Learning Policy and Procedures, will enable students to build up and engage with their learning week by week to help offset the lost learning that has occurred since March 2020.

From the robust discussions had the Corporation were therefore satisfied that the areas identified for improvement within the overall Self-Assessment Report (SAR) had been properly reflected in the Quality Improvement Plan (QIP) for 2021/22. Governors agreed that the Quality Improvement Plan is based on challenging developmental and improvement targets to help sustain the areas of consistently good performance as well as to continue maintain outstanding overall effectiveness.

Resolved:

- **The Corporation approved the College Self-Assessment Report and endorsed the Self-Assessment Grades awarded for 2020/21**
- **The Corporation approved the College Quality Improvement Plan for 2021/22**

8. SLT's Corporate Report

Ms Williams provided a comprehensive update to the board on the action taken by the Senior Leadership Team since governors last met. Key areas discussed included the following:

Covid 19:

Ms Williams advised Governors that following the emergence of a new variant of Covid 19 (Omicron), the College was required to re-introduce the wearing of face coverings in communal areas. This took effect from Tuesday 29th November 2021. The College is also required to promote self-testing before the return of staff and students to College on Tuesday 4th January 2022. It was noted that the College's Covid-19 risk assessment has been updated to incorporate these further measures and was approved by the Audit committee.

In addition, a member of the Kirklees Public Health team visited the College last week to review the measures put in place following the announcement about re-introducing face coverings in communal areas, and to review the College's Covid-19 risk assessment. It was reported that HNC was a 'model' institution and were highly effective in managing the risks posed by Covid-19.

Performance update:

Ms Williams advised Governors that the College has completed enrolment for 2021, and day 42 student numbers fall just below the funded student number target of 2779 by 16 (2763). It was noted however that this was an aspirational target based on the unprecedented over-enrolment following CAGs in 2020.

Ms Williams explained that from an analysis of early leavers, that this is due to a small number of students who enrolled then never attended once teaching started. These young people are being contacted to find out why they did not attend HNC after enrolling to see if there is anything we can do to mitigate against this in the future. It is also believed that the impact of Covid-19 on the availability of school careers guidance about post 16 choices and the zero availability of face-to-face liaison opportunities, have contributed to this.

The Corporation was assured that the actual student number for 2021-22 (2763) has been carried forward into the financial forecast for 2022-23, and the College remains in a positive financial position.

Staffing update:

Ms Williams advised governors that the level of turnover in year has been unprecedented and a consequence of the global pandemic and Brexit meaning there are plentiful and well-paid jobs available in the economy for suitably qualified staff.

The Corporation was also informed that a Support Staff Pay Agreement for 2021-22 had been reached. The Agreement is:

- A 1% pay increase on all pay points
- The removal of pay points 1, 2 & 4
- An increase in the Support Staff Standards Payment from £320pa to £370pa

Ms Williams confirmed that this equates to a 1.7% pay increase overall for support staff, within the 3% budgeted. The Agreement has therefore been implemented in the December payroll.

Student and Other stakeholder views:

Ms Williams explained that an induction survey was completed by students with a dead-line of 12th November 2021. 845 students completed the survey which covered: safety in College, including awareness of sexual harassment and bullying; understanding of the College's ABC expectations, including the procedures for reporting absence; and whether students knew how to log in to the various IT platforms now used to support their learning.

Safeguarding:

Ms Williams explained that of the 845 who completed the induction survey, 99.7% responded that they strongly agreed or agreed with the statement "I understand that the College does not tolerate sexual harassment or bullying, and I should always report any concerns to a member of staff".

The Corporation was also advised that each Curriculum Faculty Deep Dive process now includes a focus group with 10 male students and 10 female students, separately, over the course of 2 days, on sexual harassment, abuse and violence. In the two faculties subject to Deep Dives thus far, feedback has been largely positive with regards to the College's approach to tackling sexual harassment, abuse or violence within College.

Where concerns were raised from some female students, a follow up interview was conducted, and the nature of the concerns raised shared with the faculty.

External training on Sexual Harassment and Abuse has been booked for all members of staff in February 2022, to supplement the internal training delivered in July and August 2021.

Resolved:

- **That the report be received.**

9. Board Assurance Framework Reviews:

- **Poor quality teaching, learning and assessment leading to poor student progress and student outcomes (including the impact of lost learning due to the pandemic)**

After a full discussion the Corporation was satisfied that the actions being taken by the college to mitigate against this risk were robust and effective. The Corporation was also confident in the different levels of assurances identified. Governors therefore agreed that an overall green assurance level shall be assigned to this risk.

- **Poor student recruitment, attendance and retention**

Ms Cushnie explained that she had assumed monitoring responsibility for this specific risk. The risk had therefore been comprehensively reviewed and updated in light of the ongoing health pandemic and in particular its impact on student intake & their preparedness for L3 study.

The corporation agreed that actions being taken to mitigate against the risk were proportionate and responsive. Governors again reported to be confident in the different levels of assurances identified. Overall green assurance level was therefore assigned to this risk.

From the discussion had, Governors also clarified their understanding as to how the SAR validation meetings contribute to determining whole college development priorities for the quality improvement plan as well providing sources of assurance on the effective management risks.

Resolved:

- **To assign Green overall assurance to the risks**
- **For the Clerk to update the Master BAF**

Ms Cushnie left the meeting at this point.

10. Freedom of speech Code of Practice : Review

Ms William's explained that as per the colleges scheme of delegation the corporation is to review and approve the changes to the Freedom of Speech – code of practice.

Ms Williams confirmed that as an educational institution, which values academic freedom, the College is committed to promoting and positively encouraging free debate and enquiry. This means that it accommodates a wide range of views, political as well as academic, even when they are unpopular, controversial or provocative.

The Freedom of Speech Policy applies to all staff, students, governors and visitors invited to speak at or take part in meetings, events or other activities. The College therefore expects everyone to ensure that freedom of speech within the law is assured.

The Corporation was asked to note that proposed changes to the code of practice are to reflect changes to relevant senior leadership titles and associated policies. Ms Williams explained however that the senior leadership, on recommendation from the College's Safeguarding Team, were proposing insertion of explicit reference to the college's local context and the heightened risk of radicalisation and extremism in Kirklees than in many other areas of the UK. The Corporation recognised the need to acknowledge that Kirklees is currently a prevent priority area however, it was agreed that the proposed additional wording relating to the Prevent Duty was to be less explicit.

The Corporation also took this opportunity to recognise the high praise that HNC had received from UK Parliament for participating in filming during the college's Parliament Week event. The event demonstrated HNC's ongoing commitment to engaging our students with the key themes of fundamental British values, democracy and the rule of law

Resolved:

- **That the changes to the Freedom of Speech Code of Practice be approved subject to agreed amendment.**

11. Finance & Resources Committee (Meeting held on 29th November 2021)

Mr Dawson briefed Governors on the additional business of the F&R Committee.

The Corporation was advised that the committee at its last meeting in October 2021 raised a procedural point on the transferring of funds between the separate expansion projects. Although in support of SLT taking this action without corporation endorsement, clarity was sought from the Clerk as to the delegated authority regarding capital spending. Mr Dawson explained that recommended changes have now been made to the Corporation to better clarify roles and responsibilities regarding the planning and completion of significant capital schemes. Additional changes to the financial regulations have also been made regarding the completion of August (month 1) management accounts and in response to an external audit recommendation (for 2020/21) with regards to the college no longer using cheques given that the safest method of money transfer is BACs transfer. Procedures relating to the tender process had also been amended to make reference to virtual arrangements as and when implemented.

Mr Dawson explained that the financial regulations remain procedurally compliant with relevant legislation and regulatory and propriety requirements. The Corporation, on review of the financial regulations, agreed to the proposed changes made.

The Corporation was advised that the Costa Café expansion was progressing on cost and within agreed revised timeframes. Estimated completion date is 17th January 2022. Joint progress meetings continue to take place to evaluate the progress made.

Mr Dawson confirmed that the college's Post-16 Capacity Expansion Fund had been successful. He explained that the Committee had agreed it prudent and sensible to now place the Art/Social Sciences building on hold with the remaining £1,130,000 being transferred back into the capital spend budget; thus enabling efforts and funds to concentrate solely on the delivery of the new expansion build given the tight timeframe. The completion date for the expansion build, supported by the bid monies, is August 2022. The expansion build is for a 4-6 classroom modular building with student independent learning hubs, a 6-7 person staff space, toilets, stores and circulation space afforded by the bid monies and healthy capital spend budget.. Governors were informed that the tender process for the Post-16 Capacity Fund Expansion bid project is to commence ASAP.

The Corporation also received the college financial dashboard information compiled by the ESFA which incorporates various key performance indicators and measures.

Resolved:

- **That the minutes be received**
- **To approve the proposed changes to the College's Financial Regulations.**
- **That the ESFA Financial dashboard be received.**

12. Audit Committee (Meeting held on 29th November 2021)

Ms Haigh, Vice Chair of the Audit Committee, briefed Governors on the additional business of the Audit Committee.

The Corporation was advised that the audit tender was underway. Ms Haigh, confirmed that the committee will keep governors posted on progress – time however was spent on recognising the difficulties in attracting audit tenders in the current climate as experienced by governors from the private as well as public sector. Ms Haigh confirmed that the tender deadline was end of January 2022.

Ms Haigh confirmed that the Anti-Fraud, Bribery and corruption policy and plan had been reviewed and that no changes were necessary. The corporation was asked to note that the Policy and Plan had been reviewed by the External Auditors to inform their audit findings in relation to internal controls. The Policy and Plan had also been considered by the Internal Auditors as part of their recent assurance review into the college's governance structures and processes which was awarded substantial assurance with no recommendations or operational effectiveness matters identified (the internal audit was undertaken November 2021 – the final report is to be presented at the next committee meeting in March 2022). This therefore serves as additional assurance to the senior leadership team and to all Governors that the college and corporation continues to do as much as it can to mitigate against these risks. And in particular are continuing to follow all business processes and procedures designed to protect the college from fraud, bribery and corruption.

- **That the minutes be received.**

13. Any other Business

The Corporation was asked to note that the Strategy Day scheduled for 11th February to now take place on 11th March 2022 10am-4pm –Venue to be confirmed if being held as a physical meeting. Change of date prompted due to governor involvement in principal recruitment.

14. Learner Impact Reflection

The impact of discussion and scrutiny of the Corporation's work in improving the outcomes and experience for all learners was considered and the following agreed.

- Assurance received that the college continues to provide a welcoming, safe and supportive environment for all students to develop personally and academically.
- Assurance that the college is maintaining strong financial procedures to ensure funding is allocated to the most appropriate areas, to maximise the student learning, experience and outcomes in a reducing funding external environment.
- Ability to financially support all elements of the Strategic Plan for the College, potentially impacting on all areas of student learning, experience and outcome
- An informed Board of Governors is effective in its scrutiny, challenge and support of the senior leadership team thus ensuring positive outcomes and progress for all students
- To continue to ensure that the college and the corporation publishes accurate and honest information about its activities and processes – this is particularly important in relation to information for parents, students and employers
- The corporation is committed to ensuring the effective control and due diligence takes place and that systems of delegation and accountability are in place.
- The Board continues to conduct its affairs as openly and as transparently as possible
- Assurance that the college strives to create a transparent, fair organisation that is attractive to work and learn at.
- Assurance received that the governing framework is compliant with statutory responsibilities and regulations.
- Assurance that the corporation continues to seek out best practice initiatives as well as to inform/lead best practice within the sector in order to remain outstanding in its performance.
- The pursuit of excellence in all of the Corporations activities as demonstrated by an uncompromising and highly successful drive to contribute to the colleges success and ambitions
- Assurance received that the college has an adequate and effective framework for governance, risk management and control and has fulfilled its statutory responsibility for 'the effective and efficient use of resources, the solvency of the institution and the body and the safeguarding of their assets'.
- Assurances received that the college remains compliant with regularity and propriety requirements as per the terms and conditions of funding
- Assurances received that the accommodation available is able to support the delivery of all strategic objectives.

15. Determination of confidentiality

Supporting papers for agenda items 9 and 17 were deemed to be confidential.

16. Date of next meeting: Wednesday 9th February 5pm via Teams

Ms Williams and Mr Smith-Connor left the meeting at this point.

17. Remuneration and Personnel Committee – confidential item. (meetings held on 10th and 22nd November 2021 - reserved item)

10th November 2021:

22nd November 2021: