

To set a KPI target of 80 per cent governor satisfaction with the effectiveness of governance in 2021-22 (Minute 8.7)

To approve terms of reference for a review of governance (Minute 8.8)

To approve a Board Development Programme for 2021-22 (Minute 8.10)

To appoint James Ward as lead governor for careers education and guidance (Minute 8.10)

To approve a revised Supply Chain Fees and Charges Policy for review not later than 31 December 2022 and to authorise the Principal to sign the Policy on behalf of the Governing Body (Minute 9.14)

To approve the appointment as sub-contractors for 2021-22 of The Skills Network (up to a maximum contract value of £600k) and The Rhythm Studio Network (up to a maximum contract value of £300k) (Minute 9.14)

To approve a revised Govern

opportunities in this area would need to agree the details with their managers. She also confirmed that fortnightly one-to-one meetings between managers and individual members of staff were welcomed by both sides as a way of keeping in touch not only with progress towards objectives but also with support needs.

- 4.3. The CPO also agreed to share the results of the People Strategy Survey with governors; to date, only a small number of responses had been received.

5. Minutes of 26 April meeting

The minutes of the meeting held on 19 July 2021 (including the confidential minutes) were confirmed as a correct record and it was agreed that they should be signed by the Chair.

6. Matters arising

14 December 2020 Minute 9.6 SAR and QEP (Annual Report)

- 6.1. The Principal advised the Board that the stakeholder event planned for 20 January 2022 would include a presentation summarising key developments in 2020-21. It was his intention to publish an annual report, incorporating key messages from the previous year's SAR and Financial Statements, from 2022.

22 March 2021 Minute 12.3 Search and Governance Committee (review of recruitment campaigns)

- 6.2. The Board was content that the recruitment campaigns and the lessons to be learned from them had received careful consideration from the Search and Governance Committee at its meetings on 17 May and 11 October.

7 June 2021 Minute 7.6 Governor Engagement Programme (report from group engaged with quality enhancement)

- 6.3. It was agreed that

have acknowledged that the societal benefits of learning could not be measured simply in terms of employment outcomes for students. He was hopeful that the second round of the funding and accountability consultation, due to open in January, would incorporate a broader definition of skills that would allow IALs to sustain their unique role.

- 7.4. In relation to the budget, the Principal commented that, while the promise of additional funding for FE was welcome, he had yet to work through the details of what had been offered, including how much of the proposed investment was new money and how IALs, and Morley in particular, might expect to benefit from it. He would report further at the December board meeting.
- 7.5. Reflecting on the return to in-centre learning, the Principal and other SLT members commented that the majority of students and members of staff were positive with

shadow of the pandemic engagement, governors agreed that it would be critical to understand how the world had changed for stakeholders in general, and students in particular. The QEP should focus on ways in which governors could listen more to students and communities; the Board Development Plan and Governor Engagement Programme already offered some opportunities and these should, if possible, be augmented.

- 8.4. Governors also recognised a need to engage more with College staff who were not only direct stakeholders but also a channel for student concerns. While governor engagement with staff should always be at a strategic level, more direct communication would help to provide governors with the necessary assurance that staff were well supported by their managers and that the College's stated commitment to staff well-being was reflected in practice. A staff governor asked for staff to be spoken to more often by governors – they sometimes felt that they were only spoken about.
- 8.5. The second AfE – promoting greater diversity in the Governing Body and the SLT – was also carried forward from 2020-21 and agreed to be a high priority. The Board Effectiveness Survey had shown that – after the responsibility for environmental sustainability – this was the governance responsibility that governors were least satisfied that they had discharged. Governors welcomed the emphasis on succession planning, but emphasised that this need to be accompanied by robust recruitment practices. The CPO told the Board that she was currently analysing recruitment activity with a view to identifying the most promising routes through which to attract diverse fields of applicants.
- 8.6. In relation to the final AfE, which focused on governance processes with specific reference to learning and teaching, the Clerk made clear that the AfE related to the ways in which governors gained assurance rather than to the enhancement of learning and teaching practices. Similarly, the low satisfaction score recorded in relation to governors' responsibility for fostering outstanding learning and teaching reflected governors' views of their own performance, not of the quality of provision. In discussion, governors agreed that their priorities should be to ensure that they were getting the right reports, engaging sufficiently with the learning and teaching process and actively seeking sources of assurance. By these means they would also demonstrate to Ofsted that they were providing effective challenge.
- 8.7. Concluding this discussion, governors agreed to approve the Governance SAR and to set the same targets for attendance and for satisfaction as in 2020-21.
- 8.8. The Board then considered the proposed review of governance and approved the terms of reference, with the inclusion of two further questions:
 - Do the Board and its Committees achieve the right balance between strategic decision-making and monitoring of operational performance?
 - Is there other good practice that we should consider adopting?
- 8.9. See confidential minutes
- 8.10. The Board also agreed to approve the Board Development Programme for 2021-22 and the appointment of James Ward as lead governor for careers education and guidance.

9. Finance, Resources and Fundraising Committee

- 9.1. The Board received and considered the minutes of the Committee's recent meeting, noting that careful attention had been given to the 2020-21 KPIs (to the extent that they were available) and to the year-end management accounts. The most notable features of the KPIs were the low delivery rate of unaccredited courses and the

related shortfall in fees. Positive variances included an EBITDA deficit some £750k smaller than had been budgeted and staff costs remaining at the budgeted level as a proportion of income.

- 9.2. The Financial Management Report for 2020-21 presented a similar picture, representing an improvement on the position reported to the Board in July. The final net deficit was greater, however, when non-cash items (including an increase in calculated pension fund liabilities) were introduced, as explained in the Committee's minutes (Item 9a, Minute 7.3). In answer to a question, the CFO said that a revised

make use of the RF in 2021-22, that would obviously restrict the College's ability to weather unexpected cash shortfalls in later years. He reminded governors, however, that the RF had been put in place to mitigate cash-flow risks over the merger implementation period, and the College should be ready to draw on it at any time if not doing so would prejudice the success of the merger.

- 9.9. The Board went on to consider the implications of the financial projections for the College's relationship with the ESFA. The Principal said that the ESFA had made clear at the most recent quarterly stock-take meeting in July that it understood the nature of the problems that the College faced. For the forthcoming 'strategic conversation' the College would acknowledge the scale of the challenges, but would also highlight the marketing activity that was now taking place and some promising results that were already visible. It would be important to describe the work that was in hand to review the curriculum in the light of improved market intelligence, and to recognise that this might mean some shift in the balance of provision – possibly towards areas that were already government priorities.
- 9.10. Governors welcomed this approach, noting that successful implementation of the merger was as important for the ESFA as it was for Morley, and encouraging the SLT to continue exploring a range of scenarios.
- 9.11. In answer to specific questions, the CFO said that while enrolment of 16-to-18-year

SCHEDULE OF OUTSTANDING ACTIONS

| Minute | Action | Responsible | By when | Progress |
|----------------------|--|--------------------|--------------------|----------|
| 30 March 2020 | | | | |
| 1.2 | Find opportunity to thank Mr Seriki and Dr Ketteridge for their past service Update July 2021 Recognition event for all governors retiring after long service in 2019-20 and 2020-21 to be arranged in late 2021 or early 2022 | Clerk | 31 March 2022 | |
| 11.1 | Produce annual safeguarding report on an academic year basis Update January 2021 Full annual report with year-on-year comparisons to be made available to be presented to Audit Committee in November | Deputy Principal | 23 November 2021 | |
| 22 March 2021 | | | | |
| 8.1 | Investigate further opportunities for benchmarking of KPIs Update July 2021 (Minute 13.3) Benchmarking opportunities to be fully considered in setting of 2022-23 KPIs | Principal with SLT | June 2022 | |
| | Consider including 'percentage variance' column in management accounts | CFO | From November 2021 | |

| Minute | Action | Responsible | By when | Progress |
|------------------------|--|--------------------|----------------------|-----------------|
| 19 July 2021 | | | | |
| 9 | Provide details of support provided to students with LDD and steps being taken to close the achievement and satisfaction gaps between students with and without LDD Update November 2021 Information to be included in 2020-21 SAR | Deputy Principal | 13 December 2021 | |
| 11.3 | Consider RAG-rating KPIs for student recruitment and curriculum efficiency | Principal | 15/ 29 November 2021 | |
| 12.2 | Consider ways of making student disciplinary procedure more accessible | Deputy Principal | 29 November 2021 | |
| 13.1 | Consider alternative questions to be used in annual student satisfaction survey | Principal | 29 November 2021 | |
| 1 November 2021 | | | | |
| 4.3 | Share results of People Strategy survey | CPO | 13 December 2021 | |
| 10 | Ensure consistent use of student induction video in line with guidance | Deputy Principal | 13 December 2021 | |