

BARNSELEY COLLEGE BOARD OF GOVERNORS

MINUTES OF THE MEETING OF THE BOARD OF GOVERNORS HELD ON 22ND MAY 2018

PRESENT

S Brian	Governor
P Clarkson	Governor (staff)
K Dickinson	Governor
R Hooley	Governor (staff)
C Partridge	Governor
S Perryman	Governor (Chair)
D Shepherd	Governor
S Taylor	Governor
H Jagger	Governor
S Turton	Governor
C Webb	Principal & Chief Executive Officer

IN ATTENDANCE

M Bagshaw – Interim Clerk to the Board
Y Koursis – Deputy Principal
L Leek – VP Curriculum
P Briscoe – VP Quality and Student Experience
T Johnson – VP Corporate Services
V Dalton – VP Funding, Data and Compliance
D Jelly – Principal of the Sixth Form
A Clark – Director of Quality HE

APOLOGIES FOR ABSENCE

- 1 Apologies for absence were received from Nick Bowen, Elizabeth Hodgson, Conor Moss, Ryan Wood and Laila Lawton.

Denise Jelly and Andrea Clarke were welcomed to the meeting and round table introductions were made. Denise Jelly advised that she had started working for the college in March and had joined from Nottingham College. She advised that this is a very busy time for the Sixth Form, particularly in relation to A Levels which is a large part of her background.

Andrea Clarke advised that she has been with the College for three weeks now. She had joined from Kirklees College and prior to this was at Leeds College. Her focus so far has been on the QAA visit planned for next month and also the OFS submission.

Maxine Bagshaw the interim Clerk to the Corporation was also welcomed to the meeting. The Chair confirmed that the interview panel had been able to appoint a permanent Clerk. She will start in July on a two day a week basis and then in the Autumn term move up to 4 days. There is a handover period planned with Maxine Bagshaw.

DECLARATION OF INTERESTS

- 2 The Chair reminded members of the requirement to declare any financial or personal interest in the agenda items. The Deputy Principal declared an interest in item 16 on the agenda, relating to the report from Wellspring Academy Trust where is a Director. The Chair, Chris Webb and Kay Dickinson declared an interest in relation to 9.2 which is subsidiary company director appointments. The Chair also declared an interest in relation to item 9 on the Part II agenda. It was confirmed that he would step out of the meeting and not participate in discussions regarding Panama and People First.

MINUTES OF THE MEETING HELD ON 20TH MARCH 2018 (Part I)

- 3 The minutes were reviewed and it was agreed that they were an accurate record of discussions.

AGREED: to approve the minutes of the meeting held on 20th March 2018 (Part I)

ACTION PROGRESS RECORD

- 4 The Board considered the table of actions summarised and it was noted that:
- Line 1 – not yet due
 - Line 2 – board report on delivery of T skills – it was confirmed that the Clerk would speak to Liz Leek and Chris Webb outside the meeting to agree a suitable date for reporting to the Board.
 - Line 3 – this is to be actioned by Liz Leek rather than Deputy Principal
 - Line 4 – due at the July Board meeting
 - Line 5 – on the agenda today
 - Line 6 – the Chair confirmed that there have been two meetings of the Governance Task and Finish group so far and some really good progress has been made. The group are strongly in favour of moving to a hybrid model. They are not making the recommendation to adopt the Carver model but are making the recommendation to move away from committees. They have looked at key principles, the framework for assurance and are looking at developing a strategy map. There is one final meeting of this group planned in June which will look at the implementation detail, with a proposal to come to the July Board meeting.

AGREED: to note the content of the update provided.

WRITTEN RESOLUTION 2018/1 – INTERNATIONAL WORK

- 5 The Clerk confirmed that the written resolution dated 16th April 2018 had been passed with the required number of governor responses and approvals. It was however noted that there was further discussion in Part II of the agenda on international work and an update would be provided then.

AGREED: to note the written resolution approval given 2018/1 in accordance with Instrument 13.4 and passed on 16th April 2018 in relation to international work.

PRINCIPALS REPORT

- 6 The Principal drew Governors' attention to his report and a number of key matters were noted
- Business planning and setting the college budget – business planning round 2 suggests that the income growth for next year will be in the region of £700k from £36.3 million to £37 million, much of this growth (£400k) is attributed to the additional ESF funding for 16-18 work placements. There is some growth in HE forecast but the key budget line of apprenticeships is expected to stagnate. Confidence in apprenticeship growth seems limited across the college departments. It was explained that a strategy that does not provide for growth de-risks this income line. Lack of growth means that we shall need to take a tighter fiscal position on expenditure and it is likely that we will need to seek to reduced staffing expenditure through voluntary severance schemes.
 - Industrial action – the risk of industrial action has increased due to increased tensions concerning pay and workloads aligned with a need for the college to fund savings across a number of departments as a result of the business planning process. Whilst the college will seek to reduce staff costs through natural wastage and voluntary severance schemes the College cannot commit to confirmation of no compulsory

redundancies and is likely to lead to balloting and possible industrial action. It was explained that nationally industrial action is being considered as 18/19 pay negotiations are delayed because the 17/18 position has not been resolved (at a national level). Governors were reminded that the college has paid an award for 17/18 but is still likely to be impacted by the national position. It was described as very much a pressurised situation and the College needs to be aware that it is part of the national process. At this stage it is not known when or what industrial action could be taken but there are some initial indications that this will happen. The Board were advised that the College will receive two weeks notice of any intended industrial action and this should give sufficient time to make alternative arrangements. Assurance was given that students will be able to come in to college and have access to learning. The Colleges option of increasing annual leave with staff is being explored with unions and would have a positive impact upon morale, however it is unlikely to eliminate the likelihood of industrial action as the two are not connected.

The Board asked for assurance regarding the colleges wellbeing activities in place. It was confirmed that the college has a wide ranging offer including one to ones, counselling, chilli pet. There are lots of staff offering student support including mentors and tutors. The VP Curriculum explained that for students the ILP helps to offer support and means that the College brings in a team around the student. The College also works with the NHS. Students have had regular exam preparation and trials/practices. There are self-help areas including a mediation zone. All students have access to mindfulness practices. These have been built up over time with lessons learned.

It was confirmed that the College has now formally shared annual leave proposals with the unions and there has been no negative responses so far. Initial indications are that the proposals are positive and it is expected that they will be well received from the staff body.

In terms of the restructure it was explained that changes are needed in Engineering and the Sixth Form Centre, however they were described as 'small scale'. Numbers will be below 20 and therefore there will be no requirement for a section 188 notice. In engineering the college will initially look at voluntary severance and if successful this may take away the need for a formal restructure process.

- Examinations and end of year assessments – this time of year is always a difficult time for finishing students. Nearly all students face either a series of examinations, significant amounts of project work or both. Student services and personal tutors see a peak of very fraught, highly stressed and emotionally vulnerable learners approaching them. Whilst there are high levels of confidence in the professionalism of the staff at college it is always very difficult to see and pass students adversely affected by these pressures.

AGREED: to note the content of the update provided.

MONITORING OF STRATEGIC GOALS

- 7 The Deputy Principal introduced this item, which is split in to a number of areas:
- a) Balance scorecard to monitor progress against strategic goals
 - b) Report on Reputation Pillar
 - c) Employer of choice report
 - d) Proposed balance scorecard with metrics for 2018 and beyond

Members attention was initially drawn to page 27 which sets out the strategic pillars. He confirmed that as requested by the board arrows have been included to show whether movement has been positive, negative or stayed the same.

The Board discussed the position in relation to the Sixth Form and it was noted that at the Q&S Committee there had been some discussion as to whether or not the RAG rating should be

reduced. This was challenged and it was agreed that the RAG rating would remain at amber. This now means two amber notifications and therefore a full report will be presented to the next meeting of the Q&S Committee. It was confirmed that link visits in relation to the Sixth Form have been undertaken with the Vice Chair digging a little deeper on behalf of the Board. All acknowledged that the Sixth Form is not where it needs to be and the Board warmly welcomed the provision of a full and detailed report to the next meeting of the Q&S Committee in June.

The Board discussed income and growth and were advised that the college is on track regarding its income targets and EBITDA, however it is behind in terms of the challenging growth targets set. The Board questioned where discussion takes place regarding the appropriateness of the curriculum offer and the match with employer needs. The Principal advised that the executive discuss curriculum constantly, for example digital has now been added to the balance scorecard. The Deputy Principal invited the Board to consider whether there is the need to have an extra curriculum pillar included within the strategic pillars. It was confirmed that curriculum development is being led by Liz Leek during the business planning process.

The board questioned how the college receives and listens to the employer voice. It was explained that this is in a number of ways including; dialogue with the LEP, employer forums, BDC, BDOs developing links with employers, employer breakfasts, policy groups for the sector, data market intelligence including LMI and EMSI, also the workplace pilot funding includes an element for employer education.

In terms of developing the curriculum the Board agreed that the question for them is whether or not it is demand led or supply led. They acknowledged that there is a pipeline timing issue, for example digital campus developments. It was confirmed that the team are looking at how the AEB budget can create a pipeline, particularly in relation to digital activity.

The Board were given assurance that staff are doing much more to educate employers and plant the seed of upskilling, however the caveat to this is that the qualifications for this are not yet available and these are the drivers that the college has to operate and shift within. It was agreed that at the July Board meeting the VP Curriculum would present the curriculum map and at the September Board meeting there would be discussion time set aside for curriculum development.

The Chair advised that the changes in the governance arrangements to be proposed are intended to free up Board time for creative thinking and debate. This will help the Board to prepare for growth and define what the strategy is for the future.

The Board questioned whether there is sufficient data currently available to tell the College what employers think about it. They questioned whether there is the capacity to invest. It was felt that this is a priority so that the College knows where to focus. Linked to this Governors need to know where is the best use of their time. The Principal extended an open invitation to all Governors to join any of the business review meetings. In the changing arrangements it was confirmed that the Governance task and finish group are working on where things will be discussed and monitored for next academic year.

The Deputy Principal then drew members attention to the Reputation report, it was explained that a full report is provided as this has been RAG rated as amber. He confirmed that staff are working incredibly hard to improve the student survey results which have negatively impacted upon the RAG rating in this area.

(Denise Jelly and Andrea Clarke left the meeting at 4.55 pm.)

In terms of the NSS survey the Board questioned whether this could be better managed. It was explained that the College undertakes NSS surveys in each year rather than just at the end of period of study, this then allows the college to get early indications and has an opportunity to

respond. The College is currently working very hard to improve the participation levels in student surveys. It was confirmed that the last student survey was reported to the Q&S Committee and, whilst it doesn't influence the NSS national survey, it does show a positive movement in terms of learner satisfaction. It was noted that the NSS completion rate was 72%, all agreed that this was a good and representative level of participation. It was confirmed that internal surveys also show improved participation rates.

The Board questioned whether the amber RAG rating was purely down to HE student surveys. It was confirmed that the amber RAG rating is because of the NSS survey results and also the income position as can clearly be seen on page 33.

The Deputy Principal then provided an update in relation to draft strategic goals for 2018 and beyond. He explained that, in terms of growth, the position cannot be finalised until the end of the round three business reviews which are currently taking place. The Board were asked to note that digital has specifically been added as a target. The Board all agreed that creating appropriate baselines was critical. It was noted that these have not yet been set in terms of a number of elements of the reputation pillar. The Board were reminded that the goals have been drawn from the January 2018 away day and feedback directly received from Governors.

In terms of the structure the Board all agreed that it was clear and user friendly. In terms of the performance measures, assurance was given that there are much more detailed components that sit underneath the headline measure. The Board considered the scorecard in detail and a number of questions were posed.

- The Board asked if all of the baselines are based upon 17/18 expected outcomes. It was confirmed that this is the case in the majority of areas.
- The board made the observation that in some areas targets are being set lower than the baseline, for example, A Levels, Student satisfaction etc. In relation to A Levels it was explained that it will take time to change peoples' perceptions and there is still a demographic dip expected which has influenced the targets to be set.

In relation to A Levels it was explained that if students meet the entry criteria then they go on to a two year programme. If they do not get the entry criteria then they are offered a three year course which includes a one year resit. This does affect the statistics and targets. The Board were advised that there are actually 720 students doing A Levels which includes some on the three year programme. This includes a foundation year to help them get qualifications so that they can take the A Levels that they actually want to do. It was confirmed that the targets set for next year include the known position that there will be 50 less learners coming out of school in the next academic year.

- The Board questioned the position in relation to staff satisfaction – the Board made the observation that 93% is the baseline and 90% is the proposed target. They questioned whether staff satisfaction is expected to decline. It was confirmed that this is not the case.
- In relation to the ESFA financial health score the Board questioned whether there will in fact still be a reduction given the higher than expected level of cash to be retained in the bank. It was explained that the college will lose some points on the debt ratio as income reduces.
- In terms of quality measures the Board made the observation that all of the targets are set at +2% or better. They questioned whether there needed to be more differentiation. It was confirmed that these have been rounded and based on expected outcomes, although it was acknowledged that outcomes could vary. The Board questioned whether, in areas where college performance is already known to be high, for example apprenticeships, whether stretching targets were appropriate as it would be harder to make significant increases. In terms of quality measures the Board indicated that it would be useful for them to see how the college compares locally and regionally as this would then help to explain the baseline. The Board questioned if there are some particular areas that need a really significant focus and resource to maximise the improvements where they can be achieved, and made the

observation that in some areas the college should not 'sweat its resources' where it is already known to be good and above competitors. The Board felt that the RAG ratings and the tolerance built in to the targets was important, weighting is also important in terms of priorities.

One suggestion made was that the internal audit plan for 18/19 could potentially include a review of the scorecard and the appropriateness of the mechanisms used to set the targets.

The Board discussed the reporting against the balance scorecard and felt that there may be occasions where something which does not appear on the scorecard needs to be reported. They felt that there was a risk in slavishly adhering to the scorecard ratings and felt that they needed also to rely upon the professional insight from management to raise issues, as emerging areas of focus, whenever it is appropriate.

In terms of the scorecard presented the Board questioned where the Sixth Form currently sits. It was explained that it is contained within the study programme line, however it was felt that this could be more specific. The Board questioned whether there needs to be a more specific goal set in terms of Sixth Form measures and Maths and English. They invited the senior management team, outside of the meeting, to consider whether they need to be more specifically referred to on the scorecard so as to trigger reporting in the next academic year.

- In relation to brand users and non-users it was explained that the College is engaged with a consultancy company to try and identify what should be included as a set of targets.
- In terms of demographics it was confirmed that there is population growth on the horizon and that this is the longest term target set on the scorecard.
- In terms of place setting/shaping it was explained that this relates to Barnsley as a place and an education provider. As the reputation of both increases then people will move in to the area.
- In terms of brand the Board questioned whether it was possible to disaggregate out the results so that there is greater clarity in terms of who thinks what about the college.

It was acknowledged that this is the final draft version of the scorecard for 2018 and beyond, feedback from governors today will be incorporated and a final document will be presented to the Board for approval at the July meeting.

AUDIT COMMITTEE BUSINESS

- 8 The Audit Committee Chair drew members attention to the minutes of the meeting and it was confirmed that internal audit reports were received in terms of HESSES and learner support funds. Good assurance was given in both audits. Also considered was the subcontractor audit which again was a good assurance. The BAF is on the agenda today for discussion. Deep dives have been suggested and will feed in to the governance plans.

AGREED: to note the update provided.

FINANCE & RESOURCES COMMITTEE BUSINESS

- 9 The Committee Chair drew members attention to the minutes of the meeting and confirmed that whilst income is down expenditure is well contained. She advised that new style management accounts have been developed and will be presented to the Board going forward, she described them as much more user friendly.

Members attention was drawn to page 49 and the recommendation made for Board approval to give delegated authority to the Principal to sign the loan variation document on behalf of the Board. This was agreed.

Governors attention was also specifically drawn to page 51 and the recommendation that Conrad Cannodine be appointed by the Board as a Director on BCDC and also the recommendation that Suzan McGladdery be appointed as a Director on the Think Barnsley Limited board. Again the Board were happy to approve.

AGREED:

- a) to note the content of the update provided,
- b) provide delegated authority to the Principal to sign the loan variation document on behalf of the Board,
- c) appoint Conrad Cannodine as a Board Director on BCDC,
- d) appoint Suzan McGladdery a Director on Think Barnsley Limited.

QUALITY AND STANDARDS COMMITTEE BUSINESS

- 10** A typographical error was noted in the minutes of the meeting held on 24th April 2018. Ross Hooley, the Staff Governor is to be added to the register of Governors present. The Clerk confirmed that she would make the change required.

Members' attention was drawn to page 56 where the interim HE review report was discussed in detail. The Deputy Principal advised that no comments have been received from Governors so far and therefore he made the suggestion that a small task and finish group be convened to undertake a deep dive and move things on ready for final report to be presented in July. Suggested members of the HE Task and Finish Group were; Yiannis Koursis, Liz Leek, Phil Briscoe, Andrea Clarke, Simon Perryman, Conor Moss and Kay Dickinson. The Board were happy to support the proposal presented and it was confirmed that it is not a closed invitation, with other Governors welcome to join. The expected output includes:

- a) Plan of action going forward
- b) Purpose of HE at Barnsley College
- c) Agreed message
- d) Curriculum offer
- e) Partnership structures
- f) Pricing structure

AGREED:

- a) to note the content of the update provided &
 - b) support the proposal to establish a HE task and finish group.
- Three meetings are to be arranged, two in June and one in early July so that a final recommendation can go to the Board meeting in July.

The Principal advised that the QAA review is scheduled for 5th, 6th and 7th of June. Two governors are needed to participate in the review. Nick Bowen and Conor Moss have been approached but it would be useful to have a fall back position if either or both are unavailable. The Principal indicated that if necessary other governors would be approached with the expectation that interviews would be 30-45 minutes.

It was noted in the minutes that the RAG rating of green given to the Sixth Form position had been challenged as set out in section 18.28 of the minutes.

FEEDBACK FROM THE GOVERNANCE TASK AND FINISH GROUP MEETINGS HELD IN MAY

- 11** It was acknowledged that the Chair had given feedback earlier in the meeting. Unfortunately the incorrect terms of reference were included within the pack (OML rather than Governance Task and Finish group included). It was agreed that the Clerk would circulate these outside of the meeting.

AGREED: to note the content of the update provided.

GDPR UPDATE

- 12 The VP Funding and Data introduced the comprehensive report and particularly drew everyone's attention to the Privacy Notice as it relates to Governors and the Data Protection Policy. He confirmed that both documents have been compared with the AOC model policies and AOC advice and they are in line.

The Board questioned whether the Data Protection Officer has a line of sight in to the Board or Audit committee. It was confirmed that a link visit with the DPO will take place with the Chair of Audit. Whilst acknowledging this, the Board felt that the policy needs to be explicit in terms of the DPO having a line of sight directly to the Board via the Clerk to the corporation.

The Board made the observation that it was three days until the go live date for GDPR, they questioned whether there were any points of worry. The VP Funding and Data advised that the legislation has not yet been enacted and therefore the College cannot be 100% certain but is reasonably confident in terms of compliance. He confirmed that it has been made very clear to staff that they must report any suspected breach.

The Board questioned what the position is in relation to data stored by staff on private devices. He explained that the college has been quite strict in terms of download capability and expected use. He provided assurance that data management guidance is in place, although acknowledged that this was particularly hard to manage.

AGREED:

- a) to note the content of the update provided,
- b) approve the Privacy Notice as it relates to Governors &
- c) approve the Data Protection Policy

BOARD ASSURANCE FRAMEWORK

- 13 The VP Corporate Services introduced this item and confirmed that the Board Assurance Framework (BAF) collates the Colleges top risks in to one document. The Audit Committee looks at the processes in place to monitor the risks but ultimate ownership lies with the Board in terms of this being an assurance framework. The Board made the observation that the scorecard and internal audit plans should all link together. The view was expressed that the BAF needs to be a key element that Chairs use to set agendas. It is important that reports are explicit in terms of the link and cross references with the BAF.

The Board challenged the senior team and each other and indicated that they need to be sure that what is proposed in the BAF is being done, an example given was that the Finance and Resources Committee currently does not look at student numbers whereas in the Board Assurance Framework it states that it should.

The Board were reminded that the BAF is reviewed as part of the leadership and management performance review. Risks are identified and aligned to the Colleges strategic priorities and the development plan. Top risks are owned and managed by members of SMT. New risks are identified by senior managers via the PR process. At department level risk registers are discussed and reviewed as part of the Colleges performance review processes and are updated on the usual basis by the relevant head of department. The Board formally receives the BAF in May with updates in October and January. He advised that a new risk has been added concerning GDPR. No risks have been removed. It was noted that the Audit Committee also looks at the BAF twice a year this is in September and March.

The Board considered the BAF in detail and raised a query in relation to page 95, risk 1. In terms of protecting tertiary status the board indicated that it was very hard for them to know what needs to be done to provide protection. They asked whether there was an opportunity to reflect a bit more on this at a future meeting. The action owner is currently the Executive. The Board indicated that they would like to see the lead named as the Principal.

In terms of formatting of the document it was confirmed that risks are not moved around in the register and therefore the list is not in a priority order. The challenge from the Board was that there is work to do in terms of how the scorecard and the BAF align and drive the priority of agenda planning. It was agreed that the Deputy Principal and the VP Corporate Services would liaise outside of the meeting to finalise. It was acknowledged that not everything that is on the BAF will be on the scorecard. The Board agreed that at a future meeting they would like some discussion on protecting tertiary status.

The Board felt that there may be a better way of presenting the BAF within the pack. They would like to see an executive summary ranking the risks and giving them a priority. That being said, they did all believe that there was benefit in the Board seeing the whole BAF. An observation was made in that it is an issue for the Board as to whether they accept the risk or whether they require further actions to be taken to bring the residual score down further. The Board also need assurance that where residual risks have been reduced there has been a firm basis for doing this.

The Board discussed page 104 and line 12 in relation to apprenticeship provision. It was acknowledged that there are lots of mitigating actions in place, however this still remains red. They felt that this was transparent in terms of risks identified in the BAF and that this closely aligned with issues raised in the scorecard, Principals report and Finance and Resources Committee reports. The Board agreed that going forward there needs to be clarity in terms of how the BAF focuses discussion topics and governor activity.

Having declared an interest, David Shepherd questioned whether there should be further Board discussion regarding the Institute of Technology.

In terms of the BAF the challenge from the Board is that actions should always have an impact to bring down the residual score or why is the college undertaking the actions and committing resource in this area.

It was agreed to look at ways of protecting tertiary status during one of the 2018/19 'Creative Thinking' meetings. They asked that the Executive to specifically consider whether there is anything further governors can do to mitigate the risks identified.

AGREED: to note the content of the update provided.

FEEDBACK FROM GOVERNORS FOLLOWING LINK VISITS

- 14 Members considered the feedback forms completed by Helen Jagger and Conor Moss. It was noted that there has also been a governor visit in relation to Sixth Form. It was agreed that further feedback forms would be presented to the next meeting.

APPOINTMENT OF THE CHAIR TO THE BOARD FROM SEPTEMBER

- 15 The interim Clerk to the corporation explained the nominations/declaration of interest process. She confirmed that she would email out to governors directly in June to gather feedback on a one to one basis.

REPORT FROM WELLSRING ACADEMY TRUST

- 16 The Board were happy to note the content of the update provided.

PRINCIPALS GOOD NEWS REPORT

- 17 The Board were happy to note the content of the report provided.

DATE AND TIME OF NEXT MEETING

18 The Clerk reminded that the next scheduled meeting is Tuesday 17th July 2018 at 4pm.

Part I of the agenda concluded at 6.25pm.

Signed _____ Chair

Dated _____