

Meeting Minutes of the Board

*Held on Tuesday 18th December 2018 at 4.00 pm
at Barnsley College, Old Mill Lane, Conference Suite (AG11A/B)*

Present:	<p>Simon Perryman (Chair) Nick Bowen (Vice Chair) Helen Jagger (Vice Chair) Chris Webb (Principal and CEO) Simon Brian (Governor) Conor Moss (Governor) Claire Partridge (Governor) Simon Taylor (Governor) Kay Dickinson (Governor) Sara Turton (Governor) Peter Clarkson (Staff Governor) Ross Hooley (Staff Governor)</p>
In attendance:	<p>Shazia Nazir (Clerk to the Board) Yiannis Koursis (Deputy Principal) Liz Leek (Vice Principal) Laila Lawton (Vice Principal – Finance) Phil Briscoe (Vice Principal – Quality & Student Experience) Tony Johnson (Vice Principal – Corporate Services) Vince Dalton (Vice Principal – Funding, Data and Compliance)</p>

PART I – For Publishing

SECTION A – BUSINESS MATTERS

B18/040	<p>Quoracy</p> <p>The meeting was quorate.</p>
B18/041	<p>Apologies for Absence</p> <p>Apologies were received from:</p> <ul style="list-style-type: none"> - Elizabeth Hodgson (HE Student Governor) - David Shepherd (Governor)
B18/042	<p>Declarations of Interest</p> <p>Simon Taylor declared his interest as an employee of Sheffield Hallam University in item 13.2 – Sheffield City Region bid.</p> <p>Connor Moss declared his interest in Item 13.2 as an employee of Sheffield Hallam University – Sheffield City Region bid.</p>

	<p>Chris Webb and Kay Dickinson declared their interest as directors of Barnsley College Development Company Ltd.</p> <p>Chris Webb and Kay Dickinson declared their interest as directors of Think Barnsley Ltd.</p> <p>Yiannis Koursis declared his interest as a governor of Wellspring Academy.</p>
B18/043	<p>Minutes of the last meetings on 16th October 2018 (Part I) including the confidential minutes (part II) and the extra-ordinary meeting on 26th November 2018</p> <p>It was RESOLVED to approve part I of the minutes of the last meeting held on 16th October 2018 as an accurate record, subject to correcting and noting the attendance of Simon Brian.</p> <p>The Clerk was asked to update the minutes for signing by the Chair.</p> <p>It was RESOLVED to approve the minutes of the extra-ordinary meeting on 26th November 2018 subject to the minutes reflect the concerns raised about the disjoint between HE and the plan not including the contextual discussion on how the review was used.</p> <p>The Clerk was asked to update the minutes for signing by the Chair.</p> <p>The confidential minutes of the meeting held on 16th October 2018, were discussed in part II of the meeting.</p>
B18/044	<p>Matters Arising</p> <p>There were no matters arising.</p>
B18/045	<p>Rolling Action List</p> <p>The Board considered the list of actions summarised and it was noted that:</p> <p><u>B18/019 - Board membership / appointments</u>; consider options regarding the lack of FE student representation on the board.</p> <p>The Governance & Remuneration committee had considered Elizabeth Hodgson's membership, and noted she had attended no meetings this year. Given the concerns raised by the board about student voice, and the lack of FE student representation, the committee felt she should stand down and efforts should be made to elect an FE student to the board.</p> <p>This item was discussed under B18/047 (board membership and appointments).</p> <p>It was RESOLVED to close this item.</p> <p><u>B18/021 – Governance Briefing</u>; circulate instruments and articles and standing orders to board members.</p> <p>The information was circulated following the board meeting.</p> <p>It was RESOLVED to close this item.</p> <p><u>B18/027 – SCR bid</u>; contact non-conflicted absent members regarding the proposal for a digital campus.</p> <p>The information was circulated.</p>

	<p>It was RESOLVED to close this item.</p> <p><u>B18/027 – Complaints (end of year) 2017/18</u>; anonymise complaints data.</p> <p>It was RESOLVED to close this item.</p>
B18/046	<p>Any Other Business</p> <p>There was no other business.</p>
B18/047	<p>Board membership / appointments</p> <p>It was RESOLVED to re-appoint Clare Partridge to the board for 1 year until 31st December 2019.</p> <p>It was RESOLVED to re-appoint David Shepherd for a 4 year term effective from October 2018 until October 2022.</p> <p>It was RESOLVED to re-appoint Sara Turton for a 4 year term from March 2019 up until March 2023.</p> <p>It was RESOLVED to ask Elizabeth Hodgson to resign from the board.</p>

MATTERS FOR CONSIDERATION / DECISION

B18/048	<p>Principal/CEO Report</p> <p>Phil Briscoe presented a 10 minute PowerPoint presentation providing an overview of the feedback from Ofsted's pilot inspection based on the new common inspection framework last week. The board noted that whilst the feedback was overwhelmingly positive, no judgement or written feedback could be provided. A detailed commentary of feedback was provided to the board which included strengths and any areas of improvement.</p> <p>Phil Briscoe asserted the view that the college continued to be outstanding. Ofsted was not expected to inspect the college for another 3-4 years, by which time it would be judged against the new framework.</p> <p>Members asked if there was any reason the college had been selected for the pilot inspection. Chris Webb advised that Ofsted had approached the college to volunteer, as they required an outstanding college.</p> <p>Chris Webb added that he was very pleased with the results, a view that was echoed by the board, who asked that thanks be extended to all staff. Liz Leek informed governors that staff would be rewarded with a gift which included a massage or an afternoon tea with a glass of Fizz through the college's internal departments. Members of the audit committee asked the college to exercise caution regarding the purchase of alcohol under new ESFA guidelines concerning alcohol, although noted the spend proposed was sensible and proportionate.</p> <p>Chris Webb alluded to the key items within his report, that were covered within the agenda for the meeting:</p> <ul style="list-style-type: none"> • Agenda Items 13.1 and 13.2 - Financial outturn 2017/18 and ESFA Dashboard • Agenda Item 18 - 2018/19 staff pay award (covered under the Part II confidential minutes).
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	<ul style="list-style-type: none"> • Agenda Item 14.1 and 14.2 - College FE Self-Assessment 2017/18 and Quality Improvement Plan 2018/19 and HE Annual Monitoring Report. • Agenda Item 19.1 – Deep Dive / Scrutiny Group – Construction and Engineering. • Item 16.2 – The colleges first GDPR Report • Item 23.5 – Governance and Remuneration Committee minutes and recommendations, particularly with regards to interim arrangements for the Principal/CEO and the Clerk. <p>The board was pleased to hear that the colleges OfS registration had been accepted.</p> <p>It was RESOLVED to note the Principal/CEO report.</p>
B18/049	<p>Balance Scorecard – Quarter 1.</p> <p>In considering the report, place setting and shaping was questioned, for which actual data was not available at the meeting. Yiannis Koursis advised that initial reports suggested positive feedback about non user’s perceptions.</p> <p>Members also sought more information about construction and engineering which had been rag rated red. Yiannis Koursis clarified that the growth target for construction and engineering was set as a performance budget target rather than a Governor’s budget target. He assured governors this did not impact on the college’s budget or financial sustainability.</p> <p>It was RESOLVED to note the balance scorecard report for quarter 1.</p>
B18/050	<p>Audit</p> <p>11.1 Board Assurance Framework</p> <p>Tony Johnson provided the meeting with a brief update, commenting that no risks had been added or removed since the last review.</p> <p>In response to a discussion that had taken place at the recent audit committee about significant risks underpinning the deep dive / scrutiny groups, it was questioned when the risk to the college’s tertiary status could be discussed in greater detail. In addition, members asked of the control or additional measures for tertiary would ever be mitigated or removed, or will the risk always continue to be in existence. Tony Johnson clarified that there were some risks that were outside the college’s control, hence would continue to be RAG rated red, even when the risk had been mitigated. It was suggested the discussions about tertiary status take place at one of the creative sessions or at the strategic seminar.</p> <p>It was RESOLVED to approve the Board Assurance Framework.</p> <p>11.2 Annual Report of the Audit Committee.</p> <p>Clare Partridge, the Chair of the Audit committee gave a brief overview, concluding that the college’s’ audit arrangements, framework of governance, risk management and control, and processes for securing economy, efficiency and effectiveness, are adequate and effective.</p> <p>It was RESOLVED to approve the Annual Report of the Audit Committee.</p> <p>The Annual Report of the Audit Committee was signed by Clare Partridge, for submission to the ESFA.</p>

	<i>Peter Clarkson joined the meeting.</i>
B18/051	<p>Finance</p> <p>12.1 Management Accounts (P3) – October 2018</p> <p>Laila Lawton advised that the college was still on track to achieve all its key targets, taking into account the surplus and EBITDA. It was expected by the year end, income would be short of £300k as previously reported with respect to the HE budget. The financial point score was projected to be better than expected at 190, rather than the 170 that the budget was initially based on. This would equate to good in terms of financial health.</p> <p>It was questioned if the college should be spending more, if this was the case. An anomaly on the balance sheet was also noted. Laila Lawton advised that the forecast had been undertaken in May 2018, when a lower cash balance was projected for the July 2018 year end. Some monies from the cash balance would be spent on remedial works, hence the position of the balance sheet.</p> <p>It was RESOLVED to note and approve the management accounts.</p> <p>12.2 ESFA Financial Dashboard and Letter</p> <p>This is an update from a previous July financial plan, as updates come through twice yearly. The actual performance for 2017/18 was better than indicated in the report. The ESFA expected satisfactory financial health score for 2018/19, but the college now expected it to be good.</p> <p>In response to a question on what was driving the increased financial health score from 170 to 190, Laila Lawton responded it was attributed to the strong cash position.</p> <p>It was RESOLVED to note the ESFA Financial Dashboard and Letter.</p>
B18/052	<p>Financial Approvals</p> <p>13.1 Financial Statements 2017/18</p> <p>Laila Lawton presented a summary of the financial statements. The following information was noted:</p> <ul style="list-style-type: none"> • The college had exceeded its budget and forecasting operating surplus. • EBITDA was 64% better than budgeted. • All financial targets had been met. • All bank covenants had been met. • BCDC recorded £1,281 profit <p>As regards the college's subsidiary companies, BCDC Ltd had recorded a profit of £1,281. Think Barnsley Ltd had recorded a £3,690 loss, and would continue to be reliant on the college for financing, and the risk of not being able to repay loans to the college was noted. The board was asked to provide a letter of support to enable the company to continue to trade.</p> <p>In response to concerns noted by the audit committee regarding the pension valuation and regularity, senior leaders were asked if these matters had been concluded. Laila Lawton assured governors that this was the case and the correct assumptions had been used to calculate the pension deficit. She clarified that the actuaries had used the wrong figures initially, but this was an accounting adjustment.</p>

It was **RESOLVED** to approve the Financial Statements 2017/18 for the college, Think Barnsley Ltd and BCDC Ltd.

It was **RESOLVED** to approve the letters of representation for the college and its subsidiaries.

It was **RESOLVED** to approve the college to provide a letter of support for Think Barnsley Ltd.

13.2 Report on SCR Bid/Digital Campus.

Yiannis Koursis updated the meeting on the outcome of the digital campus local growth fund (LGF) bid. A number of assurance comments from the LEP were made, including:

- The strategic case logic was acceptable, and encouraging more start-up's linked with the digital sector was in line with the LEP's aims.
- The case was not particularly strong for the SciTech site. They wanted to see more financial commitment from Barnsley College.
- The project should submit a national tender for T-Level funding.
- The project should consider working with Sheffield Hallam University (SHU) on a more strategic bid.

The recommendation from governors was summarised as below:

- DMC2 proposal could progress to a full business case.
- The college would need to consider the merits of working with the SHU digital innovation partnership and explore joining the partnership.
- The college contributes match funding through securing T-Level capital funding.
- A revised SBC could be considered but should be worked on the basis of gap funding once government funding was known.

Yiannis Koursis advised that the college was open to working with SHU and putting forward the College's T-Level funding, but we are not able to commit any further match funding at this time. On the basis of this, the college were asked to resubmit the bid by the end of January 2019, and re-align their aims with SHU. The board had a lengthy discussion on whether there was the appetite for proceeding with the bid. Senior leaders presented the view that they were content with committing resources to re-submitting the bid and to commit T-Levels funding, but if the funding did not materialise then the board would need to come to a decision as to whether it was viable to continue. In response to a question on the cost of the project to T-Levels on campus, Yiannis Koursis explained it would warrant an investment of £1.5 million in IT equipment and resources. Chris Webb added that the board needed to give consideration to other investment opportunities, and consider the wider priorities for the college. These included 14-16 provision and foundation learning in the Eastgate building, which was greatly in need and overdue of investment.

The meeting considered comments from members, including one via an email from absent member. The board agreed that it was a difficult decision to make and further discussion time was required to fully consider the priorities and cost implications. It was suggested adapting the terms of reference for the OML / Heating and Venting task and finish group to incorporate consideration for capital investments and strategy.

It was **RESOLVED** to note the report on SCR bid/Digital Campus.

13.3 Capital Approvals

The board was asked to consider a request to landscape and improve the site at Honeywell campus. Laila Lawton, presented some context to the proposal and the 2 options to consider. The original proposal was for a 3G pitch which the college were asked to contribute £300k to as part of an unsuccessful capital bid. The land itself was located in the middle of the campus and was described as an 'eyesore'. The cost of preparing the ground and landscaping it was £100k. The alternative option presented was to enhance the site as a multi-use area for staff and students. This would include the creation of a one way system and creating a turning circle using additional unused land at a cost of £400k. 75% of the cost of the full brief had already been budgeted for, hence an additional £100k was required. No detrimental impact on the college's finances was envisaged.

An update of the Wigfield farm project was presented and an additional £47k was required. The meeting noted that the work would commence in January 2019, with a completion expected by the end of February 2019.

In response to a question on the timescales for the Honeywell campus, members were informed the project would be completed in June 2019. Questions were raised about whether the project had broader appeal, other than 'looking pretty', and what the return on investment would be, along with what other options had been considered for the land such as sports facilities. Laila Lawton explained other options had been considered including a school and multi-use games area. She explained the site looked to be in a poor state due to the proximity of the land, and at the very least should be landscaped. She added that there would be some fitness facilities incorporated into the full brief, and the cost of a football pitch was £1.3 million. Selling the land wasn't a feasible option for the college.

Chris Webb added that the cost of preparing and re-crushing the land made up the bulk of the cost in relation to the basic brief presented. Whatever the land was used for, preparation of the land would need to take place first and it would address several issues including parking. It was questioned whether the ongoing maintenance and security costs had been considered. It was explained that the estates team would be responsible for maintaining the land, and no additional security costs would be required.

In considering return on investment, members suggested enhancing facilities was important, but this was something that could be considered under a 'well-being' theme, and the board should give consideration to the sums to allocate to such projects.

The board agreed the land should be prepared and landscaped, and further discussions would take place about whether the fuller project brief should be implemented.

It was **RESOLVED** to approve up to £150,000 for the basic brief with some additional features.

It was **RESOLVED** to approve the works contract up to £140k and the kitchen contract up to £80k at Wigfield Farm.

It was **RESOLVED** to approve an additional £47k of additional costs for the works at Wigfield farm.

It was **RESOLVED** to approve the Capital Approvals.

The meeting ceased for a short break at this stage.

B18/053	<p>Quality</p> <p>14.1 FE Quality – Self Assessment Report 2017/18 and Quality Improvement Plan 2018/19.</p> <p>Phil Briscoe reported that the college had graded itself against the 4 key judgements and the performance of 4 cohorts. The key judgements were summarised as:</p> <ul style="list-style-type: none"> • Effectiveness of leadership and management – outstanding. • Quality of teaching, learning and assessment – outstanding. • Personal development, behaviour and welfare – outstanding. • Outcomes for learners - outstanding • 16-19 study programmes outstanding • Adult learning programmes – good • Apprenticeships – outstanding • Provision for learners with high needs - outstanding <p>Overall the college judged itself to be outstanding, a view that was echoed by the board.</p> <p>When asked if there was any other areas that could be including as part of the review, Phil Briscoe suggested attendance was an area that could be considered. The board approved the plan but suggested keeping under consideration how it could evolve.</p> <p>It was RESOLVED to note and approve the FE Quality – Self Assessment 2017/18 and quality improvement plan.</p> <p>14.2 HE Annual Monitoring Report 2017/18</p> <p>The board noted the HE monitoring report for 2017/18.</p> <p>The chair suggested more board meetings were necessary to allow for smaller agendas and more manageable meetings.</p> <p>It was RESOLVED to approve the HE Annual Monitoring Report 2017/18.</p>
B18/054	<p>Pay Award 2018/19</p> <p><i>Confidential minutes refers.</i></p> <p>It was RESOLVED to note the information.</p>
B18/055	<p>Annual Reports 2017/18</p> <p>16.1 Equality & Diversity Annual Report</p> <p>Liz Leek drew the meetings attention to performance gaps, which was generally positive between white and BME students, with 79.4% and 83.3% respectively. However, there was one significant area of under-performance in relation to demographics, namely that male learners who underperformed at 76.3% against female performance of 83.5%. The reasons for this gap were attributed to poor performance in construction and engineering, where learners were almost entirely male and from lower socio economic backgrounds. She assured governors the group would be closely monitored at performance reviews during the year, with departments paying specific attention to ‘advancing’ the performance of this group.</p>

	<p>It was noted as part of this drive the college were considering ways in which to upskills work place learning staff, to help embed training.</p> <p>It was RESOLVED to approve the Equality & Diversity Annual Report.</p> <p>16.2 Data Protection (GDPR) Report.</p> <p>Vince Dalton introduced the first GDPR report the college had produced. In response to questions from members it was noted that that had been no spike in data protection breaches, compared to previous years, and that the action plan had been fulfilled.</p> <p>It was RESOLVED to note the Data Protection (GDPR) Report.</p>
B18/056	<p>Policies</p> <p>17.1 Special Educational Needs Policy</p> <p>Phil Briscoe advised that the special educational needs policy had been updated with very few changes. These incorporated GDPR and consideration for how the data held is stored, along with the change in SEN manager.</p> <p>It was RESOLVED to approve the Special Educational Needs Policy.</p> <p>17.2 Safeguarding Policy and Procedures including Child Protection Policy</p> <p>Phil Briscoe discussed the changes to the safeguarding policy, which were highlighted in the report.</p> <p>The lead governor for safeguarding conveyed support for the changes, but asked that they could be made available as part of safeguarding link visits.</p> <p>Clarity was sought on issues pertaining to employees, and the stage in which the police would be notified. Assurances were given that police intervention would follow upon LADO advice, wherever appropriate.</p> <p>It was RESOLVED to approve the safeguarding policy and procedures including the child protection policy.</p>
B18/057	<p>Employment Policies</p> <p>Tony Johnson drew governor's attention to the policy changes in the paper regarding the following policies:</p> <ul style="list-style-type: none"> • Recruitment and selection • Disciplinary • Disaster Recovery and business continuity • Grievance • Pay • Governor Appeals <p>It was RESOLVED to approve the employment policies.</p>
B18/058	<p>Terms of Reference</p> <p>19.1 Deep Dive / Scrutiny Group – Construction and Engineering</p>

	<p>The meeting considered the draft terms of reference for the deep dive / scrutiny group for construction and engineering. Members suggested the following changes:</p> <ul style="list-style-type: none"> • An indication of start and finish timescales, so that the meetings don't 'drift' beyond their intended purposes. It was suggested having around 3 meetings, each with a specific focus before concluding and reporting to the board. • An executive lead was suggested for deep dive /scrutiny group. Liz Leek would lead for the construction and engineering group and Phil Briscoe will lead for the English and mathematics group. • Capitalising on any opportunities. <p>It was RESOLVED to approve the terms of reference for the deep dive / scrutiny group for construction and engineering, subject to the changes outlined.</p> <p>19.2 Governance and Search Committee</p> <p>The chair provided the board with some context to the case for reverting to separate committees for governance and remuneration matters.</p> <p>Members requested an up to date list of committee membership and link governors is circulated in a single document.</p> <p>It was RESOLVED to approve the terms of reference for the Governance and Search committee.</p> <p>It was RESOLVED to approve Simon Perryman, Helen Jagger, Simon Brian, Chris Webb, Nick Bowen and Sara Turton as members of the Governance & Search committee.</p> <p>It was RESOLVED to approve Simon Perryman as the Chair of the Governance & Search committee.</p> <p>19.3 Remuneration Committee</p> <p>It was RESOLVED to approve the terms of reference for the Remuneration committee.</p> <p>It was RESOLVED to approve Simon Brian as the chair of the Remuneration committee.</p> <p>It was RESOLVED to approve the same membership as previously i.e. Simon Brian (Chair), Simon Perryman, Helen Jagger, Nick Bowen and to include Sara Turton.</p>
B18/059	<p>Draft Strategic Seminar Agenda – 1st/2nd February 2019</p> <p>Yiannis Koursis presented an outline of the agenda for the strategic seminar, and invited input from governors, suggesting there was some flexibility to extend the programme on Saturday 2nd February.</p> <p>Members suggested greater consideration for the key areas within the 4 strategic pillars, which could be emailed and distributed to the board ahead of the event. It was agreed this would be useful to help frame the discussions.</p> <p>A discussion took place about start and end times including the possibility of a working breakfast on day 2.</p>

	It was RESOLVED to note and approve the agenda/outline for the strategic seminar in February 2019.
B18/060	<p>Creative Sessions – Future themes</p> <p><i>Confidential minutes refer.</i></p> <p>The date of the meeting was rescheduled for Thursday 17th January 2018.</p> <p>Members discussed ideas for the second and third creative session, and it was agreed to consider the matter at the strategic seminar to help inform themes for these sessions.</p> <p>It was RESOLVED to note the information.</p>
B18/061	<p>Update(s) on learner/governor engagement visits</p> <p>22.1 Health and Safety – 12th November 2018</p> <p>The visit was postponed until January 2019. A report would be presented to the board in due course.</p> <p>It was RESOLVED to note the information.</p>

MATTERS FOR INFORMATION

B18/062	<p>Minutes of Committee / Subsidiary meetings:</p> <p>23.1 Quality & Standards Committee – 21st June 2018</p> <p>This was the last meeting of the committee before it was disbanded, prior to the introduction of the new governance structure.</p> <p>It was RESOLVED to note and approve the minutes of the meeting.</p> <p>23.2 Think Barnsley Ltd – 11th December 2018</p> <p>It was RESOLVED to note the minutes of the meeting.</p> <p>23.3 BCDC Ltd – 11th December 2018</p> <p>It was RESOLVED to note the minutes.</p> <p>23.4 Audit Committee (including confidential minutes) – 4th December 2018</p> <p>This item was discussed in the confidential part II of the meeting.</p> <p><i>Confidential minutes refer.</i></p> <p>23.5 Governance and Remuneration committee – 11th December 2018</p> <p>This item was discussed in the confidential part II of the meeting.</p> <p><i>Confidential minutes refer.</i></p> <p>23.6 Confidential minutes of board – 16th October 2018</p> <p>This item was discussed in the confidential part II of the meeting.</p>
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	<p><i>Confidential minutes refers.</i></p> <p><i>Vince Dalton, Phil Briscoe, Sam Bentley and Peter Clarkson left the meeting.</i></p>
B18/063	<p>Good News Stories</p> <p>It was RESOLVED to note the information.</p>
B18/064	<p>Pay Award 2018/19</p> <p><i>Confidential minutes refers.</i></p> <p>It was RESOLVED to note the information.</p>

ANY OTHER BUSINESS

B18/065	<p>Any other Business (Clerk to be notified in advance)</p> <p>There was no other items of business.</p>
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FUTURE MEETINGS

B18/070	<p>Dates and time of future meetings:</p> <p><u>2018/19</u></p> <p>Thursday 17th January 2019 at 4.00pm Tuesday 19th March 2019 at 4.00pm</p>
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Part I of the meeting closed at 7.10pm

Part II of the meeting closed at 7.32pm.

Signed (Chair) _____ Dated _____
Simon Perryman