

**Minutes of the meeting of the Board of Governors held on Tuesday 17 December 2019
at 4.00pm at Barnsley College, Old Mill Lane, Barnsley**

Present: Simon Perryman (Chair)
 Nick Bowen (Vice Chair)
 Helen Jaggard (Vice Chair)
 Yiannis Kouris (Principal and CEO)
 Kay Dickinson (Governor)
 Sara Turton (Governor)
 Ross Hooley (Staff Governor)
 Daniel Lea (Student Governor)
 Conor Moss (Governor)
 Clare Partridge (Governor)
 Simon Taylor (Governor)

In attendance: Heather Jackson (Director of Governance and Clerk to the Board)
 Liz Leek (Vice Principal – Curriculum & Culture)
 David Reeve (Interim Vice Principal – Finance)
 Tony Johnson (Vice Principal – Corporate Services)
 Ben Owen (Deputy Principal Development)
 Toni Rhodes (Vice Principal Quality & Access to Learning)
 Suki Rai (Interim Vice Principal Funding, Data & Compliance)

PART I – For Publication

Minute	
PROCEDURAL MATTERS	
B19/165	Agenda Item No. 1: Quorum The meeting was quorate.
B19/166	Agenda Item No. 2: Apologies for Absence Apologies were received from David Shepherd, Simon Brian, David Akeroyd and Peter Clarkson
B19/167	Agenda Item No. 3: Declarations of interest:

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	Conor Moss and Simon Shepherd both declared an interest in the Digital Hub Development through their employment with Sheffield Hallam University.
B19/168	<p>Agenda Item No. 4: Minutes of the last meeting held on 15 October 2019 (Part I)</p> <p>The Minutes were approved as a correct record.</p> <p>It was RESOLVED to approve the Minutes of the meeting held on 15 October 2019.</p> <p>The Chair signed the Minutes.</p>
B19/169	<p>Agenda Item No. 5: Matters arising from the last meetings (Part I)</p> <p>There were no matters arising.</p>
B19/170	<p>Agenda Item No. 6: Rolling action list</p> <p>Governor Recruitment – Simon Perryman updated the Board that the previous exercise had been unsuccessful and an agency (Peridot) would be used widen the search. Interviews were scheduled for 11th February 2020.</p> <p>Chair of Audit Committee – Simon Taylor had agreed to take on the role of Chair of the Audit Committee.</p> <p>Wellspring Trust – Yiannis Koursis was presenting a paper in Part II of the meeting.</p>
B19/171	<p>Agenda Item No. 7: Notification of any other business</p> <p>There were no other items of business.</p>
MATTERS FOR CONSIDERATION / DECISION	
B19/172	<p>Agenda Item No. 8.1: Principal's Report</p> <p>The Board noted the key priorities identified in the Principals' report.</p>

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	<p>The Board discussed the potential impact of Brexit on Capital projects and noted that all projects were due to finish within 2020.</p> <p>Yiannis Kouris noted that the Principal's dinners had proved to be particularly successful. A number of lunches were planned in the New Year and invitations would be sent to Governors in due course.</p> <p>It was RESOLVED to note the update on key issues presented in the Principals' report.</p>
B19/173	<p>Agenda Item No. 8.2: Strategic Seminar Update</p> <p>Ben Owen presented the Board with the final agenda for the Strategic Seminar.</p> <p>The Board noted that it would be useful to spend some time considering the political agenda and it was agreed that this would be included in the final agenda.</p> <p>It was RESOLVED to add a session on the political agenda to the Strategic Seminar.</p> <p>It was RESOLVED to agree the agenda for the Strategic Seminar.</p>
AUDIT COMMITTEE	
B19/174	<p>Agenda Item No. 9.1: 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, for submission to the ESFA.</p>
B19/175	<p>Agenda Item No. 9.2: 2018-19 Financial Statements</p> <p>David Reeve presented the financial statements and noted that the ITS consolidation had impacted on reporting timelines. Grant Thornton were</p>

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	<p>expected to complete their work shortly and were waiting on additional information relating to ITS and building valuation.</p> <p>The Board discussed the triennial pension valuation which had increased significantly from the last report and noted that this was an issue faced across the sector.</p> <p>The Board noted that the financial statements reflected the very positive performance of the College in 2018-19 and thanked the Executive and all staff for another very good financial performance.</p> <p>The Board noted that there had been no major changes or actions at Think Barnsley. The Board also noted that the work at Old Mill Lane had been completed to time and budget as reflected in the accounts of BCDC.</p> <p>It was RESOLVED to approve the financial statements for 2018-19 for the College subject to Grant Thornton completing their work.</p> <p>It was RESOLVED to approve the financial statements for Think Barnsley Ltd and approve the letter of support underwriting Think Barnsley Ltd.</p> <p>It was RESOLVED to approve the financial statements for BCDC Ltd.</p>
FINANCE REPORTS & UPDATES	
B19/176	<p>Agenda Item No. 10.1: Management Accounts</p> <p>David Reeve presented the quarter one management accounts which included ITS.</p> <p>Favourable variances on outturn and EBITDA were noted by the Board. The forecast for the full year was expected to be on budget although adjustments may be required in HE. Overall the College expected to be financially outstanding for the year.</p> <p>It was RESOLVED to note the position presented in the accounts</p>
B19/177	<p>Agenda Item No. 10.2: College Banking Arrangements</p> <p>David Reeve presented the Board with an update on the College banking arrangements following the acquisition of ITS. These banking arrangements do not alter the terms and conditions of the original agreements and have no financial impact.</p>

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	It was RESOLVED to authorise the Chair and Principal to sign the revised banking documentation.
B19/178	<p>Agenda Item No. 10.3: ESFA Financial Health</p> <p>David Reeve presented the Board with an update on communications received from ESFA regarding the College's financial health.</p> <p>The Board noted that the letters presented a very positive view of the College's performance.</p> <p>It was RESOLVED to note the report and appendices</p>
ANNUAL REPORTS	
B19/179	<p>Agenda Item No. 11.1: Equality & Diversity Annual Report</p> <p>The Board considered the Equality & Diversity Report presented by Liz Leek. Overall the report presented a favourable picture with the College making good progress in narrowing performance gaps across most areas. Gaps had been identified in 19+ and Apprenticeships as well as with Asian and mixed learners although there were no obvious patterns so further work was being undertaken to review the impact of course structure and support.</p> <p>It was noted that staff equality and diversity profiles were addressed through the HR strategy and governors' profiles were addressed through the Governance and Search Committee.</p> <p>The Board agreed that it would seek to address board balance through recruitment in 2020.</p> <p>It was RESOLVED to address board balance through the planned recruitment exercise in 2020.</p> <p>It was RESOLVED to note and approve the activity detailed in the report, assured that it meets the College's statutory duties.</p>
B19/180	<p>Agenda Item No. 11.2: Higher Education Annual Provider Review</p> <p>The Board considered the annual Higher Education Provider review presented by Toni Rhodes. Overall the report indicated significant improvements in HE provision at the College and a robust action plan had been produced to carry forward actions.</p>

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	<p>The Board commended the report and the progress made in HE over the last year.</p> <p>It was RESOLVED to note and approve the activity detailed in the report, assured that it meets the College's statutory duties.</p>
PERFORMANCE REPORTS	
B19/191	<p>Agenda Item No. 12.1: Balanced Scorecard</p> <p>Ben Owen presented the Balanced Scorecard for quarter 1. A detailed report had been included in the appendices which looked at each of the goals in the 4 pillars.</p> <p>The Board spent some time discussing the data and targets and how the Board could ensure they gained maximum assurance from the Balanced Scorecard. The Board discussed the nuances and principles of reporting and how issues would manifest themselves in reporting and through the dashboard.</p> <p>It was RESOLVED that the CEO would reflect on discussion and bring a paper to a future board for discussion.</p> <p>It was RESOLVED to note and approve the Balanced Scorecard for quarter 1.</p>
B19/192	<p>Agenda Item 12.2: Board Assurance Framework</p> <p>Tony Johnson presented the Board Assurance Framework. The Board discussed the changes and mitigations presented and noted that the report had already been reviewed by the Audit Committee as part of its annual schedule of work.</p> <p>The Board discussed whether it reflected the risks of the College, how these compared to risks across the sector and how the Board could be sure that new risks were addressed. Yiannis Koursis noted that a detailed SWOT and PEST analysis had been undertaken recently and it was noted that other risks are considered although they do not always make it onto the BAF as a standalone item but may be woven into other risks.</p> <p>The Board agreed that the document should be agile and strategic.</p>

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	<p>It was agreed that a report detailing all of the Board assurances processes and timetables would be produced for the next meeting.</p> <p>It was RESOLVED to produce a summary report on Board Assurance processes, methodology and timings for the Board meeting in March.</p> <p>It was RESOLVED to note and approve the Board Assurance Framework.</p>
B19/193	<p>Agenda Item 12.3: Whole College Self-Assessment Report (SAR)</p> <p>Toni Rhodes presented the SAR which had been written to the new EIF framework.</p> <p>The Board noted that the College had maintained its overall rating of Outstanding overall except in Adult Learning which had rating of Good. Members of the Board had attended the moderation panel and a similar exercise had been undertaken with ITS.</p> <p>The Board noted that the Self-Assessment report provided an additional source of assurance and commended the College for its work.</p> <p>It was noted that the SAR would be externally validated next year but this had not been felt necessary this year as the College had implemented the new model and Toni Rhodes had been new in post when the exercise was undertaken and was able to take an external view.</p> <p>It was RESOLVED to note and approve the Self-Assessment Report</p>
B19/194	<p>Agenda Item 12.4: Final College Results 2018-19</p> <p>Toni Rhodes presented the Board with an update to the College results for 2018-19 and highlighted a number of changes from the creative session in September. 16-18 achievement rates had improved across all levels and were well above the national average. C-Stem had declined from the prediction of 80.1% but had improved overall from 2017/18.</p> <p>Apprenticeship outturn matched prediction at 74% and is above the national average by 7%. Functional skills improved to 79.6% against a national benchmark of 62.1%. 19+ achievements improved from a prediction of 81% to an outturn of 83.7% but are below the national average.</p> <p>It was RESOLVED to note the final College results.</p>

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GOVERNANCE & REGULATORY UPDATE	
B19/195	<p>Agenda Item 13.1: OfS Regulatory Arrangements</p> <p>Toni Rhodes informed the Board of the OfS Regulatory Arrangements and the requirement for the College to pay an annual registration fee and other OfS fees.</p> <p>The Board also noted the letters received from OfS regarding a missed registration fee due the wrong email address being used and missing telephone numbers on 4 records and noted that both had been rectified immediately.</p> <p>It was RESOLVED to note the update and report.</p>
B19/196	<p>Agenda Item 13.2: Apprenticeship Funding Changes</p> <p>Yiannis Kouris provided the Board with an update on apprenticeship funding changes.</p> <p>The Board noted the College would continue to support small and medium sized businesses to navigate the changes and ensure that local businesses were able to take full advantage of the scheme</p> <p>It was RESOLVED to note the report.</p>
POLICY UPDATES	
B19/197	<p>Agenda Item 14.1: Freedom of Information Policy</p> <p>Suki Rai presented the policy to the Board and noted that there were no significant changes proposed.</p> <p>It was RESOLVED to approve the policy.</p>
B19/198	<p>Agenda Item 14.2: Data Protection Policy</p> <p>Suki Rai present the Data Protection policy to the Board and noted that there were no significant changes.</p>

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	It was RESOLVED to approve the policy
COMMITTEE BUSINESS	
B19/199	<p>Agenda Item No. 15.1: Audit Committee</p> <p>Clare Partridge updated the Board on the recent Audit Committee meeting.</p> <p>It was RESOLVED to note and approve the Minutes of the meeting of the Audit Committee held on 4 December 2019.</p>
B19/200	<p>Agenda Item No. 16.1: Governor Recruitment</p> <p>Simon Perryman noted that Peridot had been engaged to help with Governor Recruitment with interviews planned for 11th February 2020.</p> <p>It was RESOLVED to note the update.</p>
B19/201	<p>Agenda Item No. 16.2: Governance & Search Committee</p> <p>Simon Perryman updated the Board on the recent Governance and Search Committee.</p> <p>It was RESOLVED to note and approve the Minutes of the meeting of the Governance and Search Committee held on 8 October 2019.</p>
B19/202	<p>Agenda Item No 16.3: Student Union Constitution.</p> <p>Simon Perryman noted the proposed changes made to the student union constitution and recommended them to the Board for approval.</p> <p>It was RESOLVED to approve the Student Union Constitution.</p>
B19/203	<p>Agenda Item 17.1: ITS Governance Arrangements</p> <p>Yiannis Koursis presented the Board with recommendations to amend the governance arrangements of ITS.</p> <p>It was RESOLVED to approve the recommended changes to ITS Governance Arrangements.</p>

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B19/204	<p>Agenda Item 17.2: Minutes of ITS Board</p> <p>Kay Dickinson presented the minutes from the recent ITS Board meeting. This had been the first meeting since the new Managing Director, Steve Hepworth, had joined and the committee had felt that he was leading ITS and Smartstyle in a positive direction.</p> <p>It was RESOLVED to note the Minutes of the ITS Board held on 21 November 2019.</p>
B19/205	<p>Agenda Item 17.3 & 4: Minutes of BCDC Board</p> <p>Kay Dickinson presented the minutes of the meetings held in June and November.</p> <p>It was RESOLVED to note the Minutes of the BCDC Board held on 18 June and 21 November 2019.</p>
B19/206	<p>Agenda Item 17.5 & 6: Minutes of Think Board</p> <p>Kay Dickinson presented the minutes of the meetings held in June and November.</p> <p>It was RESOLVED to note the Minutes of the Think Board held on 18 June and 21 November 2019.</p>
B19/207	<p>Agenda Item 17.7: Minutes of iTrust Board</p> <p>Yiannis Koursis presented the minutes from the iTrust Board meeting held in October.</p> <p>It was RESOLVED to note the Minutes of the iTrust Board held on 8 October 2019.</p>
MATTERS FOR INFORMATION:	
B19/208	Agenda Item No. 14: Principal's Good News Report

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	<p>The Board noted that the Good News report reflected only a small selection of the work that the college does and agreed that it reflected well on the range and breadth of the college's work.</p> <p>It was RESOLVED to note the information.</p>
B19/209	<p>Any other Business:</p> <p>The Board thanked David Reeve for his input and guidance in his role as Interim Vice Principal Finance and wished him well with his next role.</p> <p>The Board also noted their thanks to Clare Partridge who was stepping down as a Governor at the end of the month. Her contribution to the Board and as the Chair of Audit Committee had been invaluable and both the Governors and College acknowledge the impact she had made over the last 5 years.</p>
B19/209	<p>Agenda Item No. 15: Date and time of next meeting of the Board</p> <p>Tuesday 21 January 2020 – 4.00pm - Creative Session (Estates Strategy)</p>

Part I of the meeting closed at 6:15

Signed (Chair): **Dated:**