

Minutes of the meeting of the Board of Governors held on Tuesday 12 July 2022 at 4pm,
Old Mill Lane, Barnsley College

Present: Simon Perryman (Chair)
Helen Jaggar (Vice Chair)
Carol Cooper-Smith (Governor) (via Teams)
Andrew Denniff (Governor)
Kay Dickinson (Governor)
Bethanie Jacobs (Student Governor)
Tracey Johnson (Governor) (via Teams)
Yiannis Koursis (Principal and CEO)
Marie Lang (Governor)
Helen Weatherston (Staff Governor)

In attendance: David Akeroyd (Deputy Principal – Development & Productivity)
Gavin Batty (Vice Principal Technical & Professional)
Heather Jackson (Director of Governance and Clerk to the Board)
Tony Johnson (Vice Principal – Corporate Services)
Laila Lawton (Vice Principal – Finance)
Liz Leek (Deputy Principal – Culture, Place & Communities)
Ken Merry (Vice Principal Quality & Access to Learning)
Suki Rai (Vice Principal – Funding, Performance & Technology)
Jess Lovatt (Learner Voice Advisor) (Agenda item 10 & 11)
Lisa Kelly (Student Experience Team Leader) (Agenda item 10 & 11)
Maltiti Masah-Razak (Student) (Agenda item 10 & 11)

Part I

Minute	
PROCEDURAL MATTERS	
B22/106	Agenda Item No. 1: Quoracy The meeting was quorate.
B22/107	Agenda Item No. 2: Board Appointments The Clerk presented the Board Appointments paper. Simon Perryman, Helen Jaggar and Kay Dickinson left the room.

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	<p>In their absence the Board agreed to re-elect Simon Perryman as Chair for an additional period of 3 years to September 2025, this includes one additional year beyond his term of office to reflect his role as Chair of the AoC Governors Council and AoC Board.</p> <p>The Board agreed to elect Helen Jaggar as Vice Chair to the end of her term of office (July 2025).</p> <p>The Board agreed to elect Kay Dickinson as Vice Chair for a period of two years in line with her term of office.</p> <p>Simon Perryman, Helen Jaggar and Kay Dickinson returned to the room.</p> <p>The Board noted the recommended appointment of Lucy Clark as the new Student Governor for Further Education. It was noted that Bethanie Jacobs would remain as Student Governor for an additional year.</p> <p>The Board agreed the temporary appointment of Emma Dawson as a co-optee on the audit committee.</p> <p>The Board noted the resignation of Conor Moss and the end of the term of office for Nick Bowen and thanked them for their valuable contributions.</p> <p>It was RESOLVED to approve the re-appointment of the Chair, Simon Perryman to September 2025.</p> <p>It was RESOLVED to approve the re-appointment of the Vice-Chair, Helen Jaggar to July 2025.</p> <p>It was RESOLVED to approve the appointment of Kay Dickinson as Vice-Chair to July 2024</p> <p>It was RESOLVED to approve the appointment of the new Student Governor, Lucy Clark</p> <p>It was RESOLVED to approve the temporary appointment of Emma Dawson as a co-opted member of the audit committee</p> <p>It was RESOLVED to note the resignation of Conor Moss on 26 May 2022 from the Board.</p>
B22/108	<p>Agenda Item No. 3: Apologies for absence</p> <p>Apologies were received from Chelle Charlesworth, David Shepherd, Gavin Day, Conor Moss, Nick Bowen and Sharon Jandu</p>

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B22/109	<p>Agenda Item No. 4: Declarations of interest</p> <p>Kay Dickinson declared her interest as a Chair of NOCN, ITS, Smartstyle, BCDC and Think. Helen Jaggar declared her interest as a Director of ITS and Smartstyle. Yiannis Kouris declared his interest as a Director of ITS, Smartstyle, BCDC and Think and as a Director of Wellspring Trust. Heather Jackson declared her interest as Company Secretary of ITS, Smartstyle, BCDC and Think. Tracey Johnson declared her interests as an employee of Barnsley Metropolitan District Council and noted that Wellspring Trust and ITS were both tenants of the Digital Media Centre which she managed.</p>
B22/110	<p>Agenda Item No. 5: Minutes of the meeting held on 17 May 2022.</p> <p>It was RESOLVED to approve the minutes of the meeting held on 17 May 2022.</p>
B22/111	<p>Agenda Item No. 6: Matters arising from the last meeting</p> <p>There were no matters arising.</p>
B22/112	<p>Agenda Item No. 7: Rolling Action List</p> <p>It was RESOLVED to note the Rolling Action List.</p>
B22/113	<p>Agenda Item No. 8: Assurance Based Governance</p> <p>Governors noted the update to the Assurance Based Governance table and noted the assurance that it provided in relation to the instruments and articles of Government.</p>
B22/114	<p>Agenda Item No. 9: Any other business</p> <p>The Clerk noted that the December meeting would be moved to December 12th at 10am followed by lunch in the Open Kitchen. The Clerk would update the meeting request.</p> <p>The Clerk noted that an update paper on the IoT would be included within the Financial Plan discussions. The paper was circulated.</p>

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B22/115	<p>Agenda Item No. 10: Racial Justice Project</p> <p>Lisa Kelly and Maltiti Masah-Razak presented a report on the Racial Justice Project.</p>
B22/116	<p>Agenda Item No. 11: Student Union Report and Budget</p> <p>Jess Lovatt and Lucy Clark presented the Student Union Budget.</p> <p>Governors noted the range of work that the Student Union had undertaken in the past year noting the challenges that some students face and the work that the student union undertook, to engage with them through a variety of different approaches and commended them for their achievements.</p> <p>The budget request for 2022/23 and associated activities were noted and it was agreed that the budget would be increased to £20k for the 2022/23.</p> <p>It was RESOLVED to note the update on Student Union spend and approve the budget of £20k for the 2022-23 academic year.</p>
B22/117	<p>Agenda Item No.12: Principals Report</p> <p>The Principal presented his report and noted:</p> <ul style="list-style-type: none"> • The Office for National Statistics is reviewing the classification of colleges. Governors discussed the potential implications. • The SciTech Project and Finance Update. Governors noted that this had now been verbally agreed. • The AoC recommendations on pay. Governors discussed the options available to the College and it was agreed that a non-consolidated option would also be considered within the budget envelope. • The likelihood of an Ofsted inspection before September 2025. • The update on construction and engineering. Governors discussed the progress made noting that the restructure had helped drive improvement although there was still progress to be made with timing and achievements still an issue. <p>Governors discussed the challenges around pay and jobs and recruitment to apprenticeship programmes. It was noted that there were still some capacity issues in CSTEM but the quality had improved. The Business development team maintained good relationships with employers.</p> <p>It was RESOLVED to note the Principal's report.</p>

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B22/118	<p data-bbox="395 434 1262 468">Agenda Item No. 13: Budget 2022/23 and 3 Year Financial Plan</p> <p data-bbox="395 504 1386 568">The Vice Principal Finance presented the Budget 2022/23 and the 3 Year Financial Plan.</p> <p data-bbox="395 607 1390 779">Governors discussed the capital plan and sensitivities. It was noted that the budget was prepared using department level targets. Departments were expected to be ambitious but costs are controlled if targets are not met and accuracy is evaluated and reviewed regularly. The process of reverse stress testing and scenario planning was also noted.</p> <p data-bbox="395 817 1390 882">Governors discussed the tabled IoT paper and noted that the project meeting had been delayed to September.</p> <p data-bbox="395 920 1390 1021">Governors discussed the risks involved with the project and the implications of any delays as well as associated costs. Governors noted that some costs would be incurred but these were limited to consultant fees.</p> <p data-bbox="395 1059 1390 1160">Governors also discussed the impact on the student and staff experience and it was noted that a process of updates and communication had already taken place to manage expectations and minimise impact.</p> <p data-bbox="395 1198 1390 1337">The Vice Principal of Finance noted that any further changes may require value engineering or the need to review the scope of project return. It was also noted that as part of the ONS review (agenda Item 12) the College had indicated that they may need to increase borrowing.</p> <p data-bbox="395 1375 1390 1440">Governors discussed the implications of other partners joining the project as it developed.</p> <p data-bbox="395 1478 1390 1579">It was agreed to produce a revised property strategy in due course to ensure the board are clear on risk and the amount of borrowing required and if necessary, this would be reviewed and adjusted.</p> <p data-bbox="395 1617 1390 1682">It was also noted that Carol Cooper-Smith would sit on the steering group once it was established.</p> <p data-bbox="395 1720 1390 1821">Governors discussed the financial targets and the proposed new ESFA system to measure financial health. It was agreed that an EBITDA of 10% of income or £4m be set. Governors noted the risks and targets set.</p> <p data-bbox="395 1859 1390 2029">The Vice Principal Finance discussed the current banking arrangements and noted that the borrowing portfolio is complex and occasionally restrictive. Governors discussed the options and agreed that the Vice Principal Finance would explore banking arrangements and come back to the board with recommendations for approval.</p>

Minute	
	<p>It was RESOLVED to note the IoT update.</p> <p>It was RESOLVED to approve the budget for 2022/23.</p> <p>It was RESOLVED to approve the annual capital budget for 2022/23 of £1,800k.</p> <p>It was RESOLVED to approve the financial plan to July 2025.</p> <p>It was RESOLVED to approve the assessment of the financial health grade.</p> <p>It was RESOLVED to approve the level of subcontracted activity.</p> <p>It was RESOLVED to approve the financial targets from 2023/24</p> <ul style="list-style-type: none"> • to earnings before interest tax depreciation and amortisation (EBITDA) of 10% of income (excluding capital grants) or £4m, whichever is greater. • EBITDA to debt service costs to be at least 1.5 times • ESFA financial health grade of at least 180 points (good) <p>It was RESOLVED to explore refinancing the Barclays debt.</p>
B22/119	<p>Agenda Item No. 14: ESFA Financial Health</p> <p>The Vice Principal Finance presented the ESFA Financial Health report and instructions on how governors could access the data.</p> <p>It was RESOLVED to note the ESFA Financial Health Update.</p>
B22/120	<p>Agenda Item No. 15: Management Accounts</p> <p>The Vice Principal Finance presented the Management Accounts.</p> <p>Governors noted the College was on track to deliver two of its three key financial targets as set in the budget and financial plan. It was also noted that the ESFA financial health points were thirty lower than the budget due to the capital investment in motor vehicle, this was still above the minimum target set by the board.</p> <p>It was RESOLVED to note the Management Accounts.</p>

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B22/121	<p>Agenda Item No. 16: Financial Approvals</p> <p>The Vice Principal Finance presented the Financial Approvals paper.</p> <p>It was RESOLVED to approve the expenditure over £100k as required by the financial regulations to include</p> <ul style="list-style-type: none"> • insurance renewal • IT equipment • the flooring of the sports centre • the refurbishment of Park Road A block.
B22/121	<p>Agenda Item No. 17: Annual Report on Subsidiaries</p> <p>The Vice Principal Finance presented the annual report on subsidiaries.</p> <p>Governors noted that ITS was missing its income target due to a slower than expected start against apprenticeship income. The Chair of ITS assured governors that ITS was on the right track with robust plans for the future.</p> <p>It was RESOLVED to note the annual report on subsidiaries.</p>
B22/122	<p>Agenda Item No. 18: Subsidiary Memorandum of Understanding (MoU's)</p> <p>The Vice Principal Finance presented the Subsidiary MoU's. A minor amendment to the MoU for BCDC was proposed under the scope and delivery section.</p> <p>It was RESOLVED to approve the College subsidiary MoU reviews including the amendment to the BCDC MoU.</p>
B22/123	<p>Agenda Item No. 19: Governance and Search Committee Update</p> <p>The Clerk presented an update from the recent Governance and Search Committee.</p> <p>It was RESOLVED to approve the proposed changes to the Terms of Reference</p> <p>It was RESOLVED to approve the proposed changes to the Standing Orders</p> <p>It was RESOLVED to approve the proposed changes to the Code of Conduct</p>

Minute	
	<p>It was RESOLVED to approve the Model Board Statement</p> <p>It was RESOLVED to approve the revised recruitment and selection policy.</p> <p>It was RESOLVED to approve the deep dive and creative session topics.</p> <p>The Clerk would be in touch with Governors to agree participation in each of the Deep Dives.</p>
B22/124	<p>Agenda Item No. 20: Balanced Scorecard Q3 Update</p> <p>The Vice Principal Development and Productivity presented the Balanced Scorecard Update.</p> <p>Governors noted that overall the College was on track to achieve its targets and expected overall performance to be good. Governors noted the areas still rated as amber where additional focus was required.</p> <p>Governors commended the thoroughness of the report and thanked the executive team for their work in achieving the targets.</p> <p>It was RESOLVED to note the update.</p>
B22/125	<p>Agenda Item No. 21: Balanced Scorecard 2022/23</p> <p>The Vice Principal Development and Productivity presented the proposed Balanced Scorecard for 2022/23. It was noted that the plan included a new column where the appropriate United Nations sustainable development goals would be added.</p> <p>Governors noted that the scorecard represented what the board had agreed at the strategic seminar and through further refinements.</p> <p>It was RESOLVED to approve the proposed Balanced Scorecard for 2022/23.</p>
B22/126	<p>Agenda Item No. 22: Audit Committee Minutes 14 June 2022</p> <p>It was RESOLVED to note the minutes of the Audit Committee held on 14 June 2022.</p>

B22/127	<p>Agenda Item No. 23: External Audit Strategy</p> <p>It was noted that presentations for the external audit tender were taking place on 22 July 2022.</p> <p>It was RESOLVED to approve the External Audit Strategy</p>
B22/128	<p>Agenda Item No. 24: 3 Year Internal Audit Plan</p> <p>It was RESOLVED to approve the 3 Year Internal Audit Plan</p>
B22/129	<p>Agenda Item No. 25: Governance and Search Committee minutes 24 May 2022</p> <p>It was RESOLVED to note the minutes of the Governance and Search Committee held on 24 May 2022.</p>
B22/130	<p>Agenda Item No. 26: ITS Board Meeting minutes 21 June 2022</p> <p>It was RESOLVED to note the minutes of the ITS Board meeting held on 21 June 2022.</p>
B22/131	<p>Agenda Item No. 27: ITS Risk Report</p> <p>It was RESOLVED to note the ITS risk report.</p>
B22/132	<p>Agenda Item No. 28: BCDC Board Meeting 21 June 2022</p> <p>It was RESOLVED to note the BCDC Board meeting minutes held on 21 June 2022.</p>
B22/133	<p>Agenda Item No. 29: Think Board Meeting 21 June 2022</p> <p>It was RESOLVED to note the Think Board meeting minutes held on 21 June 2022.</p>
B22/0134	<p>Agenda Item No. 30: Regulatory Update</p> <p>It was RESOLVED to note the regulatory report.</p>

B22/135	<p>Agenda Item No. 31: Good News Report</p> <p>It was RESOLVED to note the Good News Report.</p>
B22/136	<p>Agenda Item No. 32: Link Reports</p> <p>It was RESOLVED to note the link reports for Equality, Diversity and Wellbeing and SEND.</p>
B22/137	<p>Agenda Item No.26: Date and time of next meeting of the Board</p> <p>27 September 2022 – Creative Session on Results</p>

The meeting closed at 18:15

Signed (Chair): **Dated:**