

Minutes of the meeting of the Board of Governors held on Monday 12 December 2022 at
10am at Barnsley College

Present: Helen Jaggar (Chair)
Chelle Charlesworth (Staff Governor)
Lucy Clark (Student Governor)
Carol Cooper-Smith (Governor)
Kay Dickinson (Vice Chair)
Gavin Day (Governor)
George Graham (Governor)
Bethanie Jacobs (Student Governor) (Teams)
Yiannis Koursis (Principal and CEO)
Marie Lang (Governor)
Kalam Neale (Governor)
Simon Perryman (Governor and Chair of Board) (Teams)

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)
Deborah Watson (Grant Thornton) (Teams)
for agenda items 11 and 12 (10:15 to 10:30)

Part I

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PROCEDURAL MATTERS	
B22/296	Agenda Item No. 1: Quoracy The meeting was quorate.
B22/297	Agenda Item No. 2: Apologies for absence Apologies were received from Andrew Denniff, Donavan Hutchinson, Mark Fogarty and Tracey Johnson

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	Tracey Johnson would be standing down from the board on a temporary basis for personal reasons. The Governors sent her their best wishes.
B22/298	<p>Agenda Item No. 3: Declarations of interest</p> <p>Helen Jaggar declared her interest as a Director of ITS and Smartstyle. Kay Dickinson declared her interest as a Director of ITS, Smartstyle, BCDC and Think. Yiannis Koursis declared his interest as a Director of ITS, Smartstyle, BCDC, ITrust and Think. David Akeroyd declared his interest as a Director of Think. Heather Jackson declared her interest as Company Secretary of ITS, Smartstyle, BCDC, iTrust and Think.</p>
B22/299	<p>Agenda Item No. 4 – Minutes of the meeting held on 22 November 2022</p> <p>It was RESOLVED to approve the minutes of the meeting held on 22 November 2022.</p>
B22/300	<p>Agenda Item No. 5: Matters arising from the last meeting</p> <p>There were no matters arising.</p>
B22/301	<p>Agenda Item No. 6: Rolling Action List</p> <p>The Clerk noted that a meeting to discuss CSTEM progress would be set up in the New Year.</p> <p>It was RESOLVED to note the Rolling Action List.</p>
B22/302	<p>Agenda Item No. 7: Assurance Based Governance</p> <p>Governors noted the update to the Assurance Based Governance monitoring table and noted the assurance that it provided in relation to the instruments and articles of Government and performance against the Code of Good Governance.</p>
B22/303	<p>Agenda Item No. 9: Principal's report</p> <p>The Principal presented his report and noted that the Corporate Plan and the College's sustainability Strategy had been launched last week at the Principal's dinner.</p>

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	<p>Governors also noted that the College had been admitted to the Chartered Institution of Further Education at formal ceremony last week. Only twelve other colleges had been admitted.</p> <p>The Principal presented an update on the implications of the ONS reclassification. The main points to note were:</p> <ul style="list-style-type: none"> • Academy-style controls but with colleges retaining decision making on capital spending and asset sales • No recognition of better college management, lower funding or more complex environment • More flexibility than Scottish colleges • Some uncertainty • No change to legislation. Controls introduced via funding agreement. Consequence for non-compliance is a notice to improve • Unclear who a college should ask or how long it will take <p>Governors discussed the implications and noted the work the College was undertaking to gain clarity on funding for the IoT project.</p> <p>Governors discussed the implications of the reclassification on the going concern statement within the financial statements and it was noted that this had been discussed with the auditors and post balance sheet statement would be added to the financial statements. .</p> <p>It was RESOLVED to note the Principal's report</p>
B22/304	<p>Agenda Item No. 10: Capital Update</p> <p>The Vice Principal Finance presented a Capital Update.</p> <p>The motor vehicle project cost remains with budget and expects to complete in early June 2023.</p> <p>The College IoT funding from the DfE has been increased, it was noted that this increase was for sustainability only. The Capital Funding Agreement (CFA) is expected to complete in early December.</p> <p>Governors noted that the total project costs had increased and that not all of the sustainability costs were covered by the increased funding from the DfE. It was noted that the sustainability elements of the project would need to be revisited if the tendered costs exceed budget. Governors noted that the budget remains a risk until contractor prices are known and the College is in contract.</p> <p>Governors noted the implications of the ONS reclassification on the project and the delays that this was bringing to the project timetable. The Principal</p>

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	<p>had written to the Minister and spoken to the ESFA and FE Commissioner and continued to press for action to support the project.</p> <p>It was RESOLVED to note the update.</p>
B22/305	<p>Agenda Item No. 11: Financial Statements</p> <p>The Vice Principal presented the 2021/22 Financial Statements.</p> <p>The College financial performance for 2021/22 was good; the College has achieved its key financial targets and bank covenants. Group income of £44.9m is slightly above budget (£44.2m) and EBITDA of £4.6m is slightly above budget. The financial health grade is good which is as predicted in July. The College financial health has been good for the last 6 years.</p> <p>The financial statements for the College and subsidiaries are in line with previous reports. The audit findings report does not include any significant adjustments and control recommendations. The regularity opinion is still in consultation with the auditors due to the weakness in controls around the energy contract.</p> <p>Governors discussed the weakness in controls and it was agreed that the Chair of the Audit Committee and the Vice Principal Finance would agree the final text for the financial statements.</p> <p>Governors noted that the auditors expected to issue an unqualified audit opinion.</p> <p>The Chair thanked Grant Thornton, the audit committee and the finance teams for their work in ensuring a successful audit this year.</p> <p>It was RESOLVED to approve the financial statement for the College and its subsidiaries for the year ended 31 July 2022 and the letters of representation.</p>
B22/306	<p>Agenda Item No. 12: Going Concern</p> <p>The Vice Principal Finance presented the 2021/22 Financial Statement Going Concern Assessment and Management Judgements.</p> <p>The College group is assessed as a going concern. Income and expenditure projections for 2022/23 and 2023/24 and the cash flow forecast up to July 2024 have been thoroughly assessed. An assessment of the mitigations in place to prevent scenarios leading to a breach in bank covenants has been carried out. This concluded that the College has robust mitigations in place</p>

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	<p>and is able to introduce more measures if needed. The headroom available on covenant compliance is considered to be acceptable.</p> <p>ITS and Smartstyle are not assessed as a going concern and require a confirmation from the College of its financial support until at least July 2024. The College has assessed whether it has sufficient resources to cover this and concluded that it can financially support ITS and Smartstyle for the next 12 months.</p> <p>Governors noted that the going concern assessment had been discussed at length at the recent audit committee. The assessment considered cash flow, bank covenants and reverse stress testing. The assessment concluded that the mitigations put in place by the College were sufficient and robust.</p> <p>It was RESOLVED to approve the College group as a going concern</p> <p>It was RESOLVED to approve the College to issue letters of financial support to ITS and Smartstyle up to July 2024.</p>
B22/307	<p>Agenda Item No. 13: Management Accounts</p> <p>The Vice Principal Finance presented the Management Accounts which were currently on track to deliver its key financial targets as set in the budget and financial plan. The Board approved the budget in July and the financial plan included a significant capital programme including Motor Vehicle and IoT projects.</p> <p>Governors noted that Apprenticeship income had fallen further behind profile and was being monitored closely by the Executive.</p> <p>It was RESOLVED to note the Management Accounts and the assurance that the report provided.</p>
B22/308	<p>Agenda Item No. 14: Annual Report of the Audit Committee</p> <p>The Chair of the Audit Committee presented the Annual Report. Overall assurance for the year was rated as Green Yellow (adequate and effective) and the Audit Committee had approved a wide range of audits in the previous year and monitored the implementation of actions through the clerks report.</p> <p>It was RESOLVED to approve the Annual report of the audit committee.</p>

<p>B22/309</p>	<p>Agenda Item No. 15: Balanced Scorecard Quarter One Update</p> <p>The Deputy Principal Development and Productivity presented the Balanced Scorecard.</p> <p>Governors noted the work of the College as one of Barnsley’s anchor institution. Business Development remains strong with additional engagement across most sectors of business. The College Business Centre was almost fully occupied including one tenant who had been funded initially through the College student small business start-up ITrust partnership.</p> <p>It was RESOLVED to approve the report and note the assurance that it provides.</p>
<p>B22/310</p>	<p>Agenda Item No. 16: Board Assurance Framework</p> <p>The Vice Principal Corporate Services presented the Board Assurance Framework.</p> <p>It was noted that all staff had undertaken mandatory cyber security training. The College had also procured a number of new solutions to protect the college’s IT systems.</p> <p>Governors noted that the level of risk had increased for the IoT project. The college was still awaiting decisions on the Capital Funding Project, implications of the ONS reclassification and costs had increased. The risk would continue until a contract was signed.</p> <p>Governors noted that the College was now undertaking the final elements of the staff engagement project. The listening project was designed to give staff a greater voice and influence in decision making.</p> <p>Governors noted that leadership and management risk had been removed as the management team had remained stable post inspection. Governors also noted that the focus of the Covid risk had now turned the impact of the pandemic on mental health and how students and staff can be specifically supported to undertake their studies and roles effectively.</p> <p>Governors noted that the College had not met its targets yet for student recruitment, a number of students had dropped out to undertake low level employment to support their families during the financial crisis. The College is working actively with these students to look at ways they can continue to support students either with part time education or online. This risk had been discussed at the last audit committee along with the ongoing risk of energy prices and potential blackouts in the New Year. Plans were being developed to ensure that the College remained open to support students and ensure continuity of education.</p>

	<p>It was RESOLVED to approve the Board Assurance Framework and note the assurance that it provides.</p>
B22/311	<p>Agenda Item No. 17: Self Assessment Report (SAR) 2021/22</p> <p>The Vice Principal Quality presented the Self-Assessment Report and briefed governors on the processes that led to the production of the SAR.</p> <p>There had been an external input as well by staff and governors and it was noted that this added another layer of assurance to the report.</p> <p>Overall the report rated the College as Outstanding with Apprenticeships rated as Good.</p> <p>Governors discussed the report and it was noted that the SAR gave governors a good idea of exactly what the College does to support learners to get where they want to be. It was agreed that Barnsley College does the ordinary exceptionally well.</p> <p>It was agreed it would form a useful tool as part of the induction programme for new governors.</p> <p>Governors noted that a new 10 minute SAR would now be produced and shared with all staff and governors.</p> <p>It was RESOLVED to approve the self-assessment report and note the assurance that it provides.</p>
B22/312	<p>Agenda Item No. 18: Quality Improvement Plan (QIP)</p> <p>The Vice Principal Quality presented the Quality Improvement Action Plan.</p> <p>It was noted that the QIP was informed by the SAR and focuses on the big ticket items. Governors discussed the QIP and the areas identified for improvement in the coming year. These were subject to Deep Dives and it was noted that progress was already being made in some areas. It was agreed that an update on the QIP would be presented to the Board in March.</p> <p>It was agreed that the results of the QIP would also be used in the forthcoming deep dive into English and Maths</p> <p>It was agreed that the QIP provided governors with substantial assurance.</p> <p>It was RESOLVED to approve the Quality Improvement Plan</p> <p>Liz Leek joined the meeting at 11:35</p>

B22/313	<p>Agenda Item No. 19: Subcontracting Arrangements 2022/23</p> <p>The Deputy Principal Development and Productivity presented the Subcontracting arrangement report. It was noted the College continues to subcontract a very small proportion of overall funding to meet community need and generate income.</p> <p>Subcontracts are monitored closely to ensure low risk and the College confirmed that they were confident in the delivery. Each sub-contract arrangement had been reviewed to ensure it meets the strategic objectives of the College and that the delivery will ensure students continue to receive the best possible learning experience.</p> <p>It was RESOLVED to approve the subcontracting arrangements for 2022/23.</p>
B22/314	<p>Agenda Item No. 20: Audit Committee Minutes 28 November 2022</p> <p>It was RESOLVED to approve the minutes of the audit committee held on 28 November 2022.</p>
B22/315	<p>Agenda Item No. 21: Annual Internal Audit Report</p> <p>It was RESOLVED to note the Annual Internal Audit Report and Opinion for the year ended 31 July 2022.</p>
B22/316	<p>Agenda Item No. 22: ITS Board meeting and AGM 30 November 2022</p> <p>It was RESOLVED to approve the minutes of the ITS Board meeting and AGM held on 30 November 2022.</p>
B22/317	<p>Agenda Item No. 23: ITS Self-Assessment report</p> <p>Governors noted that the ITS SAR was produced using a similar process to the College report. End Point Assessments (EPA) were strong especially since March but achievement rates overall need to improve and learners need to get to EPA more quickly.</p> <p>It was RESOLVED to approve the ITS self-assessment report</p>
B22/318	<p>Agenda Item No. 24: BCDC Board Meeting 30 November 2022</p> <p>It was RESOLVED to approve the minutes of the BCDC Board meeting held on 30 November 2022.</p>

B22/319	<p>Agenda Item No. 25: Think Board Meeting 30 November 2022</p> <p>It was RESOLVED to approve the minutes of the Think Board meeting held on 30 November 2022.</p>
B22/320	<p>Agenda Item No.26: iTrust Board meeting 30 November 2022</p> <p>It was RESOLVED to approve the minutes of the iTrust Board meeting on 30 November 2022.</p>
B22/321	<p>Agenda Item No. 27: Link Reports</p> <p>Governors noted the assurance provided via the link visits and were briefed on recent visit relating to SEN and how this was evidenced in the self-assessment report which provided an additional layer of assurance to governors.</p> <p>Governors heard an account of the recent SEN visit and some aspirational students that the governor had met. Governors noted the impact that being able to meet students had on the overall visit experience.</p> <p>It was RESOLVED to note the Link Reports for SEN and the assurance that it provided.</p>
B22/322	<p>Agenda Item No. 28: Regulatory Update</p> <p>It was RESOLVED to note the regulatory update.</p>
B22/323	<p>Agenda Item No. 29: Reflection</p> <p>Governors reflected on the meeting and agreed that although it was a very full agenda, it was a key meeting in terms of the performance of the College and its impact on student and staff experience.</p> <p>Governors had been pleased to note the active approaches the College was taking to ensure that students and staff were supported through the costs of living crisis.</p> <p>Governors were also pleased to note the prudent approach the college was taking to ensure that the IoT project – it would remain a risk until costs could be finalised once a contractor was appointed. Governors also noted that the College had a strong track record of managing capital projects to budget and time.</p>

	<p>Governors thanked the Vice Principal Quality for the self-assessment presentation and quality improvement plan. It was noted that progress was being made and the College processes for monitoring performance including the governor deep dives gave additional assurance. It was noted the next Deep Dive on English and Maths started in January.</p> <p>Governors also noted the changes in the ONS classification which had been discussed at previous board meetings and at audit committee. It was pleasing to note that the College had prepared for the implications and had already written to staff as well as local businesses and anchor institutions updating them on the changes and potential implications. It was noted that further guidance has expected and staff were attending briefings and updates.</p>
B22/324	<p>Agenda Item No. 30: Good News Report</p> <p>It was RESOLVED to note the Good News Report.</p>
B22/325	<p>Agenda Item No.31: Date and time of next meeting of the Board</p> <p>25 and 26 January 2022 – Strategic Seminar.</p>

The meeting closed at 11.55

Signed (Chair): **Dated:**