

Minutes of the meeting of ITS Limited held on 18 March 2025 at 12:30pm.

Present: Carol Cooper-Smith (Chair)
David Akeroyd (Director & Principal/CEO Barnsley College)
Helen Jaggar (Director)
Carrie Sudbury

In attendance: Heather Jackson (Company Secretary)
Laila Lawton (Chief Financial Officer, Barnsley College)
Steve Hepworth (Managing Director – ITS & Smartstyle)
Carrie Sudbury (Governor Barnsley College)

Minute	
PROCEDURAL MATTERS	
ITS25/001	Agenda Item No. 1: Quoracy The meeting was quorate.
ITS25/002	Agenda Item No. 2: Apologies Apologies were received from Alasdair Parker, Gavin Day, Nicola Adams and Tracey Johnson
ITS25/003	Agenda Item No. 3: Declarations of Interest It was noted that David Akeroyd was the Principal and CEO of Barnsley College, Laila Lawton was the Chief Financial Officer and Heather Jackson was the Director of Governance.
ITS25/004	Agenda Item No. 4: Minutes of the last meeting held on 27 November 2024. It was RESOLVED to approve the minutes of the meeting held on 27 November 2024.
ITS25/005	Agenda Item No. 5: Rolling Action List All items were covered in the agenda.

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	It was RESOLVED to note the Rolling Action list.
ITS25/006	Agenda Item No. 6: Matters arising from the last meeting. There were no matters arising.
ITS25/007	Agenda Item No. 7: Managing Director's Report The Managing Director presented his report. It was noted the profile had been reduced for Adult Skills to reflect the work being undertaken for the College. Courses for Jobs is also reducing its profile. Directors noted that the Adult Learner Loans contract was back on track with two further groups planned for March and May. The Managing Director updated Directors on the outcomes of the Ofsted inspection (Security sector was subject to a deep dive) Directors noted the positive results of the recent staff survey. It was RESOLVED to note the Managing Directors report.
ITS25/008	Agenda Item No. 8: Management Accounts The Managing Director presented the Management Accounts. It was noted that Income, EBITDA and Financial Health were all on track and apprenticeship income was expected to achieve its target It was RESOLVED to note the Management Accounts.
ITS25/009	Agenda Item No. 9: Business Development The Managing Director presented the business development and recruitment update. It was noted that Apprenticeships starts were behind profile. The adult loan budget was behind but all other funding is on target. Directors discussed the range of new employers and noted plans for new apprenticeships. Governors noted that new provision was determined by labour market information and employer demand, It was RESOLVED to note the Business Development Report.

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ITS25/010	Agenda Item No. 10: Quality Update The Managing Director presented the quality update. Directors noted the reductions in those past their planned end date and discussed the impact on changes to apprenticeships for 19+ students who were no longer required to achieve English and maths. The Chair noted that she had attended a recent development day to meet the team. It was RESOLVED to note the Quality Report.
ITS25/011	Agenda Item No. 11: Risk Register The Managing Director presented the Risk Register. It was RESOLVED to note the Risk Register
ITS25/012	Agenda Item No. 12: ITS Future Proposal The Chief Financial Officer presented the ITS Future Proposal. It was noted that there were a range of benefits from the current operating model and over the past five years ITS had improved financially. Directors were presented with a number of options and discussed the various advantages of each. It was noted that the proposal would also be presented to the College Board. The Directors agreed with Option 2 but were keen to ensure that ITS retained its ability to be fleet or foot and entrepreneurial. It was also agreed that the ITS brand was valuable. Directors discussed the impact on staff and changes to the Managing Directors role. It was noted that staff were positive about the changes and that there would be no change to the managing Directors role. He would remain as a direct report of the Principal/CEO. Directors discussed the risks including employer transfers and pension. The debt owed to ITS by Smartstyle would need DfE approval for write off as it was likely to be considered as novel, contentious and repercussive under their Managing Public Money guidelines.

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	It was agreed that the Company Secretary would discuss the proposal with Alasdair Parker and Nicola Adams and ensure that all of their questions were answered. It was agreed that Helen Jaggar would remain on the Board as a Director until the December meeting, assuming that if the Board agreed with the proposal, that this would be the last meeting and AGM of ITS. Given the proposal it was agreed that Gavin Day, Tracey Johnson and Carrie Sudbury would not become directors of ITS. There would be two further meetings (June and December). It was agreed that a more detailed proposal and timetable would be brought to the next meeting. It was RESOLVED to recommend Option 2 to the Board for approval.
ITS25/013	Agenda Item No. 13: Any other business There was no other business.
ITS25/014	Agenda Item No. 14: – Date and time of future meetings Tuesday 10 June 2025

The meeting finished at 13:43