Barnet and Southgate College Corporation
Board of Governors Meeting
8 October 2020

MINUTES

Time	18.30 – 21.05	
Venue	By videoconferencing and in Room 302A/B, Southgate	
Governors present (Quorum: 6) ***attended by Zoom**	Adam Goldstein Alessandra Almeida-Jones Mervin Archer* Sue Baldwin* Nana Brew* Fiona Bulmer* Sheila Dawson Graham Duncan* Imelda Galvin* Darren Mepham Christalla Tsattala* Ann Zinkin*	Chair Vice Chair Chief Executive Staff Governor
In attendance	Neil Coker Tracey MacIntosh* Mark Sellis* Melissa Drayson	Principal and Assistant CE (P/DCE) Exec Director Partnerships/Commercial Exec Director Corp Services (EDCS) Clerk to the Corporation
Apologies	None received	

Some Items have been redacdted in the published version on the grounds of commercial or personal sensitivity

Item		**Action lead**
1.	**Preliminary Items**	
1.1	**Chair's welcome** The Chair welcomed governors and members of the Executive Leadership Team to the first meeting of the new year. Sue Baldwin was particularly welcomed back after her one-year leave of absence.	
1.2	**Apologies for absence and quorum.** No apologies were received. It was confirmed that the meeting was quorate	
1.3	**Confirmation of eligibility and declarations of interests**	

All present were eligible to take part in the meeting. There were no new declarations of interests. Previous interests were carried forward.

1.4 Notification of urgent items of other business

There had been no requests to raise urgent items of other business.

An update was given on the management of recent cases of Covid-19. Governors noted that swift and effective action had been taken and asked if there were any lessons learned which would lead to adjustments to the risk assessment. The main need was to ensure that staff were always able to socially distance on campus, and that they should not spend more time in college than was necessary.

2. Minutes of previous meetings

i. Meeting held on 16 July 2020

With one minor correction, the Part A minutes of the Board meeting on 16 July were **APPROVED** as a correct record. Confidential sections were confirmed.

ii. Matters arising and outstanding actions

Supporting paper by Melissa Drayson, Clerk

Completed actions, and those due for report on the agenda, were noted. An update was provided on the following:

16 July
4.iii: The student union proposals had been deferred to the 2021-22 academic year. A timetable for the student governor elections was included in the Principal's report. This would ensure that both student governor vacancies were filled by the December Board meeting.

Item 6. An update on awarding body issues had been made to the Audit Committee and was contained within its minutes.

Item 7i.: Nana Brew had volunteered for the position of designated Safeguarding Governor and was thanked for her interest. The Clerk would be reviewing the role description for all link governor positions.

18 June: There were no updates on 14-16 developments.

19 Dec. Item 6: The Audit Committee had considered an early draft of the Statement of Corporate Governance and Internal Control as requested. An update would be circulated to governors for comment by 31 October to ensure that the final version was ready in time for the next Audit Committee and December Board meeting.

28 Nov 19: Item 3: A template for business case proposals had been considered by the Audit Committee the previous week.

Management confirmed that work on the pension strategy remained deferred, pending an evaluation of progress against the Business Improvement Plan

3. Chief Executive's Report

Supporting paper by Darren Mepham, CE

RESOLVED: that a confidential minute of some discussion be taken on the grounds of commercial sensitivity.

There was discussion of each section of the report, the recommendations for approval of the KPIs and formal noting of the update on the FE Commissioner recommendations.

i. College Strategy

The Board noted the core strategic aims and direction of travel

- To improve quality across teaching and learning
- To stabilise student numbers and grow or develop provision
- To eliminate the underlying structural deficit in college finance

A set of objectives would be developed under each of the aims, which would in turn be underpinned by a detailed, resourced action plan with metrics, targets and timescales. These would link to the monthly KPI report.

Governors queried the timescale for concluding the current consultation and development stage. Management responded that this might appear protracted, but it was important to cover the same themes with different managers and staff before drawing final conclusions and moving to the implementation stage. Covid restrictions meant that it was not possible to get staff together to do this. Completion was, therefore, now planned for December 2020.

The importance of agreeing key priorities in time to inform 2020-21 business planning was stressed. It was confirmed that several priorities had already been identified, especially relating to apprenticeships and new skills initiatives. All the themes set out in the summer online governor consultation would be taken forward, and further proposals made in terms of how they supported the three core strategic aims. The next stage would be to identify metrics and targets against which progress would be tracked, what resources would be required, realistic milestones and timelines and potential impact on other areas of business.

It was agreed that time should be made available on the December agenda for governors to fully test the plan prior to giving approval

ii. Key Performance Indicators

The previous year's KPIs had been reviewed in terms of how well they informed the Board of college performance. The conclusion of the Executive Leadership Team (ELT) was that they were too numerous, there was too much duplication with other reports, and some were too difficult to measure accurately. A shorter list of KPIs was, therefore, proposed, which linked the three core strategic aims, and would be used by ELT and the Board to track progress in accordance with the college's business cycle. It was not intended that these KPIs would replace more detailed, qualitative reports (eg those on student survey outcomes), which would continue to be brought to the Board when available. It was also agreed that each Committee/task and finish group should have oversight of a more detailed set of KPIs relating to its remit

Governors supported having fewer KPIs, along with the proposal to issue them monthly rather than wait for a Board meeting. The most recent set would then be tabled at each Board meeting for discussion.

There was discussion of the need for additional metrics, including:

- A measurement of student progress, as this was a key area for Ofsted and it was important that early indications of student achievement were brought to the Board. The KPI used during 2019-20 had not provided the information that was needed. It was agreed that the QTSE Group would look at measures of student progress at a detailed and holistic level and report back to the Board;
- There would be a distinction between the 'business as usual' monthly KPIs presented and a set of separate dynamic measures that reflected the implementation of the strategy. The suggested KPIs relating to growth and development related to areas where it was possible to grow provision during the course of the year: sector based work academies, ESOL and apprenticeships.
- It was agreed to add cash days to the financial KPIs.
- It was agreed to align the detailed financial KPIs, which would be monitored by the Finance Scrutiny Group, with the bank covenants.
- A dynamic set of metrics would be set to monitor progress against the business improvement plan. It was noted that this had been discussed in detail at the FSG meeting and that a one-page report would be developed.

It was agreed that national benchmarks and previous year's performance should be included in the KPI report where relevant and appropriate.

iii. FE White Paper and Government Announcements

The update was noted

iv. FE Commissioner update

It was confirmed that there would be no further FE Commissioner visits following the January stocktake, although a member of the FE Commissioner team had been engaged separately to review Learners with Learning Difficulties and Disabilities (LLDD) provision. The college was now in 'light-touch' intervention with regard to finance and was in regular communication with the ESFA

v. Borehamwood Football Academy

Governors noted the current position. [redacted]

RESOLVED:
- **(i) That the Core KPIs for monthly reporting be APPROVED.**
- **(ii) That the update on the FE Commissioner recommendations be NOTED**

ACTIONS:
- **(i) The Quality, Teaching and Student Experience Group to consider appropriate measures for student progress;**
- **(ii) The QTSEG to also monitor internal and external stakeholder feedback on the quality of teaching and learning, including of remote delivery**
- **(iii) The one-page Business Improvement Plan progress tracker to be shared with the Board**
- **(iv) The Board to be updated by email on any further significant developments with Borehamwood FA**
- **(v) Governors to send any further comments on the KPIs to the Chief Executive by email.**

4. Principal's Report
Supporting paper by the Principal, Neil Coker

i. New SLT structure

The new curriculum management structure, showing the Heads of Centre and other management posts, was noted.

ii. Covid 19 Update/return to learn

An update was given on the mixed remote/face to face course delivery that had been implemented to manage student numbers safely. Staff and student feedback was being continuously gathered and had resulted in some adjustments. For example, tighter bubbles had been set up in some areas as an alternative to blended delivery. Governors recognised the challenge of balancing teaching with staff and student welfare.

The impact of the blended approach on attendance was discussed. It was too early to gain a clear picture so soon after enrolment, as no-shows and provisional enrolments needed to be removed from the data. The target for data cleansing was the end of October. A reliable means of measuring online attendance was also being developed.

Governors asked about action to address any gaps in learning caused by Covid. It was agreed that this should be monitored by the QTSE Group. The college had received a grant from the 14-18 tuition fund, although this some had restrictions on its use. The aim was to provide support for all year one 16-18 students.

iii. Complaints report 2019-20

The Board noted that, overall, fewer complaints had been received in 2019-20 than the previous year. There had been an increase in complaints relating to course organisation and management, but fewer about staff attitude/behaviour. It was noted that the Senior Leadership Team would be reviewing complaints on an ongoing basis during 2020-21 to ensure that outcomes are fed back into quality improvement.

iv. Student recruitment/enrolment

As reported to the Finance Scrutiny Group, 16-18 enrolments remained strong but data had not yet been cleansed to remove withdrawals and no-shows. Nonetheless, it was hoped that the funding target would be met. A Levels, Business and Travel, Engineering and Sports courses had all recruited well. Courses which were currently below target included ESOL; it was believed that this was a direct consequence of the effects of Covid-19 on migration. It was too early to judge whether adult and higher education enrolment targets would be achieved.

v. Student Union and Student Governor Recruitment

The update provided under matters arising was noted.

vi. Student outcomes 2019-20

An update was provided to the report to the QTSE Group on 24 September. Headlines were:

- Despite lower student numbers, A Level outcomes, at 90.6%, were 28% higher than the previous years. The Grade A and B profile was also strong. Although results were based on centre assessed grades, rather than exam, these had been carefully moderated. Significant work had taken place earlier in 2019-20 to address weaknesses in A Level provision resulting in higher attendance and recognition in the Ofsted monitoring visit;
- GCSE Maths and English achievement was also higher, with improvements in high grades;
- A breakdown by level confirmed that Level 3 achievement was high. Confirmation of a number of Level 1 and 2 qualifications was still awaited. Level 2 was expected to be above target and national rate, but Level 1 would be slightly below target. This was being investigated but was thought to be mainly due to drop out of ESOL and. functional skills students during lockdown.

In response to governors' questions, it was confirmed that 2020-21 targets would be set later in the term, once all final results had been received.

vii. <u>Student end of year survey</u>

As reported to the QTSE Group, governors noted the comparatively low response rate, at 28% (1184 returns). There was discussion that the college closure had made it difficult to promote the survey, and suggestions were made for how more students might be encouraged to respond, including through social media. It was considered that those with negative opinions would be more inclined to respond, which might skew some results.

Of the 18 questions in the survey, 14 recorded improved satisfaction compared to the previous year.

Areas eliciting the poorest response would be addressed in the Quality Improvement Plan, including satisfaction with remote learning, It was disappointing that 15% of students felt that poor attendance and lateness was not challenged as this had been a key focus during the year.

There was discussion of the variable responses to the question: "Would you recommend Barnet and Southgate College to a friend?". Although this was over 80% in most curriculum areas, Engineering was an outlier and this would be a priority for the new Head of Centre. Governors commented that the target for this question, across the board, should be 100%.

AGREED: Engineering to be examined through a 'deep dive' by the Quality, Teaching and Student Experience Group

4.2 Quality, Teaching and the Student Experience Group report (QTSE Group)

As the Chair of the QTSE Group was not in the meeting for this item, the minutes of the meeting were noted. Governors asked whether the action to track progress on the 2019-20 Quality Improvement Plan (QIP) had been completed. It was confirmed that this was still underway and would be reported back to the next QTSEG meeting. It was noted that all governors would be invited to take part in the Self Assessment Report (SAR) and QIP 2020-21 validation exercise in November.

RESOLVED: that the revised QTSEG Terms of Reference be approved

5. Safeguarding and Prevent

5.1 Annual Safeguarding Report 2019-20

The Annual Report was noted. There was discussion of the following:

- It was requested that the report should refer to completion rates of training by governors. The Clerk reported that measures were being taken by the staff development team to ensure 100% completion of online training.
- Assurance was sought that all recommendations from the independent safeguarding healthcheck of LLDD provision had been implemented. This was confirmed and it was reported that the new staffing structure ensured full integration between LLDD and college safeguarding provision
- Confirmation was requested that specific safeguarding measures arising from Covid-19 were robust, in particular that students were clear how to raise a concern. The Principal reported that this had been a priority for the leadership team, and that the safeguarding team had dealt with new safeguarding referrals that had emerged due to lockdown.
- Reference was made to national reports about patchy information sharing between local authorities and colleges during lockdown. Management responded that the college had shared more information about vulnerable learners with local authorities than it had needed to and had received positive feedback. Relationships with all the main local boroughs was positive.
- In response to governor questions, management expressed confidence that there was sufficient capacity and capability within the safeguarding team

5.2 Safeguarding Policy Annual Review 2020-21

Governors queried whether the policy needed to reflect the temporary measures that had been put in place due to Covid-19. Management responded that these were documented separately so it was not felt necessary to include them in the main policy.

It was requested that the policy should be double checked to make sure that it included all of the latest additions within Keeping Children Safe in Education (KCSIE)

ACTION: That the Safeguarding Policy be re-checked against the latest KCSIE and circulated by email for final approval NC

6. Finance and Resources

i. Finance Scrutiny Group Report from 1 October 2020
FSG Minutes presented by Imelda Galvin, FSG Chair

The report covered the draft 2019-20 year-end out-turn; the latest 2020-21 learner numbers, income, cashflow and a progress report against the business improvement plan.

Headlines were:

- The July 2020 management accounts showed a slightly improved operating deficit than the previous forecast had indicated.
- The overall year-end position had, however, been impacted by subsidiary company losses and the addition of the pensions service charge;
- The financial health score would be 160, which was slightly lower than the 170 forecast, but better than the 2018-19 score. The FSG had discussed this at length. Although the 2018-19 health score had been referenced when the accounts were signed, it was agreed that this should be explicitly reported and minuted.
- The FSG had called for a more proactive approach to pursuing debtors and reporting back to governors
- Progress with renegotiating the bank loan and banking covenants had been reported, including the valuation of Wood Street and Colindale.
- There had been discussion on the presentation of the management accounts, and the need to have a simplified high-level overview of key issues in the form of an executive summary. This, it was considered, would particularly help governors without a finance background to understand the direction of travel and key risks
- Future management accounts would include a separate report for the additional Covid-related grants

- Business Improvement Plan monitoring reports would include a one-page table showing progress against achieving each savings line. This might be RAG rated
- The receipt of the Covid-19 capital grant would offset some of the Capital Expenditure budget for 2020-21. Management had been asked to bring recommendations to governors. regarding the use of the freed-up funds.

Governors questioned whether definitive advice on the treatment of the intercompany debt between MBC Ltd and the college had been received. There was a risk that the debt would crystallise if the company were dissolved. However, this could be avoided if the company were delivering services on behalf of the college in line with its charitable objectives. It was confirmed that a conclusion on this was still needed. The company was due to continue to trade until the end of October after which a decision would be needed by the Directors and Board of Governors on its future. The draft MBC Ltd accounts were noted. A letter of comfort from the college would be needed that it would continue to support the subsidiary so that these could be signed off on a going concern basis in December, alongside the consolidated financial statements.

ACTIONS:

i) MBC Ltd Directors meeting to review the final accounts and to advise the Board on the position with the intercompany debt

ii) Letter of comfort from the college to be arranged to enable sign-off of the MBC Ltd accounts on a going concern basis

7. Audit and Risk

Audit Committee Report and Recommendations

Audit Committee Minutes 1 October 2020, presented by Sheila Dawson, AC Chair

Key points from the minutes were:

- Three internal audit reports had been awaited from 2019-20. Of these, one remained outstanding (Partnerships)
- The Business Continuity audit had received a limited assurance opinion
- The scope of the Learner numbers audit had been changed due to delays during the college closure
- The internal auditors had flagged concerns about their ability to give a moderate assurance opinion, citing three factors:
- The speed with which previous audit recommendations had been addressed, although it was recognised that a lot of work had been done since March to address this.
- Two limited assurance reports during 2019-20.

- The robustness of current risk management, specifically in terms of the absence of an up to date risk register, pending approval of the new version. The point was made, however, that whilst the risk register document might not be in a complete form, risk management arrangements were still robust. Management confirmed that conversations with the internal auditors on this were ongoing.
- The Internal Audit plan for 2020-21 would focus on areas of key risk, including the rolling review of data integrity. This was particularly timely in light of the review of KPIs.
- The draft Audit Committee self-assessment had also identified the completion and embedding of risk management as the biggest priority for 2020-21.

The Board expressed concern about the possibility of a limited assurance internal audit opinion, and required that the new risk register must be in place in 2020-21.

RESOLVED:
(i) That the Internal Audit Plan 2020-21 be approved
(ii) That the revised Audit Committee Terms of Reference be approved.

8. Governance and Policy

8.1 Search Committee Report and Recommendations

The Board noted the key issues discussed and proposals from the Committee. The conclusions on the skills requirements of the Board, both in terms of those being lost and the new skills needed to support college strategy, were endorsed.

The recommendation that Cait O'Riordan be appointed to the Board was considered. It was noted that that Alessandra Almeida-Jones had not taken part as the candidate was known to her. A series of conversations and an interview with the other Search Committee members, and all concurred that she would bring both general high level business skills and specialist expertise in digital skills to the Board.

The next phase of governor recruitment would be to interview candidates from a shortlist that had been drawn up from individuals who had previously indicated an interest, and word of mouth recommendations.

The recommendations to regularise the terms of office of current governors were also noted, along with the proposal to expand the remit of the Search Committee to include governor induction and training.

RESOLVED:

- **(i)** **That Cait O'Riordan be appointed as an external governor, subject to DBS and other eligibility checks, with effect from 12 December.**
- **(ii)** **That the terms of office of Sheila Dawson, Fiona Bulmer, Ann Zinkin and Mervin Archer be aligned to end on 31 July 2021**
- **(iii)** **That the revised terms of reference be APPROVED.**
- **(iv)** **That the governor recruitment strategy be ratified**

7.2 Governance business schedule

The consolidated board, Committee and task and finish group business schedule was noted.

8. Other urgent business

Governors asked whether the Annual Student Awards celebration would take place in November. It was confirmed that, following consultation with staff, it had been agreed that the event would not take place this year. The need to find alternative ways to celebrate student success was, however, agreed.

It was noted that Colleges Week would take place during the week commencing 19th October, and governors would be informed of any events taking place around this.

9. Dates of forthcoming meetings

10 December 2020
28 January, 25 March, 20 May, 15 July 20201

The meeting closed at 21.05

Signed: ……………………………………………………………………………..(Chair)