Barnet Southgate College

Board of Governors Meeting

14th July 2022
18.00-20.20
Southgate SG 304

Governors present	Adam Goldstein	Chair
	Alessandra Almeida-Jones	
	Sheila Dawson	
	Imelda Galvin	Vice Chair
	Jenny Jarvis	
	Darren Mepham	Chief Executive
	Sakina Quettawala	Student Governor
	Cait O'Riordan	(Attended remotely for 1st part)
	Hannah Sheath	
	Mark Sweeny	
	Sue Baker	Staff Governor
	Chalene Scott	Staff Governor
	Nana Brew	
	Biza Mebrak	Student Governor (by teams for items 1 - 7)
	Mark Taylor	
In attendance	Tracey MacIntosh	Exec Director Commercial (EDC)
	Mark Sellis	Exec Director Corp Services (EDCS)
	Kelly Staples	

Italics denotes absence **MINUTES**

Item	**The meeting opened at 18.15 and was quorate with 9 governors being present.**
1.	**CHAIR'S WELCOME**
2.	**APOLOGIES FOR ABSENCE** Apologies received and accepted from Mark Taylor, Sakina Quettawala, Hannah Sheath, Neil Coker. It was noted that Nana Brew was on a leave of absence.
3	**DECLARATIONS OF INTEREST** There were no declarations of interest.
4	**REQUESTS FOR URGENT BUSINESS** There were no requests for urgent business.
5	**MINUTES OF THE MEETING HELD ON 28th March 2022** The minutes of the meeting on the 28th March 2022 were approved as a true and correct record of the meeting.
6	**MATTERS ARISING** The Chair of Governors took the board through the matters as follows:

	1. Actions from 15th July: • Darren Mepham explained to the Board that sustainability will be incorporated in the estates strategy which will be shared with the Board in the Autumn term. 2. Actions from 16th December 2021: • Finance Item – to be addressed in Item 8 on the meeting agenda 3. Actions from 28th March 2022: • Mark Sellis provided an update on the Run, Hide and Tell College Event that took place on the recent Staff Development Day that was delivered by the Met police and received well by staff. This will be followed up in the Autumn term with additional sessions for staff. • DPO Item – To be removed as completed • Risk Register Item – To be reviewed in first QTSE committee meeting • Finance Item - To be removed as completed • Curriculum Item – To be addressed in Item 8 on the meeting agenda • HR & OD Annual Report - To be on the agenda for the first Board meeting • Health and Safety Item – To be removed as completed • Audit & Risk Item - – To be removed as completed
7	**CEO REPORT** The Board discussed the CEO's report which outlined the work that has been agreed with the FE Commissioners Team and the Outline Plan for Growth. The FEC have suggested some actions all of which the college will be taking forward. Governors asked ELT when the Curriculum Strategy is expected to be delivered to the Board and ELT advised it would be delivered in the Autumn Term. The CEO explained that Curriculum Strategies at area level are being developed in July along with the overall College Curriculum strategy. Alongside this that the Estates Strategy will be also brought to the board in the Autumn Term. Governors asked if there is a need for External Consultants or Project Managers to be brought in to help pull this big piece of work together. ELT explained that we have engaged with DfE support (brokered by the FEC) in the brief stage and then will be engaging external consultants to develop the plan sufficiently to allow for Southgate capital bids in the Autumn. Governors expressed concern that this timeline may be over ambitious due to the amount of work that is required in a short timeframe. ELT provided an overview the plan of works that could take place at Southgate Campus and Governors asked if the local neighbours views were going to be taken into consideration as part of this process. Governors asked ELT about the plans for Edmonton Green. The CEO explained that the college would like to provide an offer in the Edmonton area but do not plan to stay in the current build that is being used. Governors then went on to ask about the finance plans for this as currently funds aren't being put a side to make provision for this. ELT explained that this cost will be included in the budget for the year that it takes place in. Governors asked ELT if the introduction of new strategies will link to a new set of Quality KPIs Governors asked ELT when the market share information from Brent and

	Barnet would be available. ELT advised that this information has been requested of the ESFA. Governors suggested it would be useful to know what the current operating model is to be able to make a judgement. Board members also advised of the need to articulate and manage changes in internal controls associated with changes in the operating model. Governors asked why ELT were considering a rebranding of Wood Street Campus and what was the benefit of doing this rebrand in a piece mill approach. ELT explained the reasoning behind this approach. Governors showed concern for the explained approach so Tracey McIntosh offered to meet with Alessandra Almeida-Jones outside of this meeting to continue discussions.
8	**FINANCE** **Budget** It was **Resolved** to approve the budget, subject to the bank covenant proposal agreement and Curriculum Strategy to be presented to the Board in the Autumn Term **Declaration of subcontractors** It was **Resolved** to approve the declaration of subcontractors on the basis that it would be further reviewed by the finance committee prior to the 30th September, with delegated authority given to the finance committee to give final approval in respect of the declaration of subcontractors. • Report of the Finance committee chair from the meeting on 30th June (*Committee minutes enclosed for information)* The Chair of the Finance Committee verbally gave and overview of the report from the 30th June. The Chair of the Finance committee advised that there was a deficit of £1.5 million and it has now moved towards £1 million. Covid has had an impact on this budget and there are no guarantees that it won't have a further impact in the future. Even though this budget isn't achieving what was set out in the 3 year plan, the chair of the finance committee feels that this is a realistic projection. The Chair of the Finance committee added that at present there is little context provided from the College which makes this hard to put detail around the projections. The Chair of the Finance committee hopes that the Curriculum Strategy which is to be presented to Board in the Autumn Term will help provide this context. The Chair of the Finance committee then suggests the following points for the Board to note: • Income to pay ratio – The Chair of the Finance committee feels that the budget is moving in the wrong direction • Apprenticeship growth – The Chair of the Finance committee asks ELT how achievable is this growth. ELT explained that starting point will be around 500k and not £0 which means that there is a further £500k to find • Staff pay awards – The Chair of the Finance committee feels that we need to wait until September before any pay awards are given to makes sure that it can be afforded. The Chair of Governors concurs that a position on enrolment would be the sensible option to move forward with before any pay award is decided on. Governors asked

	- could the lack of a pay increase give us issues with staff recruitment when compared to other local FE colleges. Governors asked how the staff comms around this are being managed. The CEO explained that a message around a potential 2% increase has been discussed with the staff. The Board suggested that if transparent communications with staff are started now about a potential pay rise in January could that help with relations with staff. - Head room on the bank covenants is at 500K - The Chair of the Finance committee has concerns around this. ELT explained that the Bank seem receptive to proposed suggestions around the covenant. The Board were in agreement for the suggested proposal to be submitted to the bank. Mark Sellis summarised for the Board the current situation for the above points. The Chair of the Finance committee agreed that the narrative provided by Mark was a good reflection of the current situation. Governors agreed that the QTSE Committee and Finance Committee will work closer together moving forward. The Finance committee have self-assessed themselves as Good. This was agreed by the Board. The Board noted the Period 10 account Management Accounts.
9	**CURRICULUM** The Chair of the QTSE Committee verbally gave an overview of the report from the 23rd June and noted the points below: - Engineering is cited as an area of concern and that the Committee would be monitoring the sustainability of this curriculum area during the next academic year - The Self Assessment timeline had been discussed and that the Cross College SAR would be considered in the November meeting. - Students predicated grades and overall outcomes is also an area of focus and the Principal has been actioned to include reporting of this information back to the QTSE Committee in the next academic year. - The QTSE would like further information on Staff Wellbeing which the Principal is to task the subcommittee to compile. - The Learning Excellence Survey is to be undertaken more frequently in the coming academic year and a focus would be to gain a higher response rate - The Scorecard is deemed to be a useful tool and the committee discussed ways this can be developed for the next academic year The Chair of Governors asked if the Scorecard is serving its purpose? The Chair of the QTSE Committee feels that it is still being embedded as a management tool within the college and that also the QTSE Committee is still not using the scorecard to its potential. The QTSE Committee have self-assessed themselves as Good. This was agreed by the Board.

	Feedback from committees and link governors
11	**AUDIT AND RISK** ***Committee minutes enclosed for information*** • External Planning memorandum On the recommendation of the Audit committee it was **Resolved** to approve the external planning memorandum • Internal Audit Plan 22/23 On the recommendation of the audit committee it was **Resolved** to approve the internal audit plan 2022/23 • Terms of reference On the recommendation of the audit committee it was **Resolved** to approve the terms of reference • Report of the committee chair The Chair of the Audit Committee verbally gave an overview of the report from the 13th June and noted the points below: • The Risk Register was looked at in detail and its deemed that the current Risk Register is a huge improvement • External Planning memorandum – All agreed • All Board members are invited to join the Audit Committee meeting at the beginning of December • Terms of reference – All agreed The Chair of Governors asked does the Committee feel that we are getting good value from the auditors. The Chair of the Audit Committee feels that we have forged a good relationship with the new Auditor. Mark Sellis added that he feels that the advice that the new Auditor is giving is useful – All agreed The Audit Committee have self-assessed themselves as Good. This was agreed by the Board.
12	**SEARCH & GOVERNANCE** The Chair of the Search and Governance Committee verbally gave a report and the following recommendations were agreed by the Board: • A People Committee is to be established in September comprised of 3 board independent board members and 1 co-opted member. • Detailed terms of reference to be developed by the Search and Governance committee • New students governors are to be recruited in the Autumn term and that recruitment will be through a process of application rather than a process of election as in previous years (subject to consultation in September) . • The appointment to the Board for a term of four years and to the Audit Committee of Diane Moore and Rouzbeh Faramarzian • The appointment of Alex Middleton to the Governing Board for a term of four years and to appoint him to the Audit committee. • All Board members are asked to consider if they would like to

	volunteer to become the Safeguarding Governor link. The Chair of Governors confirmed that after the recent leave of absence and in light of her ongoing health concerns it had been agreed with her that her term as a governor would come to an end when her current leave of absence expires this month. Jenny Jarvis informed the Board that potentially the QTSE Committee could need an additional member to join meetings in September and asked the board to consider for a current Ofsted Inspector could join the committee. It was **Resolved** to approve this request. The Chair of Governors informed the Board that new rules from DSFA are being introduced so that governance will have to undertake an external Self assessment process with an external body and it is estimated to have a fee of 10k attached to the process. The Board have self-assessed Governance as Good and the proposed priorities for governance improvement were agreed.
13	**Report of the H&S Link Governor** The Health and Safety link governor gave a verbal update on H&S matters in the college. • Martha Stephenson will be working on a list of risks that the board might want to consider • Health & Safety is on the Audit plan so Sheila asked if the committee could think about priorities that could be for this audit
14	**CORPORATE RISK REGISTER** **(summary paper)** The Board noted the risk register.
15.1	Modern Slavery statement (EDCS) It was **Resolved** to approve the modern slavery statement
15.2	Subcontracting fees supply chain policy(EDCP) It was **Resolved** to approve the Subcontracting fees supply chain policy
15.3	Freedom of Information policy (HofGov) It was **Resolved** to approve the Freedom of Information policy.
15.4	Financial Regulations on the recommendation of the finance committee It was **Resolved** to approve the finical regulations it having been noted that there were no significant changes.
15.5	Schedule of Board meetings 2022/23 It was **Resolved** to approve the schedule of governance meetings for the academic year 2022/23.

15.6	Schedule of Board business 2022/23 It was **Resolved** to approve the schedule of board business for 22/23
15.7	Succession planning policy and role descriptions on the recommendation of the Search and Governance committee. It was **Resolved** to approve the succession planning policy and role descriptions for the Chair, Vice Chair and committee chairs.
16	**Other urgent business** Board members asked for future meetings could someone in the college check the Board papers before they are sent out. It was suggested that a specialist software could be used to help with the collation of board papers.
17	**Date of next meeting** Thursday 13th October 2022
	Part 2 **Remuneration and appraisal committee report** **Recruitment of Head of Governance** The CEO, members of ELT, college staff and staff governors were excluded from part 2 of the meeting.