MINUTES

Barnet and Southgate College Corporation
Governing Board Meeting
held on Monday 19th February 2024
at 18:00

Present	Imelda Galvin, meeting Chair Neil Coker, interim CEO Diane Moore Chalene Scott Jenny Jarvis Hannah Sheath Alessandra Almeida-Jones Sue Baker Mark Taylor Thomas Streater Adam Morley Elita Eliadis Tulay Rashid-Grant Dominic Abbott Simran Vyas Macias
In attendance:	Maxine Bagshaw, Director of Governance Tracy McIntosh, Executive Director of Commercial Partnerships James Russell, Interim Project Manager Hiten Savla, Director of Finance

Item	Description	Action
1	**Preliminary items** **1) Apologies for absence** Apologies for absence were received from Adam Goldstein, Alex Middleton and Daniel Yilmaz. In the absence of the Chair, it was agreed that the Vice Chair Imelda Galvin would Chair the meeting. Student Governor Simran Vyas Macias was welcomed to the meeting. **2) Declarations of interest** Meeting Chair reminded everyone present to declare any interests that they may have on matters to be discussed. No specific declarations were made, and standing declarations were noted. **3) Quorum** Meeting Chair confirmed that the meeting was quorate.	
2	**Minutes of the previous meeting**	

	The minutes of the meeting held on 12th December 2023 were reviewed and it was agreed that they were an accurate record of discussions. AGREED: to approve the minutes of the meeting held on 12th December 2023 as presented. <u>Matters arising and action tracker</u> Governors considered the tracking document and updates were given on a number of aspects, including: • Line 1 – an update on sustainability activity will be given at the next meeting. • Line 5 – the nine priorities discussed at the last meeting sit above the QIP and are considered to be the 'big hitters'. These don't easily map across to the KPIs as most are assessed at yearend. Team will work to create a set of milestones, including measures of success, these will then be reported to board via QTSE. • Line 6 – in relation to Bolton University there are risks associated with any HE partner. Update report provided by Phillipa O'Brian gives a review and some mitigating actions. Interim CEO advised that he will go back to the team and ask for more information in relation to mitigating actions as it currently not clear enough. He will also schedule a senior level partnership conversation with the university as this has not yet taken place. This should give a better idea of the scale of the risk. Assurance was given that annual due diligence is completed regarding Bolton University. It was agreed that a more detailed paper on this would be presented to QTSE. One governor asked for an overview of the qualification types validated by Bolton University. Interim CEO confirmed that this is entirely business. Governors noted that nationally this is considered to a high-risk degree and that OfS have a focus because of some quality concerns. There are also issues in relation to the 'sustained employment' measure. All agreed that quality metrics are important for OfS and, as a consequence, they are becoming more interested in outcomes. Student demand was described as very healthy, but all agreed that it was critically important to hit the success metrics. All acknowledged that providing HE within FE is a risk and challenge and therefore this must be something to continually monitor. AGREED: to note the content of the update provided.	
3	**Safeguarding** 1) Midyear Report 2023/24 Governors' attention was drawn to the report provided and key matters highlighted were: • Key statutory developments and responsibilities	

	• In relation to Prevent there is no change however there is now a real emphasis on several aspects including: - Quality of education - Leadership and management - Risk assessing delivery. There needs to be a more collaborative approach. - Personal development - British values - Behaviours and attitudes - Who to report to in the ESFA • Requirements under Martins Law is new for this year. Basis of this was a review following the Manchester bombings. Intention is to hold organisers to account for buildings including facilities, security, protocols etc. This is from the perspective of a terrorism incident. One governor asked that the college check that it is now law rather than still being a bill (DSL, March 2024). When generally discussing the report provided, governors all agreed that there was a lot of assurance within the organisation particularly in relation to online safety. Challenge from governors was that it would be helpful to know what additional aspects the college should introduce that don't already exist. Suggestion made was that the DSL is to connect with the interim Project Manager, specifically in relation to health and safety, estates etc. and ensure that any actions/activity link into the business continuity plan. One governor referred to page 5 and the percentage reporting and asked whether there is a distinction between those 'at harm' or those 'doing harm'. Staff advised that this percentage includes anyone identified as having a vulnerability. Assurance was given that there is a high level of information sharing within the organisation and that the system records both. In terms of trends, there are more males than females within this percentage as the college has seen a big shift this year in terms of the number of victims of crime rather than perpetrators. The numbers are high compared to the same point in the prior year which would suggest that there is better information sharing. College is seeing annual increases in numbers year on year. Part of this will be because of better recording and greater student confidence to report and seek support which is a positive. Student voice obtained supports this. One governor noted on page 6 that there are three areas where survey response rates were lowered and they asked whether staff are following up to ensure improvement. It was explained that the data obtained was captured at freshers fair therefore very early in the year, and assurance was given that student services will have followed this up. One governor asked what the position is in relation to safeguarding training for governors. Director of Governance confirmed that she would review HR information and check who is and isn't up to date and then contact governors on an individual basis regarding any outstanding training or updates required (Director of Governance, March 2024).	

	One governor observed that the mandatory training figures look low and asked what can be done to improve. Board was given assurance that HR are conducting significant audit work to address this and a positive is that this gives the organisation a much clearer picture. It is known that there are some technical issues regarding systems and reporting which also need to be addressed. An external consultant has been engaged to start to look at this. It was agreed that an update report would be provided to QTSE Committee (QTSE, March 2024). 2) Lead Governor feedback Elita Eliades, the lead governor for safeguarding, provided a verbal update on several aspects including: • She has been meeting with Chalene Scott the DSL regularly for updates. • She is working through the governor audit tool on a step-by-step basis. • First site visit took place today. • She was able to meet with staff and was very impressed with their passion and dedication. • She visited the special care unit and recommended that all governors should at some point see the facilities. They were described as very bespoke and providing a safe place with a sense of belonging. • Data trends are well considered. • She is assured that staff treat safeguarding as a priority. Interim CEO noted that on page 6 there is a confidential element included in relation to staffing and it was agreed that this would be removed before the document was circulated any wider than the governing board. AGREED: to note the content of the update provided.	
4	**External Governance Review** Director of Governance drew boards attention to a number of aspects including: • The review report created by Shirley Collier, • Notes of the Search and Governance committee discussions on 10th January 2024 which have the report as a focus, and the • First draft action plan for discussion Board all agreed that the report was helpful and that a robust review process had taken place. Comments and observations included: • In relation to triangulation opportunities, it would be helpful to add in how governors will feedback to the board having undertaken visits or meetings. • In relation to attendance at events, it will be helpful to be more specific so that governors could gain some allegiance with a particular area or topic.	

	• Take a risk-based approach to link governors established and then supplement with any particular areas of interest identified. Board all agreed that they felt the report was an accurate reflection of where the corporation was at the time of the review. Governors considered the proposal to only hold board meetings with attendance in person and felt that more flexibility was required in relation to this. All agreed that the expectation would be 'in person' unless it is not possible as an exception. Governors all agreed that committees work well online, however acknowledged it becomes more complicated when it is the full board that is meeting but that hybrid opportunity should continue to be offered so that governors, if necessary, can join online rather than missing a meeting. All agreed that a wider point to explore further at the March strategy day is how the board operates as a team and has assurance with everyone able to contribute equally. Board discussed the point made in relation to 'horizon scanning' and debated whether there is really time at board meetings to do this and, if not, where should the discussion be. It was agreed that a review of committee activity would be undertaken to find the best place for this, and it was noted that historically it was part of the Finance Committees remit. As an overview, board all agreed that it was a positive report. Challenge from governors was to try not to 'make an action out of an action' with priority aspects being progressed first. All felt that some of the actions identified were more important than others. One governor made reference to data triangulation provided on page 8 of the report and felt that in some respects the information was lacking and could be improved. AGREED: a) To note the content of the external governance review b) Note the content of the Search and Governance Committee discussions held on 12th January 2024 c) Approve the action plan as presented. It was confirmed that updates on action plan progress would be given to each of the meetings of Search and Governance Committee throughout the remainder of the year.	
5	**Interim CEO's Report** The interim CEO introduced reports on several aspects including: • Deep dive in relation to apprenticeship provision • 2023 accountability agreement – progress update • 2023/24 KPI progress • Development day 18th March 2024 – proposed schedule • College events and activities next term In relation to the apprenticeship report, it was described as being clear with a series of recommendation. Executive report provided summarises the 'ask' of governors. Update on KPIs is included and	

	accountability statement progress is reported. Five bullet points outline the 'ask' and include: • Governors to determine levels of assurance regarding the KPI data and agree any further scrutiny or leadership actions needed to ensure continued successful delivery of the organisation's key performance indicators. • Refresh individual and collective awareness of the headline content of the current accountability statement ahead of the formal review, this is planned for the forthcoming governor strategy and development day. • Identify areas that they may wish to commission further work or scrutiny on in relation to achieving the 9 headline areas of improvement. • Take account of the reported position for apprenticeship delivery and the potential options that can be further considered as part of our longer-term strategy. Advise executive team if more scrutiny is required. • Review and approve the agenda for the forthcoming governor strategy and development day. In relation to KPIs, one governor asked whether predicted achievement will be added. Interim CEO indicated that not at this level as these are headline KPIs. His view is that including predicted achievement would be too granular as it would be required at course level to give meaningful information and that, when aggregated up it doesn't necessarily give an informative position. Board was advised that the senior team have reviewed carefully what data they believe is useful for the board and assurance was given that, at curriculum level, a risk based approach is taken to reporting through QTSE, with the college being very open and transparent about the areas that need to improve and are a focus. In relation to the 9 priorities all agreed that it was pleasing to see the focus that the college has on A Levels and that this is leading to some positives, whilst acknowledging there is still more to do. Board also agreed that it would be helpful to see the work of the Learning Excellence Project as this develops. It was confirmed that a detailed report on this is planned to go to QTSE in the summer term. Governors asked for an overview of apprenticeship position. Key matters highlighted were: • The report provided reflects current position which was described as 'a moving picture'. • Some budget income is derived from achievement and the college does not yet have this. • Table provided is the worst-case scenario. • It is not possible to quickly cut costs in this area and an example given was because of staffing establishment. • College is seeing lower cohort numbers than planned and lower student numbers than predicted. • Current expectation is to reach a breakeven position.	

	Question and challenge from the board was when they need to strategically look at apprenticeship provision. Interim CEO advised that apprenticeship provision nationally is difficult, with challenges in relation to recruitment and delivery. That said, within the FE sector there is an expectation to offer and deliver, albeit that it is really difficult to achieve a positive contribution. College may have to review what it offers and make decisions. In relation to manufacturing and gas there are clear drivers for continuing with this but potentially less so for business administration and customer service. All acknowledged that colleges have no control over the system which isn't necessarily effective and efficient. One governor asked whether staff have considered how to make it viable. Assurance was given that they have but that it is a significant challenge. Question and challenge from one governor was when the organisation decides to invest or divest. Staff explained that when looking year to year there are a number of considerations including: • Aim for a surplus or at least a breakeven, • Not to offer where there is a loss, • Pathways, • Meeting local needs. It was confirmed that there will be discussions at the March strategy day in relation to exiting, holding ground or growing. All acknowledged that BSC doesn't need to meet every aspect of local demand and therefore a useful discussion would be the colleges position on apprenticeships and, in particular, what is the college/boards risk appetite in relation to this. In relation to the Learning Excellence Project interim CEO confirmed that this will be launched through SLT and that individual members of SLT will lead on each of the elements of the Ofsted framework. Challenge from one governor was to revisit the success measures for the 9 priorities. Board then considered the draft proposed schedule for the development day in March and requested that more time be allocated for ‘next steps’ so that there is a clear ‘move to actions’. To be agreed are the tangible deliverables that the board would hope to see from the pillars created. AGREED: to note the content of the update provided.	
6	**Property update** Interim Project Director confirmed that there were three strands of activity to highlight for this meeting. 1) Collingdale Campus – long lease to London Borough of Barnet	

	Content of the report was outlined including the context for the approval required today. He confirmed that following previous discussions the lease was never signed by both parties despite the agreement reached and occupation of the site since 2016. He explained that the reasons for delay included staff churn and also changes to regulations. He confirmed that the lease has been updated by solicitors with the offer as previously negotiated being 100-year lease at peppercorn rent. This acknowledges that the local authority provided significant investment in the estate i.e. £2.8 million of the total cost which was circa £10 million. AGREED: to approve that the Collingdale lease as presented be signed and sealed. 2) Edmonton Green Board was advised that, since the last meeting the college has been through the business planning process and has, as part of this, really looked at Edmonton Green options with final position still not concluded. College is looking to retain community provision, but it may be in a smaller way. It was explained that utilisation at this site is not significant, and the provision gives a negative contribution as it is expensive to deliver. College therefore needs to deliver on a more cost-effective basis. One governor asked how utilisation is measured. It was explained that this is based on the hours available across the week and then how hours are timetabled. It was explained that at this site there are not many classes which run after 12 noon which does negatively impact. Assurance was given that staff are 'crunching the numbers' in a range of different ways. One governor asked whether there is a utilisation target. It was explained that targets for this provision are driven by contribution but that it will never be profitable. Costs are now much more visible which is leading to very honest reflections. Plan is to retain a presence to the east but on a more profitable basis. This is because there is a community to be served with potential growth for ESOL. It would be a positive for the college to go out into the community rather than students coming to college premises. 3) Tudor Hall It was agreed to record discussions on a confidential basis. (Hannah Sheath left the meeting at 7.30pm) AGREED: to note the content of the udpate provided.	
7	**Report from Committees** 1) QTSE Boards attention was drawn to the committee assurance report, detailed minutes of the meeting held on 15th January 2022 and the QIP 2023/24 progress update. Overview at the meeting included:	

	- Committee was able to cover a lot of ground. - Heatmap is a reflection of resourcing including: - Capacity to undertake performance clinics. - Pace of QIP implementation progress. - College is engaging additional resource to support. - Information provided aligns and triangulates with what students discussed at the 'meet the governors' session earlier today. Very positive feedback received. - Ofsted preparation work now needs to start in earnest and the Learner Excellence Project is being launched. It was agreed that all governors would be invited to the QTSE meeting when the report on this is scheduled for discussion (Director of Governance, summer term). - Committee discussed the business planning process and Mark Taylor was able to attend one. Feedback by him included: - A really robust process in place. - Clearly able to see staff ambition. - Holding to account was a real strength. - Attending really helped to triangulate across a number of strategies. - Very positive session and it would be valuable for all governors to participate on a future occasion. AGREED: to note the content of the update provided. 2) People Boards attention was drawn to the assurance report, minutes of the meeting held on 22nd January 2024, HR annual report for 2022/23 and the 2023 Gender Pay Gap statement. Key matters highlighted at the meeting included: - A huge amount that is planned. - A lot of work is 'in progress' and this is connected with a number of elements. - Positive feedback provided on the pledges.. - A lot of the knowledge around this currently sits within the committee and potentially there is more to do in terms of sharing with the full board. - Risks to be aware of are workload and the ability to manage this AGREED: a) to note the content of the update provided, b) To publish the Gender Pay Gap report presented. 3) Property Strategy Steering Group Boards attention was drawn to the summary note and the minutes of the meeting held on 23rd January 2024. All acknowledged that aspects had been covered in the earlier discussions. Board were advised that P Block and R Block options are being reconsidered as part of the Southgate master plan review currently underway. A lot of work on the Southgate entrance has already been completed with all agreeing that the look and feel was improved.	

	Whilst a fluid situation, board were given assurance that all is in hand. One governor asked what the property strategy risks are. Interim Project Director indicated that the biggest risk is doing nothing, and that the college does have to invest. Risks are being mitigated in a number of ways including compliance, communication and the use of external funding. Board was given assurance that there is a separate property strategy risk register in place which is considered at each meeting of PSSG. 4) <u>Finance Committee</u> Boards attention was drawn to the committee summary note, minutes of the meeting held on 30th January 2024, Period 5 management accounts and the opportunities and risks report. Key matters highlighted were: • When considering the financial position, it is important to cross reference to the January flash report circulated. Whilst additional costs were identified in January, the college has been largely able to mitigate. • Apprenticeship position needs to be noted. • Management accounts do continue to be updated. • College has now been advised of additional funding for 16-18 in year growth. This is £476k. There will be some additional costs associated with delivery. These figures will be included in the February management accounts. • Committee did have considerable discussion regarding the use of 'extra' in year funding and how this could potentially impact on next year's allocation. Challenge from the board was to be really clear on what the £476k will be used for i.e. will it support one off or reoccurring costs. Board asked for an update in relation to the information provided on SEND write off. Staff advised that this is an old debt that the college has tried to collect. Question and challenge from the board was whether the organisation has learned lessons and changed processes e.g. in relation to contracts, relationship management etc. Challenge from the board was to avoid a similar situation happening again in terms of invoicing, cashflow and payments being received on time. Question and challenge from the board was whether the college is tracking grant money to make sure that it is spent within deadlines. Board agreed that they would like more transparency on this, either through reports to PSSG and/or Finance Committee. AGREED: to note the content of the update provided. 5) <u>Audit and Risk</u> Boards attention was drawn to the committee summary note, minutes of the meeting held on 7th February 2024, risk register, updated terms of reference and the business continuity plan. Matters highlighted at the meeting included:	

	• This is the Finance Directors last meeting and therefore it is going to be key to secure an interim with a good handover period. • There was good discussion regarding business continuity with suggestions made by the committee. • In relation to internal audit there is good engagement from the senior partner. • Safeguarding audit taken out of the plan for the year with a review of apprenticeship delivery to take place instead. • Internal audit plan for the year is on track. It is important to avoid any internal delays. Interim CEO confirmed that this was reviewed by ELT last week and each audit has a senior sponsor. • In terms of the risk register, committee discussed potential risks regarding executive team staff changes but felt that good progress was being made in relation to these. AGREED: a) To note the content of the update provided b) Approve the updated committee terms of reference as presented, and c) Approve the Business Continuity Plan as presented.	
8	**AOB** There were a number of matters of AOB including: 1) Events coming up, these are: • Staff development day in March • AOC Colleges Week 26th February • Leadership development programme 4th March 2025 2) Governors concluding their terms of office Board all expressed thanks and appreciation to Imelda Galvin and Alessandra Almeida-Jones, this being their final board meeting and the last in person meeting they will be attending. It was noted that they have been on the board for four and a half years and have given above and beyond. They have seen the college through some difficult and challenging times, and all agreed that they made a real difference.	
9	**Confidential items** It was agreed that confidential items would be recorded on a separate basis. (Staff and students left the meeting at 8.05pm) Meeting closed at 8.30pm.	