MINUTES

Barnet and Southgate College Corporation
Minutes of the Board Meeting
held on Thursday 17th July 2025
at 18:00 at Barnet Campus

Governors Present:	Adam Goldstein, Chair Neil Coker, CEO/Principal Diane Moore Adam Morley (Teams) Cait O'Riordan James Duckworth Thomas Streater (Teams) Tara Jayaratne Becky Willis (from 6.50pm) Chalene Scott Alex Middleton
In attendance:	Victoria Cornwell-Lyon, Deputy Principal Tracey McIntosh, Deputy Principal Simon Evans-Evans, COO Scott Cryer, Interim CFO Sarah Surrey, CFO Maxine Bagshaw, Director of Governance

Item	Description	Action
1	**Preliminary items** **1) Apologies for absence** Apologies for absence were received from Tulay Rashid-Grant, Phil Harding, Jenny Jarvis, Dominic Abbott, Mark Taylor, Chaquelle Boothe and Simran Vyas-Macias. Chair welcomed Sarah Surrey to the meeting. He reminded that she is the new permanent CFO who formally starts with the college in August 2025. He thanked Scott Cryer for the interim CFO support he has provided. Chair noted that this was the last meeting for Staff Governors, Chalene Scott and James Duckworth and for Student Governors, Simran Vyas-Macias and Chaquelle Boothe. He passed on the board's appreciation and gratitude for their contributions made. He specifically acknowledged that Chalene Scott has given her time in the voluntary role for 3.5 years.	

	2) Declarations of interests 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** Director of Governance provided confirmation that the meeting was quorate.	
2	**Minutes of the previous meeting** **1) Minutes of the meeting held on 15th May 2025** The minutes were reviewed, and it was agreed that they were an accurate record of discussions. One minor change was requested, with the sentence to read 'community settings' rather than 'leisure centre'. Director of Governance also advised that 'Streeter' would be changed to the correct spelling of 'Streater'. AGREED: to approve the minutes of the meeting held on 15th May 2025. **2) Matters arising and actions tracker** There were no matters arising highlighted and board were happy to note the content of the action progress report provided.	
3	**CEO'S Report – Strategy Execution** It was agreed that discussions on this item would be recorded on a confidential basis.	
4	**CEO's General Update Report** CEO presented his detailed report and particularly referred to several elements, including: (i) <u>Outcome of the 2025 governor's skills audit.</u> Key matters highlighted were: • The level of external scrutiny on governors/governance has never been higher which means that it is important for governors to continue to question, challenge and scrutinise. • Some recent sector examples where governance checks and balances have failed: Weston, Liverpool and Burnley College • Governors need to remain always curious and to test the information provided. • Data knowledge skills gap linked with a 'trusting' personality profile for the board could be a risk.	

The board invited an ELT perspective on the contribution that governors make i.e. is there the right amount of question and challenge. CEO expressed the view that there is and that this can clearly be seen in committees e.g. Finance and QTSE

(ii) Appointment of a new Safeguarding Lead Governor

CEO outlined the recruitment process followed, with candidate identification supported by Peridot Partners. Following interviews the recommendation is to appoint Amy de Campos. All considered her CV and agreed that she would be a valuable addition to the board with a wealth of experience covering safeguarding, EDI and the FE sector.

AGREED to appoint Amy de Campos as an Independent Governor from 17.7.2025 to 17.7.2029.

(iii) Governor membership and succession planning

CEO referred to the RAG rated table which has been created based on current terms of office concluding in 2025 and 2026. He explained that individual conversations will now take place to better understand whether re-appointment is an option and where required to look to identify/recruit a successor.

(iv) Student Governor recruitment and incentivisation

CEO recommend that the board consider several incentivisation options which could be used to recruit, these were set out in his report. Challenge from the board was to have a really strong 'marketing message' on this in September. They were particularly supportive of the suggestions made in relation to:

- A reference from the CEO
- Having another governor to act as a buddy/mentor
- Paid for and arranged transport home after evening meetings
- The use of an Ipad which they then get to retain subject to achieving agreed attendance levels, contribution etc.

CEO confirmed the intention to promote the benefit of the roles through Curriculum Managers so that they can encourage students to follow the application process.

(v) 2024/25 KPI's – Progress Update

CEO advised that there has been very little movement since the last report as the college is now waiting on confirmed year end positions.

(vi) Annual Strategic Conversation Letter

Governors were happy to note the content and acknowledged that the CEO had provided a verbal update at an earlier meeting.

AGREED to note the content of the update provided.

5	**2025/26 Budget and 3 Year Financial Forecast** Interim CFO presented the detailed documents and advised: • What is included is a proposed budget for next academic year (25/26) and the expected 3-year position (24/25, 25/26 and 26/27) • Financial health score calculations are provided. • Documents have been scrutinised by the Finance Committee and any changes requested by them incorporated. • 2025/26 budget includes: - £3.2 million EBITDA (5.83% of income). This will be a slight deterioration on 24/25 but still a healthy, reasonable position - Appendix 2 shows health score points calculation: 24/25 – 240 points 25/26 – 230 points 26/27 – 230 points Each of these is on the cusp between good/outstanding - A key assumption is a 4% pay increase. This is based upon college having received increased funding rates to support recruitment and retention. It is broadly in line with the school's sector. AOC are not yet making a national recommendation. Proposal is to announce the pay award to staff in September 2025. • Small surplus budget proposed in 25/26 and 26/27. • College can forecast a surplus because: - Additional funding announced recently for 16-19. This provides more for contingency. - Assumed 1% growth in 16-19 learners. • 25/26 proposed budget is prudent/cautious and it allows the college to invest in additional staffing posts. CEO advised that there is a real sense within the organisation that it is 'on the up' and he acknowledged that this was supported by strong governance. He confirmed that the additional one-off non-consolidated payment of £450 was announced last week and was very well received. This gives staff confidence. Challenge from governors was that the organisation needs to constantly reflect on staffing requirements and how this sits against the FEC benchmarks. College needs to be clear in relation to where it wants to be. CEO confirmed that the message to staff is that, whilst we are investing to increase staff capacity this must flatline and we need to see increased income as an impact. He confirmed that the impact/outcomes specifically associated with the additional posts will be tracked and measured. Challenge from one governor was a need to re set the relationship that the college has with unions. This should include a review of their role and how much time the organisation is prepared to commit. All agreed that there was a balance to be struck between consulting versus informing/briefing. Board all agreed that they would like to revisit this in the future with a plan/strategy articulated (CEO/Chief People Officer 2025/26).	*

	One governor asked why there is such a focus on EBITDA. Interim CFO explained that this is a common sector benchmark but provided assurance that the college also looks at surplus/deficit, cashflow, capital, depreciation etc AGRRED to: A, Approve the 2025/26 Budget and 3 Year forecast as presented B, Approve a 4% pay award in 2025/26 C, Approve that the pay award be announced to staff in September 2025. Board all agreed that the message to staff needs to be clear. They reflected on the 2024 communication strategy, and all agreed that it has worked well. Interim CFO was again thanked for her services to the college.	
6	**Tudor Hall Sale Update** COO referred governors to the detailed report. Key matters highlighted were: • A recap on the position with Barnet Museum and their inability to ultimately proceed with a purchase • Timeline and current activity to find an alternative purchaser. • Options were discussed at the most recent PSSG meeting but at that time there was still further due diligence to complete. • Recommendation is to proceed to sell now to RMP - Their intention is to sublet the premises. - Original plan was to a nursery. - If they wanted to change use from F1 then the college would be consulted as part of the planning process. - Purchase /offer is not subject to any planning approvals. - They will be the college's neighbour and therefore discussions to be had, however these are at an operational level. • Financial implications – proposal is to use all the sale proceeds to pay down the loan, the exact amount will be after settling the early repayment fee. • College is confident that the offer represents VFM. One governor noted the desire/expectation to grow student numbers and asked whether there is clarity on what will replace this space. COO confirmed that there is. The plan is for better space (modular) to be created at the rear of A Block. AGREED to 1, Approve the sale of Tudor Hall to RMP at £1 million, and 2, Approve delegated authority to the Chair (or Vice Chair) and CEO & Principal (or either Deputy Principal) to sign and seal sale documentation at the appropriate time.	

7	**Governance** Director of Governance referred to the detailed report provided, and the recommendations presented for approval. Governors all agreed that the proposals put forward were self- explanatory and based upon this were happy to approve. AGREED to approve: 1, 2025/26 Committee membership as presented. 2, Proposed amendments to the Terms of Reference for the S&G/RemCo and Audit & Risk committees. All other committees to have their Terms of Reference roll forward into 2025/26 unchanged. 3, Proposed amendments to the Instrument & Articles of Association	
8	**Report from People Committee** Committee chair referred to the summary note and detailed minutes of the meeting. Key matters highlighted were: • No areas identified for escalation to the board • There is still work to do at a foundation level within the organisation. • Committee has asked for a review of the RAG rating mechanism. Intention is for this to be more objective and include more narrative. • There is improved data sharing now but the organisation needs to move to problem solving, with better articulation of the plans in place to address known issues. • Committee plans to strengthen links with internal committees e.g. Wellbeing • IIP survey outcomes are due to be considered at the next meeting. • Committee has asked for more sector analysis. • Committee discussed policy tracking. Full board all agreed that they would wish to see the governance framework in place supporting this at the next meeting (CEO, October 2025) • Committee has asked for a 'People Delivery Plan' to be created for next academic year. CEO advised that the college has been out to advert to recruit an Executive Director: People, Culture and Organisational Development. College received 11 applications, with 5 shortlisted for interview. One is from within the FE sector and four are outside. AGREED to note the content of the summary, meeting minutes and update provided.	*
9	**Report from QTSE Committee** In the absence of the committee Chair board was happy to note the content of the summary and detailed minutes of the meeting.	

	AGREED to note the content of the summary and meeting minutes.	
10	**Report from Finance Committee** Committee chair referred to the summary note and detailed minutes of the meeting. Key matters highlighted were: • College cash days position is good and higher than benchmarks. • Good reporting on risks. Boards attention was drawn to several documents recommended for approval. AGREED to 1, note the content of the summary, meeting minutes and update provided. 2, approve the 2025/26 Sub-contractor list 3, approve updated Financial Regulations 4, approve the updated Data Protection Policy	
11	**Report from Search & Governance Committee** Meeting chair referred to the summary note and detailed minutes of the meeting. Specifically highlighted were the matters requiring approval. AGREED to 1, Note the content of the summary note and meeting minutes, 2, In principle support the creation of a 'Public Values Statement', with ELT to finalise the content. 3, Approve proposed amendments to several governance policies as presented: - Governor Expenses Policy - Scheme of Delegation - Governor Recruitment and Selection Policy - Conflict of Interests Policy	
12	**Report from PSSG Committee** Meeting chair referred to the summary note and detailed minutes of the meeting. Key matters highlighted were: • There are now new campus development plans in place rather than an 'Estates Strategy'. • Position in relation to Tudor Hall which was discussed earlier in the meeting • College plans to exit premises at Edmonton Green • Southgate masterplan – architectural plans are being created • Proposal is to continue to operate PSSG for the next 12 months AGREED to note the content of the summary, meeting minutes and update provided.	
13	**Report from Audit & Risk Committee**	

	Committee chair referred to the summary note and detailed minutes of the meeting. Key matters highlighted were: • Committee thanks given to Interim CFO for moving things forward whilst the college recruited a permanent CFO • Committee receives regular cyber reports from Costas Calcanis One governor asked whether the college undertakes cyber security testing. COO confirmed that this is the case, both internal and external and that this is something being built into the Incident Response Plan. Request from governors was for the college to undertake a full board level cyber-attack test. This would help to be clear how governors are involved, contacted etc and how decisions are made. Other matters highlighted were: • Mid-year H&S report • Tracking and completion of internal audit actions agreed. This was described as improved but that there are still some dates not achieved. Challenge to staff is to think carefully about dates agreed. • External audit actions now robustly tracked and good progress is being made. • Committee annual review, with good discussion about VFM analysis and reporting. One governor asked whether there is confidence in the new external auditors appointed. Committee chair indicated that, whilst there is, committee is keen to be assured regarding the handover work they have done with MHA. AGREED to 1, Note the content of the summary note, meeting minutes and update provided, and 2, Approve the updated Whistleblowing Policy as presented.	
14	**AOB** One governor asked what the current position is in relation to rebranding. CEO advised that, whilst it is still planned the name change is not likely to be 'North London College' and he explained the reasons for this. One governor asked whether any potential new partnership would trigger a rebrand. CEO advised that this is not the case and that rebranding is simply a way of signalling college intentions. CEO took the opportunity to thank governors for all the time given in 2024/2025. He expressed confidence that the college is in a good place on many measures, including: • People and culture, • Outcomes, if the college achieves as predicted, • Audit/compliance	

	He described there as being a real sense of 'governance for excellence' coming through. Chair took the opportunity to thank the Executive for all their hard work.	
15	**Date and Time of Next Meeting** This was confirmed as Thursday 16th October 2025 at 6pm Meeting closed at 8.20pm	