

MINUTES

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

Governors

Present:

Jenny Jarvis, Meeting Chair
Neil Coker, CEO/Principal
Diane Moore
Cait O’Riordan
Tara Jayaratne
Becky Willis
Tulay Rashid-Grant
Phil Harding
Mark Taylor
Amy de Campos
Omid Mehrizi
James Edsberg (from 6.55pm)
Amy Cooper
Jasmine Rosewell Walters

In attendance:

Tracey McIntosh, Deputy Principal
Simon Evans-Evans, COO
Sarah Surrey, CFO
Mandi Osoba, Chief People Officer
Maxine Bagshaw, Director of Governance
Emmett Giltrap, Director of Marketing and Student Recruitment
Matt Horsup, Digital director at Itineris

Item	Description	Action
1	Preliminary items 1) Appointment of the Meeting Chair In the absence of Adam Goldstein, it was agreed that the Vice Chair, Jenny Jarvis, would Chair the meeting. 2) Apologies for absence Apologies for absence were received from Adam Goldstein, Thomas Streater, Adam Morley, Fitwi Kebede, Alex Middleton and Dominic Abbott. Chair welcomed both student governors to their first board meeting. She confirmed that they had been able to join the most	

	recent QTSE meeting and had made valuable contributions to discussions. 3) 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. 4) Quorum Director of Governance provided confirmation that the meeting was quorate.	
2	Minutes of the previous meeting 1) Minutes of the meeting held on 16th October 2025 The minutes were reviewed, and it was agreed that they were an accurate record of discussions. AGREED: to approve the minutes of the meeting held on 16th October 2025. 2) Matters arising and actions tracker Board was happy to note the content of the action progress report provided. The CEO updated that the College has secured membership of the Chartered Institution of Further Education, noting its reputational value and opportunities for staff recognition (fellowships). Governors asked how this would be leveraged. He confirmed that the Director of Marketing & Student Recruitment will ensure it is reflected promptly in external communications and digital channels. He explained that membership is a recognition of quality, financial strength, reputation etc. Action — Director of Marketing & Student Recruitment to incorporate Chartered membership into messaging (website, prospectus refresh, social, stakeholder comms).	*
3	CEO'S Report – Strategy Execution CEO referred to the detailed report circulated in advance of the meeting. <u>1, Matters of Strategic Importance (MSIs): framing, ownership and assurance</u>	

	The CEO proposed refinements following Board feedback in October: maintain a Board-led focus on a small set of Matters of Strategic Importance that are transformational, with evidence of progress reported at each Board meeting and supplemented by deep dives across the annual cycle (including at the March 2026 Development Day). Governors emphasised that while committees continue “business-as-usual” assurance, the Board must retain line-of-sight on core risks and enablers (e.g., financial resilience, leadership capacity, and the new Ofsted framework’s implications for teaching & learning and wellbeing). Board discussion • Balance & Prioritisation — Several Governors questioned whether six MSIs dilute focus and whether four would be more manageable at Board. The CEO noted the MSIs are for this academic year, not permanent; deep dives would be scheduled so not all are covered at every meeting. Governors asked that success measures go beyond simple percentages and show tangible movement, with clear baselines and narrative evidence of change. • Governors sought assurance that student achievement would not get ‘lost’ if there are 4 rather than 6 MSIs. CEO confirmed that there are regular reports planned to go to QTSE committee. QTSE also to have a line of sight on student EDI • Governors stressed that EDI needs to go beyond any ‘tick box exercise’. CEO confirmed that being one of the MSIs will ensure this. • Scope & Alignment — Governors urged that staff EDI and staff development be channelled through the People Committee (avoiding duplication at Board) while community cohesion and reputation management remain strategic Board lenses. Governors also asked that elements such as sustainability/green, future-proofing (AI, digital), and belonging be integrated, not siloed. The CEO agreed to reflect this integrated framing and to map oversight across Board and committees. Decisions • MSIs remain Board-owned strategic items with deep-dive sequencing at Board and Development Day; committees to pick up assurance strands as appropriate. • 4 MSIs to be monitored by the board are: - Reputation management - Strategic Partnerships - Southgate Campus masterplan, and - EDI and Community Cohesion	
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	- Integrated framework to show how “business-as-usual” (e.g., quality, safeguarding, finance) is embedded within the committee workplans, while MSIs drive transformation at Board. Actions - CEO to map MSIs to Board/committee cycles with success measures, baselines, evidence types and cadence of reporting. - Director of Governance to programme deep dives (including March 2026 Development Day) and ensure agendas reflect the new balance. <u>2, Branding and Website Programme</u> The Digital Director (Itineris) delivered an extensive presentation covering the strategic rationale for rebranding, findings from stakeholder insight to date, technical website audit outcomes, and four potential Branding Routes ranging from incremental evolution to full organisational renaming. He emphasised that “brand” is not limited to logo or visuals but encompasses reputation, experience, emotional positioning, and stakeholder expectations. Branding Options outlined were: Route 1: Light-Touch Refresh (retain name and logo) - Modernisation of colour palettes, typography, and marketing tone while keeping the existing Barnet and Southgate College identity. - Benefits: fastest to implement, lowest cost, minimal risk. - Risks: Board members expressed concern this would fail to reflect the College’s transformation, improved performance, and new strategic ambition; would not address outdated perceptions or differentiate effectively within a competitive London FE market. - Website could be redeveloped in parallel using current branding but would then need incremental updates as new identity assets emerge. Route 2: Rebrand (retain legal name, refresh logo + full visual identity) - Complete visual identity overhaul: new logo concepts, bolder positioning, fresh messaging platforms aligned with the 2030 Vision. - Benefits: strong visible signal of change; more competitive positioning; retains legal continuity.	* *
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	- Risks: still limited by existing name; Board expressed concern that retaining the current name may not fully support long-term aspirations or future partnership/merger flexibility. Route 3: New Trading Name + Full Visual Rebrand (recommended route) - Introduce a new College trading identity while retaining legal name for compliance and operational simplicity. - Allows creative flexibility for a name aligned to values, ambition, and the College's future identity (e.g., emphasising "ambition", "innovation", "future pathways", etc.). - Sub-brand architecture could include campus-level identities under a unified corporate umbrella (e.g., <i>[New Name] – Barnet Campus; [New Name] – Southgate Campus</i>). - Benefits: - Strong market repositioning without the delays of formal DfE approval. - Reduces confusion caused by the current name not fully representing the College's breadth and direction. - Allows retention of existing legal name for statutory and financial purposes. - Enables smoother digital migration strategies (domain can remain temporarily before phased change). - Risks and considerations: - Requires careful mapping against regulatory requirements to avoid misleading representations. - Requires clear messaging for stakeholders, including employers, higher education partners, and local authorities. Route 4: Full Legal Name Change (trading + legal) - Most ambitious option — entirely new legal identity with DfE approval, statutory consultation (including emergency services), Companies House changes, banking and system updates, branding roll-out across estates, finance systems and employment contracts. - Benefits: strongest "clean start"; absolute alignment between brand and legal identity. - Risks: - High cost and extended timescales (minimum 3–6 months for consultation + implementation).	
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	○ Could complicate enrolment cycles and funding processes if timelines slip. ○ Risk of misalignment if future partnerships/mergers reshape the landscape again. Branding Costings (based upon the Itineris briefing) were: • Website redevelopment (FE-sector standard): £60k–£70k baseline. • Additional costs vary by branding route: ○ Route 1: Minimal additional cost; re-use structures; minor creative updates. ○ Route 2: Additional creative development and asset rollout (£20k–£40k depending on scope). ○ Route 3: ▪ New identity, naming exercises, brand architecture, stakeholder testing, tone of voice, and full creative suite (£40k–£80k). ▪ Website migration implications depend on whether the domain changes immediately or later (significant workload if domain is replaced). ○ Route 4: ▪ All Route 3 costs plus: legal entity updates, full physical signage replacement, systems retitling, documentation reissue, DfE consultation; estimated £75k–£200k depending on scale. Importantly, the website project can begin now even while the identity decision finalises, avoiding delay. (James Edsberg joined the meeting at 6.55pm) Board Discussion Governors sought clarity on: • Risks of partial rebrand: Board members noted that Route 1 or 2 risked appearing superficial or inconsistent with the College’s progress. • Student-led insight: Governors stressed the importance of grounding the brand in the overwhelmingly positive student feedback around safety, support, culture of belonging, and ambitious teaching — which should become central to the brand narrative. Governors urged staff to really involve students in the rebranding process and use them to test out options. • Governors asked if the intention is to consult with stakeholders. Staff advised that this is a formal	
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	requirement for option 4. If the college proceeds with option 3 then the college will 'share the intentions'. • Merger flexibility: The Board explored how Routes 3 or 4 support future expansion; advisers confirmed Route 3 provides significant flexibility without locking the College into a geographic constraint, unlike the existing name. • Digital compliance: Board members requested assurance that accessibility, GDPR, and security vulnerabilities identified would be addressed early. • SEO considerations: Governors noted the risk of losing organic search position given high reliance on Google reviews and search behaviour of 16–19 learners. Decision After extensive debate, the Board endorsed Route 3 as the strategic direction of travel: a new trading identity supported by strong research, student testing, and a full visual rebrand, with the option to escalate to a legal name change (Route 4) later if justified by evidence. The Board emphasised the need for ambitious, future-proofed positioning. (Emmett Giltrap and Matt Horsup left the meeting at 7.25pm)	
4	CEO's General Update Report CEO presented his detailed report and particularly referred to several elements, including: <u>1, Sector/Policy Environment – implications for Board and Committees</u> The CEO summarised current policy initiatives (qualifications reform, staff development, accountability/benchmarking) and FE Commissioner expectations. Governors queried oversight implications; the Board agreed to embed a sector policy overview into the forthcoming Development Day and to route topic-specific elements to committees (QTSE for curriculum/quality; People for staff development; Finance for strengthened benchmarks). CEO advised that there are heightened governance expectations in the sector rather than there being lots of new requirements. <u>2, Boreham Wood FC</u> The Deputy Principal presented a contextualised proposal for revisiting a partnership with Boreham Wood FC, building on lessons learned from historic arrangements and aligning the opportunity with current College quality, reputation, and curriculum strategy.	

	Rationale • Boreham Wood FC is a high-performing local club offering progression opportunities for students, including those who have historically advanced to semi-professional play. • Previous partnership challenges included: ◦ variable quality standards, ◦ inconsistencies in recruitment, ◦ financial clarity issues, and ◦ perceived conflicts of interest. • The CEO reported improved governance and professional practices at the club, making the timing favourable for structured re-engagement. Proposed Delivery Model • Delivery would be sub-contracted coaching only — no teaching by the club. • All teaching would be retained by the College or designated teaching subcontractor (SCL). • All provision would take place on club premises, with a clear removal of historic “infill” practice that previously complicated recruitment and attendance monitoring. • Intake would be limited to defined cohort sizes based on quality and staffing constraints. Board Discussion • Financial exposure: Governors pressed for clarity on the financial model, ensuring the College avoids prior cost overruns; CFO confirmed modelling would incorporate learner number transfer, subcontracting margins, and break clauses. Staff advised that, whilst there are risks, this is an opportunity for the college to invest in growth for the future. • Competition and conflict: Governors questioned impact on existing Tottenham Hotspur and Juventus relationships. CEO confirmed demand was sufficient and the proposals would coexist easily. • Sports Strategy alignment: The Board challenged that sports provision should sit within a wider College Sports Strategy, avoiding piecemeal arrangements. • Quality assurance: Governors emphasised early quality monitoring, visits, and learner experience checks before scaling. • Future pipeline: A governor raised the potential for extending to a wider sports transformation agenda, which the CEO noted could be considered through PSSG in due course.	
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	Decision The Board approved the partnership in principle, subject to: 1. Presentation of the final contract, 2. Presentation of the full financial model and subcontracting breakdown, 3. Inclusion of robust break clauses and quality thresholds, 4. Submission of a short Sports Strategy note showing how football partnerships fit within the College's broader sporting and curriculum vision. Actions • CFO to present final documentation for approval before signature. * • CEO to provide a checkpoint update at the next Board meeting. * • Deputy Principal (Quality) to prepare a quality-assurance framework for new sports partnerships once approval progresses. * <u>3, Cyber Security</u> The COO provided a granular breakdown of the recent cyber incident and the College's broader cybersecurity posture. Impact: ○ No evidence of exfiltration detected. ○ Main operational impact was account lockouts, particularly for staff using older passwords, necessitating password resets. ○ No downtime to core systems. Post-Attack Safeguards Implemented • Immediate geo-restriction preventing logins from non-UK territories. • Strengthened password complexity + expiry requirements. • Enhanced multi-factor authentication rules. • Additional Microsoft Security and Identity Protection licences enabled. • Temporary restriction of front-door authentication to College-registered devices for specific high-risk services. Simulation Exercise Two concurrent streams were run: 1. Technical Response Simulation ○ Teams rehearsed system lock-downs, password resets at scale, emergency communications, MIS	
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	recovery scenarios, and isolation of compromised OAuth tokens. 2. Executive/Gold Group Simulation ○ Explored decision-making in scenarios where: ▪ MIS, Teams and authentication were unavailable. ▪ Exams or enrolment periods were disrupted. ▪ ICO notification thresholds were triggered. Governors requested earlier, clearer guidance on what decisions fall to the Board vs Executive in varying business-continuity scenarios. Governance Assurance Governors emphasised needing: • A concise Governor Incident Playbook covering: ○ escalation thresholds, ○ responsibilities for Chair/Vice-Chair, ○ template statements for ICO/media/regulators, ○ communication lines between governance and ELT. A full cyber resilience plan will follow once the external consultant's report is received in January.	*
5	2024/25 Year End The Board considered the suite of year-end documents: Joint Audit & Risk and Finance minutes/recommendations; External Audit Report; Regularity SAQ; Audit & Risk Committee Annual Report; Financial Statements; and Letter of Representation. The CFO and Committee Chair reported a marked improvement in audit progress year-on-year with no material adjustments outstanding; the external audit team's work is expected to be unmodified (financial and regularity). Some concerns were raised about the audit partner's engagement at committee (attendance/ownership), and a follow-up meeting will be arranged to reset expectations for 2025/26. Overall, the statements reflect a strong balance sheet and prudent planning given 2025/26 headwinds (cost base, funding context). Decisions (on committee recommendation) • Approve and sign the Financial Statements 2024/25. • Approve the Letter of Representation. • Approve the content of the Regularity Self-Assessment Questionnaire • Receive/Note the External Audit findings and Audit & Risk Annual Report.	

	Actions • CFO to complete filings/publication and issue key external comms. • Audit & Risk Chair/CFO to meet the external audit partner early in the New Year to address process/engagement expectations ahead of the 2025/26 cycle.	* *
6	Committee Reports and Papers The Board received committee summaries, minutes and information papers, including: People; QTSE; Audit & Risk; Joint Finance & Audit & Risk; PSSG; Cyber Governance Code of Practice; Risk Register (Nov 2025); Period 3 Management Accounts 2025/26 and Going Concern Report; amendments to committee terms of reference; and governors/students "You said, we did" update. Key matters noted were: • Safeguarding assurance format refined to include a succinct executive summary alongside the full report (QTSE). • EIF expectations; Director of Governance to collate statutory duties for governor reference (QTSE). • Finance early review timetable for 2025/26 forecasts and assumptions (Finance Committee). • Transformation remit evolution in PSSG, maintaining property oversight while supporting broader change. • Cyber Code of Governance; recommendation is that the college adopts. • Deeper dive on risks planned (Audit & Risk Committee) Approvals • People Committee — Board approved the committee renaming and Terms of Reference update as presented. • QTSE — Board approved the 2024/25 HE SED; QTSE to revisit headline 2024/25 SAR judgements and 2025/26 QIP components in January and report back.	
7	AOB There were no items for this meeting.	
8	Date and Time of Next Meeting This was confirmed as Thursday 12th February 2026 at 6pm (Staff and students left the meeting at 8pm)	

	Meeting closed at 8.20pm	
9	Confidential Items It was agreed that confidential discussions would be recorded separately.	