



**Minutes**  
**Meeting of the Corporation**  
**Wednesday 12 December 2018 at 4.30pm**  
**GT2, General Teaching Building**

**PART 1**

**Present:**

Pippa Goodwin ( <i>Chair</i> )	Janet Robertson
Emily Hutt	Daniela Shanly
Neil Dew-Gosling	Ian Thomson
Gillian May ( <i>Principal</i> )	Andrew Try
Gareth Osborn	Ryan York
Frank Pitkin	

**Apologies:** Dave Snowden

**In attendance:**

Anne Entwistle	<i>VP Curriculum &amp; Quality</i>
Richard Munday	<i>Finance Director</i>
Tracy Reeve	<i>Clerk to the Corporation</i>

**129/18 Chair's welcome**

The Chair (PG) welcomed Governors to the meeting and reminded staff and student governors that they would be required to withdraw from a confidential Part 3 of the meeting as previously notified. PG reminded the Clerk that Link Governor Feedback should be a standing item on the Corporation agenda moving forward.

**130/18 Apologies**

Apologies had been received from Dave Snowden.

**131/18 Notification of any other business**

There was no other business notified.

**132/18 Notification of Members interests**

There were no interests notified.

**133/18 Minutes of the meeting held on 26 September 2018**

The minutes were approved and signed by the Chairman as a correct record.

**134/18 Matters Arising**

• **Update on SEELS campus lighting upgrade project** (*minute 118/18*)

The Finance Director (RM) presented an update report and confirmed that the lighting upgrade project was progressing. A tender process had now been completed and the meeting noted the details of the four returned tenders. Governors were informed that the proposal from Campbell and Kennedy had been used as the basis for an application to Salix Finance for a loan under the Salix Energy Efficiency Lighting Scheme (SEELS). The meeting sought, and was given, confirmation that the payback period was less than 5 years (4.9 years).

**NOTED**

### **135/18 Student Governors' Report**

The Student Governors gave the meeting a comprehensive update on their recent activity across College including the following.

- ***Catering***

The Student Team had met with catering providers Baxter Storey and the Bursary Team to improve catering with regard to Free College Meal (FCM) learners. A Meal Deal was now available in the canteens which cost £3.40, (the same rate as the daily allowance given to FCM students). These learners would now be identified on the till system automatically as FCM eligible students and so would not have to announce this when paying. Baxter Storey were looking into more vegan options to ensure availability was improved. Work was also being pursued on packaging in the canteen; although mostly recyclable the students were pushing for the catering provider to look into other alternatives.

- ***Transport***

The Student Council was considering having a Transport Rep in order to keep on top of questions or concerns about the coaches and other transport. The FD suggested that while waiting for the Student Transport Rep to be appointed the College would set up an email address for learners and parents to route questions on transport through.

- ***Enrichment***

The Student Council were working with the SLT to look at ways of improving the enrichment opportunities offered to learners. One suggestion had been sign language/ Makaton in enrichment lessons and through blended learning in order to provide an extra skill and improve communication with other students. The Exec Team were very keen to pursue this suggestion.

- ***LGBT Club/ UNITY***

The meeting noted that the LGBT club had started anew for 2018/19 with a new name, 'Unity' and revised objectives. The stated aims were to provide a safe space for all students that came along to meetings or that needed some support. A new poster had been designed for Moodle and would be sent out to all departments that used Google classrooms. Governors sought more detail on where and where the club met and student feedback and commended this improved initiative.

The Governors thanked the student governors for their input to Corporation and their positive activity within the student body at BCA. They were putting in place excellent initiatives that would have a positive impact within the College even after they had left BCA and progressed to their next destination.

***The Report was NOTED***

### **ITEMS FOR DECISION/ APPROVAL**

#### **136/18 Search Committee recommendations**

- ***Membership of Corporation***

The meeting noted the minutes from the recent Search Committee meeting (Tuesday 20<sup>th</sup> November 2018) and considered the recommendation for new membership. The meeting agreed that the stated policy to recruit an educational specialist would strengthen the challenge role of the Governing Body in relation to academic matters. Members considered the following candidate that the Search Committee had interviewed on 20<sup>th</sup> November and were recommending for appointment.

**Daniel Clawson (DC)** was currently working as Assistant Principal with responsibility for managing the Sixth Form at Desborough College in Maidenhead. DC had a strong background as an educationalist having completed his Bachelor of Education in 2013 after 4 years of study. The Search Committee had spoken to DC at length and were impressed by his dynamism and knowledge of education and his commitment to effective Information and Guidance provision within educational settings. His grasp of key quality issues and the importance of using KPIs to monitor performance would enable him to challenge BCA management on academic issues. Having had previous governance experience within a primary school setting he understood the strategic nature of the Governor role and was very keen to experience this and get involved with governance at BCA.

The Corporation meeting agreed that DC's breadth of knowledge and experience would be a very beneficial addition to the skills base and operation of the Corporation at BCA.

***It was AGREED that Daniel Clawson should be appointed as a Member of the Corporation at BCA for a 4 year term of office commencing in December 2018.***

- ***Future membership/ succession planning***

The meeting noted and approved the intention for the Governing Body to look to strengthen its membership during 2019 with additional governors from education or finance backgrounds. Governors discussed and agreed the ongoing need to improve the diversity of the Corporation membership, especially in relation to BME membership. The Clerk assured the meeting that this was on the Governance Action Plan for 2018/19.

***Noted***

### **137/18 Governance Self-Assessment**

The Clerk presented the comprehensive paper work which had been put together following the Governors' Self-Assessment for 2017/18. The meeting noted the following summary paperwork.

Governors had completed a college generated questionnaire designed to assess governors' views on compliance with good governance standards and linked to the expected standards within the Ofsted Common Inspection Framework (CIF). In addition to this the Clerk undertook a Skills Audit in order to ensure an appropriate balance of skills and knowledge within the Corporation membership. The results of this skills audit identified a need to strengthen the Governing Body with an additional 'educationalist' (as highlighted earlier in the meeting). In addition the Corporation's performance against its agreed Key Performance Indicators (KPIs) for 2017/18 was considered; as could be seen by the 'RAG' ratings, all of the KPIs were 'green' for 2017/18 apart from one; 'vacancies are filled within 4 months'. This was rated as 'amber' as a suitable candidate for the current vacancy on the Corporation had now been appointed.

The Clerk had also updated the annual self-assessment against the English Colleges Code of Governance which the Corporation at BCA had adopted. The meeting discussed this document and commended its detail. Governors were assured that there were no areas of non-compliance but the following areas for improvement had been identified for 2018/19:

- *Formal complaints reporting to Corporation to be introduced. A summary of complaints by type and area of college will be a standing agenda item within the Academic Report. Any complaints with any associated legal risk will be identified.*
- *Consider publishing an account of BCA's community engagement on the website.*

- *Consider appointing an external director for BCA Landbase Ltd (dormant company) if the subsidiary ever comes out of dormancy.*
- *Develop wider E&D representation on the Corporation: gender balance and BME representation should be improved.*

The Clerk reminded the meeting that the Governance processes at BCA were also externally reviewed by ICCA within the annual internal audit programme during 2017/18; the results had been very positive and gave the Corporation additional external assurance.

The meeting considered and approved the Governance Action Plan for 2018/19 which had been drawn up from: the suggested priorities for development in the governors' responses; from any weaknesses identified in the narrative comments; and in relation to compliance with the Code of Good Governance.

The meeting noted and agreed that the conclusion of the Clerk's Governance Self-Assessment Report (paragraph 3.1) would be used within the narrative accompanying the BCA Financial Statements 2017/18.

***The Governance Self-Assessment Report 2017/18, and Action Plan 2018/19 were APPROVED.***

### **138/18 Residential Overseas Learning Visits**

The meeting considered four separate proposals for overseas learning visits: Animal Management students visiting the Shamwari Game Reserve in South Africa in February 2019; Equine students visiting Vienna in March 2019; Sports (Netball) competing in a tournament in Spain in June 2019; and Sports (Football Academy) competing in Spain in June 2019.

The Vice Principal Curriculum and Quality confirmed that all the requisite risk assessments were in place and that staffing levels accompanying the trips would meet all safeguarding guidelines. Governors were given assurance that all of these proposed learning visits were relevant to the course of study and were fully self-funded by the learners. They were also assured that photos and blogs from the trips would be included in future College promotional literature. Governors sought clarification on the cost of the South Africa Visit, at £2,000+ this seemed expensive. The VPC&S highlighted that a lot of students raised the money through fundraising activity and the College supported this wherever possible. The meeting discussed whether there were any tangible outputs from the trips e.g. students securing jobs. VPC&S informed the meeting that job outcomes were less common but all of the overseas trips opened learners' eyes to other opportunities, inspired them to think more widely in terms of careers and progression and enabled them to develop social skills and independence going abroad without their families.

***The meeting APPROVED the proposals for learning visits to: South Africa (February 2019); Vienna (March 2019); Spain (Netball and Football June 2019) as presented.***

***It was SUGGESTED that two students from each of the South Africa and Vienna trips should be invited to the May 2019 Corporation meeting to give governors feedback on the trips and the impact on their learning and lives.***

### **139/18 Annual Report of the Audit Committee**

The meeting noted a paper which outlined the work of the Audit Committee for the Financial Year to 31 July 2018 and included an assessment of both sets of auditors' performance against key performance indicators for 2017/18. The Clerk confirmed that this report would be sent to the ESFA with the Financial Statements for 2017/18.

The meeting agreed that the Audit Committee had provided a high level of challenge for the Executive team at BCA during the year; as evidenced by the audit committee minutes and their recent self-assessment activity. The Finance Director (FD) concurred with this opinion and thanked the Audit Committee for their ongoing challenge and helpful input.

***The Audit Committee annual report 2017/18 was RECEIVED.***

#### **140/18 External Audit Report**

- **Draft Audited Accounts and Report Year-End 31 July 2018**

Members considered the final paperwork for the Annual Audit of Accounts provided by RSM UK Audit LLP; the Report and Accounts to 31 July 2018 and the Final Audit Findings Report. The FD informed members that these accounts had been presented to the Audit Committee on 29<sup>th</sup> November 2018. The Audit Committee (AC) Chair (NDG) confirmed that the external auditor had attended the AC meeting and had assured Governors that the audit had gone well; the FD and his team had made a valuable contribution to the audit; all requisite information had been readily available and had been shown to be robust and accurate.

The final out-turn in the statutory accounts was a surplus of £2.042m with an operating surplus of £208,000 (prior year figure was £390,000 deficit). This was noted as being in line with all management account forecasts presented to Governors during 2017/18 (the forecast surplus of £144,000 shown in the management accounts during the year had been increased by grants paid under the restructuring fund). The FD presented a detailed reconciliation statement (as Annex A to the Finance Directors Report) which identified the specific adjustments made in relation to the Transaction Unit grant received in 2017/18; this had resulted in a higher surplus than the £144,000 forecast in the management accounts. Governors suggested that the narrative should be amended to highlight the fact that the majority of the £2.042m 'surplus' was due to grant income and was not down to usual trading of the College. Total income for the year had increased to £16.002m compared with £12.957m in 2016/17; ESFA grant funding had increased to £10.829m (an increase on the prior year figure of £10.632m). The meeting noted that there had been a growth in student numbers and expenditure had increased by £613,000 in the year to £13.960m. This was attributed to: an increase in other operating costs of £184,000; and an increase in staff costs of £432,000. The net pension liability at £9.262m (compared with £8.512m at 31 July 2017), was noted and also the fact that this was an element of the accounts over which BCA had no control. Members were reminded that the FD had worked with actuaries to minimise this liability and that at present FRS17 was simply a book entry and was excluded when assessing financial health by both the ESFA and the banks. The meeting was also reminded that the risks around pensions were clearly identified and monitored through the BCA Board Assurance Framework/ Risk Register. Governors commended the clear and accurate financial reporting that the Finance Director (RM) continued to bring to the College; the final outturn for the year was exactly as forecast when setting the budget for 2017/18 after the Transaction Unit funding was excluded. RM highlighted one amendment to the narrative on page 35 of the accounts in relation to salary banding of key personnel. GO sought clarification and assurances around the issue identified with a 'one-year rolling lease' on the Ardmore contract. The Principal assured the meeting that this was being resolved during contract negotiations within the Estates Strategy. The meeting noted that an unqualified audit report would be issued with no flags raised in relation to the 'going concern' status of the College.

- ***Audit Findings Report 2017/18***

Corporation Members considered the Final Audit Findings Report for the year-end 31 July 2018 which had been drafted for Governors by the external auditors RSM. Members noted the adjusted and unadjusted misstatements made on the balance sheet which were mostly in relation to treatment of the restructuring funds received from the Transaction Unit in the 2017/18 financial year. Governors were assured that this funding had now been treated correctly from an income recognition perspective. The meeting noted the two recommendations in relation to: the Ardmore Lease; and a vendor bank detail fraud. Management responses were detailed in the report and the meeting noted that processes had been changed early in 2018 in response to the vendor bank details fraud (as previously reported to Audit Committee). Governors noted that the number of recommendations (2) would be low when benchmarked against other College Audit Findings Reports. The Audit Committee members were pleased to note that there had been nothing to report around management override of controls or any deficiencies in internal control. The meeting commended the smooth running of the external audit 2017/18 – as in the previous two years - and thanked the Finance Director and his staff for their considerable input to the process.

- ***Regularity Audit***

The meeting was reminded that the Regularity Audit report from RSM had been considered within the Audit Findings Report and the unqualified regularity opinion was noted. The meeting noted and considered the Regularity Audit Self-Assessment questionnaire that had been completed by the College Executive Team and was assured that the external auditors were content with the College responses.

- ***Letters of Representation***

The draft letters of representation (one for the financial statements and one covering the integral regularity audit) were considered and approved as presented. Members noted that these were in the standard format required by the Audit Code of Practice.

***It was AGREED that the:***

- i) Report and Accounts for the year ended 31 July 2018 be APPROVED.***
- ii) Regularity Audit Self-Assessment Questionnaire be APPROVED.***
- iii) Final Audit Findings Report and Regularity Audit Report from RSM should be RECEIVED.***
- iv) Letters of Representation be APPROVED.***

### **141/18 College Self-Assessment Report (SAR) 2017/18**

The meeting considered the final whole college Self-Assessment Report 2017/18 and the resulting Quality Improvement Plan (QIP) 2018/19 that had been drafted to take forward the findings of the SAR. The SAR had assessed the College overall effectiveness as 'grade 2' with all underlying grades assessed as 'grade 2' apart from PDBW, Adult Learning Programmes and provision for High Needs Learners which had been assessed as 'grade 1'. Members considered the overall effectiveness grade for each of the subject sector areas and were reminded that the individual curriculum areas' versions of the SAR had been considered in detail at the recent Quality Review Boards (QRBs) which had been attended by Link Governors. AE informed the meeting that Animal Management had been moderated up to a 'grade 1' after the QRB meeting. Other 'grade 1' areas were noted as: Business and Enterprise; Equestrian; Floristry; Public services and Sport. There were no curriculum areas showing as grade 4 and five curriculum areas were assessed as 'grade 3': Early Years, Functional Skills, GCSE maths, Health and Social Care and Motor Vehicle.

The meeting considered the headline performance data and noted that outcomes for learners were good across all study programmes as evidenced by the good achievement rates, progress and positive destinations (are all above the national rate). Employability opportunities and the resulting destinations for our learners remained a clear strength of the College; 93.1% of BCA learners progress onto employment, apprenticeships or further study. The majority of learners undertook industry placement or employability work as part of their study programme. Learners made good levels of progress against their entry position in their study programmes, with 78% of learners meeting or exceeding their target grade. The meeting noted that retention on level 2 study programmes across the College had declined from prior year to 89.9% (93.8% 2016/17) against the national rate of 91%. High levels of social, emotional and welfare issues amongst level 2 learners had meant that, despite high levels of support and intervention, some high risk learners had been unable to complete their programme of study. In all cases, these learners were provided with excellent pastoral and academic support. The pass rate for level 2 students across the College continued to increase with 95.3% of learners passing their qualification (91.8% 16/17) against a national rate of 89.2%. Progress at level 2 was strong with 82% of students meeting or exceeding their target grades. The overall achievement rate for GCSE English in 2017/18 was 85.1% (NR 80.7%). This remained above the national average but was slightly lower than the achievement rate of 88.3% in 2016/17. Continued focus on the development of maths skills had secured an improvement in achievement in maths for 2017/18 (83% v 79.7% prior year) against a national rate of 80.7%. Governors were assured that all curriculum leaders continued to ensure that key maths and English skills were embedded into study programmes wherever possible to help to secure learner confidence and ability.

The Key Strengths and Areas for Improvement to inform the Quality Improvement Plan 2018/19 were noted and approved as follows:

**Key strengths 2017/18:**

- *Excellent industry placement and employability across all curriculum areas, in 2017/18 BCA worked with 1,160 employers and learners contributed 98,627 hours to industry equating to 586 weeks or 11 years of work experience and hands on learning. 97% learners accessed meaningful work experience. The impact can be seen in student destinations where 93% of learners went on to employment, apprenticeship or further study.*
- *Very effective actions (intervention and targeted learning support) to raise achievement rates across all curriculum areas, achievement for 2017-18 86.5% (2016/17 83.4% against a NR of 84%).*
- *Leaders and managers have taken effective action to improve underperforming vocational courses and apprenticeships. Heads of Department closely monitor individual learners' overall progress. As a result, progress is now good across all curriculum areas with 78% of learners reaching or exceeding their target grade.*
- *Achievement rates are high in the majority of subject areas. The achievement rates for learners with high needs have increased year on year with achievement being 87.1% for those with a declared difficulty/disability or health problem. The majority of learners progress to further study, employment or apprenticeships. 2017/18 had a 93.1% rate on its meaningful destinations for leavers.*
- *Learners who apply to higher education successfully obtain a place at university. The courses that they go on to study match well to their initial goals and ambitions.*
- *In the main component of the study programme 78% of learners meet or exceed their target grades, making good progress compared to their starting point.*

- *Very good resources to support and enhance learning.*
- *Learners develop their use of technical and vocational language and their use of English and mathematics very well within vocational areas.*
- *Learners benefit from very good pastoral care, guidance and support.*
- *Very thorough and effective arrangements for safeguarding learners.*

#### **Key areas for improvement 2018/19:**

- *Continue to improve the quality of TLA in GCSE maths and English to ensure the number of learners improving by at least one grade in their GCSE rises to 50%.*
- *Retention issues at Level 2 with respect to welfare and mental health concerns need continued careful management.*
- *Ensure apprenticeship provision continues to focus on challenging individual knowledge, skills and behaviours which are appropriate for the workplace through close collaboration between College and employers.*
- *Continue to improve progress of all learners as evidenced through percentage meeting or exceeding target grade.*
- *Maintain and continue to develop the clear processes in place to support learners with SEN across College ensuring compliance with the SEND Code of Practice.*
- *Focus and maintain ownership across the College to ensure that all learners are aware of the dangers posed by radicalisation and extremism.*

The meeting noted the detail provided on sub-sets of learners (e.g. looked after children, free college meal, bursary and vulnerable students). AE informed the meeting that additional analysis at curriculum level was being undertaken to consider the slight gap which had opened up with BME learners' achievement. It was noted that parents from some ethnic groups were very reticent about allowing their children to undertake work placement. The College plan was to engage these parents and make them more understanding of all elements within the Study Programme. The meeting considered the section of the SAR in relation to Apprentices. Governors were pleased to note that provision for apprentices had improved and was now good. Apprentices were making good progress and none had exceeded their planned programme end date this academic year. In addition Apprentices at BCA developed very good practical skills that they apply well in their workplace and develop a good range of technical language that they use confidently and apply accurately. Tutors promote and reinforce knowledge, skills and behaviours along with health and safety and PREVENT very well, our apprentices develop a good knowledge of safe working practices. Apprentices feel safe in the workplace and at College, they are aware of the process to follow should they wish to raise a concern or make a disclosure about personal safety. Closer collaboration had secured the skills base for maths and English to enable apprentices to demonstrate this in the workplace. Tutors continued to involve employers in the planning of programmes and reviews of progress to ensure that the apprentices develop good skills that were relevant and valued in the workplace. However, further work was required to improve the quality and monitoring of SMART targets to ensure new knowledge gained through off-the-job training had been applied to their workplace in order to benefit their employer.

Governors sought additional assurance from the SLT that the improvements in outcomes across all curriculum areas and types of provision were sustainable. The principal assured the meeting that the improvements had been secured through the strong HoD Team who had focussed on the key areas for improvement and delivered results through the engaged teaching staff. Governors commended the positive destination rate of 93.1% and the importance of this figure. It was noted that

the final version of the SAR would be uploaded to the ESFA Gateway before the Christmas break.

Quality Improvement Plan 2017/18: The meeting noted this QIP for the final time before a new QIP 2018/19 was drafted to reflect the Areas for Improvement identified in the SAR 2017/18. The overall key areas for improvement during 2017/18 had been:

- Improve the quality of TLA in GCSE maths to ensure the number of students improving by at least one grade in their GCSE maths rose to 40%.
- Ensure apprenticeship provision continued to focus on challenging individual skills development which was appropriate for the workplace through close collaboration between college and employers.
- Continue to improve progress of all students as evidenced through the percentage of learners meeting or exceeding target grade through high expectations and early intervention.
- Maintain and continue to develop clear processes in place to support students with SEN across college ensuring compliance with the SEND Code of Practice.

Governors were pleased to see progress against all of the above.

***The final SAR 2017/18 and final iteration of the QIP 2017/18 were APPROVED as presented.***

#### **142/18 Complaints Summary 2017/18**

The meeting noted the annual complaints summary for 2017/18 which was very simplistic and did not provide a great deal of useful information for Corporation members. The Principal assured the meeting that the format of this report had been revised in collaboration with the Clerk and the new format Complaints Report 2018/19 would provide much more detail for Governors and would identify complaints by type and curriculum area. The meeting would also be able to see whether there were any legal risks associated with each complaint.

***The Complaints Report was NOTED***

#### **143/18 Higher Education (HE) Quality Assurance 2017/18**

The Principal reminded Governors about the operating model for HE quality assessment which included a requirement for the governing body of a provider to submit - on an annual basis - assurances about: the continuous improvement of the student academic experience and of student outcomes. All Office for Students (OfS) funded providers were required to provide these assurances to the OfS by noon on 3 December 2018, (via submission of an online template). The meeting noted the process that had been followed at BCA to comply with the new HE quality assurance framework and the sign off that had been approved under Chairs Action. The meeting noted a copy of the annual HE quality assurance template 2017/18 that had been signed by the Principal as Chief Accounting officer and submitted to OfS to meet the deadline of 3<sup>rd</sup> December 2018.

***The HE quality assurance return for 2017/18 was NOTED and RATIFIED.***

#### **144/18 Risk Register/ Board Assurance Framework**

The meeting considered the Board Assurance Framework which clearly detailed the key strategic risks against the four strategic priorities for BCA. This item was now a standing item for consideration at each Corporation meeting. Governors noted that this document had been updated since last presented to the Corporation in September 2018. It was confirmed that Audit Committee had approved the updated version of the Risk Register on 29<sup>th</sup> November 2018. The meeting discussed the

following changes and the key risks which were currently rated as 'red' and the ongoing mitigation that was being provided against their crystallisation:

Risk 2 'LGPS deficit expected to be significant' (Risk score reduced from 15 'amber' to 10 'green' after mitigation): The meeting was reminded that this risk was essentially outside the control of the College but governors were reminded that the FD had now been given assurance from actuaries and pension fund managers that the future payment profile would be reduced. The exact figures payable after 2020/21 would not be confirmed until mid-2019 at the earliest.

Risk 3 'Going Concern issues. Failure to meet income targets' (Risk score at 10 'green' after mitigation): This had previously been reduced following receipt of restructuring funds from the Transaction Unit. The narrative had been amended to reflect the moderated 'satisfactory' ESFA health grade for 2017/18.

Risk 4 'Quality and Funding issues associated with apprenticeship provision are not addressed' (Risk score at 10 'green' after mitigation): The narrative had been amended to include the Timely Success data at 74% compared with the national average of 59%.

Risk 8 'Insufficient capital investment in the listed assets, specifically the mansion house' (Risk score of 20 'red' after mitigation): The issue of securing the requisite funding for the future maintenance of the heritage assets was still very uncertain. Restructuring funds could not support the heritage assets at BCA.

Risk 10 'Insufficiently developed succession planning/ staff retention strategies (Risk score of 20 'red' after mitigation): The FD reminded the meeting of all the initiatives put in place by the HR team which did not cost a great deal of money but attempted to provide additional benefits for staff.

***The Board Assurance Framework/ Risk Register was RECEIVED.***

## ITEMS FOR INFORMATION

### 145/18 Finance Report

- **Finance Director's Report**

The meeting considered the Finance Director's Report. This provided additional narrative around the following: 2017/18 outturn; 2018/19 performance to date; DfE Grant and related matters; cash flow; internal audit activity; LGPS pension deficit; and an incidence of staff fraud. The meeting also noted a Capital Expenditure Summary Schedule which gave Governors a clear list of current capital projects, timescales and whether they were funded by the restructuring funds or 'other capital spend'. This schedule had been requested by the Chair of the Audit Committee as a monitoring tool during this period of intense estates work.

- **College Management Accounts: October 2018**

The FD presented the Management Accounts to 31 October 2018. The meeting was given confirmation that the operating surplus for the first 3 months of the year was in line with the budget and the College expected to deliver the budgeted surplus of £175,000 for the full year. For the 12 months to October the College was graded 'good' (which was in line with the budget), and passed all the bank covenant tests. The meeting noted the FD had just completed a re-forecast for 2018/19 and high level budgets for the next two years as part of the work for the Transactions Unit; there was no change to the budgeted outcome for 2018/19. The year-to-date operating surplus was at £550,000 against a budget of £551,000. Income was £98,000 higher than budget at £3.958m year-to-date. High Needs income was £96,000 above the budget of £198,000; and, student transport fees were £22,000 above the budget of £133,000 (partly offset by higher costs). Governors noted that pay costs were £72,000 above budget at £2.20m but this was largely due the

College taking on staff to support the higher numbers of 'high needs' learners (the expenditure was offset by the higher income). This level of pay expenditure represented 56.8% of income, which was below the full year forecast (64.3%) and reflected front-loading of income. Non-Pay costs were noted as £1.21m year-to-date which was £27,000 above budget. The meeting noted the dashboard of financial key performance indicators and the Human Resources data dashboard which accompanied the management accounts on a monthly basis and a detailed cash-flow forecast which did not highlight any issues with cash-flow. The current cash-flow forecast suggested that the month-end balance would not drop below £0.5 million at any time over the next twenty months and, as a consequence, the members of Audit Committee had been asked to affirm the College's Investment Policy at the meeting on 29 November 2018.

The meeting was given assurance that the SFA Financial Health rating for 2018/19 would be 'Good'. Governors were informed that the November 2018 management accounts would be distributed to all Corporation members by e-mail week commencing 17<sup>th</sup> December.

***The October 2018 management accounts were RECEIVED.***

- **ESFA Dashboard: BCA Financial Health**

The meeting noted the letter and the accompanying dashboard from the ESFA which confirmed their assessment of the College's financial health after their review of the financial plan 2017/18 to 2019/20. Governors noted that the ESFA letter had assessed BCA's financial health as Satisfactory for 2017/18 and Good for the budget year 2018/19. Members were reminded that, as previously reported, the college's self-assessed grade of Good for 2017/18 had been moderated down due to the restructuring funds being included on the wrong line of the Financial Health assessment; it could not be included to buoy the 2017/18 financial health grade up. The Finance Director presented a paper which showed the changes made by the ESFA to BCA's budget pack submitted in July 2018; all changes were in relation to the receipt of the restructuring funds and their placement on the ESFA financial health spreadsheet. The useful dashboard of KPIs was commended which clearly showed the positive distance travelled by BCA in terms of Financial Health.

***The ESFA Finance Dashboard for BCA at November 2018 was NOTED***

## **146/18 Academic Report**

- **Higher Education (HE) Report**

Office for Students (OfS) Registration: The meeting noted that the OfS had now confirmed receipt of all the additional information that they requested including: the Student Protection Plan; Code of Practice on Freedom of Speech; Terms and Conditions for HE Students; and an HE Course Closures and Changes Policy. The College sought an update on progress with BCA's application for registration at the end of November and had received an e-mail flagging some concerns around the following:

*'BCA's ability to satisfy condition B3 and condition D. As providers must satisfy all initial conditions of registration in order to be registered, this means that your application now has to be considered by our Provider Risk Committee, which reports to the OfS Board. In the meantime we are seeking additional information from the ESFA about your financial sustainability in order that the committee has the fullest picture possible when it considers your case.'*

The Principal confirmed that condition B3 was in relation to outcome data and reminded the meeting that the small cohort at BCA made it difficult to meet national benchmarks; especially when all data from the sub-contracted Childcare HE Courses was included in the Reading University statistics. Governors were assured that the

College would work to secure the OfS registration and minimise any impact on HE provision at BCA.

September 2018 HE Enrolment: A total of 87 students enrolled for the 2018/19 academic year; 89 were expected but there were two last-minute no-shows. There had been no withdrawals to date.

Programme Development: The meeting was pleased to note that Business Plans and Concept Notes for three additional HE programmes had now been accepted by the Royal Agricultural University (RAU):

- BSc ( Hons) Top Up Animal Behaviour and Welfare (from September 2019)
- FdSc Ecology and Conservation (from September 2019)
- BSc ( Hons) Top Up Ecology and Conservation (from September 2021)

Full programme development was now underway in preparation for validation by the RAU Board in April or May 2019, exact date to be confirmed. Governors were informed that these new courses were currently being promoted 'subject to validation' on UCAS for 2019 entry and the BCA HE web pages were in the process of being amended to include the new programmes.

September 2019 Applications: The meeting was informed that applications had started to come in via UCAS for 2019, putting the College ahead of the same time in the prior year.

Marketing Activity: The HE staff presence at November 2018 Open Day had attracted 26 registrations. In addition a College HE presence at local sixth form progression evenings was creating awareness.

#### • **Apprenticeships**

Success Rates 2017/18: The meeting noted the final apprenticeship success rates compared with the two prior years; this clearly demonstrated the distance travelled and improvement secured in this important area of provision. Governors noted that overall achievement had fallen from 80% in the prior year to 77% in 2017/18 but this was ahead of the national rate of 70.8%. Timely achievement had also dropped from 82% (prior year) to 78% but was also well ahead of the national rate (61.2%) but this included 2 learners who had completed early. After adjusting for these early completers the figure was at 83%.

#### Apprenticeship enrolments and Targets:

The report provided detailed financial data on performance against funding allocations (from the RO13 return); this detailed levy and non-levy income by age of apprentices pre and post-May 2017. The enrolment numbers by curriculum area for September 2018 were noted; the total figure was now 174: of which 30 were at level 3 and 144 at level 2. The meeting noted details of the current business development pipeline for 2018/19 by the seven curriculum areas: arborist, agriculture, floristry, landscape and horticultural operative, golf greenkeeper, sports turf operative and motor vehicle. The meeting was pleased to note the strong recruitment for Greenkeeping, which historically had been low in the February intake; BCA's reputation in this sector continued to increase and SLT hoped to see repeat business coming in over the next year as well as reaching out to new clients. The meeting also commended the number of October starts for Arboriculture (11) considering the short timeframe. The meeting noted that three telemarketing campaigns were in the planning stages for Golf Greenkeeping, Horticulture General, and Arboriculture for February 2019 onwards in preparation for April and September business generation. The meeting noted that the growth areas for the next year would again be Agriculture, Arborist, Greenkeeping and Sports Turf. Governors noted that Agriculture was showing low numbers this year as the College waited for the new

Standards to be released and now that the funding band has been increased, the Apprenticeship Team would promote this area more fully once full capacity was back in the Business Development team.

English & Maths: The meeting was pleased to be informed that all apprentices who were enrolled onto Functional skills as part of their framework in 2017/18 achieved.

December QRB: The meeting noted the detailed feedback from the December QRB covering Apprenticeships. This detailed progress made year-to-date with the priority areas for improvement was noted.

Governors challenged the Principal on whether she was now 'satisfied' with the performance of the Apprenticeship provision. GM confirmed that considerable progress had been made but that more work could be done on the work of the assessor-trainers and the accurate recording of off-the-job training in order to ensure no clawback of funding. Overall she was pleased with the numbers, the quality of the provision, the strong learner voice and feedback from employers.

***The Academic Report including Higher Education and Apprenticeships was NOTED and APPROVED.***

### **147/18 Transaction Unit Work for Estates Strategy**

- **Estates Strategy project**

Governors were reminded that part of the Restructuring Facility funding was given to BCA to commission a full estates strategy exercise. This was to enable BCA to explore the potential options for future developments on the campus, including the opportunities to generate receipts from release of land for alternative uses. The meeting was reminded that this planning would be limited to a scale which was just large enough to secure funding for the support of the heritage assets on the campus. The Principal confirmed that all aspects of the work were now progressing with the aim of completing the strategy for presentation and review by the Corporation in March 2019.

The meeting noted that various initial surveys had now been completed including a building condition survey and accurate space survey of the whole site. Baseline reviews of landscape, ecology, heritage assets, flood risk, archaeology and topography had been completed to inform the initial review of potential planning options. Following this initial work the project team had agreed to focus on two key options for the pre-application process which would test the potential for enabling development to support the future plans for the College. An indication of the two options was considered by the meeting and it was noted that the project team had now commenced the more detailed work required to support the two options. The Principal (GM) gave the meeting a short verbal synopsis of benefits and disadvantages of each of the two planning options and their potential impact - both positive and negative - on the heritage campus. The Principal asserted that the sole objective of this new planning proposal would be to secure enabling development to provide capital funds for the restoration of the Grade 1 heritage assets, including Hall Place, as well as an income stream in perpetuity to provide ongoing income to cover future maintenance costs on the heritage assets.

GM highlighted that alongside the pre-planning work the overall estates strategy document was being prepared which would include a full review of the current estate including space utilisation and maintenance costs. The strategy would consider the implications of the overall College business and curriculum plans and the requirement for space over the next five to ten years. This would then be aligned to the options to allow for both qualitative and quantitative assessment as required by the DfE. Governors noted that the project team was working to an agreed timetable

with monthly monitoring meetings. The full BCA estates strategy would be presented to the Corporation in March 2019 before submission to the DfE. The meeting was reminded that the overall estimated budget for the estates strategy work stood at c£400,000, including VAT; this sum had now been confirmed to the DfE and expenditure was being closely tracked by the Project Manager.

**The Estates Strategy update was NOTED.**

- **Planning Options and Pre-application work**

Governors noted a short outline document which contained the two favoured options for the pre-planning process. The meeting was informed that a detailed presentation on the planning options would be considered at the Strategy Day in February 2019.

**NOTED**

- **Repairs to Jacob Banks Room**

Governors were reminded that an element of the Restructuring Facility funding had been provided for the urgent repairs to the Jacob Bancks Room ceiling as it provided teaching space. The Principal confirmed that the project was now advancing well, with the tenders underway and the works planned to commence early in 2019. Governors noted that Small Solutions Ltd had been appointed to project manage the repairs. Following a pre-qualification exercise tenders had been sent to five contractors all of whom had the appropriate conservation experience and had confirmed their interest. The meeting noted that tenders were due to be returned on 26 November and following review a recommendation for appointment would be made to the College management. A listed building planning application had been submitted to RBWM and was currently being considered by officers with a decision deadline of 24 December. The meeting noted an updated programme for the works which demonstrated that the deadline of March 2019 for completion was feasible; this would mean the 70<sup>th</sup> Birthday celebrations for BCA could take place in the renovated room. Progress was being monitored through regular site meetings. The overall estimated budget for the project currently stood at £278,760, including construction, surveys, fees and VAT.

**NOTED**

- **Purchase Order authorisation limit**

The meeting was informed that Audit Committee (29/11/18) had considered and approved a request from the FD for the Principal's Purchase Order (PO) authorisation limit to be temporarily increased while the Estates Strategy work and Jacob Bancks Room (JBR) Repair Project was underway. Governors were assured that all projects would have been tendered and would be in accordance with financial regulations. However the JBR payment for the chosen contractor (post tender) was likely to be in excess of £200,000 and the Principal's current limit was £100,000. The Audit Committee meeting had agreed to this exceptional occasion for the Principal's PO limit to be raised above £100,000 in view of the timing of payments and the very tight drawdown timescale from the Transaction Unit. Audit Committee would review this increase on an ongoing basis until it could revert back to the usual level.

***It was NOTED and RATIFIED that the Principal's PO authorisation limit should be raised above the current level of £100,000 to enable her to sign off the JBR contractor payments (c£278,000) as an exceptional item.***

- **Residential Accommodation Strategy**

The meeting noted a paper for information which detailed a recent Executive decision to withdraw from residential accommodation for students from the end of the 2018/19 academic year. The current plan would be to transfer three of the four blocks to the occupancy agreement held with Ardmore Language School (subject to

negotiation on the lease type). The three bungalows and one flat currently occupied free of charge by the wardening team would be offered to BCA staff on a key-worker rental basis; staff in current occupation would be given the opportunity to apply.

The meeting agreed with the rationale as the number of FE students in residential accommodation had been in decline over recent years and the College now had no residential HE students. For the past three years the number of residential students had never exceeded 19 across the 4 residential blocks. The Principal confirmed that all of the students in accommodation for the academic year 2018/19 had home postcodes for which the College provided a daily bus route and that they had a one year tenancy agreement only which expired at the end of June 2019. The meeting noted that the College currently made an estimated loss of circa £35,000 pa on this provision including an opportunity cost of £28,200 from providing wardening accommodation. Governors were assured that any Year 1 students currently in residence would be catered for if they needed accommodation for the second year of their course; 19+ learners in an unwardened block and 3 under 18 learners in a flat with wardening. The Principal confirmed that the decision had been explained to all affected learners and parents. The meeting also noted that the current plan was for the College to keep one of the blocks for use by 19+ apprentices and adult learners on land-based short courses; this would be offered on a room only nightly basis. The meeting commended the likely benefit to the College's financial surplus of this decision which was estimated to be £85,000pa.

***The decision to withdraw from residential accommodation for all students was NOTED and fully SUPPORTED.***

#### **148/18 Principal's Report**

The report was taken as read as it had been circulated by e-mail earlier in the month.

#### **149/18 Health and Safety Update Report**

*Incident Reporting:* The meeting noted that 24 incidents had been reported on the College Accident Form during the academic year to date.

*Flu vaccination:* The college sponsored flu vaccinations had been taken up by 68 staff in October, this was slightly more than in the previous year (total staff on roll was 349).

*Risk Assessment meetings:* These meeting between the H&S Manager and all HODs were now complete. For non-practical subjects the main themes covered had been: DSE assessments required for some staff; staff teams feeling stressed was mentioned in most areas; security in Reception was raised. The Reception Team were lone working at the end of the day and sometimes had challenging customers. The Health and Safety report also confirmed that Lone Working Procedures for the Grounds Team had now been completed.

*Training:* First Aid training - 3 day First Aid at Work - was completed by 6 staff in October. Fire Warden training was completed by 6 staff in October.

*Essential H&S Policy Quizzes:* All staff were emailed one policy to read and a quiz each week for six weeks. Topics covered had been: First Aid; Fire and Evacuation; Lockdown for Security Breaches; Accident Reporting; Manual handling; and Adverse weather.

**The Health and Safety Update Report was NOTED**

**150/18 Report from Committees**

• **Audit Committee - 29 November 2018**

The Clerk informed the meeting that the minutes would be circulated once they had been finalised and approved by the chair of the Audit Committee.

NDG confirmed that the key business of the meeting had been covered during the Corporation meeting agenda.

**NOTED**

**ANY OTHER BUSINESS**

**151/18 Any Other Business**

• **AoSEC Governance Conference**

NDG and DSh gave the meeting verbal feedback from the Governance Conference that they had recently attended at Newbury College.

**NOTED**

There was no other business.

**152/18 Date of Next Meeting**

The next meeting would be a Governors' Strategy Day in February 2019 (date to be arranged), this would replace the timetabled meeting on Wednesday 6<sup>th</sup> February 2019.



**Minutes**  
**Meeting of the Corporation**  
**Wednesday 12 December 2018 at 4.30pm**  
**GT2, General Teaching Building**

**CONFIDENTIAL - PART 2**

<b>Present:</b>	Pippa Goodwin ( <i>Chair</i> )	Janet Robertson
	Emily Hutt	Daniela Shanly
	Neil Dew-Gosling	Ian Thomson
	Gillian May ( <i>Principal</i> )	Andrew Try
	Gareth Osborn	Ryan York
	Frank Pitkin	
<b>Apologies:</b>	Dave Snowden	
<b>In attendance:</b>	Anne Entwistle	<i>VP Curriculum &amp; Quality</i>
	Richard Munday	<i>Finance Director</i>
	Tracy Reeve	<i>Clerk to the Corporation</i>

**153/18 Restructuring Funds**

The meeting noted the post-completion checklist which detailed all the actions required after the College had received the restructuring funds from the Transaction Unit in July 2018. Governors commended the clear format showing the split between one-off requirements and ongoing actions and monitoring requirements. The FD highlighted the onerous task of updating the CFADs financial modelling tool to generate a revised 36 month forecast; this continued to be very time consuming. Governors also noted the cash-flow forecast for the grant and loan through to April 2019; the FD confirmed that the College would maximise the funding available within the contingency of £400,000 during the period to 31<sup>st</sup> March 2019. The FD confirmed that the first drawdown request had now been submitted and this would be followed by further claims in January and February 2019.

***NOTED as a standing update during 2018/19.***