



Minutes
Meeting of the Corporation
Wednesday 25 September 2019 at 4.30pm
Jacob Bancks Room

PART 1

Present:	Pippa Goodwin (<i>Chair</i>)	Frank Pitkin
	Gillian May (<i>Principal</i>)	Dave Snowden
	Charles McGurin	Jeremy Spooner
	Chris Lambert	Andrew Try (<i>until and including item 84/19</i>)
	Gareth Osborn	Ryan York (<i>until and including item 84/19</i>)
Apologies:	Daniel Clawson	Daniela Shanly
	Neil Dew-Gosling	Ian Thomson
	Janet Robertson	
In attendance:	Anne Entwistle	<i>VP Curriculum & Students</i>
	Richard Munday	<i>Finance Director</i>
	Tracy Reeve	<i>Director of Governance</i>

The Governors had a short pre-meeting without members of the Executive Team present which was not formally minuted.

Pre-meeting presentations:

➤ **Roland Stewart, Client Relationship Manager, Board Intelligence**

The meeting was given a demonstration of the Board Intelligence software system which the Director of Governance was proposing that the College should move to using for Corporation and committee paperwork instead of hard copy papers. Governors commended the product and sought additional detail on the ability for users to annotate documents and share comments in advance of the meeting. Governors agreed that the facility to share comments or questions on the papers with other governors in advance of meetings would improve the management of the limited meeting time available and allow them to focus on the key issues for discussion. After the presentation the discussion on pricing and whether to implement the Board Intelligence system was deferred to the Part 2 of the meeting.

The presentation was NOTED

➤ **Sustainability Awards: Louis Wright (Campus Sustainability Officer)**

The meeting received a presentation on a proposal from the Sustainability Officer, supported by the SLT, that an award system should be introduced for teams at BCA that achieved progress on sustainability issues. The proposal was for two separate awards of £12,500 each year: Sustainable Environment Award, and the Sustainable Engagement Award. These would be awarded annually to departments that could show measurable environmental performance or commitment to social sustainability. The Sustainable Environment award was for departments that demonstrated measurable environmental improvement and would encourage a review of existing business practices e.g. paper-usage, frequent business travel. The Sustainable Engagement Award would recognise departments that were encouraging sustainable behaviour in the staff and student community and engagement with College policy e.g. campaigning, educating, pledging. The purpose of these awards would be to reward sustainable success, encourage innovation and grass roots solutions and to

align financial and sustainable performance. All departments at BCA would be eligible if they met the following criteria: had a nominated Sustainability Champion; had identified and targeted a sustainability aspect relevant to their department; and had identified a sustainable endeavour that for which they would use the award. LW informed the meeting that his proposal would be for the Corporation to decide on which departments were granted the awards each year judged against the criteria of relevancy, accuracy, transparency and longevity. The timeframe would be for departments to submit expressions of interest/ draft submissions by October half-term with mid-year progress reviews in January/ February. The final submission of applications would be required by the Easter Break and the awarding decision announcement would be made at the end of term. The meeting sought and were given clarity on what the award money could be spent on within departments and then approved the format of the Sustainability Awards as presented.

Governors sought clarity on the College target in terms of being carbon-neutral. LW informed the meeting that BCA was not yet in a position to set a realistic timeframe to attain carbon-neutral status. However, LW confirmed that the College did fully understand its carbon contribution and would be targeting areas of most concern over the next few years. Governors asserted the importance of the College leading the way in improving sustainability; this would be a very important culture driver for young people moving forward. LW confirmed that the issue of sustainability had been an area of interest cited in the BCA summer 2019 Learner Survey. The network of Sustainability Champions across curriculum areas and the launch of this new award scheme would help to raise the profile across BCA.

The meeting NOTED and APPROVED the proposal for the BCA Sustainability Awards 2019/20; a list of draft submissions would be brought to the Corporation meeting in December 2019.

75/19 Apologies

Apologies had been received from Neil Dew-Gosling, Janet Robertson, Daniel Clawson, Daniela Shanly, and Ian Thomson. Andrew Try and Ryan York notified the meeting that they would have to leave at 6.00pm.

76/19 Notification of any other business

- **Jacob Bancks Room refurbishment**

FP asked that the meeting record a vote of congratulations to the SLT and all staff involved with the refurbishment of the Jacob Bancks Room. The room had been shut for 3 years while the Mansion roof and ceiling repairs were facilitated to meet Grade 1 listed guidelines. FP asserted that the final result was spectacular and he commended all involved in the lengthy process. GM reminded the meeting of the value of this room as an HE teaching space and the Transaction Unit Funding that had been secured to pay for the repairs and refurbishment.

NOTED

- **BCA Finance Regulations**

The Finance Director informed the meeting that a revision to the Financial Regulations would be considered under AOB.

There was no other business.

77/19 Notification of Members interests

There were no interests notified.

78/19 Minutes of the meeting held on 3 July 2019

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

79/19 Matters Arising from the minutes of 3 July 2019

- **Student Transport provision 2019/20** (*minute 61/19*)

The meeting noted an update from the Exec Team on the proposal to move Student Transport provision to an external management company from September 2019. This had been considered in detail at the July 2019 Corporation meeting and approved by Governors. Corporation Members were given a detailed explanation on why this new initiative had not been implemented for September 2019 and the decision taken by the Exec Team to not move forward with the CoachHire proposal. This matter had been discussed in detail at Audit Committee on 18 September and the meeting had considered the positive learning points from this exercise. Governors sought, and were given, assurances moving forward in terms of how any identified safeguarding concerns and potential risks to student welfare would now be addressed. The Principal assured the meeting that work was now ongoing to provide an alternative solution which would go live by January 2020. The meeting was assured that the previous project work undertaken from May to August 2019 had enabled the College to have clear visibility on all aspects of transport and how safeguarding could be enhanced. A project team had been established with the two coach providers who were keen to develop a new technology solution to student tracking. The Principal asserted that in advance of this new option going live, clear improvements had already been put in place; there was now only 2 coach companies that the College worked with and a requirement had been put in place for regular drivers to work the BCA routes. The meeting was assured that Governors would be fully updated on progress with the new tracking system during the autumn term and at the next Corporation meeting (11/12/19).

The update on student transport was NOTED.

There were no other matters arising that were not already included on the agenda.

ITEMS FOR DECISION**80/19 Governance**

- ***Search Committee Recommendation***

The meeting considered and approved the Search Committee recommendation to re-appoint Pippa Goodwin for a second term of office. Her nomination for appointment was proposed by FP, seconded by AT and approved unanimously by the Corporation members.

It was AGREED that Pippa Goodwin:

- i) should be appointed for a second four-year term of office (until October 2023).***
- ii) should continue in the role of Chair of the Corporation for the duration of her term of office.***

- ***Quality of Education Committee***

The Chair informed the meeting that after consultation with the SLT she was proposing that the College reinstate a sub-committee of the Corporation to focus on the academic performance of the College. This would allow Governors to provide rigorous scrutiny to all aspects of academic performance. The meeting was unanimous in its support of this proposal and several governors expressed interest at becoming members of this committee. PG suggested that all governors should aim to attend at least one of the committee meetings each year even if they were not part of the formal membership. The Assistant Principals would be invited to attend these meetings. The meeting agreed that this new committee and the external scrutiny from the Corporation Members would be important as BCA was now on

a journey from 'good' to 'outstanding' Ofsted grade.

It was AGREED that the College should have a Quality of Education (QoE) sub-committee within its governance structure with immediate effect; first meeting to be in November 2019.

The Director of Governance would draft Terms of Reference for this new committee which would meet once per term.

Any governors who would like to become part of the formal membership of QoE Committee to contact the Director of Governance.

- ***Corporation Annual Schedule of Business***

The meeting considered the planned annual schedule of business for Corporation and Committee meetings during 2019/20. The Director of Governance informed the meeting that this would be amended following the decision to reinstate a Quality of Education Committee within the governance structure at BCA.

The Annual Schedule of Business for 2019/20 was APPROVED as presented subject to the addition of the Quality of Education Committee.

- ***Governors' Attendance 2018/19***

The Director of Governance reported on attendance of Governors during 2018/19. Overall attendance at Corporation and Committee meetings had been 88% (the prior year figure had been 83%); this exceeded the Governance Key Performance Indicator target for attendance (70%). The vast majority of Governors had met the attendance target and individual exceptions had been due to work or community commitments. The meeting agreed that a focus during 2019/20 should be Governors' Link Scheme visits which would enable the Corporation to have an increased focus on Teaching Learning and Assessment.

NOTED

- ***Link Governor Scheme 2019/20***

The Vice Principal Curriculum and Quality (AE) informed the meeting that the links were being reviewed for the 2019/20 year and would be circulated during the next few days along with invitations for Link Governors to attend the termly Quality Review Board (QRB) meetings in November 2019. Governors were given assurance that College staff would initiate the first contact with their Link Governors.

The meeting NOTED that the revised Governor Link Scheme for 2019/20 would be circulated after the meeting along with dates for QRB meetings in November 2019.

- ***Bournville Checklist from ESFA CEO letter***

The Director of Governance (TR) presented a paper which drew Corporation Members attention to a recent letter from the CEO of the ESFA. In July 2019, the ESFA CEO Eileen Milner, wrote a three-page letter to all college chairs of governors to draw attention to some lessons from a 2016 investigation into Bournville College; a copy of the letter and the Bournville investigation report was considered by the meeting. The investigation report catalogued a series of misdemeanours at the college which resulted in the replacement of its governing body and senior leadership in 2014/15 and its subsequent merger with South and City College Birmingham (which secured an Ofsted inspection grade of good in 2018/19).

TR highlighted the 15 separate actions that ESFA either required or expected governing bodies, chairs or accounting officers to undertake which were included in the letter. These actions had been summarised in a checklist to enable Corporations to review their compliance. TR informed the meeting that the Association of Colleges (AoC) briefing on this matter had suggested that 'ESFA's recommendations should not be a problem but I would encourage all colleges to take the letter seriously in autumn 2019'. The meeting considered

the checklist which had been completed in relation to BCA by the Director of Governance. Corporation Members were reassured that all suggested actions on the checklist were already in place or - as suggested - for review in Autumn 2019 (e.g. adoption of the AoC Remuneration Code). The Director of Governance suggested that this checklist should be completed on an annual basis within the self-assessment of governance at BCA.

The ESFA CEO letter, Bournville investigation report and the wholly positive self-assessment for BCA against the criteria flagged in the letter were NOTED and RECEIVED.

It was AGREED that the 'Bournville Checklist' should be completed on an annual basis by the Director of Governance within the annual self-assessment of governance at BCA.

- ***Nine Issues for the FE Sector, Article by CEO of the AoC***

The Director of Governance (TR) presented the meeting with an article which had appeared in the Times Educational supplement on 9 September 2019. The meeting noted the article written by David Hughes, Chief Executive of the Association of Colleges which highlighted nine key policy and implementation issues that the DfE and Colleges were 'grappling with'. TR highlighted this document as a useful information article for governors to appreciate the current sector-wide issues for FE colleges.

The article was NOTED.

81/19 Risk Register/ Board Assurance Framework

The meeting considered the Board Assurance Framework which clearly detailed the key strategic risks against the five agreed strategic priorities for BCA. This item was now a standing item for consideration at each Audit Committee and Corporation meeting. Governors noted that this document had been updated since last presented to the Corporation in September 2019 and the changes were now clearly highlighted. The meeting was reminded that any change to the Risk Register was made after consideration at the Executive Team (the 4 SPHs), SLT, Audit Committee and then Corporation. 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 1 'Insufficient Capital investment in the listed asset, specifically Hall Place Mansion. (Risk score at 20 'red'): The meeting was reminded that a fully costed conservation management plan would be completed in October 2019; this would allow the work on the planning application to be taken forward. However, the issue of securing the requisite funding for the future maintenance of the heritage assets was still very uncertain as any development of 'greenbelt' land was still a highly contentious issue. The Principal informed the meeting that the Link Governor for this area (GO) had asked for the Executive Team to provide a list of work needed on the Mansion and other heritage assets with the priority highlighted and whether they were business-critical. This would help with the need to prove the requisite 'Very Special Circumstance' criteria needed for greenbelt planning approval. GM confirmed that the fully costed conservation management plan (CMP) had now been received and was putting the figure required in excess of £5m. The meeting noted that the Estates Strategy Project Team were meeting in two weeks to discuss the CMP and identify Business Critical risks and those in relation to Health and Safety. Governors sought clarity on whether the College should notify English Heritage or another Government department about the funding issues in relation to the Grade 1 assets once they were confirmed. The principal agreed to take this suggestion to the Project Meeting.

Risk 2 'Student Transport and lack of effective tracking of learners' (Risk score at 20 'red before and after mitigation'): The meeting noted the update on this risk which had been added to the Risk Register in May 2019 as discussed earlier in the meeting.

Risk 3 'Secure the full franchise agreement with the Royal Agricultural University (RAU) for all but University of Reading provision. Improve the quality of the HE student academic experience as identified by the OfS' (Risk score now 10 'green' after mitigation): The Principal reminded the meeting that the College had now received notice of successful registration with the OfS but there were conditions attached; a quality improvement plan would be monitored by the new HE Oversight Committee of the Corporation as well as the OfS. The meeting noted that discussions were progressing with the RAU to look at other delivery/ accreditation/ franchising options for the provision of the Vet Physio Course delivered at BCA.

Risk 4 'LGPS deficit increase could be significant following the next triennial valuation. Increase of TPS contributions from September 2021 (Risk score still at 15 'amber'): The DfE had now confirmed funding to cover the first two years of the substantial increase to the TPS employer contribution. However, this was still a major threat to financial planning.

Risk 5 'Insufficiently developed succession planning/ staff retention strategies (Risk score of 20 'red' after mitigation): The Principal reminded the meeting that this was still an ongoing issue which was largely due to BCA being such a small college and limitations around internal progression for staff. The meeting was given assurance around the ongoing development programme for middle managers and the promotion of CPD for all staff where possible. The Principal highlighted the CPD programme that was being put in place for BCA teaching staff focussing on increasing pedagogy; this was being delivered in partnership with Pioneer Educational Trust.

Risk 6 'Safeguarding and H&S legislative and statutory requirements are not met (Risk score reduced to 10 'green' after mitigation): Governors were reminded about the Leaders in Safeguarding audit and 'badge' as well as the positive result from the March 2019 Ofsted Education Inspection Framework pilot.

Risk 7 'Failure to retain independent status' (Now deleted as a risk.): The Principal informed the meeting that the recent Audit Committee meeting had given their approval to delete this risk from the Risk Register as it was no longer a threat. The meeting was reminded that the risk to independent status and the possibility of a forced merger had at one time been the most significant risk on the BCA Risk Register. Governors commended the distance travelled and the work with the Transaction Unit which now meant that this risk could be deleted from the BCA Risk Register.

Risk 9 'Quality and funding issues associated with the Apprenticeship provision are not addressed' (Risk score of 20 'red' reduced to 15 'amber' after mitigation.) The Principal (GM) highlighted the stated objective of this provision reaching a break-even financial contribution for 2019/20 but informed the meeting that this would be difficult to achieve as discussed in previous meetings. The opportunities for business growth within the non-levy paying employers was contracting as complicated funding and operational issues continued to demotivate SMEs for engaging with apprenticeship provision. The new T Level provision would also impact on the market for Level 2 provision. GM assured the meeting that BCA was continuing to look at areas for expansion based on key specialisms e.g. green-keeping, arboriculture.

The Principal informed the meeting that all of the curriculum and quality related risks on the Risk Register would be reviewed in October 2019 when the final output and success data for 2018/19 was known. The funding related risks would be reviewed after the ILR date at the end of the 6-week period and enrolment numbers for 2019/20 had been confirmed.

The Board Assurance Framework/ Risk Register was RECEIVED.

82/19 Annual Safeguarding Report 2018/19

The meeting noted the Safeguarding Overview Report which provided detailed information from the team with responsibility for Student Protection. The report was structured to afford an overview of basic safeguarding data but also to create an opportunity for the Safeguarding arrangements at BCA to be critically evaluated to support evidence of effectiveness. The report to Governors covered the following: training; induction; policies and procedures; single central record; curriculum; multi-agency working; record keeping; and absenteeism. Governors were reminded that BCA was following safer recruitment guidance and had received the 'Leaders in Safeguarding' kite mark in February 2019 after a comprehensive external audit from safeguarding specialists.

During the 2018/19 academic year there had been 729 students who had been judged to present some element of safeguarding concern. Of these 116 were judged to be 'high risk' and 281 learners were 'medium risk'. VP Curriculum and Quality (AE) clarified that the learners designated as a 'red/ high' risk were seen once each week. Within the total number of 729 there were 239 learners who had presented with mental health issues; more staff had now completed mental health first aid training to provide support for this large cohort. There were 285 learners attached to Social Services (41 in the prior year), 30 'Looked After Children' (20 in prior year) and 276 learners registered with Child and Adolescent Mental Health Services (CAMHS) which were all significant increases compared with the prior year. Governors were given assurance that these statistics and the year-on-year increase were in line with recent NSPCC trends. The meeting was reminded that the College's recruitment area covered 120+ feeder schools and 12 Local Authorities so there were numerous external agencies linked to BCA which continued to pose an ongoing challenge in terms of time and resources. Governors commended the College commitment to providing a high level of additional support in order to help learners develop better resilience. The Principal highlighted the success of the new College app 'My BCA' which gave all learners easy access to support services. The Student Governor (RY) confirmed that during his time at BCA he had received really positive support when it was needed and felt comfortable talking to teaching staff.

Prevent: The meeting noted that there had been 3 referrals through the Prevent programme during 2018/19. Governors sought, and were given, confirmation that all students, staff and governors had received Prevent training. The governors commented on seeing the British Values (BV) at BCA posters which were being used effectively throughout College to help students relate to BV and to support respectful debate. All students were aware of the 'Run Hide Tell' initiative through campus lockdown which was introduced at induction and reinforced by tutors three times during the year.

Training: The report gave the Governors assurance that all safeguarding training requirements had been met. All new staff had received initial induction Safeguarding Training. All BCA staff also received annual safeguarding update training in August 2018 and August 2019. The Vice Principal, Senior Designated Safeguarding Lead (SDSL) completed online Level 3 safeguarding training online in September 2019. Student Welfare Manager Designated Safeguarding Leads' (DSLs) Level 3 Safeguarding training certification was still within date (expires in September 2021). This Level 3 training had also been rolled out to a number of additional staff across the curriculum areas during 2018/19 as appropriate. The staff induction training now covered the government priorities including: Prevent, female genital mutilation (FGM), child exploitation, peer-on-peer abuse, forced marriage, county lines and how to manage disclosures.

Curriculum and Students: The meeting was given assurance that students at BCA were supported to develop an awareness of safeguarding issues which enabled them to identify, assess and manage risk in order to keep themselves safe at college and in their personal life. The meeting noted that during induction all students completed safeguarding training

which was validated by a quiz; any gaps in understanding were followed up by the welfare team. The College had also used Side by Side which was an ETF (Education Training Foundation) safeguarding programme. Modules covered included: Radicalisation and Extremism, Staying Safe Online, County Lines, sexting and sexual exploitation (including up skirting), peer on peer abuse, What Can You Trust? and British Values. This content had been reinforced by tutors, Student Development Officers and the welfare team through tutorials, the equality and diversity programme, targeted classroom talks and enrichment activities. All were embedded in teaching and learning and opportunities for discussion were encouraged when they occurred naturally. Governors also noted that all students were aware of the 'Run, Hide, Tell' initiative through video and discussion during induction. This had been followed up by tutors who had also supported students during the subsequent lock-down practices.

Multi-agency working: The meeting noted the wide range of multi-agency working that the safeguarding team had been involved in during the year. This had included Child In Need meetings, Child Protection Case Conferences, Team Around the Family meetings, Multi-Agency Safeguarding Hub (MASH) meetings, Personal Education Plan meetings for Looked After Children (LAC), and Core Group Meetings in relation to LAC.

The Safeguarding Report 2018/19 was NOTED and RECEIVED.

83/19 Health, Safety, Security and Wellbeing Annual Report 2018/19

The Corporation meeting noted a comprehensive report provided by the Health, Safety and Wellbeing Manager which included details of H&S Management at BCA, Policy & Procedures, and details of Incident Reporting.

Management, Policy and procedure: The Health, Safety and Wellbeing Manager had reviewed policies during the year and a new Health and Safety Policy and Arrangements Summary had been released in February 2019 to signpost staff to the other documents. All Heads of Department had signed to confirm that their teams had read this document and new starters were captured at induction. The Health, Safety, Security and Wellbeing Committee had continued to meet termly and the Health and Safety Champions were now working as a forum to enable them to discuss issues quickly, and to have fewer meetings.

Incident Reporting and investigation: The meeting was pleased to note that there had been significant improvement this year with paperwork being completed in a timely manner. The accident form would be relaunched in the autumn term 2019 with additional guidance for Heads of Departments to complete the corrective actions section. The total number of accidents during 2017/18 was 82 (compared with 83 in 2017/18, 173 in 2016/17, and 215 in 2015/16). The reason for this significant drop was noted as mainly because the College was no longer recording equestrian falls and animal bites as a workplace accident, although this information was still noted departmentally.

Three internal dangerous occurrences were investigated; the meeting was assured that these were not RIDDOR reportable. The details of the incidents were noted as well as the remedial action put in place by management after thorough investigation of the incidences. Data on types of accidents and types of injuries showing current year and the four-year trend was noted by the meeting. Governors also noted that there had been 2 RIDDOR reportable accidents during the year, (compared with 0 RIDDOR incidents in 2017/18, and 4 in 2016/17). The meeting discussed the three specified injuries involving students which were detailed in the report, but were given clear assurance that the incidences were not RIDDOR reportable on these occasions. GO asked the Principal to confirm this as he believed that the college had a duty to treat the students as employees in these circumstances.

Details of all H&S Training given to staff during the year was noted. Governors were pleased to note that 46 staff had now completed COSHH training. Also Risk Assessment Writing Training took place in July and was completed by 16 staff; the meeting was informed that this would be mandatory for all staff during 2018/19.

The Health and Safety Report 2018/19 was RECEIVED.

Principal to seek confirmation on legal status of students and RIDDOR reportable incidents and feedback to governor GO outside of the meeting.

84/19 Overseas Learning Visit

The meeting considered a proposal for a Performing Arts learning visit to Disneyland Paris from 21st to 23rd January 2019; a maximum of 30 learners would attend with 3 BCA staff in attendance including a member of SLT. The Director of Governance confirmed that the accompanying risk assessment had been completed. Governors were given assurance that this trip was being run through an approved tour company and that the students were self-funding. The meeting discussed the details of the itinerary and the value that attendance at workshops for Disneyland performance staff would provide for the students.

The meeting APPROVED the Disneyland Paris learning visit as presented.

[The Chair thanked Student Governor (RY) for his work as Student Governor over the last two years. RY would now be stepping down as Student Governor to focus on the last year of his degree. The meeting universally commended RY for his work on the Student Council and his valuable input to Corporation meetings during the last two years. Ryan York and Andrew Try left the meeting.]

ITEMS FOR INFORMATION

85/19 Principal's Report

The Principal informed the meeting that although nominated the College had not won at the recent ceremony for 'Best Employer in RBWM'. The following items were highlighted.

- **Enrolment Report 2018/19**

Governors were pleased to note that the College had enrolled an additional 106 full-time 16-18 students compared to the prior year; the total enrolment for 2019/20 was 1,544. (The financial impact of this growth would be circa £400,000 lagged funding for 2019/20. The Principal reminded the meeting that there would be a full College Open Day on Saturday 5 October, with a second on Saturday 23 November; both running 10am-2pm. Governors commended the regular e-mail updates that they had received on enrolment during the beginning of term.

The enrolment report was RECEIVED.

- **Academic Performance 2018/19**

The meeting was pleased to note that College continued to see year on year increases in retention, pass rates and achievement with an overall achievement rate of 88.6% against a national rate of 82.8%. The detailed data provided was taken as read as it would be discussed later in the meeting.

- **Property and Estates Strategy**

Pre-Application for planning

The response from the RBWM Case Officer was received in July and the details had been shared with the Transactions Unit. The College team was continuing to work with the planning officers to provide additional supporting information including the full Conservation Management Plan which would be required for the full application. The Principal (GM)

highlighted the local consultation event that took place in July 2019 which had provided details of the plans and the general estates strategy and this was well attended by local residents and councillors. This was had also been an opportunity to showcase the work completed on the Jacob Bancks Room. GM informed the meeting that she had arranged to present to both Hurley and Bisham Parish Councils in November as part of the ongoing consultation process.

Heritage Deficit/Cost of works to heritage assets.

The meeting noted that the costs had now been reviewed by the Quantity Surveyor who has joined the project team. These costs were now being reviewed by the Building Control consultant before the Conservation Management Plan was finalised.

Jacob Bancks Project

The roof repairs and restoration works were now complete and the room had been handed back to the College and was being used as a Higher Education teaching space. The new floor was due to be refurbished during the October term.

Residential Heating Upgrade

The Principal (GM) confirmed that these works were now completed and the new heating and hot water systems were in full operation. GM informed the meeting that the College had received its third consecutive legionella free test of the water supply (July 2019); this was a very positive outcome.

86/19 Annual Report to Transaction Unit

The Director of Finance presented a report summarising the overall progress made by the College against the outcomes agreed as part of the receipt of the Restructuring Facility (agreement dated 2 May 2018) between Berkshire College of Agriculture and the Secretary of State for Education. Audit Committee members were reminded that the College had been awarded a grant facility of up to £4.6m and a term loan facility of £1.3m.

Key milestones were noted under the following work-streams:

i) Estates review: The response from the planning case officer at RBWM had been received in July 2019 and the details had been shared with the Transaction Unit.

ii) Urgent infrastructure repair work:

Jacob Bancks Project - the roof repairs and restoration works were now complete and the room had been handed back to the College.

Residential Heating Upgrade - these works were now complete and the new heating and hot water systems were in full operation.

iii) IT upgrades: These had been completed in full during the academic year 2018/19.

iv) Restoration of the January 2014 pay cut: The return of salary to all staff commenced in August 2018 and had now completed a full year of payment. Governors were assured that salary levels would be maintained at this restored level going forward.

v) Repayment of the loan to Lloyds Bank: This was repaid in full at the end of July 2018

vi) Financial Outcome 2018/19: The meeting noted that a financial outcomes update as at 31 July 2019 would be provided for the Transaction Unit once the latest version of the CFADS (cash flow available for debt service) model had been completed.

vii) Curriculum and quality outcomes as at 31.07.19: The TU had been informed of the positive outcome data for 2018/19 and that BCA continued to deliver year on year increases in achievement rates for all learners. Provisional data for the academic year 2018/19 indicated that achievement would again be in the upper quartile nationally.

- Overall retention for the year was 92.4% against the target of 93% (NR 90.8%)

- Overall achievement for the year was 88.6% against the target of 86% (NR 82.8%)
- Attendance was 91.7% for the year against a target of 92%

The number of funded learners on role had been 1,411 against a target of 1,420. The College continued to earn its full ESFA contract and would also receive an additional £560k in ESFA funding for 2019/20 based on lagged learner funding. Apprenticeship provision remained in line with the agreed target, at the end of July 2019 the College had 185 apprentices on role split between levy and non-levy provision.

The data provided for the TU on Estates Utilisation and College Workforce was also noted by the meeting:

Estate Utilisation: The College had taken receipt of 4 portable classrooms for the academic year 2019/20 to accommodate the growing student numbers and provide the specialist resources for the continued increase in high needs learners. They were being used within the Sports/ PS area of the curriculum. The Link Governor for Sport (FP) commended these new classrooms as 'stunning' and suggested fellow governors visit them to appreciate the quality of the new learning environment being provided even though they were temporary structures.

Workforce: Staff utilisation as per the curriculum plan remained in line with target at 96.5%, and staff turnover at 15% was also in line with the agreed target. At the end of Quarter 4 2018/19 the college employed 355 staff with an FTE of 278.

Governors commended this very useful summary of the work that had been undertaken as a result of the College receiving the Restructuring Funds; the positive impact of the Grant Funding from the TU was clearly demonstrated. The meeting sought, and was given, confirmation that all of the items on the post-completion checklist for the TU were now completed.

The annual progress report 2018/19 for the Transaction Unit was NOTED.

87/19 Estate and Campus Report

The meeting noted the comprehensive Estate Report and took it as read as a number of items had already been discussed under other agenda items. The report provided an update on the following aspects: Buildings and Facilities project updates; Sustainability; and the Grounds and Farmed Estate. The Principal informed the meeting that now the pipework project was complete the College had now secured three consecutive clean legionella tests. The monthly testing would now move to a quarterly timetable.

The Estate Report was NOTED.

88/19 Academic Report

- **Headline Data & Indicative Success rates 2018/19**

The meeting noted a report detailing the headline outcome data 2018/19 by age group against the National Rate (NR) 2017/18; this data was also shown for the previous 2 years to demonstrate the three-year trend. Governors sought confirmation on the NR data used and it was confirmed as being the NR for 'specialist colleges' (these were generally higher than the NR for general FE colleges). The meeting commended the largely positive picture with overall achievement continuing to improve; achievement was up by 4.5% on previous year and at 88.6% was now 6.1% above national rate. Pass rates had improved significantly with 95.9% (4.3% above NR) of retained students gaining their qualification. The meeting noted that retention had also improved for the 2018/19 academic year as overall retention was 2.6% above the NR at 92.4%. Governors noted that the College target was to be firmly in the upper quartile for achievement and these figures now met that criteria. Data for progress

against target grade was also presented and the meeting noted that 70% of students achieved or exceeded their target grade against a KPI of 75%; this would be an area for

improvement in 2019/20. The figures by level were: Level 2 71%, Level 3 Year 1 64% and Level 3 Year 2 77%. Governors were reminded that 2018/19 was the first year that progress targets were aligned with the ALPS 'value-added' data analysis tool i.e. set in the upper quartile. The result of this is that a high percentage of target grades were set at Distinction or Distinction*. Whilst these grades were aligned with prior academic achievement the skills development required to achieve such high grades is not factored into the equation. In a minority of cases this had proved demotivating for students. AE asserted that targets must always be aspirational but achievable and care was being taken that individual targets set for 2019/20 were considered carefully. Staff Governor (CL) highlighted the issue that was often associated with the practical elements of the vocational courses e.g. hedge trimming – it often took more time for learners to develop these practical skills.

The meeting also noted the headline data 2018/19 – retention, pass rate and achievement – by department. The only areas deemed to be RAG rated as red were retention for the following: Early Years level 1 (3 learners); Floristry level 1 (7 learners); and entry level Motor Vehicle (8 learners).

- **English and maths**

The meeting noted the key headline data for GCSE English and maths for 2018/19. The meeting was reminded that the emphasis for all learners at BCA was on making progress and on gaining the skills required for a successful career. All had a target grade which was at least one grade higher than prior achievement. One area of focus during 2018/19 had been on students whose prior achievement was a grade 3; however, the grade boundary between a grade 3 and grade 4 was wide at 40+ marks. AE assured the meeting that where students had retained the lower grade the College could evidence progress through significant improvement in overall score. The meeting also noted the improvement in attendance at English and maths which had been secured by additional sessions and other initiatives such as lunch clubs for English and maths.

- **Apprenticeships Update**

The meeting noted the update report and the current overall figure of 185 apprentices against a forecast of 179. The Principal confirmed that the quality data for 2018/19 was above benchmark for timely and overall completion. The enrolment numbers by curriculum area for September 2019 were noted and governors noted details of the current business development pipeline for 2019/20 by the seven curriculum areas: arboriculture, agriculture, floristry, horticulture and landscaping, horticulture level 3, green-keeping, sports turf and motor vehicle. The meeting was pleased to note the good business won for the Arboriculture programme with more to come. Governors spent some time discussing the difficulty in getting the Apprenticeships provision at BCA to contribute to the bottom line; it was currently making a loss of circa £60,000 per annum. The Principal confirmed that the strategy was for the provision to break-even during 2019/20 but this was proving more difficult due to the scale of the College provision which limited it to working with non-levy paying employers, many of which were SMEs.

- **Higher Education Update**

September 2019 Enrolment: Current HE enrolment was at 103 which was an increase of 16% on the prior year but only 95% against the target of 108 students. The enrolment by course for September 2019 was noted as follows.

	FdSc Animal Behaviour & Welfare	BSc Animal Behaviour and Welfare	FD Children's Development and Learning	BSc(Hons) Veterinary Physiotherapy	Total
Year 1	17	N/A	14	20	51
Year 2	7	N/A	13	14	34
Year 3	N/A	9	N/A	9	18
				TOTAL	103

To encourage internal progression from Level 3 Animal Management to the top-up BSc ABW, a Taster Day would be held in October; this was promoted at enrolment (flyers in the enrolment pack for each returning level 3 student) and would be further promoted via 'drop-ins' over the next few weeks. An ongoing HE staff presence from BCA at local school sixth form progression evenings was also being pursued.

➤ Office for Students (OfS): Governors were pleased to be informed that the HE Improvement Plan was submitted to the OfS by the deadline of 31 July 2019. This had been acknowledged by the OfS but no further communication received. Governors were reminded that the newly established Corporation sub-committee, HE Oversight Committee, was now monitoring implementation of the HE Improvement Plan.

➤ Curriculum Development: As previously discussed, the Principal confirmed that the College was continuing to explore franchise options for the RAU Higher Education provision.

- **Curriculum Strategy**

The VP Curriculum and Quality presented a report for information which outlined the BCA Curriculum Strategy 2019-2022. This was a strategy for the development of professional, technical and personal skills for all of the College's students and staff. Governors commended this detailed paper as useful reading.

The Academic Report was RECEIVED.

89/19 Enrolment Report

The Corporation meeting noted a paper which provided detail on applications, enrolments and conversion rates by curriculum area for the September 2019 enrolment. Conversion rates ranged from 100% (Agriculture) to 53% (Business). Conversion rates for the two biggest areas of provision were 77% (Animal Management) and 73% (Sport). The overall conversion rate was noted as 74%. The Principal informed the meeting that the SLT were hoping for the final enrolment at the 6-week census point (after withdrawals) to crystallise at 100 learners ahead of the prior year. This would generate an additional 4.6% growth in funding for 2020/21 which was not currently included in the financial plan.

The Principal highlighted that after analysis, the SLT believed that the reason for the growth in learner numbers was due to a number of factors including:

- An enhanced reputation for pastoral care at BCA.
- Investment in curriculum resources e.g. £71,000 for the new and refurbished sports pitches had attracted sports learners.
- Great staff who made the College offer very attractive.
- Strong word-of-mouth about the BCA offer and quality of education.
- Strong social media presence and focussed marketing.
- Growth in High Needs learners (now at 235 compared with 89 learners 3 years ago).

- Strong relationships with local stakeholder and community groups e.g. the Football Academy provision and the work with Maidenhead United Football Club.

The meeting commended the regular e-mail updates that they had been receiving on the numbers enrolled for September 2019. The 7% growth in 16-18 learner numbers that the College had seen compared with the prior year was very positive in light of the lower growth in the demographic profile of this age group (4%).

The enrolment report was NOTED

90/19 Finance Report

• Finance Director's Report

The meeting noted the report from the Finance Director (FD) which summarised progress in all areas under his control and highlighted the main areas for focus going forward.

2018/19 Financial Performance

The meeting noted the year-end July 2019 management accounts which showed a £174,000 surplus for the year; this was exactly in line with forecast. The FD reminded the meeting that all figures would be subject to the external audit which had commenced in September 2019; RM confirmed that this was going well so far and he did not foresee any adjustment to the surplus in the management accounts.

The meeting was reminded that the budgets for 2019/20 and 2020/21 had been presented and agreed at the July 2019 Corporation meeting. The operating surplus for 2019/20 was expected to be £257,000 (1.7% of income) and the College expected to report 'good' financial health. Governors were reminded that it was anticipated that BCA would no longer be under Financial Notice of Concern from March 2020.

Cash flow

The meeting noted detailed cash-flow information; the College had remained well within its overdraft facility throughout July. The Finance Director confirmed that cash had not fallen below £0.6 million at any time during the last financial year and was forecast to remain above this figure through to at least July 2021.

LGPS pension deficit

The meeting noted that the College 'accounting' deficit (not the actuarial deficit) had increased by £1.56 million in 2018/19 to £10.82 million. However, Governors were informed that the FD would not be challenging the assumptions as they appeared reasonable and the in-year movement was in line with other Colleges. The change was mainly due to a change in the discount rate which assumed a decrease in life expectancy due to increased obesity and opioid use within society. Members of the Audit Committee confirmed that this had been discussed at their recent meeting and the external auditor had agreed that it would not be appropriate to challenge the actuarial assumptions used. The meeting was reminded that the increase in the Teachers' Pension Scheme (TPS) contributions would be fully funded by the government in 2019/20 and 2020/21.

The FD's report was NOTED.

• College Management Accounts: July 2019

The meeting took the Management Accounts to 31 July 2019 as read; Governors noted that the end-year operating surplus of £174,000 was exactly in line with that expected in the mid-year reforecast (for the fifth consecutive year). Governors were reminded that the College financial health grade would be borderline 'requires improvement/ good' which would only be clarified when the treatment of income from the DfE grant was finalised. Governors were given assurance that the College had passed all bank covenant tests during the 2018/19 financial year.

The July 2019 management accounts were RECEIVED.

- **Audit of Teachers' Pension Scheme contributions**

The meeting received a report from RSM UK Audit LLP which gave the Corporation Members independent assurance in connection with the Teachers' Pension Scheme contributions which the College had been required to make during the year ended 31 March 2019. A copy of the certificate (the 'EOYC') which detailed the Teachers' Pension Contributions for the year ended 31 March 2019 was noted. The letter and audit findings matrix from RSM were also presented to the meeting. The Finance Director highlighted that this was a very timely and clean assurance from the auditors in this area where tolerances on the detail were extremely low.

The EOYC certificate 2018/19 was NOTED and RECEIVED.

91/19 Feedback from Audit Committee, 18th September 2019

In the absence of the Chair of the Audit Committee, the Director of Governance gave the meeting a verbal update on what had been discussed at the recent meeting. She highlighted the following:

- Audit Committee undertook a thorough review of the Risk Register. Very pleased to see the 'threat to independence' finally gone from the Risk Register.
- Timeframe for planning proposal likely to be delayed by parliamentary 'happenings'.
- An audit of cyber-security/ disaster recovery planning should be undertaken ASAP. Governors (AT) suggested that the College needed to ensure that it had a 'cloud' back-up strategy.
- A revision to levels of delegated authority within the Finance Regulations was considered and supported by the Audit Committee.

The feedback from Audit Committee was NOTED.

92/19 Register of Interests

The Director of Governance reminded the meeting that timely completion of this form by Members was a formal requirement of the audit process. She thanked the majority of Governors for completion and asked any outstanding forms to be returned to her as soon as possible.

NOTED

93/19 Date of Next Meeting

The next meeting was confirmed as Wednesday 11th December 2019 at 4.30pm.

NOTED

94/19 Any Other Business

- **BCA Financial Regulations**

The Corporation considered a revised version of the BCA Financial Regulations which had been amended to reflect the new agreed levels of delegated authority in relation to capital and running costs which was being recommended for approval by Audit Committee. The amendments were clearly shown on page 13-16, 21 and the revised summary table on page 37. The meeting was informed that before agreeing to recommend the new levels of delegated authority Audit Committee had been given assurance from the college's external auditor that these revised levels would be considered 'usual or acceptable' within the FE sector. The Audit Committee had also asked that any committed capital/ running costs spend over £50,000 which was approved by the Exec should be reported to Audit Committee as a point of information - this would be a standing report at all future BCA Audit Committee

meetings. The meeting sought, and was given, confirmation that the new levels of delegated authority were high enough to make the day-to-day operation of the College manageable.

The meeting APPROVED the revised Financial Regulations as presented

There was no other business. The meeting closed at 6.55pm.



Minutes
Meeting of the Corporation
Wednesday 25 September 2019 at 4.30pm
Jacob Bancks Room

PART 2 – Commercial in Confidence

Present:	Pippa Goodwin (<i>Chair</i>)	Frank Pitkin
	Gillian May (<i>Principal</i>)	Dave Snowden
	Charles McGurin	Jeremy Spooner
	Chris Lambert	Gareth Osborn
Apologies:	Daniel Clawson	Ian Thomson
	Neil Dew-Gosling	Andrew Try
	Janet Robertson	Ryan York
	Daniela Shanly	
In attendance:	Anne Entwistle	<i>VP Curriculum & Students</i>
	Richard Munday	<i>Finance Director</i>
	Tracy Reeve	<i>Director of Governance</i>

95/19 Confidential Minutes of the meeting held on 3 July 2019

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

96/19 Matters Arising from the meeting held on 3 July 2019

There were no matters arising.

97/19 Estates Strategy Update

The meeting noted this report which had been provided by the Principal. The report was taken as read as all items had previously been noted or discussed in the meeting.

NOTED

98/19 Board Intelligence (BI) e-governance software

The Director of Governance (TR) asked the meeting to consider implementing the BI electronic board pack system to cover all aspects of governance at BCA. This would meet the ongoing sustainability agenda for BCA by cutting back on paper copies of governance documentation. The cost of the implementation for 20 user licences with Board Intelligence would be £7,320 per annum plus VAT. This fee was based on the rate card for colleges and was heavily discounted against the corporate rate. TR also highlighted that Board Intelligence had agreed to waive the usual £1,125 set up fee for technical set up, testing and user training. The overall fee would include unlimited shelves and bookcases (one for each academic year) to organise Corporation and committee paperwork. It would also include 24/7 user support from a UK call centre and UK data hosting.

After discussion the meeting was hesitant to commit to this level of expenditure without trying to seek better value for money from Board Intelligence. There was also some hesitance in the meeting to accept that the ongoing use of paper was an issue in relation to sustainability.

The meeting NOTED the proposal to implement the Board Intelligence governance system at BCA but did not approve this proposal as they felt that the costs were not fully justified and did not appear to represent value for money for BCA.

It was AGREED that the Director of Governance should try and negotiate a better deal with Board Intelligence and also put together a more robust business case (including a costing for her time on collating and photocopying the governance papers). This would be reconsidered by the Corporation in December 2019

SUMMARY ACTION POINTS – Part 1 and 2

Minute Ref	Action	By who	By when
74/19	BCA Sustainability Awards 2019/20 to be implemented. List of curriculum area applications to be brought to Corporation in December 2019.	BCA Sustainability Officer Dir of Governance	September 2019 11/12/19
80/19	Pippa Goodwin to be appointed for a second 4-year term of office and to continue in her role as Chair until October 2023.	Corporation	Immediate
80/19	BCA Quality of Education Committee to be established with immediate effect. <ul style="list-style-type: none"> • Dir of Gov to draft Terms of Reference • First meeting November 2019 • QoE Committee to meet 3x per year • Interested Governors to inform Dir of Gov if they want to join • All Governors to aim to attend one QoE Committee meeting per year 	Dir of Governance Governors	30 Sept 2019 November 2019 Ongoing
80/19	Link Governor Scheme update for 2019/20 to be circulated. Dates for Quality Review Boards (October 2019) to be circulated	VP Curriculum & Quality	1 October 2019
80/19	Bournville College checklist to be completed within BCA Governance Self-Assessment on an annual basis.	Dir of Governance	October 2020
83/19	Principal to confirm treatment of student incidents under RIDDOR	Principal HS&W Manager	October 2019
98/19	The Board Intelligence e-governance proposal should be reviewed and better value for money sought. Clearer business case to be brought back for Corporation consideration.	Dir of Governance	11/12/19