

**MINUTES OF THE GOVERNING BODY MEETING
HELD ON 1 JULY 2021 AT 4.30PM - Via Google Meet**

PRESENT:

Mr P Croke (Chair)
Mr D J Finch
Dr B Calvert
Ms T D'Souza
Mrs S Davies - Staff Governor
Mrs J Evans
Dr J Graystone
Mr J Greenidge Cllr Dr C Smith
Mr K Halabuda - Staff Governor
Mrs K Lewis
Mr T Lewis - Student Governor
Mrs D Lewis-Whelan
Mr H Llewellyn
Mrs J Longville
Ms A Morgan - *joined at 4.47pm*
Mrs J Oak
Ms S Parkhouse - Student Governor
Mr S Pirotte - Principal
Mrs S Pryce
Cllr Dr C Smith

IN ATTENDANCE

Mr J Baldwin - Assistant Principal (Learner Journey)
Ms V Buckley (VB) - Deputy Principal
Mrs N Eyre (NE) - Clerk
Mr A Gibbs (AG) - Vice-Principal
Miss E Guild - Student Governor for 2021/22
Mr J O'Sullivan-Woodward - Student Governor for 2021/22
Dr S Morgan - Digital Lead - *presentation only*
Mr M Rees - Head of Curriculum for Creative Arts, Education, Sport and Public Services -
presentation only
Mr G Soave - outside observer

The meeting opened at 4.30pm

1. CHAIR'S WELCOME AND APOLOGIES FOR ABSENCE

The Chair opened the meeting by thanking Dr Ben Calvert who will be retiring from the Governing Body at the end of the academic year due his appointment as the Vice-Chancellor of the University of South Wales. Dr Calvert said that it has been his honour to sit on the Governing Body and that he'd thoroughly enjoyed his time as a member.

The Chair also thanked the two student governors, Mr Tomas Lewis and Ms Steph Parkhouse, for their excellent contributions during the year. Both student governors said how much they'd enjoyed the experience.

The incoming student governors for 2021/22 were present at the meeting as observers - Miss Esmie Guild and Mr Joshua O'Sullivan-Woodward. The Chair welcomed them both to the meeting as well as Ms B Lloyd, newly appointed Student Engagement Lead, who was at the meeting to support the student governors.

Mr George Soave, Executive Producer at The Other Room at Porter's, was welcomed to the meeting as an outside observer.

There were no apologies for absence as all members were present at the meeting.

PRESENTATION - DIGITAL UPDATE

Dr Scott Morgan had given a Digital Update presentation at the November 2020 Curriculum & Quality (C&Q) Committee meeting and the Chair felt that it was important for all members of the Governing Body to receive the information that was relayed to those members.

The presentation focused on the IT support and innovation taking place at the College. The presentation considered the past (January to September 2020), the present (September 2020 to June 2021) and the future (July 2021 onwards). The importance of moving to Google and becoming a Google Reference College, the first and one of only two in Wales, was once again reiterated and how this has allowed the College to be very responsive and adaptive to address the challenges that the pandemic has presented.

The focus for the future is on further developing the digital team and DEN01 as well as some virtual reality projects. To date, there has been a significant investment in developing the digital capabilities of staff and going forwards, the digital team is going to consider how to develop the learners' digital skills. The message from learners about their experience of online learning has been "Keep what works online, online" and therefore work is underway to understand how the digital team can support the curriculum to ensure that this happens.

A member questioned whether the College is looking to become a centre for digital innovation and Dr Morgan confirmed that a significant amount of work went into achieving the Google Reference College status and that the team is looking to develop this further.

The Chair thanked Dr Morgan for his presentation and he left the meeting.

PRESENTATION - CURRICULUM UPDATE

Mr M Rees gave a presentation about the introduction of the Performing Arts Academy and the continuation of the sporting academies:

- The reason for the introduction of an academy in performing arts is due to the sustained consistently high results which are being achieved. This is a way of stretching the learners and staff further. Additional classes, workshops, one-to-one

tuition and visits/online meets are being run to improve recruitment, progression, standards, staff development and drive up future aspirations.

- The sporting academies have to meet strict external requirements to be called an “Academy”. As part of this, learners receive coaching in multiple disciplines from a diverse range of specialists as well as trips when restrictions allow. The Football Academy is a tier 1 team.
- A significant amount of investment is being made in the sporting facilities at the College for the benefit of both learners and staff.
- There are plans to offer individual as well as team sports and to develop a female academy.
- Work has started on developing the academy branding and internal/external communications are being drawn up.

A member questioned how learners in these areas have been impacted by the lockdown and Mr Rees explained that initially engagement was a problem. However, this has improved with time and the results for the year are strong.

The importance of making these academies accessible to all was stressed. The Principal reiterated the College’s mission and character of there being a place for everyone; the academies are not in any way meant to be elitist. Their aim is to raise standards and provide opportunities for all. A member further questioned why the term “Academy” had been chosen and it was stated that this is a recognised term in sport with specific rules and regulations in order to qualify as an academy. This has then been transferred across into the performing arts field internally.

The impact of having these academies was raised and it was explained that there will be a specific page on the website about the academies with the hope that the word will spread about the other curriculum areas.

The Chair thanked Mr Rees and he left the meeting at 5.10pm.

2. DECLARATIONS OF INTEREST

Mr J Greenidge declared an interest in Ufi VocTech Trust (Ufi) that was referred to in the Digital Update presentation as he is a Board member. The College has received funding from Ufi to develop the ‘Marco’ app that aims to help vocational learners improve their writing skills.

Cllr Dr C Smith declared an interest in item 14 - Campus Development Update as he was in the publicity mentioned below about the purchase of the Police Station site by Bridgend County Borough Council (BCBC).

3. MINUTES OF THE GOVERNING BODY MEETING HELD ON 25 MARCH 2021

The minutes of the Governing Body meeting held on 25 March 2021 were approved as an accurate record of the meeting subject to the amendment of a small typo on page 3.

4. MINUTES OF THE GOVERNING BODY MEETING HELD ON 20 MAY 2021

The minutes of the Governing Body Meeting held on 20 May 2021 were approved as an accurate record of the meeting.

5. MATTERS ARISING

5.1 Action Tracker

The Clerk referred to the action regarding the role of the awarding bodies and Qualifications Wales that was due for an update at the meeting. The Clerk explained that it felt that it was still too early to give this update and therefore this action is deferred to a later meeting.

The members noted the updates on the tracker.

6. PRINCIPAL'S REPORT (INCLUDING COVID-19 UPDATE)

The Principal gave the following update:

- COVID continues to dominate all aspects of College life.
- The Centre Determined Grades (CDGs) have been released to the learners and there have been only nine requests for Centre Reviews (traditionally known as appeals). The Principal thanked all of the staff involved in this and said that it is a huge testimony to them as each learner will have had a number of different assessments and modules that needed to have been graded in order to be given a final grade. Summer schools are running to prepare learners for the next academic year. There are currently 600 registrations and this number is continuing to grow.
- Staff will be busy over the summer months in preparation for the STEAM Academy and Landbased centre opening in September.
- It is hopeful that the next academic year will have a more normal feel but the College will need to continue to be agile and adaptive to change.
- 2020/21 has been a strong year financially, however, this needs to be balanced against a deficit budget predicted for next year.
- The Independent Pay Review Body has recommended a 1.75% pay award for teachers and it appears that the Minister is minded to accept this recommendation. Currently, the Welsh Government (WG) is expecting all colleges to fund any pay award themselves.
- The Penybont Sixth Form College partnership model has been discussed by the joint committee and it has been agreed that the nature of the partnership needs to change with the school making a greater financial contribution.
- *Bullet point redacted*
- The Professional Learning Day held the previous week was very successful and the Principal thanked Mr Jeff Greenidge for delivering a session on "A Sense of Belonging" which was very well received. The Principal added that the College is focusing on inclusion and what belonging means.

The Chair thanked the Principal for the update and invited questions from the members.

A member commented on the number of “lost” schoolchildren reported on in the news which is estimated to be around 100,000 in Wales and what role FE has to play to help address this. The Deputy Principal explained that this had been discussed very recently by the C&Q Committee and that schools and colleges have to work collaboratively on this. The schools know which learners are going to stay on at sixth form and the colleges know which learners are planning on joining them in September, however, there is a very large number of young people who don’t fall into either of these categories and are in danger of becoming NEETs. The advantage of CDGs being released early is that schools and colleges have this data earlier and so can take measures to ensure that these young learners remain in education or are seeking employment.

It was then questioned whether the Penybont Sixth Form College is viewed by the College as an investment or a cost. The Principal said that it has been an investment and that the improvement in results since the College has been involved is exceptional. However, the outcome of the local authority’s consultation on post-16 education whereby all schools are to retain their sixth forms means that the partnership arrangement will need to change as it’s not financially sustainable. A member further questioned the Headteacher’s view on the change in the partnership and the Principal explained that the Headteacher understood that change was needed and that the school will need to contribute more.

The teaching staff governor was asked for her view on the change in the nature of the partnership as she teaches at the school. Mrs Davies felt that the College had given a lot to the partnership but that it was now time to be brave and focus attention on the opening of the STEAM Academy and the opportunities that this will bring.

The Governing Body noted the update.

7. GOVERNANCE MATTERS

Items recommended for approval

1. Appointment of Internal Auditors - the Governing Body had approved the Audit Committee’s recommendation to appoint TIAA as the College’s internal auditors for a three year term electronically due to the timing of meetings.
This approval was ratified at the meeting.
2. Approval of the Audit and Search & Governance Committee’s Terms of Reference (ToR) - the Governing Body approved the amended ToR for both the Audit and Search & Governance (S&G) Committees.
3. Committee Co-option Process - the Governing Body approved this process.
4. Penybont Sixth Form College change in committee membership - the Governing Body approved the appointment of Mrs Sue Roberts, Group Manager for Schools Improvement at Bridgend County Borough Council onto the joint committee.

Items for noting

1. Policies approved at Committee level - the Governing Body noted that the following policies had been approved at committee level:

- Resource Planning Committee (10 June 2021) - Recruitment & Selection, Payroll Policy and IT Acceptable Use Policy.
 - Curriculum & Quality (15 June 2021) - Recognition of Prior Learning (RPL) & Exemption, Appeals Policy & Procedure, Malpractice & Maladministration Policy and Admissions Policy.
2. Feedback from one-to-one interviews - the Clerk informed the members that the S&G Committee will be considering this further. The Chair once again thanked the members and Vice-Chair for their time attending these meetings.
 3. Review of members' attendance at StARs (Student Academic Representative) meetings - the Governing Body noted that the S&G committee agreed that members should continue to receive an invitation to the second and third meetings each year as those that had previously attended found them to be beneficial.
 4. Outside observations of meetings - the Governing Body noted that the S&G committee had discussed and agreed that requests to observe meetings would be determined on a case by case basis between the Chair, Principal and Clerk and that a formal process isn't necessary.
 5. Local employer representation on the Governing Body - it was noted that the S&G Committee will consider this in its next round of recruitment.

The members noted the information.

8. AMENDMENT TO BARCLAYS LOAN AGREEMENT

The Vice-Principal explained to the Governing Body that Barclays had written to the College as it had been identified it was in breach of an 'Event of Default' due to the negative Balance Sheet position at 31 July 2020. This had arisen due to the accounting adjustment that was necessary for the pension scheme revaluation; many other FE colleges have been similarly affected. A member wished for it to be stressed that this situation had arisen as a result of a technical accounting adjustment rather than through poor financial management.

The Governing Body was asked to approve the amended wording of the facility agreements whereby the bank waives their rights under this breach and also to move from using LIBOR (London Interbank Offered Rate) to SOFR (Secured Overnight Financing Rate) as the preferred alternative rate. The members had received a copy of the four variation letters received from Barclays which included wording for the resolutions for the waiver and variation of the terms of the two loans held and also for the transition from LIBOR to SOFR:

Paragraphs redacted

The Governing passed all of the above resolutions for the loans dated 19 March 2008 and 2 October 2009 and authorised the Chair, Principal, Vice-Principal and Clerk to sign the paperwork outside of the meeting.

9. USE OF WELSH LANGUAGE AT BRIDGEND COLLEGE POLICY

The Assistant Principal explained that this policy is based on the 163 Welsh Language Standards that the College has to comply with and outlines how staff are supported to use the Welsh language at the College. The policy had been through various levels of approval prior to being presented to the Governing Body.

The Governing Body approved the Use of Welsh Language at Bridgend College Policy.

10. RISK REGISTER REVIEW

The Vice-Principal explained that the Risk Register had been scrutinised in detail by the Audit Committee two weeks prior to this meeting. All changes to the register were marked in red. There were two changes proposed:

- Removal of Risk 14 - "Threat of losing the Penybont 6th partnership agreement with Pencoed Comprehensive".
- Addition of a risk to cover the town centre campus project. The Vice-Principal explained that it was proposed at a previous Governing Body meeting that this risk should be added to the register, however, after discussion at SLT level, it was felt that as this project has not officially begun, it should be considered at the next review being held later in the calendar year.

The Audit Committee recommended to the Governing Body that risk 14 is removed and that the addition of the town centre project risk be considered when the register is next reviewed. In addition, the Audit Committee recommended that the following are considered as part of the next review:

- Whether to capture the threat of Cyber Security either as an individual risk or incorporate it within the business continuity risk;
- The removal of Risk 12 now that the Work Based Learning Contract 5 has been awarded;
- The removal of Risk 13 relating to the STEAM Academy risk once the project has been completed.

The Governing Body approved the removal of risk 14 from the register and the other changes in red on the register. The SLT will consider the recommendations from the Audit Committee in its next review cycle.

The Chair commented that the process of review by the SLT, then the Audit Committee and finally approval by the Governing Body is working well and demonstrates strong governance as it is evident that at each stage, the register is scrutinised and further recommendations are suggested. The Chair of the Audit Committee reiterated that a high level of scrutiny is given to the register when presented to the committee and he thanked the members for this.

11. EXTERNAL AND INTERNAL AUDIT PLANS

The Vice-Principal explained that the External Audit Plan for 2020/21 had been recommended for approval by the Audit Committee. The Internal Audit Plan for 2021/22 will be drawn up when the new internal auditor's contract starts in August of this year and will be presented to the Audit Committee and Governing Body in October for approval.

The Governing Body approved the External Audit Plan for 2020/21.

The order of items 12 (College Budget) and 13 (Management Accounts) was switched as the discussions on item 13 informed the discussions on item 12.

13. MANAGEMENT ACCOUNTS, QUARTERLY UPDATE AND FINANCIAL KPIS

The Vice-Principal explained that the Management Accounts to 30 April 2021 and the May 2021 forecast had been presented at the Resource Planning Committee meeting two weeks prior to this meeting.

The following key information was highlighted:

- The original budget showed a deficit of £1.4m but this is now forecast to be a £1.8m surplus at the year end and could increase further. This has been the result of the financial support that the WG has given the sector.
- The budget for 2021/22 is showing a deficit of £x (*redacted*). The College has arranged a meeting with PwC, the College's external auditors, to discuss the matching of income and costs as some of the income received in this year will not have corresponding costs until the next academic year. The impact of this is that the surplus for the current year could be reduced but the deficit budget forecast will improve. The importance of looking at the two years in tandem was stressed. The Resource Planning Committee members will be kept fully up to date of any developments on the year-end position and next year's budget.
- The forecast year-end cash position is very strong - £6.5m (74 cash days). The Governing Body celebrated that this is the largest cash position held for many years by the College.
- £2.33m of capital expenditure has taken place during the year. £1m of this was the capital expenditure approved by the Governing Body when the budget was set and the remaining £1.33m has been possible as a result of grants and funding from the WG (£1.2m) and other bodies (£72k) as well as a transfer from the non-pay expenditure of £57k.
- All financial KPIS are green.

The Governing Body noted the update.

12. COLLEGE BUDGET FOR 2021/22

Item redacted

14. CAMPUS DEVELOPMENT UPDATE

STEAM Academy and Landbased Centre

The Vice-Principal informed the Governing Body that the College received the keys to the STEAM Academy building earlier that day and is hopeful that the handover of the Landbased Centre will take place on 10 August 2021.

Town Centre Campus

As the members had approved a £xxm [redacted] capital budget for the development of a design under item 12, the Vice-Principal gave a brief update on the project:

- South Wales Police are very supportive of the project but they have not yet signed to say that they are willing to sell the building.
- BCBC are targeting a purchase date of September 2021 for the Police Station site and went public with the announcement last week. Cllr Dr C Smith declared a personal interest as he was included in a photo that was issued with the announcement.
- Cllr Dr C Smith thanked Mrs S Pryce for agreeing to be the lead governor on this project and stated that September is a realistic date for the purchase.
- There is a concern that South Wales Police are looking for alternative accommodation in the town centre and this may cause a slight delay to the project.

Land at Pencoed

The LDP consultation is still live. Further updates will be given when more information is known.

The Governing Body noted the updates.

15. CORPORATE KPIS

The Vice-Principal explained that only one KPI had changed since February:

- KPI 5 - Achieve a minimum of 2% turnover as operational surplus - this KPI has changed from red (x%) to green (x%) [redacted]. The cash balance is equivalent to 74 cash days.

The Governing Body noted the update.

16. COMMITTEE MINUTES:

16.1 RESOURCE PLANNING COMMITTEE - 11 MARCH 2021 (CONFIRMED)

The members **RECEIVED** the minutes.

16.2 SEARCH & GOVERNANCE COMMITTEE - 19 MARCH 2021 (CONFIRMED)

The members **RECEIVED** the minutes.

16.3 SEARCH & GOVERNANCE COMMITTEE - 6 MAY 2021 (UNCONFIRMED)

The members **RECEIVED** the minutes.

16.4 RESOURCE PLANNING COMMITTEE - 10 JUNE 2021 (UNCONFIRMED)

These minutes were not available in time for this meeting so will be included on the October 2021 agenda.

16.5 CURRICULUM & QUALITY COMMITTEE - 15 JUNE 2021 (UNCONFIRMED)

The members **RECEIVED** the minutes.

16.6 AUDIT COMMITTEE - 17 JUNE 2021 (UNCONFIRMED)

The members **RECEIVED** the minutes.

CONFIDENTIAL MINUTES:

16.7 AUDIT COMMITTEE - 29 APRIL 2021 (CONFIRMED)

The members **RECEIVED** the minutes.

17. NOMINATIONS FOR HONORARY FELLOWS

The Governing Body delegated authority to the Chair and Principal to make decisions on the awarding of College Fellowships at the HE ceremonies planned for October.

18. ANY OTHER BUSINESS (AOB)

None

DEBRIEF

- The Vice-Chair commented that it was very pleasing to have 100% attendance at this meeting.
- The Chair added that both presentations were excellent and was impressed with the progress made with the digital developments since initially hearing the presentation in November of last year.
- It was another great meeting and there is a feeling of mutual support amongst the executive team.
- One of the staff governors commented that the support from the digital team has been amazing.
- The chat feature was used well during the meeting.
- The Vice-Principal was thanked for his reports and presentations as he had seven substantive items to present this evening.

The Chair thanked everyone for their attendance and the meeting closed at 6.28pm.