

**MINUTES OF THE GOVERNING BODY MEETING  
HELD ON 10 DECEMBER 2020 AT 4.30PM - Via Google Meet**

**PRESENT:**

Mr P Croke (Chair)  
Mr D J Finch  
Dr B Calvert - *joined at 5.00pm*  
Ms T D'Souza  
Mrs S Davies - Staff Governor - *joined at 5.30pm*  
Dr J Graystone  
Mr K Halabuda - Staff Governor  
Mrs K Lewis  
Mr H Llewellyn - *left at 5.55pm*  
Mrs J Longville  
Ms A Morgan  
Mrs J Oak  
Ms S Parkhouse - Student Governor  
Mr S Pirotte - Principal  
Mrs S Pryce  
Cllr Dr C Smith (left the meeting at 5.40pm)

**IN ATTENDANCE**

Mr J Baldwin (JB) Assistant Principal Learner Journey  
Ms V Buckley (VB) - Deputy Principal - *left at 5.30pm*  
Mrs N Eyre (NE) - Clerk  
Mr A Gibbs (AG) - Vice-Principal  
Mrs S Morgan (SM) - Director of People  
Mr J Nottingham - Active Wellbeing Lead (to support Student Governors)

The meeting commenced at 4.30pm

**1. CHAIR'S WELCOME AND APOLOGIES FOR ABSENCE**

The Chair welcomed everyone to the meeting and gave a special welcome to Mrs J Oak (new Governor) and Mr J Nottingham (Active Wellbeing Lead) at their first Governing Body meeting. Mrs Oak was appointed as a Governing Body member at the Governing Body meeting held on 1 December 2020 and Mr Nottingham attended the meeting to support the student governor.

Apologies for absence were noted from Mr T Lewis (Student Governor). Dr B Calvert and Mrs S Davies had informed the Clerk that they would be late joining the meeting.

## **2. DECLARATIONS OF INTEREST**

Mrs J Longville declared an interest in agenda item 6 "Appointment of Chair and Vice-Chair from October 2021".

Cllr Dr C Smith declared a personal interest in any items relating to Bridgend County Borough Council (BCBC), including the Penybont Sixth Form College.

No other declarations were made.

## **3. MINUTES OF THE GOVERNING BODY MEETING HELD ON 1 DECEMBER 2020**

The minutes of the Governing Body Meeting held on 1 December 2020 were only available immediately prior to the meeting and therefore will be carried forward to the meeting on 11 February 2021 for approval.

## **4. MATTERS ARISING**

### **4.1 Action Tracker**

Action 1 (Presentation - number of learners with no other support for Mental Health/ Well-being than at College) - COMPLETED. This information was provided in agenda item 10 "Safeguarding".

Action 2 - (Governor training) - a small number of governors have yet to complete the mandatory governor training.

Action 3 ("Differences Made" section to be added to the Governing Body Activity Report) - this will be included in the 2020/21 Activity Report.

Action 4 (Consideration of adding Penybont Sixth Form College as a separate risk on the Risk Register) - the Senior Leadership Team (SLT) will consider this prior to the next Audit Committee meeting in February 2021.

Action 5 (Appreciation to be shown to the staff for their efforts during the pandemic) - COMPLETED. A letter was sent via email on 6 November.

Action 6 (Agenda item to discuss partnership working) - COMPLETED. A meeting was held on 1 December to discuss this item.

The members **NOTED** the actions.

## **5. PRINCIPAL'S REPORT (INCLUDING COVID-19 UPDATE)**

The Principal informed the Governing Body of the following:

- There has been an increase in the number of cases at the College which is mirroring what is happening in the local community.

- The College is continuing to manage the situation effectively.
- The College had planned for all learning to take place remotely for the week commencing 14 December. During this meeting, the Welsh Government (WG) made an announcement that all secondary schools and colleges would switch to online learning for that week which was always the College's plan. Therefore, no emergency planning was needed.
- There have been a couple of positive cases in the Nursery with two more awaiting test results. There is the potential of closing it next week until after Christmas if these results come back positive. From March until now, there have been no cases in the Nursery and it has stayed open throughout the pandemic.
- Weston House closed for two weeks due to a positive case but is back open now.

A member queried about ColegauCymru staff being furloughed and whether this will have an impact on the College. The Principal explained that some ColegauCymru staff are fully furloughed whilst others may be partially furloughed. It is not envisaged that this will have a major impact for the College but this will not be known unless there is a problem at a Welsh college.

The Principal added that there is a meeting planned with BCBC (Cllr Dr C Smith, Education and Regeneration Cabinet Member and Cllr H David, Leader of the Council) in the new year to discuss the recommendation in the post 16 education consultation report about the development of a sixth-form centre based on the Pencoed campus.

The Chair thanked the Principal and all of the staff for their continued efforts and the Principal followed this by thanking the members for their ongoing support.

The Governing Body NOTED the update.

## **6. APPOINTMENT OF CHAIR AND VICE-CHAIR FROM OCTOBER 2021**

Item redacted

## **7. GOVERNANCE MATTERS**

### **Items recommended for approval**

1. Engage Business Wales Ltd's Board - the Search & Governance and Resource Planning Committees made three recommendations to the Governing Body following the retirement of Mr R W Landon:
  - Mr R W Landon remains on the Board of Engage as an independent member
  - Mrs S Pryce, in her role a Chair of the Resource Planning Committee, is appointed as the nominated Governing Body member
  - The Terms of Reference are amended to allow an independent member to sit on the Board.

The Governing Body APPROVED these three recommendations. (**ACTION** - AG - the Terms of Reference are to be amended to allow for the above changes)

2. Co-opted student member on the Curriculum & Quality (C&Q) Committee - Ms Alice Thomas, Level 2 Creative Arts learner, observed the November C&Q Committee

meeting with the view to becoming a co-opted member of this committee for 2020/21.

The Governing Body APPROVED the co-option of Ms Thomas onto this committee.

**Items for noting:**

- The Search & Governance Committee will be interviewing two people at the end of January for the vacancies on the Governing Body.

The members NOTED the information.

## **8. STATUTORY ANNUAL ACCOUNTS FOR 2019/20**

The Vice-Principal explained to the members that do not sit on the Audit and Resource Planning Committees that the accounts had been discussed and scrutinised at a joint committee meeting held at the end of November. The audit had taken place entirely remotely and the Vice-Principal thanked both PwC (external auditors) and the Finance team for their tremendous efforts and for adapting to this style of audit.

The Vice-Principal drew attention to the key information in the External Auditor's Audit Findings Report:

- There is a significant turnaround in performance from the previous year (£1.2m deficit in 2018/19 compared with a £368k surplus in 2019/20) which has been due to the financial benefits of the physical closure of the campuses during the lockdown period of the pandemic. Most colleges in Wales have benefited financially during 2019/20 from the physical closure of campuses due cost savings and the WG honouring all income streams. However, most colleges have set deficit budgets for 2020/21 due to the additional costs, uncertainties and risks.
- The impact of the Local Government Pension Scheme (LGPS) deficit is a £14m non-operational impact on the bottom line.
- The cash generation has been very strong - £3.6m of cash generated by the College Group.
- There has been a very slight increase in staff costs. The trend in the sector is a much larger rise in staff costs so the College has done well to minimise these.
- The pension provision on the Balance Sheet has increased from £13.57m in 2018/19 to £30.15m in 2019/20. The impact of this is that the College is now in a technical insolvency position (discussed further below).
- The People Business Wales Ltd has not traded during the year but accounts have been prepared as the building is still owned by the company. There are plans to transfer ownership to the College so that the company can be dissolved.
- A letter of representation signed by the Chair and Principal is needed to give assurances to PwC that the College can meet its debts and pay its obligations as they fall due over the next 12 months. This is to ensure that the accounts have been correctly prepared on the going concern basis, especially as the College has budgeted for a £1.4m deficit outturn for 2020/21.

The Vice-Principal explained the setting of a £xxm [redacted] deficit budget would result in a breach of the Barclays Bank debt servicing loan covenant before the end of

2020/21. Therefore, PwC sought assurances that the preparation of the accounts on the going concern basis is appropriate. The College gave three levels of assurance:

1. The College could afford to repay the loan in full (£1.2m balance at the end of 2020/21 as the cash balance is over £3m).
2. The terms of the loan are renegotiated.
3. An improvement in the financial projections. The original deficit budget has been improved by £xxxk to £xxxk [redacted] which is enough to show that the cash flow will be sufficient not to breach the covenant.

A member raised a concern about the future impact of the LGPS employer contributions on the going concern of the College. The Vice-Principal explained that there is no immediate financial consequence as the scheme is valued once every three years and the College is about mid-way through this. However, the College is mindful that when the valuation is due, it will have a direct impact on financial performance.

A discussion about whether the building held by PBW on a long leasehold could be used. The Vice-Principal explained that there are no plans for it to be used currently and its position doesn't allow for it to be easily leased/sold. It is costing the College financially due to the need to heat it during the winter months. The members were informed that there are plans to engage an estate agent in the new year.

The yellow-green opinion within the Internal Audit Report prepared by RSM was brought to the members' attention:

*"The organisation has an adequate and effective framework for risk management, governance, internal control and economy, efficiency and effectiveness. However, our work has identified further enhancements to the framework for risk management, governance, internal control and economy, efficiency and effectiveness to ensure that it remains adequate and effective".*

The Vice-Principal explained that internal audits focus on areas where value can be added and therefore the aim is not to have a pure "green" audit result. This sentiment was echoed by a member who stated that the internal audit service should be used to find improvements.

The members were also referred to the Audit Committee's Annual Report which stated that substantial reliance could be placed on the effectiveness of the College's audit arrangements and the College's risk management, control and governance arrangements.

The Chair thanked the Vice-Principal and the Finance Team for all of their efforts and asked the Governing Body to consider the recommendations within the paper.

1. Audit Findings Report - the Governing Body APPROVED this report.
2. Letter of Representation - The Governing Body APPROVED the Letter of Representation and authorised the Chair and Principal to sign it prior to being sent to PwC.
3. Bridgend College Annual Report and Financial Statements - the Governing Body APPROVED the Annual Report and Financial Statements.

4. The People Business Wales (PBW) Ltd's Financial Statement - the Governing Body APPROVED the Financial Statements.
5. Engage Training Wales Ltd's Financial Statement - the Governing Body APPROVED the Financial Statements.
6. Engage Training Wales Ltd's Letter of Support - the Governing Body APPROVED the letter of support and authorised the Chair to sign it.

The Vice-Principal will arrange for the signed copies of the above to be sent to PwC.

## **9. MANAGEMENT ACCOUNTS 2020/21 AND KPIS**

The Vice-Principal gave the following update:

- The November Forecast shows an improved deficit position of £xxxk [redacted] compared with the budgeted deficit of £xxxm [redacted]. However, there are still some risks and opportunities that could significantly impact on this figure. The example of the £360k of income received recently from a WG bid was given. The Chair commented that this receipt of income is excellent news for the College.
- It is anticipated that a more realistic scenario is a deficit of £xxxk [redacted] at the year end. A break-even budget would be likely to have a negative impact on the delivery of teaching and learning. However, there is still some major uncertainty that could result in significant movements to the financial position.
- The cash flow forecast shows a year end balance in excess of £xm [redacted].

The members noted the update.

## **10. SAFEGUARDING**

### **Safeguarding Annual Report 2019/20**

The Assistant Principal presented the Safeguarding Annual Report for 2019/20 which had been discussed in detail prior to the meeting with Mr J Finch, designated governor for safeguarding.

The Assistant Principal highlighted the following from the report:

- From March onwards, it has been a lot more challenging to connect with the learners as they have not been on campus like they previously were. However, the Wellbeing support within the College is really strong.
- Issues such as digital connectivity and suitable spaces to work at home have been key areas of focus.
- An annex was added to the Safeguarding Policy to take into account the new ways of working during the pandemic.
- When reading the report, the Assistant Principal asked the members to be mindful that the numbers included in the report are not a true reflection of the overall picture as the pandemic has really distorted the figures.
- The appointment of an Active Wellbeing Lead is key despite learners only being on site for very limited amounts of time. This demonstrates the College's commitment to the learners' wellbeing.

- The College is continuing to use eSafe, a software monitoring tool.
- 577 staff and 11 out of 17 governors have completed the Prevent e-learning module. 14 out of 17 governors have completed the safeguarding e-learning module.
- The key activities within the report were discussed, most notably being highly commended for the AoC Beacon Award for Mental Health and Wellbeing. The members were informed that the College has been shortlisted again in 2020/21.
- The impacts of COVID-19 on various areas of wellbeing and the College's response were discussed.
- Appendix 2 is in response to the action on the Action Tracker which showed that only 28 learners received help from or were referred to an external agency in 2019/20 which is very low when compared to the number of cases of internal wellbeing support.
- The learner achievements comparing those learners that had accessed wellbeing support and those that didn't for retention (91.5% v 89.3%), attainment (84.2% v 81.9%) and success (77.1% v 73.2%) were discussed.

The members fed back that the report was excellent and very comprehensive. A member questioned whether the number of hours that personal tutors had been given had increased due to the importance of this role and also asked what are the changes that the College has had to implement. The Assistant Principal explained that officially there has been no increase in the number of hours, however, there has been a steer that the time normally used for e-tutorials could be used to connect with individual learners instead. In January, parents/carers will be sent personalised learner targets so that they are aware of what the learners are aiming for.

There has been an increase in the wellbeing provision through the employment of the Active Wellbeing Lead and also the offer of drop-in support. Mrs S Davies, staff governor, added that the e-tracker target setting tool is working well.

A member questioned how the College deals with learners who disengage following the recent news article about the death of a learner in Manchester. The Assistant Principal commented that all institutions can always do more, but the College's approach when lockdown first hit was to immediately switch to telephone communication with high-risk and vulnerable learners. The College also distributed laptops and sanitary products which gave opportunities to see to learners. With enrolment taking place online for 2020/21, risk indicators were built into this system.

The student governor was asked to feed back on her experience and she used the words "phenomenal", "outstanding" and "couldn't fault it" to describe the College's response to the handling of the pandemic. She further added that the College's enthusiasm to be inclusive is something that she's very proud of.

A member raised his concern about wellbeing in sport with the news coverage about head injuries being such a serious issue. The Principal explained that the College is responsible for the health, safety and wellbeing of all staff and learners and this is something that is on the agenda for discussion at the next ColegauCymru Active Wellbeing meeting. The Assistant Principal added that an active wellbeing strategy is being developed now that that Active Wellbeing Lead has been appointed.

The Governing Body noted the Safeguarding Annual Report for 2019/20.

### **Safeguarding Policy**

The Assistant Principal explained that all changes to the policy were highlighted in yellow. There haven't been any major changes to the policy; the changes made are to reflect changes in terminology and the additional responsibilities for the Principal and designated lead role.

The Assistant Principal reminded the governors that hadn't completed the safeguarding training that it is a mandatory requirement.

The Vice-Chair thanked the Assistant Principal for the work done on the annual report and policy and stated that when he stands down in October 2021, the Governing Body will need to appoint a new designated governor for safeguarding. The Chair thanked the Vice-Chair for his work in this area and the Assistant Principal thanked the Vice-Chair for all of his support, counsel, time and commitment.

The Governing Body APPROVED the Safeguarding Policy.

## **11. HR POLICIES**

The Governing Body were asked to consider and approve the following three HR policies:

- Mediation
- Grievance
- Bullying and Harassment

The Director of People explained that the policies had been reviewed in line with legislation and the ACAS Code of Practice so that they are people-centred and inclusive. The policies had been reviewed by staff, SLT and trade unions. The Resource Planning Committee had reviewed the policies in its meeting held on 26 November and recommended to the Governing Body that all three are approved.

One member fed back that the policies are very clear and that she liked the flowcharts contained within them.

The Governing Body APPROVED the Mediation, Grievance and Bullying & Harassment policies.

## **12. CAMPUS DEVELOPMENT UPDATE**

The Vice-Principal presented the executive summaries of the progress reports for the STEAM Academy and Landbased Centre and informed the members that the full reports are received by the Resource Planning Committee. The following update was given:



- The project has been delayed by a further five days (to 27 June 2021) as the College spent this time reviewing the internal design of the building. Workshops were held with curriculum teams to ensure the learning spaces are exactly what are required.
- The contingency is at £xxxk [redacted] but this is now at threat. The contractors (ISG) have issued an early warning notice due to the delay in connecting the electricity and water supply to the STEAM Academy. If this isn't in place by 5 January 2021, we have been advised that there may be a £xxxk [redacted] extra cost for the project. There was a meeting being held the day after the meeting with the College's solicitors on this matter. Ms T D'Souza stated that at the point of any decision on this, she would not take part as she is employed by the company advising the College on this.

*5.55pm - Mr H Llewellyn left the meeting*

The Vice-Principal informed the members that the College had recently received the second valuation for the site where the town centre could potentially be built. This will be discussed with BCBC and work on developing a business case will commence in the spring term with the hope of fast tracking the project from the 21st Century School Band C programme (2024-2029) to Band B (2019-2024). The Governing Body discussed that BCBC has released its 10 year plan for the town centre to the public and the consultation is now live. Cllr Dr C Smith gave feedback that the early views from key stakeholders are that the movement of the College to a town centre location is overwhelmingly positive. The members were informed that there had been some disappointing comments posted on the College's social media pages about the move which are being closely monitored.

The members noted that work is continuing on the LDP for the land on the Pencoed campus.

### **13. COLLEGE COMPLIMENTS AND COMPLAINTS**

The members noted this report and the Principal thanked Mrs M Glover for compiling it. The members commented that they liked seeing the compliments as well as complaints but in future it needs to be anonymised.

### **14. CORPORATE KPIS**

The Vice-Principal highlighted the red KPIS.

KPI 1 - Minimum of 90% successful completion - the Learner Outcome Report shows that this is currently at xx% [redacted]. This outcome has been significantly affected by the pandemic.

KPI 5 - Minimum of 2% of turnover as operational surplus - the College has set a deficit budget for the year due to the pandemic.

The staff cost ratio KPI was also highlighted as the target is that staff costs should not exceed 65% of turnover. This is currently at xx% [redacted] due to increased teaching and learning costs associated with the pandemic. The aim is to reduce this percentage during the year but it may not be possible to bring this back down to 65% by the year-end.

The Governing Body noted the update.

**15. COMMITTEE MINUTES:**

**15.1 AUDIT COMMITTEE - 22 OCTOBER 2020 (UNCONFIRMED)**

The Members **RECEIVED** the minutes.

**15.2 SEARCH & GOVERNANCE COMMITTEE - 12 NOVEMBER 2020 (UNCONFIRMED)**

The Members **RECEIVED** the minutes.

**15.3 CURRICULUM & QUALITY COMMITTEE - 12 NOVEMBER 2020 (UNCONFIRMED)**

The Members **RECEIVED** the minutes.

**15.4 JOINT AUDIT AND RESOURCE PLANNING COMMITTEE -26 NOVEMBER 2020 (UNCONFIRMED)**

The Members **RECEIVED** the minutes.

**15.5 RESOURCE PLANNING COMMITTEE -26 NOVEMBER 2020 (UNCONFIRMED)**

The Members **RECEIVED** the minutes.

**16. ANY OTHER BUSINESS**

None

**DEBRIEF**

- The Safeguarding item was excellent
- A good set of papers and concise presentations
- A great meeting with open and transparent papers
- Well chaired. The items were covered in good time as the agenda was extensive.

The Chair commented that the College is continuing to maintain quality and high standards in very challenging circumstances which is very pleasing.

The Chair thanked everyone for their attendance and wished everyone Merry Christmas. The meeting closed at 6.10pm.