

**MINUTES OF THE GOVERNING BODY MEETING
HELD ON 9 DECEMBER 2021 AT 4.30PM VIA GOOGLE MEET**

PRESENT:

Mr Hayden Llewellyn - Chair for agenda items 1 and 2
Mr Jeff Greenidge - Chair for agenda items 3 onwards
Ms Emma Adamson
Dr John Graystone
Miss Esmie Guild - Student Governor - *left at 5.11pm*
Mr Konrad Halabuda - Staff Governor
Ms Alwena Morgan
Mrs Joanne Oak
Mr Joshua O'Sullivan-Woodward - Student Governor
Mr Simon Pirotte - Principal
Mrs Satwant Pryce

IN ATTENDANCE

Mr Joe Baldwin - Assistant Principal, Learner Journey
Ms Viv Buckley - Deputy Principal
Mrs Rachel Edmonds-Naish, Head of STEM (Observer)
Mrs Nicola Eyre - Clerk
Mr Andrew Gibbs - Vice-Principal
Mr Jon Nottingham, Active Wellbeing Lead (supporting the student governors)
Mrs Carys Swain, Head of Welsh - *agenda items 1 - 7 only*
Ms Janine Nightingale, Corporate Director for Communities at BCBC - *agenda item 8 only*
Cllr Dr Charles Smith, Cabinet Member for Education and Regeneration at BCBC - *agenda item 8 only*

The meeting opened at 4.30pm.

Mr Hayden Llewellyn, Chair of the Audit Committee, acted as Chair for agenda items 1 and 2.

1. ACTING CHAIR'S WELCOME

The Acting Chair welcomed everyone to the meeting.

Mr Jeff Greenidge left the meeting for agenda item 2.

2. APPOINTMENT OF CHAIR

The Governing Body unanimously agreed to appoint Mr Jeff Greenidge as Chair for a three year term with immediate effect.

Mr Jeff Greenidge rejoined the meeting and the Acting Chair congratulated him on his appointment.

Mr Greenidge thanked the Governing Body and he assumed the role of Chair.

3. APOLOGIES FOR ABSENCE

The following apologies were noted - Ms Trish D'Souza, Mrs Judith Evans, Mrs Dawn Lewis-Whelan and Mrs Julia Longville.

An apology for absence was received from Mrs Sara Davies (Staff Governor) after the meeting. Mrs Davies was hoping to join the meeting late but her teaching commitment prevented this.

4. DECLARATIONS OF INTEREST

There were no declarations.

5. MINUTES OF THE GOVERNING BODY MEETING HELD ON 14 OCTOBER 2021

The minutes of the Governing Body meeting held on 14 October 2021 were approved as an accurate record of the meeting.

6. MATTERS ARISING

6.1 Action Tracker

There were nine actions on the action tracker - five green, three amber and one blue.

The Clerk provided updates for each of the actions. A decision was made to move the action on the role of awarding bodies and Qualifications Wales to the Curriculum & Quality Committee (**ACTION - NE**).

7. WELSH LANGUAGE ANNUAL REPORT

Mrs Carys Swain, Head of Welsh, presented the Welsh Language Annual Report that will be submitted to the Welsh Language Commissioner's Office by the end of January deadline.

Mrs Swain reported that there is lots of exciting work taking place around the Welsh language at the College and thanked the Governing Body for their continued support. Mrs Swain also invited the members to join a Welsh language course that is starting in January.

The Chair commented that he liked the inclusive approach that had been adopted and that the report shows that the College has been very proactive and demonstrates the commitments and practices in place.

A member echoed that he thought the report was excellent and questioned how the College is addressing the fact that 51 staff members haven't completed their Welsh language skills on MyPage. Mrs Swain stated that she'll be working with HR to try to get as many staff members as possible to complete these prior to the submission of the report.

Another member said that she'd like to meet with Mrs Swain outside of the meeting to have a discussion about the techniques the College uses to encourage Welsh speaking learners to see their bilingualism as an asset and how this enhances their employability skills (**ACTION - NE**).

Mrs Swain further explained that the employment of a Student Engagement Lead responsible for Welsh has really helped promote the Welsh language at the College and is helping learners to recognise how valuable these skills are. This led into a discussion about the Welsh language skills amongst staff members and how these are tracked. Mrs Swain explained that all staff are encouraged to engage in Welsh language training and are given the time to undertake this. These are then tracked internally.

The priorities around the Welsh language were questioned e.g. getting staff and learners from Level 0 to 1 or Level 3 to 4. Mrs Swain explained that all staff are given the opportunity to learn and speak Welsh and that Welsh speakers must be able to access information and training through the medium of Welsh. The current priorities are in Health and Social Care and Childcare and this will expand with time. Learners have ten rights that fit into the Welsh Language Standards.

The Welsh-speaking Student Governor fed back that she thought that the Welsh language is really important and that it is a big part of her life. She commented that she feels a lot more confident to use Welsh at the College than she did at school and through her role as Welsh Ambassador (five in total), is looking to promote its use as much as possible.

The Governing Body noted that there are approximately 200 Welsh speaking learners enrolled but they are spread out on a number of different courses and campuses. This is challenging for the College but work is ongoing to ensure that the Welsh language is being actively promoted. The core skills digital badges include Welsh language skills.

Mrs Swain concluded her presentation by stating that there are lots of exciting developments around the Welsh language at the College.

The Governing Body noted the report and the Chair thanked Mrs Swain for attending.

4.55pm - Mrs Swain left the meeting

The order of the agenda was rearranged as Ms Nightingale and Cllr Dr Smith were attending from 5pm onwards.

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

The Principal opened his presentation with the sad news that that day one of the College's employees, Mr Chris Clements, had passed away. The Principal and Chair, on behalf of the Governing Body, wished for their sympathies and condolences to be recorded in the minutes.

The Principal also reported the resignations of Mrs Sam Morgan, Director of People and Mr Christian James, IT Manager. They are both due to leave the College by the end of February.

The Principal gave the following update:

- Covid case numbers continue to be low, especially compared to other organisations. However, there is a lot of disruption due to staff and learners having to self-isolate or care for dependents.
- The two day professional learning event at the end of this term is now taking place online and the campuses will physically close on Wednesday 15 December.
- The College may need to get messages out to staff and learners after the Welsh Government's next 21 day review which falls during the Christmas holidays. There are systems in place for this.
- [Redacted]
- Ongoing discussions are taking place with awarding bodies about examinations next summer due to the continued disruption to learning this year. Also, it was noted that many of the awarding bodies used by the College are based in England which presents a number of challenges.
- Mrs Mel Glover, PA to the Principal, was a finalist in the PA of the Year Awards.
- Mr Paul Croke has been short-listed for the IoD Non-Exec Director of the Year Award. The awards ceremony is being held mid-January.

The Chair invited feedback from the members.

A member commented that she thought the opening of the STEAM Academy had gone very well and wished to acknowledge the efforts that had gone into this. The Principal stated that it was Mr Joe Baldwin, Assistant Principal (Learner Journey), and his team who had worked tirelessly to ensure the smooth running of the day. Also, a thank you was given to this team also for the success of the HE graduation ceremonies.

The Principal finished by saying that everyone who visits the STEAM Academy is very impressed and this is instilling confidence for the development of the town centre campus.

5.00pm - Ms Janine Nightingale and Cllr Dr Charles Smith joined the meeting.

8. CAMPUS DEVELOPMENT UPDATES - STRICTLY CONFIDENTIAL

[Redacted]

10. CLERK'S GOVERNANCE REPORT FOR 2020/21

The Governing Body approved the two Clerk's Reports for onward submission and publication. The feedback on the reports was very positive.

11. GOVERNANCE MATTERS

Items recommended for approval

- Use of College Seal - the Governing Body retrospectively approved the use of the College Seal for the Joint College Agreement for the Additional Learning Needs

Transformation Grant and the WEPCo Deed of Adherence Completion Pack on 19 November 2021. The Clerk had informed the members via email on the day it was applied.

- Appointment of Vice-Chair - the Governing Body approved the process for appointing the new Vice-Chair and noted that one person has already expressed an interest in taking on this role.

Items for noting

- Resignation of Cllr Dr Charles Smith - this had been noted under agenda item 8.
- Governor 'Managing Investigations' training - the members noted that three Governing Body members and the Clerk attended this training on 22 November.
- Clerk's training - the Governing Body noted the training undertaken by the Clerk.

12. SAFEGUARDING

The Assistant Principal (Learner Journey) presented the Safeguarding Annual Report for 2020/21. The following points were highlighted:

- Mr D John Finch had retired in October of this year and Mrs Dawn Lewis-Whelan replaced him as the governor with responsibility for safeguarding.
- In April 2021, the internal auditors undertook an audit of the safeguarding processes and procedures and gave a substantial assurance judgement.
- From September 2020, the recording of safeguarding instances has moved from an in-house database to a cloud-based system. Therefore the comparisons with previous years are not as readily available. However, going forward, it will be possible to analyse any trends.
- The College won the AoC Beacon Award for Mental Health and Wellbeing.
- The College achieved "Gold" status in Mind's Workplace Wellbeing Index.
- Full accreditation with the Carers Federation was achieved.
- The number of referrals to outside agencies has more than doubled compared to 2019/20.
- The three areas of focus were:
 1. Mental Wellbeing
 2. Attendance
 3. Personal relationships

The Chair thanked the Assistant Principal for the detailed report and for the reassurances that these gave to the Governing Body.

13. STATUTORY ANNUAL ACCOUNTS FOR 2020/21

The Vice Principal presented the Internal Audit Annual Report, the Audit Committee's Annual Report and the External Auditor's Audit Findings Report. The Vice-Principal highlighted the following key information:

- The College is reporting a (£613k) deficit for the year primarily due to the inclusion of £809k of exceptional costs (impairment of buildings no longer in use on Cowbridge

Road due to the opening of the STEAM Academy). Without these, a surplus of £231k would have been reported.

- The year-end cash position is very strong. Last year's cash position was distorted by the inclusion of WG funding for the STEAM Academy.
- Income is £4million higher than in 2019/20 due to the additional WG funding received to support the College during the pandemic (£24.3m compared to £20.7m in 2019/20).
- The staff costs/income ratio was xx% (target is 65%). The College is closely monitoring this as the additional WG funding is unlikely to continue and therefore, staff costs need to be managed accordingly.
- The Balance Sheet is still showing a net liability position due to the pension liability. However, this improved by over £10m from 2019/20.
- When the non-cash pension adjustments of £3.5m are added back to the surplus, this reflects an operational surplus of £4.4m. This adjustment alongside the other non-cash impacts totalling £1.4m, generates an underlying cash surplus of £4.3m, up from £3.7m in 2019/20 which shows that the College performed strongly during the year.
- There were no issues raised in the Audit Findings Report.

The Vice-Principal thanked the Finance Team and the External Auditors for their work in producing another clean audit this year.

The Chair asked the Governing Body to consider the recommendations within the report:

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.

6.36pm - Ms Alwena Morgan left

14. MANAGEMENT ACCOUNTS 2021/22 INCLUDING KPIS

The Vice-Principal presented the Management Accounts to 31 October 2021 (1st quarter) and explained that the original deficit budget of (£xxm) has been reduced to a (£xxm) deficit [redacted]. The reasons were contained in the bridging table of the report. It was noted that the revised forecast includes the £xxxk [redacted] for the proposed 1.75% pay award. Without the inclusion of this, there would have been a greater improvement in the forecast.

The Vice-Principal commented that the sector is hopeful of further WG funding during 2021/22 to support colleges as the pandemic is still continuing.

The Governing Body noted the update.

15. INTERNAL AUDIT PLAN 2021/22

The Vice-Principal presented the Internal Audit Plan for 2021/22 and explained that it's being presented much later than in other years due to the change in auditors. The members' attention was drawn to the three-year rolling strategic plan in Appendix C on pages 5 and 6 and noted that seven internal audits are planned for the current year.

The Governing Body approved the Internal Audit Plan for 2021/22.

16. POLICIES

16.1 Ethical Finance and Investment Policy

The Governing Body approved the amendment of this policy from a policy to a statement of intent following an in-depth discussion at the joint Audit and Resource Planning Committee meeting in November.

17. CORPORATE KPIS

There were two red and one amber KPIS:

- KPI 1 (red) - Achieve a minimum of 90% successful completion for all learning pathways - this is based on the 2019/20 results until the outcomes for 2020/21 are confirmed.
- KPI 5 (red) - Achieve a minimum of 2% turnover as operational surplus - this was reported on in agenda item 14.
- KPI 7 (amber) - Sustain staffing costs of no greater than 65% of income - the KPI for December was xx% [redacted]. The Vice-Principal explained that this percentage has been distorted due to the release of deferred income from the previous year and also the impact of staff on fixed-term contracts to support teaching and learning during the pandemic. This percentage should revert back to approximately 65% when the fixed term contracts end.

A member questioned whether there are any early indications showing that the staff costs/income ratio will continue to be higher than the target at the year-end. The Vice-Principal commented that it is possible that it could be above 65% but is unlikely to be as high as xx% [redacted]. A clearer picture will be known after the February forecast has been performed.

The Governing Body noted the update.

18. COMMITTEE MINUTES:

18.1 SEARCH & GOVERNANCE COMMITTEE - 30 SEPTEMBER 2021

The members **RECEIVED** the minutes.

18.2 RESOURCE PLANNING COMMITTEE - 7 OCTOBER 2021 (CONFIRMED)

The members **RECEIVED** the minutes.

18.3 SPECIAL MEETING OF THE SEARCH & GOVERNANCE COMMITTEE - 11 OCTOBER 2021

The members **RECEIVED** the minutes.

18.4 AUDIT COMMITTEE - 18 OCTOBER 2021

The members **RECEIVED** the minutes.

18.5 CURRICULUM & QUALITY - 11 NOVEMBER 2021

The members **RECEIVED** the minutes.

18.6 JOINT AUDIT AND RESOURCE PLANNING COMMITTEE - 25 NOVEMBER 2021

The members **RECEIVED** the minutes.

18.7 RESOURCE PLANNING COMMITTEE - 25 NOVEMBER 2021

The members **RECEIVED** the minutes.

19. ANY OTHER BUSINESS

The Principal proposed that now that the HE graduation ceremonies date for 2022 had been confirmed, he'd like to seek approval from the Governing Body for Paul Croke to receive a fellowship at one of these ceremonies. The Governing Body unanimously approved this proposal to award a College Fellowship to Paul Croke.

DEBRIEF

- It was a long meeting with a significant amount of papers.
- There were some surprises from the BCBC presentation.
- The BCBC presentation should have included some visuals as not all members are familiar with the layout and geography of the site.

6.55pm - Mr Hayden Llewellyn left the meeting

- The papers were comprehensive and of a high quality once again.
- There were some technical issues.
- The Principal suggested that the Away Day planned for the new year is split between discussing EDI and the town centre campus.

The Chair thanked everyone for their attendance and the meeting closed at 6.58pm.