

**MINUTES OF THE GOVERNING BODY MEETING
HELD ON 27 OCTOBER 2022 AT 4.30PM - STEAM ACADEMY CONFERENCE ROOM**

PRESENT:

Jeff Greenidge - Chair
Lisa Dobbs - Staff Governor - left at 5.26pm
Judith Evans
Julia Longville
Ruby Llewelyn - Student Governor
Claire Marshall
Joshua O'Sullivan Woodward - Student Governor
Joanne Oak
Simon Pirotte - Principal
Satwant Pryce

IN ATTENDANCE

Viv Buckley - Deputy Principal
Nicola Eyre - Clerk
Andrew Gibbs - Vice-Principal (Resources)
Jon Nottingham - Active Wellbeing Lead (supporting the Student Governors)

The meeting opened at 4.36pm

1. CHAIR'S WELCOME AND APOLOGIES FOR ABSENCE

The Chair formally welcomed everyone to the meeting.

Apologies for absence were received from Trish D'Souza, Emma Adamson, Marion Evans (Staff Governor), Hayden Llewellyn, Dawn Lewis-Whelan and Joe Baldwin (Vice-Principal (Learner Journey, Systems and Inclusive Practice)).

Dawn Lewis-Whelan was unable to attend this meeting due to work commitments but joined the Reserved Business meeting that was held immediately after this meeting.

2. DECLARATIONS OF INTEREST

There were no declarations of interest.

3. SETTING THE SCENE FOR 2022/23

The Chair gave an introduction about the strategic aims and mission of the College and invited the student governors to give feedback on their first half term of the 2022/23 academic year.

Ruby Llewelyn (Level 3 Creative Media - second year studying at the College):

- Last year there were issues as the building (STEAM Academy) wasn't completely finished. However, this year, the full kit is installed and this means that students on her course are more productive.
- The building is light and airy which is fantastic to learn in. Ruby explained that she chose Creative Media because she wanted to study in the STEAM Academy due to its look and feel.
- There have been no issues on her course or in the College in general and feels that the College is an inclusive place to study.
- Her course tutor, Clare Pompa, has been amazing and really supportive.
- Ruby informed the Governing Body that she's been awarded a scholarship for "Females in Leadership" with Tiny Rebel and said that if it hadn't been for the encouragement from her tutor, she wouldn't have applied.
- When asked if there's anything she'd like to see improved, Ruby said that the College should keep doing what it's doing and ensure the equality of opportunity for all students.

The Principal gave a brief background about the scholarship programme and recommended that a fuller presentation is given about the scheme at a future Governing Body meeting (**ACTION - NE**).

A further discussion was held about the qualities that Clare Pompa has that can be shared with other staff throughout the College.

Joshua O'Sullivan-Woodward (HND Countryside Management - fourth year studying at the College):

- Joshua said that he was really enjoying the course.
- The number of enrolments on his course has doubled since he joined four years ago which has been really pleasing.
- The new STEAM Academy and Landbased Centre buildings are brilliant.
- When asked what he thought about the new town centre campus proposal, Joshua said that he thinks that it will be very good for the College and also that it'll bring people into the town.

The Chair thanked Ruby and Joshua and stressed the importance of hearing from students at meetings.

4. MINUTES OF THE GOVERNING BODY MEETING HELD ON 30 JUNE 2022

The minutes of the Governing Body meeting held on 30 June 2022 were approved as an accurate record of the meeting.

5. MATTERS ARISING

5.1 Action Tracker

There were four actions on the Action Tracker - one green, one blue, and two ongoing actions.

The Clerk provided updates for each of the actions and it was agreed that the action in relation to the car park spaces for the town centre campus is to be removed from the tracker.

5.2 Completed Actions 2021/22

The Governing Body noted the completed actions for 2021/22.

6. PRINCIPAL'S UPDATE

The Principal reported on the following:

- In previous Governing Body meetings, there has been discussions about having a greater focus on teaching and learning. The Principal recommended that a standing "Teaching & Learning" item is added to the agenda. The Governing Body approved this recommendation (**ACTION - NE**).
- At a recent meeting with Lindsay Harvey, Corporate Director for Education and Family Support at BCBC, one of the discussions was about the drop in attendance rates in schools (6-7%) and the increase in behavioural issues since the lockdowns. The Principal explained that the College is experiencing the same issues and that staff are working hard to address both of these. The importance of getting students back into College and being part of a community was highlighted.
- The focus for this academic year is on students' results and feedback as both of these were not as positive for 2021/22 as they've been in previous years. Staff PDRs (Performance Development Reviews) are including discussions on this.
- [Redacted]
- One of the College's strategic objectives is to achieve a top 10 place in the Sunday Times 100 Not For Profit Sector Companies list. Since the 2020-25 Strategic Plan was written, the public and private sectors in the list have merged and become the "Best Large Companies to Work for in the UK". It was noted that the College is placed:
 - Number 22 in the Best Large Companies to Work for in the UK (previously 24th in the public sector category)
 - Number 8 in the Best Companies to work for in Wales
 - Number 3 in the Education and Training Best Companies to Work for in the UK - the highest ranked FE college in the UK.
- The College has been awarded 'Gold' status for the third year running in Mind's Workplace Wellbeing Index which demonstrates the College's commitment in this area.
- In July, the College was highly commended for "2030 Climate Action" at the International Green Gown Awards. The Principal commented that it is really pleasing to be recognised internationally for work in this area.
- The Day Nursery, led by Lisa Dobbs (staff governor), were finalists in the National Day Nurseries Association's 'Nursery of the Year' category which demonstrates the high standards of care and provision at the nursery.

The Chair thanked the Principal for the update and commented that the process in applying for awards is as important as the awards themselves.

The members noted the update.

7. GOVERNANCE MATTERS

The Governing Body APPROVED the following:

- The Clerk's Report for 2021/22.
- The format for Governing Body and committee meetings. All Governing Body meetings are to be held in person and all committee meetings are to be held online unless the Committee Chair calls for an in-person meeting. A degree of flexibility is to be adopted to ensure maximum attendance.

The Governing Body NOTED the following:

- Chair's action - the release of £xxx [redacted] of additional design fees from the £xxx [redacted] budget for the town centre campus to take the project to RIBA Stage 4. The Governing Body had been informed via email on 17 October that the Chair had taken this action after consulting with the Vice-Chair, Principal, Vice-Principal (Resources) and Chairs of the Resource Planning and Audit Committees. Ratification of the decision took place in agenda item 8 - Campus Developments.
- Claire Marshall's appointment on 6 September 2022 that had been approved electronically and ratified at the Away Day on 23 September 2022.
- Alwena Morgan resigned on 31 July 2022.
- John Graystone's second term of office ended on 22 October 2022.
- Julia Longville's term of office ends on 19 December 2022.
- The Governing Body's 2021/22 Self Assessment and 2022/23 Skills Analysis.
- Feedback from one-to-one meetings with the Chair and Vice-Chair will be discussed at the November Search & Governance Committee meeting.
- Learner Walks:
 - Judith Evans - Services to People, Business and Step Up with Karen Lamprey (Head of Curriculum - Services to People and Skills)
 - Trish D'Souza - Engineering and tour of the STEAM Academy with Dale Patrick (Curriculum Manager - Science and Engineering)
 - Lisa Dobbs - Sport with Clare Newman (Curriculum Manager - Education, Sport and Public Services)
 - Marion Evans took part as a teaching member of staff.
 - Satwant Pryce, Lisa Dobbs and the Clerk took part in an extended learner walk in the Engineering department. A return visit is planned for the end of April to see the students' progression.
- Paul Croke and Dan Biddle were awarded College Fellowships at the HE Graduation Ceremonies on Saturday 15 October. Jeff Greenidge, John Graystone, Trish D'Souza and Ruby Llewelyn represented the Governing Body on the day.

The Chair commented that the graduation ceremonies and Away Day have been good ways for the Governing Body to reconnect in person.

The Vice-Chair said that she felt the one-to-one discussions went well and were very beneficial as they were an opportunity to meet and discuss matters with members who she had not previously met with on an individual basis.

8. CAMPUS DEVELOPMENTS

Town Centre Campus - **STRICTLY CONFIDENTIAL**

Town Centre Campus - Design Costs

The Vice-Principal (Resources) thanked the members for approving the release of the additional design fees electronically to take the project to the RIBA Stage 4 and emphasised that this was due to timing issues. The members noted that there has not been an increase in the project cost.

The Governing Body ratified the request for a £300k increase to the design fees budget (total = £2.0million) - email sent from the Vice-Principal (Resources) on 11 October 2022.

The Governing Body ratified the Chair's action taken on 15 October 2022 whereby a further £400k of design fees was approved taking the total to £2.4m. The Chair had consulted and obtained the approval of the Vice-Chair, Principal, Vice-Principal (Resources) and Chairs of the Resource Planning and Audit Committees prior to taking the action.

Town Centre Campus - Outline Business Case (OBC)

The Vice-Principal (Resources) explained that the OBC had been submitted to the Welsh Government (WG) and that it is hopeful that a decision will be made later this month. The members noted that this still doesn't commit the Governing Body to approve the overall project.

Town Centre Campus - Planning Process

The members noted that the planning application will be submitted on Monday 31 October by the design team which is two weeks later than planned. It was noted that this should not cause a delay in its approval (BCBC's timeline was explained to the Governing Body).

Town Centre Campus - Demolition and Impact on Timeline

The Vice-Principal (Resources) reminded the members of the cost implications of delays to the demolition timeline that were raised at the Away Day in September. The Vice-Principal (Resources) explained that he had met with the BCBC officer responsible for the demolition earlier that week and that they were working to an April 2024 date. However, this date is dependent on Network Rail agreeing to this timeline. The impact of the delay to April 2024 could be a £750k-£1.5m increase in costs if the main building is to open in September 2025. The increase in risk for both the timing and cost of the project was stressed, however, there is no risk to the delivery of the campus.

The Vice-Principal (Resources) said that a recommendation from the Resource Planning Committee (RPC) was for a Joint Project Board to be established for accountability reasons. BCBC has agreed to this and it was noted that the first meeting was being held the day after this meeting. The Governing Body supported the establishment of the Joint Project Board.

A member queried whether BCBC would share the financial burden of the delays. It was agreed that this is highly unlikely and it was discussed that BCBC know that the College has already committed £2.4m to the project and will therefore proceed, especially as the

Cowbridge Road campus is no longer fit for purpose. The Principal explained that the Governing Body may be asked in the future to make a decision to fund the extra costs of up to £1.5m or to keep the Cowbridge Road campus open for another year.

Another member questioned whether the Aldi site would be a better alternative to the multi-storey car park. The Vice-Principal (Resources) said that this has been considered along with the neighbouring shopping centre, but the project would need to start all over again and therefore, these have been ruled unfeasible. It was agreed that there isn't an obvious Plan B.

The Chair queried whether there is any reputational damage for the College and BCBC. The Principal said that the delivery of the town centre campus was in the Labour Party's election manifesto. Another member questioned whether any political leverage could be applied. The Principal explained that the Deputy Principal spoke with Vaughan Gething, Minister for the Economy of Wales, about this issue when he visited the College earlier in the week.

A discussion took place about Network Rail not engaging with BCBC until a demolition tender process is underway (due to start in January 2023 with appointment due in April 2023). The Chair of RPC underlined the importance of having an agreed timeline with each party being assigned deadlines so that the project doesn't slip any further.

Town Centre Campus - Risks

The Governing Body were reminded of the risks to the project that were discussed at the Away Day.

Land Purchase - Lynwood Farm, Brynna

The Governing Body noted that this sale had now completed.

Pop-up Shop Project

The Governing Body noted that the College had taken a short lease on a retail unit in the town centre.

R Block use by Heronsbridge School

The Governing Body noted that Heronsbridge School is using the redundant R Block (former Engineering block) on a rent free basis until their new school is built in 2026.

Sustainable Garden

The Governing Body noted that the funding had already been secured and approved the awarding of the contract to Kier.

5.26pm - Lisa Dobbs left the meeting

9. POLICIES FOR APPROVAL

Governing Body Recruitment and Selection Policy

The Governing Body approved the Governing Body Recruitment and Selection Policy

10. INTERNAL AUDIT PLAN FOR 2022-23

The Audit Committee reviewed and recommended the approval of the Internal Audit Plan for 2022/23 at its meeting held on 13 October 2022.

The Governing Body discussed and agreed that the Internal Audit Plan links to the Risk Register.

The Governing Body approved the Internal Audit Plan for 2022-23.

11. RISK REGISTER AND CORPORATE KPIs

Risk Register

The Vice-Principal (Resources) explained that the Risk Register had been reviewed and recommended for approval by the Audit Committee at its meeting held on 13 October 2022.

The Governing Body approved all of the recommended amendments and approved the addition of Risk 12 *'Failure to meet sustainability and carbon net zero commitments leads to reputational damage, failure to meet college values, a weakened ability to attract and retain new students and staff, an inappropriately skilled workforce leading to a failure to develop a suitable curriculum for a zero carbon economy, contribution to global climate, ecological and social breakdown'*.

It was noted that two new risks in relation to Work Based Learning and Equality, Diversity and Inclusion may be added at the new review.

A member queried whether a risk should be added about the general instability of the financial and political situation or included within one of the existing risks. It was acknowledged that the College has no control over it but it was questioned whether it should be reflected on the register. It was agreed that the SLT will give this some thought when the register has its next half-termly review (**ACTION - SLT**). The more regular reviews of the Risk Register were welcomed by the Governing Body.

The Vice-Principal (Resources) explained to the Governing Body that there is a meeting with the WG after half term to discuss the funding methodology and there is the possibility that cuts may be made to the College's funding in the future.

Corporate KPIs

The Vice-Principal (Resources) explained that these are very static measures.

It was noted that KPI 5 'Achieve a minimum of 2% turnover as operational surplus' is red due to a deficit budget being set for 2022/23 and that KPI 7 'Sustain staffing costs of no greater than 65% of income' is also red due to the withdrawal of some WG funding streams that were in place during the pandemic to support students and staff. It was noted that the College will undertake a review to reassess the cost base in line with the reduced income levels.

A member queried how the percentage of staffing costs compares with the sector. The Principal explained that this will vary depending on a number of factors including whether other colleges outsource any services. Therefore, the College focuses on internal trends and benchmarks to understand the reasons behind the changes in the KPI measures.

The Governing Body noted the Corporate KPIs.

12. UPDATE ON THE DRAFT 2021/22 ACCOUNTS (INCLUDING KPIS)

The draft Income & Expenditure Statement was presented which showed an improvement in the operating profit from £xxx [redacted] in the May Forecast to £xxx [redacted] at 31 July 2022. The bridging table showing the changes in the costs and income levels was explained. The members' attention was brought to the £xxx [redacted] write off of design costs for the town centre campus that negated a lot of the cost savings/increased income.

The Governing Body noted the pension accounting adjustments.

It was noted that a fully audited set of financial statements will be presented at the joint Audit and RPC in November and then to the Governing Body in December.

The Governing Body noted that the cash balance at the year-end was £xxx (xx cash days) [redacted] which was inflated due to the delayed completion of some capital projects. The position at the end of August 2022 was £xxx [redacted].

[Redacted]

The Governing Body noted the update.

13. COMMITTEE MINUTES

13.1 CURRICULUM & QUALITY - 21 JUNE 2022

The Governing Body RECEIVED the unconfirmed minutes.

The Chair of the committee informed the Governing Body that several managers and staff attend these meetings to provide information to the committee which is fully scrutinised. The Chair explained that this meeting was a very positive meeting and that one of the student governors had given a presentation in Welsh about her time studying at the College. The Head of Welsh also delivered her presentation through the medium of Welsh (interpreter present).

The achievement of four learners being selected for the Law "Level Up" programme was celebrated. It was noted that in total, there were 20 spaces in Wales so to have 20% of the places was excellent.

13.2 SEARCH & GOVERNANCE - 5 SEPTEMBER 2022

The Governing Body RECEIVED the unconfirmed minutes.

13.3 RESOURCE PLANNING - 6 OCTOBER 2022

The Governing Body RECEIVED the unconfirmed minutes.

13.4 AUDIT - 13 OCTOBER 2022

The Governing Body RECEIVED the unconfirmed minutes.

14. ANY OTHER BUSINESS

[Redacted]

Bereavements

The Principal informed the Governing Body of the very sad news of the passing of three members of staff since the summer - Alyson Jones, Jeff Roberts and Lucy John. The Principal explained that their families had been written to and that support is in place for them and for staff and students. The Principal said that it had been a very difficult time at the College and that these three very valued members of staff are greatly missed.

VALUES CHECKER

The Chair asked the members whether they felt that the meeting had focussed on the students and staff and it was agreed that everything that was discussed had a big impact on them. It was also agreed that it felt that the Governing Body had operated as a team and been inclusive in its discussions.

Overall, it was felt that there had been a high level of scrutiny as well as the offering of solutions to issues.

The Chair thanked everyone for attending and the meeting closed at 5.57pm.