

CLERK'S ANNUAL REPORT OF THE GOVERNING BODY ON COLLEGE GOVERNANCE FOR 2022-23

This Annual Report covers the statutory and administrative governance work and processes of Bridgend College during the year 1 August 2022 to 31 July 2023. It also includes details on the activities of the Governing Body.

The report is intended to provide assurance that the activities of the Governing Body have been undertaken in accordance with the Instrument and Articles of the Governing Body of Bridgend College.

The report is prepared by the Clerk to the Governing Body and is submitted to the Governing Body for scrutiny, confirmation and adoption. The report, once approved by the Governing Body, is submitted to the Welsh Government on request.

CONTEXT

The aftermath of the pandemic continued to have an impact throughout the 2022-23 academic year and the Principal and Senior Leadership Team (SLT) gave regular updates at Governing Body and committee meetings to keep members informed.

The key discussion item for the Governing Body throughout the year was the development of the Town Centre Campus and this project was formally approved on 6 July 2023 subject to certain conditions being met.



Key People

There were no changes to the roles of Chair, Vice-Chair, Clerk or senior postholders during the year:

Chair - Jeff Greenidge

Vice-Chair - Judith Evans

Clerk - Nicola Eyre

Principal - Simon Pirotte

Deputy Principal - Viv Buckley

Vice-Principal (Resources) - Andrew Gibbs

During the year, the Principal accepted the appointment as the Chief Executive of the new Commission for Tertiary Education and Research (CTER) and tendered his resignation with the effective date of 31 January 2024. The Principal started a secondment to CTER on 4 September 2023 and will take up his full time position in February 2024. The Governing Body has put an interim arrangement in place for 12 months from 1 September 2023 in order to allow time to recruit a new permanent Principal:

- Interim Principal - Viv Buckley
- Deputy Principal (Resources) - Andrew Gibbs (permanent change of title)
- Interim Deputy Principal (Learner Journey, Systems and Inclusive Practice) - Joe Baldwin

Awards

The College was ranked in the top 25 Best Large Companies to work for in August 2022.



In October 2022, the College was awarded the title of Outstanding Training Provider of the Year for large organisations at the Chartered Management Institute's (CMI) Awards ceremony. This award recognises outstanding leaders from around the UK.

Bridgend College learners won an outstanding 30 awards at the 2023 Skills Competition Wales awards ceremony, including the 'Bands Band' accolade for the student music group, Wired. Medals were won across the board, with the College claiming 10 Gold, 18 Silver and 1 Bronze.



Bridgend College was honoured to receive the 'Inspiring Learning Spaces' award at the Education Buildings Wales Awards held in June 2023. The award recognises the vast potential of the STEAM Academy for future students.

The College was awarded Gold for Best Event Experience at this year's Heist Awards, which celebrates excellence in education marketing and communications across the UK. This award recognised the innovative pitch, based on a careers store, at last year's Skills Cymru career and apprenticeship event. The College was one of only four FE colleges in the UK to be shortlisted and only one of Welsh three institutions.



Carys Swain, Head of Welsh and a co-opted member on the Curriculum & Quality Committee, was presented with the Special Contribution accolade at this year's Coleg Cymraeg Cenedlaethol awards. This award recognises an individual within a further education college or apprenticeship provider for their efforts in influencing the Welsh language provision within their organisation.

STRATEGIC MISSION

2020-25 Strategic Plan

Bridgend College's mission is to "BE ALL THAT YOU CAN BE" and this is under-pinned by six core values.

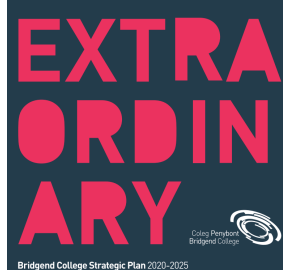
Be all that you can be.

Our Values

Our values are reinforced throughout the college community. Every member of staff, learner and partner lives and breathes our core values that make up every aspect of college life.



Be	People Centred
Be	Inspirational
Be	Passionate
Be	Innovative
Be	A Team Player
Be	Inclusive



The Strategic Plan for 2020-25 is built around the ambition of being "Extraordinary" by being *Excellent*, *Efficient* and *Engaging*. A video was developed to show the ambition for the Strategic Plan -

<https://www1.bridgend.ac.uk/our-strategic-plan>

We will be:

**Excellent
Efficient
Engaging**

How the Plan was formulated is set out in the [2021-22 Clerk's Report](#).

PERFORMANCE OF THE GOVERNING BODY

The Governing Body and co-opted members are required to conform with the seven Nolan principles and this is evidenced by the acceptance of the Code of Conduct on an annual basis.

The Governing Body and its committees use a balance of challenge and support in the way that it governs the College. There is a very strong working relationship between the Governing Body, its committees and the SLT which is a key strength and helps ensure that resources are used efficiently and effectively. The reputation of the Governing Body is

resulting in the recruitment and appointment of very strong governors and co-opted members.

The Estyn Inspection Report published in July 2022 stated that:

“Governors have a clear and secure understanding of the college’s current strengths and areas for development. They recognise the need to provide robust challenge and support to senior leaders in relation to key strategic issues and effective oversight of the college’s performance. The college is maintaining a strong financial position. Governors take an active role in decision making processes on strategic issues relating to accommodation and the educational character of the college.”

All actions from Governing Body and committee meetings are captured in RAG-rated Action Trackers which are reported on at every meeting to ensure that progress is monitored and that all actions are seen through to completion. This helps to ensure that the Governing Body is effective in its role by making a difference to Bridgend College and its ongoing successes.

1. GOVERNING BODY

1.1 Composition

For the period 1 August 2022 to 31 July 2023 the Governing Body comprised of the following:

- | | | |
|-----|---|---|
| (a) | Principal & Chief Executive | Simon Pirotte |
| (b) | Two members of staff: Teaching | Marion Evans |
| | Non-teaching | Lisa Dobbs |
| (c) | Two students | Ruby Llewelyn
Joshua O'Sullivan-Woodward |
| (d) | One or more representatives
of local employers or businesses | Joanne Oak |

The remaining members of the Governing Body were:

Jeff Greenidge (Chair)
Judith Evans (Vice-Chair)
Emma Adamson
Dan Biddle - appointed February 2023
Trish D'Souza
John Graystone - retired October 2022
Dawn Lewis-Whelan
Hayden Llewellyn
Julia Longville - retired December 2022
Claire Marshall - appointed September 2022

Satwant Pryce
Stephne Puddy - appointed February 2023
Helen Verity - appointed February 2023

The term of office for all four members appointed during the year is four years.

The gender balance on the Governing Body at the year end was 29:71 (male:female). The Governing Body is committed to ensuring that it is as diverse and inclusive as possible in line with the Strategic Plan and external drivers such as the Welsh Government's draft Race Equality Action Plan so that Bridgend College is truly a place where everyone feels a sense of belonging.

No changes were made to the categories of members or to the determination of membership numbers.

1.2 Meetings

A hybrid approach to Governing Body meetings was adopted for the year allowing members to choose whether they attended in person or online via Google Meet. Committee meetings were held online only.

The Governing Body agrees a schedule of meetings for the year on an annual basis and during 2022-23 met on the following occasions:

Scheduled meetings:

- 27 October 2022
- 8 December 2022
- 16 February 2023
- 30 March 2023
- 25 May 2023
- 6 July 2023

An extraordinary meeting was held on 27 April 2023 to discuss the town centre campus project. All meetings were quorate.

1.3 Attendance

Attendance for the six Governing Bodies was 72% (73% in 2021-22) and 73% including the extraordinary meeting.

Records of governors' attendance at committee meetings and other events are also kept and reported to the Search & Governance Committee for monitoring. Governors attended the HE graduation ceremonies, the Annual Student Awards ceremony, the Wales Skills Awards event as well as College creative and performing arts productions.

1.4 Eligibility of Members

The eligibility of all members for 2022-23 was checked and confirmed by the Clerk in accordance with the adopted annual process. All governors, except student governors, are subject to a DBS check.

1.5 Register of Interests

A register of interests is maintained for members of the Governing Body, co-opted members, SLT members and the Clerk. Members are asked to declare any interests on appointment and then are subject to an annual review of previously declared interests and any new interests.

The register is available for public inspection by written request to the Clerk.

1.6 Payments to Governors and Notification and Award of Contracts to Members of the Governing Body

Owing to the nature of the College's operations and the composition of the Governing Body being drawn from public and private sector organisations, it is inevitable that transactions will take place with organisations in which a member of the Governing Body may have an interest. All transactions involving such organisations are conducted at arm's length and in accordance with the College's financial regulations and normal procurement procedures.

The total expenses paid to or on behalf of the Governors during the year was £1,082 (5 Governors); 2021-22: £694 (3 Governors). This represents travel and subsistence expenses and other out of pocket expenses incurred in attending governor meetings and events in their official capacity.

Dan Biddle, Governing Body member and CEO of the National Diversity Employment And Advisory Service, provided training to College managers on equality impact assessments at a cost of £2,100. The Governing Body approved the delivery of this training and the relevant declaration of interest forms were completed.

1.7 Governance Documents

During the year the following governance documents were reviewed and amendments approved by the Governing Body:

- Responsibilities of the Chair - approved in March 2023.
- Committee Terms of Reference:
 - Resource Planning and Selection Committees - reviewed and approved in March 2023.

- Code of Conduct - approved in July 2023

1.8 Financial Reports

Financial reports were presented to the Governing Body at every meeting. Members were kept fully informed of the additional Welsh Government funding that the College was in receipt of to support learners through the after-effects of the pandemic. There were in-depth discussions about budgeting and financial forecasting.

The full minutes of every Resource Planning Committee meeting were shared with the Governing Body.

The College's Annual Report and Financial Statements for the year 2022-23 are due to be considered at a joint meeting of the Resource Planning and Audit Committees being held on 23 November 2023 with Governing Body approval due to be given at the meeting held on 7 December 2023.

The draft College budget for the next academic year (2023-24) was approved by the Governing Body at its meeting on 6 July 2023.

1.9 Items considered by the Governing Body

The Principal gave an update at every meeting on key matters affecting the College and the wider FE sector. College successes were included as part of this update.

In order to give teaching and learning a greater prominence on Governing Body agendas, the Deputy Principal gave an update at every meeting and this is to remain a standing item going forward.

The Clerk presented a 'Governance Matters' report to obtain approvals or to provide information to the members at every meeting.

Standing items at every Governing Body meeting:

- Principal's Report
- Deputy Principal's Update on Teaching & Learning
- Campus Developments
- Management Accounts/Financial Reports
- Corporate KPIs/Balanced Scorecard - the members received updates of how the College is performing against its targets at every meeting.
- Weston House/Bevan College (Reserved Business) - updates were given on the changes necessary due to the introduction of the ALN Act.

Details of the discussions at Governing Body meetings are available in the minutes on the College's website - <https://www.bridgend.ac.uk/about-us/governance/>

1.10 Policies approved by the Governing Body during 2022-23

- Governing Body Recruitment and Selection Policy
- Equality, Diversity and Inclusion Policy
- Health & Wellbeing Policy
- Financial Regulations
- Safeguarding Policy

1.11 Governing Body Self-Assessment

The Search & Governance Committee received feedback from the 2021-22 Governing Body self-assessment questionnaire at its September 2022 meeting which was very positive.

Members met individually with either the Chair or Vice-Chair in late August/early September 2022 for a general discussion about the Governing Body.

The feedback from the 2022-23 self-assessment exercise will be discussed at the Search & Governance Committee meeting being held on 28 September 2023.

1.12 Training

All members are required to complete the mandatory training on the Skillgate platform at least once every two years. The five compulsory modules are Health & Safety, Prevent, Safeguarding, GDPR (being updated to Acceptable use of data, IT and social media) and Equality & Diversity.

Internal and external training opportunities are circulated by the Clerk to members as they become available.

Presentations are given by College managers at the start of Governing Body and committee meetings where a gap in members' knowledge has been identified.

The Clerk attended all meetings of the Further Education Governors Network Wales.

1.13 Senior Leadership Team

The SLT was made up of the following members:

- Principal - Simon Pirotte
- Deputy Principal - Viv Buckley

- Vice-Principal (Resources) - Andrew Gibbs
- Vice-Principal (Work Based Learning and Commercial Activity) - Matt Williams
- Vice-Principal (Learner Journey, Systems and Inclusive Practice) - Joe Baldwin
- Assistant Principal (Learning, Curriculum and Student Experience) - Matt Rees
- Directors of Curriculum - Gemma Carr-Evans and Catrin Sullivan

Matt Williams resigned from his role on 31 August 2023 and Matt Rees was appointed as the new Vice-Principal (Work Based Learning and Commercial Activity) from 1 September 2023.

A new role of Vice-Principal (Curriculum & Quality) was created at the end of the academic year due to the interim senior postholder structure being in place. An external applicant has been appointed to this position and is due to start on 6 November 2023.

The Principal was a member of the Governing Body, Resource Planning Committee, Curriculum & Quality Committee, Search & Governance Committee and Selection Committee. He also attended all Audit Committee and Remuneration Committee meetings. (Note, the Principal did not attend the Selection Committee nor parts of the Remuneration Committee meetings where his position, remuneration and terms and conditions were discussed).

The Deputy Principal attended all Governing Body, Curriculum & Quality Committee and Resource Planning Committee meetings.

The Vice-Principal (Resources) attended all Governing Body, Audit Committee and Resource Planning Committee meetings.

The Vice-Principal (Learner Journey, Systems and Inclusive Practice) attended all Governing Body and Curriculum & Quality Committee meetings.

The Directors of Curriculum and the Vice-Principal (Work Based Learning and Commercial Activity) attended all Curriculum & Quality Committee meetings.

Other managers were invited to present at meetings as and when required.

1.14 Whistleblowing Procedures

There have been no instances of Whistleblowing in 2022-23

1.15 Appeals/Complaints

There were two staff appeals against dismissal during 2022-23. The Governing Body upheld the decision to dismiss in both cases.

2. COMMITTEES OF THE GOVERNING BODY

The Governing Body has in place a number of committees to support it in fulfilling its statutory obligations. Full minutes of all committee meetings were received and considered by the Governing Body during the year. Overall committee attendance was 73% for 2022-23.

2.1 Resource Planning Committee

Members of the Committee for the year were:

Satwant Pryce (Chair)
Dan Biddle - appointed February 2023
Judith Evans
John Graystone - retired October 2022
Simon Pirotte (Principal)
Joanne Oak
Dawn Lewis-Whelan
Marion Evans (Staff Governor) - transferred to C&Q in March 2023

Paul Davies was appointed as a co-opted member in January 2023 for a four year term.

The Committee met on four occasions over the year with each meeting being quorate:

6 October 2022
24 November 2022
16 March 2023
15 June 2023

The committee met with the Audit Committee on 24 November 2022 to consider the College's Financial Statements for 2021-22. A full committee meeting was held after the Audit Committee members left.

The committee is due to meet with the Audit Committee on 23 November 2023 to consider the College's Financial Statements for 2022-23. A full committee meeting will be held after the Audit Committee members leave.

Overall attendance for 2022-23 was 72% excluding the co-opted member and 75% including the co-opted member.

The committee received reports on budgeting, funding and enrolments, financial performance, human resources, estates and campus developments. The town centre campus project was a major area of discussion for the committee during the year.

One policy was approved by the committee during the year - IT Backup and Disaster Recovery.

The Head of HR (Cath Luff) and the Finance Manager (Kevin Punter) attended and presented at every Resource Planning Committee meeting as well as the SLT members listed in 1.13 above. The Facilities Manager (Liam Dibbs) attended the meetings held in November, March and June.

2.2 Audit Committee

Members of the Audit Committee for the year were:

Hayden Llewellyn (Chair)
Emma Adamson
Lisa Dobbs (Staff Governor)
Claire Marshall - appointed September 2022
Helen Verity - appointed February 2023
Shelley Wyatt-Williams - Co-opted member

The committee met on six occasions during the year:

13 October 2022
24 November 2022 (joint meeting with the Resource Planning Committee)
13 December 2022 (meeting to interview potential External Auditors)
2 March 2023
11 May 2023
8 June 2023

Overall attendance was 83% including the co-opted member and 87% excluding the co-opted member. It was agreed that in future years, any business that would normally be discussed in the May meeting will be rolled forward into the June meeting.

Internal Audit

TIAA presented internal audit reports together with progress made on management actions at every meeting. The Internal Audit Annual Report and opinion for 2022-23 will be presented to the committee in October 2023.

External Audit

PwC performed the external audit for the year ending 31 July 2022. A clean audit opinion was issued and there were no issues reported. This terminated PwC's contract with the College.

Mazars was awarded a three year contract in December 2022 to provide the external audit service for the three years 2022-23 to 2024-25. Their audit opinion is due to be presented at the joint meeting of the Audit and Resource Planning Committee on 23 November 2023. Mazars attended the May 2023 and June 2023 meetings and have committed to attend all future committee meetings during their contract period.

Other matters

Reports on risk management and the Risk Register were considered at the meetings held in October 2022, March 2023 and June 2023.

A certificate of losses and an evaluation of the internal auditors was considered at the March 2023 meeting. An evaluation of the external auditors was not undertaken as their contract had expired and new auditors had been appointed.

In October 2022, the committee received the results of its self evaluation exercise undertaken over the summer and assessed its performance for the academic year 2021-22 as providing substantial assurance. The committee also approved the 2021-22 Audit Committee Annual Report that was prepared to give assurance to the Governing Body on the College's audit arrangements and the risk management, controls and governance arrangements.

The Audit Committee Annual Report and findings of the committee's self evaluation exercise for 2022-23 will be presented at the meeting scheduled for 23 October 2023.

The Audit Committee, along with the Resources Planning Committee, recommended for approval the External Audit Report on the statutory accounts for 2021-22 and associated papers at the meeting on 24 November 2022. The same process will be adopted for 2022-23 with this report and statutory accounts due to be presented at the meeting scheduled for 23 November 2023.

2.3 Curriculum and Quality Committee

Members of the Curriculum and Quality Committee for the year were:

Judith Evans - (Chair)
Emma Adamson
Dan Biddle - appointed February 2023
Marion Evans (Staff Governor)
Jeff Greenidge
Ruby Llewelyn (Student Governor)
Joshua O'Sullivan-Woodward (Student Governor)
Simon Pirotte (Principal)
Stephne Puddy - appointed February 2023
Carys Swain (Co-opted Welsh speaking member of staff)

The Committee met three times during the year:

17 November 2022
9 March 2023
22 June 2023 (Jemma Vaughan acted as the Clerk for this meeting)

Overall attendance was 76% including the co-opted member and 74% excluding the co-opted member (63% in 2021-22).

The committee received reports/updates on the following:

- Overall performance by curriculum area (FE/HE and WBL)
- Curriculum planning
- Student services and learner journey
- Wellbeing
- FE/HE/WBL updates
- Partnerships
- Welsh Language
- Self Evaluation Report
- Professional learning for staff including exchange trips
- Quality Improvement Plan
- Changes to College Policies (Curriculum-based)

2.4 Search and Governance Committee

Members of the Search and Governance Committee for the year were:

Jeff Greenidge (Chair)
Judith Evans (Vice-Chair)
Emma Adamson - appointed February 2023
Trish D'Souza - appointed February 2023
John Graystone - retired October 2022
Simon Pirotte (Principal)

The Committee met twice on the following dates:

5 September 2022
13 February 2023

The committee had 100% attendance at both meetings (100% in 2021-22).

The work of this committee has expanded greatly from just being a Search Committee to a committee that discusses and makes recommendations on governance issues. Matters discussed in 2022-23 included Governing Body and committee membership, succession planning, training, self-evaluation including a skills analysis and the updating of governance documents (listed above).

During the year, the committee interviewed four potential members - Claire Marshall, Dan Biddle, Stephne Puddy and Helen Verity. The committee recommended that all four persons were appointed and the Governing Body approved these recommendations. All

four people accepted the appointments and details of their terms of office are included above.

2.5 Remuneration Committee

Members of the Remuneration Committee for the year were:

Judith Evans (Chair)
Emma Adamson - appointed March 2023
Jeff Greenidge
John Graystone - retired October 2022
Trish D'Souza
Satwant Pryce

The Committee met five times during the year:

24 January 2023
20 April 2023
4 May 2023
7 June 2023
28 June 2023.

Meetings were held to consider:

- i) the Senior Postholder (SPH) Remuneration Policy including the introduction of a scheme for employees who have exceeded their Pension Lifetime Allowance;
- ii) Remuneration for existing SPHs
- iii) Remuneration for interim SPHs for 2023-24

Overall attendance at meetings was 84% (93% in 2021-22).

2.6 Selection Committee

Members of the Selection Committee for the year were:

Jeff Greenidge (Chair)
Judith Evans
John Graystone - retired October 2022
Dawn Lewis-Whelan - appointed May 2023
Joanne Oak - appointed May 2023
Simon Pirotte (Principal)

The committee met once on 12 June 2023 to discuss the interim SPH arrangements for 2023-24 and to start planning for the replacement of a permanent CEO/Principal. Further

communications were held via email in order to keep progressing the matter over the summer months. A further committee meeting was held just after the year-end on 16 August 2023.

Jeff Greenidge
Chair of the Governing Body

Nicola Eyre
Clerk to the Governing Body

December 2023