

**Minutes of the Corporation Meeting
Thursday 7 November 2019
Tower Board Room, Bedford**

Present: Allan Schofield (Chair) Sol Miah
Sheila Selwood (Vice Chair) Ian Pryce
Sharon De Leonardis Alasdair Simmons
Richard Dimpleby Sulaman Sunny
Helen Day
Will Gerrard
Greg Guilford
Mark Lawson

In attendance: Pat Jones (Director of Finance)

Minutes: Rachel Nicol, Director of Governance & Clerk to the Corporation

Action

C/33/19 Apologies for absence

Apologies were received from Stewart Briggs, Casandra Daubney, Noel Gray, Andrew Smith, Vinod Tailor, Shaun Wilson, Cliff Wragg

C/34/19 Declarations of Interest

There were no declarations of interest relating to the matters on the agenda.

C/35/19 Matters arising

The Chair reiterated the intention that all papers are received by the Board seven days in advance and apologised that papers had been electronically circulated 6 days in advance with hard copies thereafter. It was also noted that the content was not as comprehensive as anticipated and that additional reports may be required to facilitate discussions at a future meeting.

The Chair of Search & Governance explained that the Committee had discussed the issues raised by late papers at their meeting prior to the Board and had agreed priorities including;

- Improving communication during periods of absence to facilitate the management of papers.

- The Principal to review the scope for increasing capacity at a senior level to allow for delegation of papers.
- Additional development of strategic skills at Director level to allow for delegation of strategic papers.

Further matters arising included a request of the Principal to explain the relationship between Bedford College and Sinclair College located in Ohio. Sinclair College had previously been partnered with Tresham College due to a twinning arrangement between Kettering and Ohio. Bedford College had been visited on two occasions by teams from Sinclair College. It was explained that the ongoing support for the partnership arrangement is not a commercial relationship but that it is considered to be a positive arrangement of mutual benefit to both Colleges. It is not believed that any other historic relationships established by Tresham will be identified.

C/36/19

Dashboard, targets, KPIs and progress against strategic aims

The Principal circulated an autumn term up date on the four key strategic objectives and provided highlights as follows;

- There have been a significant number of requests to meet with the College following the Ofsted inspection to understand the performance of the Group post-merger.
- The recognition of the work of the College's research network nationally.
- Work to complete the Zoological centre at Shuttleworth and progress towards receiving a Zoo licence.
- Data Audit planned by ESFA.
- Capital bids to the College's local economic partnership have been made including one on the use of artificial intelligence in maths education.
- Progress made on staffing budgets with a positive outcome at the start to the academic year.
- Director and Executive planning days had taken place, and included; reviewing aspects of the staff survey concentrating on staff well-being, work load and use of technology; the

identification of key business processes and their development to support the Group; the development of study programmes; specific projects; employer engagement; and infrastructure and curriculum uniformity.

The Principal explained the dashboard targets and the relationship to the MTFs and the Board discussed in particular;

- The current position on student numbers, likely movement and internal activity to maintain numbers.
- Sensitivity of the targets and predicted output.
- The difficulties involved in monitoring apprenticeship numbers, and the rationale for internal monitoring of the position based on a cash target.
- The current position on achievement and planned achievement of financial targets.
- Historic assumptions in determining apprenticeship provision and how employer demands are being met.

It was agreed that the dashboard be reviewed and updated to reflect the format used in QSA.

The report was noted.

C/37/19

Indicative out turn for 2018-2019

The report was introduced by the Director of Finance. The auditors carried out six weeks of audit work.

The following was highlighted and discussed;

- The position in respect of the subsidiary companies and the Group position.
- The operation of point scores by the ESFA for financial grading; the 3 measures used to determine financial health including the ability to pay debts and liabilities; level of debt in relation to turnover and adjusted surplus position. The accumulated scores provide the overall position.
- Benchmarking information available in respect of other colleges.

- Data to enable competitor analysis should be available in February.
- The position on the planned forecast submission to the ESFA. On the basis of the plan submitted it has been confirmed that the prediction of outstanding financial health is considered appropriate.

The Board further discussed the validity of more detailed benchmarking and inherent problems in achieving relevant information of value to the College.

C/38/19

College Information Report

The report was presented by the Director of Finance.

The cash-flow position in 2019-2020 is being closely monitored due to the timing of capital projects. Additional services are available from the bank if required but at the current time it is not felt that these will be utilised.

The following were highlighted including;

- Significant payments impacting cash-flow.
- Contracts around adult provision and planned initiatives to manage the Adult Education Budget.
- Monitoring of apprenticeships based on income.
- Further opportunities for funding and continued progress in bids with local economic partnerships.

The Board discussed;

- Pension arrangements, legal cases and likely outcomes and impact on the current position.
- Progress on funding in respect of the Teachers' Pension Service ("TPS")
- Overspend on supplies and services; believed to be impacted by inability to provide direct provision around devolved budgets and requirement to subcontract.
- Whether there is a strategy around on-line learning – work being done including research and determination of provision.

- Strategic considerations in respect of devolved contracts and how this is managed. It was noted that QSA received a report at their last meeting and members were invited to access it on the portal.
- Variance in the management accounts in relation to short term investments. The Director of Finance explained how money markets and savings accounts are operated.

The report was noted and the Resources Committee will pick up any areas requiring further discussion at their meeting on 13 November 2019.

C/39/19

Ofsted Report

The published report was presented and the overall grade of Good noted.

The Principal explained for the benefit of new members the scope of the new Ofsted inspection framework. It was also explained that Ofsted have plans to test campus inspections in the future.

It was noted that the inspection was based on 2017-2018 data.

The Board further discussed;

- Anecdotal evidence that staff had considered the inspection a positive experience with an evident increase in the focus on students as planned under the new framework.
- Anecdotal evidence from the student governor on the views of students and parents.
- Survey results, overall responses and management action.
- The feedback in the report and whether it was considered to be proportionate given the overall size of the Group and the operations.
- Expectations in some areas compared to what the College is resourced to do and how this is managed.
- The overall focus on consistency and the challenges faced by large college groups.

The Board asked to record thanks to the staff and students and in particular recognised the positive contribution of Em Lowe as the Ofsted nominee.

The Board and previous members were also thanked for their contribution, particularly since merger.

C/40/19

QSA Committee items

The assurance report from QSA was included in the papers and the Chair explained for the benefit of new governors how the reports are prepared by committee chairs to summarise the discussions and the level of satisfaction of the committee on particular items and the management actions being taken.

The Chair of QSA explained that she had met with the VP responsible for Quality, the Director of Quality, Teaching, Learning and Assessment and ***the Director of Governance & Clerk to the Corporation to agree the Committee work plan and it will be recirculated.*** The following were highlighted;

- Reports received on devolution of skills and the Adult Education Budget. It was confirmed the Committee had endorsed the strategy.
- Areas being reviewed in terms of apprenticeships and the report received from the Director of Apprenticeships, on how the recommendations of the consultant lead review will be monitored by each committee. It was confirmed that the Audit Committee and QSA Committee will monitor relevant items under their terms of reference.

It was agreed that the Executive will review the monitoring and reporting on the apprenticeship action plan to ensure that work is not duplicated by the requirements of the Board and committees.

Assurance on progress to date was noted from the Ofsted inspection and in respect of the ongoing work to clarify the allocation of responsibilities.

Associated undertakings

The Principal's report at Agenda Item 8 was presented and the Chair explained the background and progress since the last Board meeting in July.

BCAT

The Chair explained that the Director of Governance & Clerk to the Corporation has prepared a report on the legal and regulatory aspects of Bedford College Academies Trust Limited ("BCAT") for the Resources Committee on 13 November 2019. The Principal summarised;

- The rationale behind establishing a multi academy trust and how the project was initiated. The historic intention to support the establishment of technical schools in disadvantaged areas and also to support the establishment of secondary provision following the move from three tier to two tier education. The College maintains the desire to improve achievement in education generally under 16.
- The current involvement of senior individuals within BCAT. It was explained that the intention is for the Principal to remain as Chair in the current year BCAT board has agreed that the Principal will then cease to be Chair.
- The Executive capacity at the Trust level, and the appointment of the Director of Finance as the Accounting Officer under central services arrangements.
- The College's role as a member of BCAT and the overall strategy in terms of "identified patch" for the College and the multi academy trust.
- The positive progress made by the schools.
- The issues to be resolved relating to the services to be offered to the Trust in terms of value to BCAT and the efficient and effective management of resources from the perspective of the College.
- The impact on College reputation and increased engagement with local authorities.

The Board recognised the anticipated population growth and demand for schools' places but also noted the need to monitor legal relationships, strategic considerations and resource implications for the College.

The Board noted the "BCAT way" document and felt it was a useful document in summarising the position and intentions of BCAT.

It was agreed that a further paper will be presented in due course covering the history of activity and the strategic implications for Bedford College.

Silverstone UTC Trust Limited

The background to the Silverstone UTC and historic relationship with Tresham was explained. Bedford College had agreed to maintain the relationship with the UTC and remains a member. The College also provides IT services.

Bedford College Professional Services Limited ("BCPS")

It was noted that since the summer meeting the Chair of BCPS has met with the Director of HR at the College and progress is being made on the issues identified for further consideration. The BCPS Board will receive a report at their December meeting.

It was explained that a further external director has been identified and the Board will be asked to endorse the appointment in due course.

Bedford College Services Limited ("BCS")

The Chair summarised the position following the report to the July meeting. It was explained that currently a significant part of the work of BCS is to provide internal catering to the College and to let facilities when they are not in use by the College.

The Board discussed;

- The scale of the operation.
- Impact of secondary objectives for BCS and services provided to students.

- The capital allocation provided annually by the College to BCS to enable investment in facilities and the adequacy of this in the context of potential expansion;
- Evidence of the Director of Finance on how much income is internal revenue from the Group.
- The benefits to The Bedford College Group of the links with the communities generated by the activities of Bedford College Services Limited and their promotion of College facilities.
- Commercialisation objectives as part of the strategic planning discussions.
- The balance to be achieved in setting the principles and guidelines for BCS operations from the Group perspective. This includes the potential for support in terms of expansion of existing product lines or increase in external activities.
- The barriers to achievement of secondary objectives including; commercial nature of provision at Tresham in particular, need to provide a consistent service to students and for clarity on proposals for the College to subsidise activities.
- The current position, history and how the operations and strategy of BCS fit with the Group's overall strategic objectives.

Given the cash position of the Group it was reiterated that at the current time the College is not in the position to make further investment.

Given all available information the Board took the view that its reputational risk appetite in relation to any significant expansion of BCS activities external to the College is conservative, and in the year ahead that it encouraged the BCS Board to concentrate on the provision of services within The Bedford College Group at all campuses.

It was agreed that the Principal will discuss the issues with the Chair of BCS and provide a further paper to the Board in due course.

C/42/19

Search & Governance

It was noted that the Corporation had received a copy of the proposed amendments to the Standing orders and terms of reference discussed by Search & Governance Committee at their meeting immediately before the Board meeting. The changes were summarised and a further copy of the proposed revised terms of reference of the Search & Governance Committee was provided.

The most significant change was in regard to the Corporation's oversight of the Community Engagement Strategy and how the work will be taken forward involving members of the Corporation.

The Board approved the amendments to the Standing Orders and terms of reference.

C/43/19

Minutes of the last meeting

The minutes of the meeting held on 11 July 2019 were approved as an accurate record of the meeting.

For future meetings the Chair asked the Board to notify the Director of Governance & Clerk in advance of the meeting if any amendments to the minutes are required.

C/44/19

Next meeting

The next meeting will take place on Wednesday 11 December, Kettering Board Room at 4pm. (Venue changed post meeting to Tower Board Room Bedford)