

**Minutes of the Corporation meeting
Thursday 7 July 2022
Buchanan Building
3.30pm**

Present: Allan Schofield (Chair) Raj Randhawa
Richard Dimbleby Sheila Selwood
Luke Ferebee Alasdair Simmons
Dominika Kalinowska Vinod Tailor
Olly Mills Luisa Vecchio
Ian Pryce CBE, Principal & CEO Cliff Wragg

In attendance Barrie Baldwin (Head of Health & Safety Corporate Compliance)
Em Lowe (Vice Principal)
Pat Jones, (Executive Director of Finance)
Rachel Nicol (Director of Governance & Clerk to the Corporation)

Action

**C/27/22 Apologies for absence &
Declarations of interest**

Apologies for absence were received from Dennis Buckley, Alan Carvell, Sharon De Leonardis, Mark Lawson, Melissa Peacock, Amanda Wagstaff, Abigail Stevens

C/28/22 Matters arising

There were no matters arising not covered elsewhere on the agenda

**C/29/22 Dashboard and progress against
strategic aims**

The Principal and CEO presented the paper in the context of national and local trends. An over view of the year was provided, including student numbers across provision and the relationship with job market trends.

The impact of Covid sickness in terms of quality delivery of education, achievement and financial cost in ensuring cover is in place, was outlined and discussed. The College is also aware of, and further considering, how cover is managed to ensure the wellbeing of staff.

The Board discussed the pressure on colleges in terms of pay awards and sector minimum expectation. It was noted that the College has a consistent history of pay rises where others have not provided rises for several years. The Board considered it



important that staff have a clear understanding of the historic position and that expectations are managed.

The Board questioned how the “plan” column relates to the current position and to the original plan. IP will reflect on the presentation and explanations in future reports but in summary the student number plan is the target for the current year and financial plan is based on the MTFS. Numbers are down on HE and adult with the latter being attributable in part to Covid. ***It was agreed that the KPI document for monitoring the next strategic plan will include a reflection on the past position and consideration will be given to the appropriateness of including the 5 year figures with yearly steps with explanations.***

The Board sought to understand why Covid is considered a contributing factor in the decline of adult numbers. Reasons included a lack of desire to move and changes in behaviour. The Board asked if research had been stepped up to further understand the market. It was confirmed that a research project has been carried out and an adult marketing plan is in place. Data for HE was considered in terms of the impact of students carried in, progression and a national decline in numbers on Access to HE.

Income was reported as ahead of forecast impacted by new income streams, thresholds, grants as well as student numbers and types.

It was noted that elements of the report are being picked up on further in the agenda.

The report was noted

C/30/22

Update on the Strategic Plan

The Principal and CEO presented an update and explained that the "glossy version" of the Strategic Plan based on wording agreed by the Corporation is currently out for consultation. A copy had been included on the portal and hard copies made available.

The plan has been shared with external organisations, local authorities and employers. The Executive Director of Marketing and Student Recruitment has worked on the live feedback and a summary had been provided on the portal. The feedback to date confirmed participants in the consultation are content that the plan aligns with the stated values and vision.

Further reflection is planned on wellbeing, work load and cyber security with measures for each objective to be finalised in the Autumn term.

Proposed measures had been included in the pack, taking account of different student groups. Measures include achievement rates, high grades, positive destinations and taking self- assessment from good to outstanding with further consideration to be given to suitable measures around determination of the curriculum.



Discussion took place around the potential timescale for the move to net zero and measures will be presented with the Sustainability strategy in the Autumn term.

The Board discussed in general terms the proposed measures and their appropriateness. EDI and digital measures will be added and a further discussion will take place in the Autumn, either at the Development day or at an appropriate board meeting, where the relationship between planning commitments and measures will be articulated.

The update was noted.

C/31/22

Strategic Initiatives

The Principal & CEO and vice principals outlined progress on strategic initiatives. This included planning to ensure timely completion and fit out of the Corby Sixth form and planned recruitment work in the Autumn term.

New links with university partners and funding and development of higher technical qualifications, with a focus on digital and computing, were explained. Capital developments in terms of high tech and computer aided design suites at Corby will support the delivery of higher technical qualifications. The College is being proactive in adopting new higher-level qualifications as they are badged and is focussing on ensuring employers fully understand what qualifications mean.

Work is taking place with local authorities on the best approach to levelling up funding, focusing on developing sectors to support communities.

The Board questioned the current situation with car mechanics and adoption of new technologies. It was confirmed that electric car training has taken place at Brunel, green technologies are being developed at Corby and the College is working with local authorities on environmental strategy.

The update was noted.

C/32/22

Merger implementation

The Principal & CEO provided a verbal update on progress towards a merger with Central Bedfordshire College ("CBC") including senior team joint meetings, structural fit, consultation progress, post inspection Ofsted plan, systems alignment and focus on current operations. The Executive Director of Finance explained the treatment of pensions by CBC and the potential implications for the 2022 and 23 projected out-turns.

[Confidential minute removed for publication]

The update was noted.



C/33/22

Subsidiary reports

The Chair of the Board introduced the item, outlining the Group structure and the background to the wholly owned subsidiaries.

Summary reports had been provided from Bedford College Services Limited (BCS) and Bedford College Professional Services Limited (BCPS)

The reports had been read and the Principal & CEO provided further information on the Executive function, key drivers and the relationship with the subsidiaries. The likely impact of merger on the operations and future plans were outlined

The Board was updated on the current review by the Office for National Statistics on the status of colleges. Once a determination is given the implications for subsidiaries will be reviewed.

The work of BCS during Covid was particularly commended given the small team and geographical spread. The expectation for BCS, given the new strategic plan, will be the exploration of opportunities presented by the merger and development of the Corby Sixth form, further developing community engagement, catering provision and student experience, whilst remaining relatively risk averse.

The new Strategic Plan was understood to provide an opportunity for BCPS to review their KPIs in the year ahead and for the Corporation to be clear about their expectations of subsidiary companies.

Board composition had been the subject of a previous internal audit and board decisions and will continue to be monitored, particularly in light of the retirement of Mark Kiteley as Chair of BCS and Linda Hockey as Chair of BCPS

The reports were noted and the Board formally recorded thanks to Mark Kiteley and Linda Hockey for their significant contribution to The Bedford College Group.

C/34/22

Resources rag rated report

The Chair of the Resources Committee, Alasdair Simmons, presented the RAG report and outlined the extensive conversation at the Committee around the likely surplus level and its relationship with the College's outstanding financial rating. Conversations had centered around ways of supporting staff in the current climate and managing the overall College financial position. The Committee was therefore recommending a model in the current climate where a planned surplus in the next year is reinvested in the pay award.

Further discussion at the Board related to downside risks in terms of pension costs and debt collection. The Committee was however satisfied that management fully understand the risks and are managing them.



Progress on the capital programme, in particular work at the Bedford campus and mitigation of construction inflation, was set out.

The People strategy had been reviewed in May when the Committee had looked at the challenges in recruitment and high turnover. Staff numbers remain higher than desired but with a potential mismatch to vacancies. The process for recruitment had been automated. KPIs showed an increase in short term sickness with a question raised as to whether withdrawal of the attendance bonus might be a factor. The balance between agency and permanent staff and the culture post Covid are being reflected on.

The movement in the current year deficit position between the Resources Committee and the College Information Report within the board pack was explained in terms of pension and debt provisions

The Staff survey responses were considered very positive and showed positive movement in most areas but with a low response rate which will be the subject of future review.

The Board discussed national pressures around pay awards and how these will be managed. The Committee considered that the College is doing all it can to reflect the issues.

The Vice Principal leading the Response Team reiterated the current expectations of staff in Covid. Staff are expected to stay at home if they have any of the key symptoms and are encouraged to take a test. The management team are aware that the sickness levels have had an impact on other staff in terms of cover and are reviewing how sickness is covered in future and how this impacts on team cohesion and well-being.

The update was noted

C/35/22

College information report

The Executive Director of Finance presented the latest available financial position and provided further information on the negative movement in the forecast position and impact of a prior year claw back of circa £100k relating to apprenticeships.

Key points highlighted and discussed included pay pressures, gaps to be addressed in staffing levels and recruitment challenges, achievement levels and requirements for more student support in relation to this. The need to consider awarding body price rises was highlighted.

The cash position remains relatively positive with grants received. Advice is being taken on the management of significant debtors.



The Board acknowledged the challenges of the current climate and noted the report.

C/36/22 Medium Term Financial Strategy

The Executive Director of Finance presented the 5 year Medium Term Financial Strategy ("MTFS")

A number of scenarios had been modelled and considered with both the Executive and the Resources Committee (outlined in the presentation of the Resources Committee rag rated report). In addition to supporting a model putting more money into pay it was understood that the Vice Principals had worked back through curriculum, class sizes and sought to redeploy resources into areas of growth. Additional work to deal with pay pressures includes a look at recruitment, future succession and development planning and with a commitment to quality provision.

Models had been provided based on independent colleges (Annexes Ci and D) with an illustrative combined position based on 6 months of CBC and full year Bedford / Tresham. The management team highlighted their awareness of non-pay areas to be addressed including a review of accommodation needs at different campuses.

CBC's modelling of the pension adjustment and potential impact on financial position was highlighted.

Board questions on Appendix B centered around whether the model anticipates any synergies on merger. These have not been included as access to the information required to make assumptions is limited.

The Board resolved to approve the MTFS on the recommendation of the Resources Committee.

C/37/22 Capital programme

The report was presented by the Executive Director of Finance and the proposed programme reviewed by the Resources Committee.

An update was given on current projects, including the Tower Block refurbishment, Corby Sixth form and refurbishment of the Bedford Sixth Form.

Assurance was given that the College on key benchmarks compares favorably to other colleges with grants received for the provision of higher technical qualifications and T levels.

Table 6 provided further detail on potential income and areas under consideration for investment and links with demand and curriculum development.

Progress on heat decarbonisation work was set out.



The Board confirmed approval of the Capital Programme as recommended by the Resources Committee

C/38/22 Partnership and subcontracting

The Executive Director of Finance presented the report and outlined the current position in terms of partnership and subcontracting arrangements and the requirements for approval and reporting.

Subcontracting has been reduced considerably and a review of the quality of provision is carried out.

The Board resolved to approve the recommended list of partners and subcontractors in paragraph 10 of the report.

C/39/22 QSA rag rated report

The Chair of the QSA Committee summarised the report for the Board outlining the work being carried out in response to feedback from students. The Committee noted high student satisfaction rates across the Group and the increasing importance of destinations.

The Committee Chair was thanked for his attendance at the meeting with the HM Chief Inspector of Education reflecting on the challenges during Covid on delivering both academic and technical qualifications.

The report was noted

C/40/22 Quality of Education and student support

The Vice Principal responsible for Quality presented the report and highlighted:

The positive position in respect of Learning, Teaching and assessment with notable improvement in destinations outcomes and strength of student voice across the Group. The College has been awarded Matrix reaccreditation with very positive feedback and progress.

An external assurance plan has been shared with Directors and Heads and will be presented to governors in the Autumn term.

The proposed structure of the Quality team and current recruitment plans.

The report was noted.



C/41/22

Safeguarding annual report

The Vice Principal responsible for Safeguarding presented the report in the absence of the Director of Student Services. Thanks were given to governors Sharon De Leonardis and Sheila Selwood who had supported the internal Safeguarding Committee.

The number of designated safeguarding leads had been increased and an action plan and further assurance mechanisms put in place following the residential visit at Shuttleworth.

The Board discussed the increase in referrals, likely causes and signposting for students as well as links to external agencies. They further questioned the increase in students reporting violence and potential for increased perception and impact.

The updated policy was considered and changes around further detail on types of abuse, content of tutorials to support prevention of safeguarding issues and practices around support of students on police questioning noted. Other additions include the reference to a process for escalating all concerns regarding staff with the name of the appropriate procedure to be determined.

The Board noted the annual report and commended the team for the work carried out.

The Board resolved to approve the amended policy subject to finalisation of the outstanding details.

C/42/22

Equality Diversity & Inclusion (“EDI”) update

The Vice Principal responsible for EDI presented the report and highlighted the work on the Race Equality action plan with student involvement through the Race Equality Council and leadership of the internal Group by the Principal & CEO.

Work has taken place with employers to promote EDI to ensure students from different backgrounds have access to a wide range of apprenticeships.

Ashley Spiers is now in post as the Group’s EDI Manager.

Staff survey questions centered around belonging highlighted positive progress.

The report was noted.



C/43/22

Audit Committee rag rated report

Luke Ferebee, as next year's Audit Committee Chair (in the absence of Mark Lawson) summarised the recent work of the Audit Committee including:

Current status of internal audit report and progress on recommendations
Positive work on Data Protection
Work on risk and opportunity management.

The Committee work to agree the Internal Audit Strategy and prioritise work was outlined and the Board was directed to the agreed strategy, in particular the planned audits relevant to other committees.

The Committee had considered a paper on the appointment of internal and external auditors and how the process will be managed in light of the planned merger.

The Board confirmed, on the recommendation of the Audit Committee, their resolution that:

ICCA continue as the internal auditors for 2022-2023

MCA continue as the Financial Statements auditors for the year ended 31 July 2022

and that the proposed timetable for tender of the services set out in paragraph 8 of the report to the Audit Committee is accepted.

C/44/22

Risk and opportunity review

The Executive Director of Finance presented the most up to date version of the Risk and Opportunities register which had been discussed in detail by the Audit Committee.

There had not been significant changes in scoring but narrative had been updated, particularly in reference to digital technology and cyber security.

The Board questioned the risk posed in respect of the ability to recruit staff and whether this can be better articulated and the scoring reviewed. The Executive Director of Finance will review this.

The report was noted

C/45/22

Health and Safety update

The Head of Health and Safety Corporate Compliance attended to present the report and update the Board on progress against targets agreed in the previous year.



Compliance levels across the Group are high but become harder to maintain as the Group expands in size and complexity. Positive progress in respect of a vibration issue and establishment of a system to control risk was noted.

Accident and incident reporting has been further developed with closer links established with the safeguarding team around behavior management and security. A holistic view of incidents, as well as things likely to go wrong is taken with a continued focus on near miss reporting and prevention.

A communication line has been established and is well used by students and staff with high response rates recorded, particularly to learning incidents.

The Board thanked Barrie and his team for the work in the current year and through Covid management. Thanks were also recorded to governor Mark Lawson who had supported the internal Health and Safety Committee. Mark's retirement from the Board leave a vacancy in this role and governors interested were asked to contact the Director of Governance.

Staff survey results around Health and Safety were some of the highest scores identified.

The priorities for the forthcoming year were outlined.

The Board resolved to approve the Health and Safety policy statement for 2022-2023 and authorised the Chair to sign the same on their behalf.

C/46/22

Governance rag rated report and update

The report was confirmed as read.

The Director of Governance, supported by the Chair of the Governance Committee, talked the Board through the resolutions required and items for noting

The Board resolved:

- **To approve the Anti-Slavery and Human Trafficking Statement for publication on the College website and authorise the Chair to sign the same.**
- **To approve the recommendation of the Governance Committee that a further post be added as a Senior Post-Holder to demonstrate the College's and the Board's commitment to the quality of education in the Group.**
- **To approve the recommendation of the Governance Committee that the title going forward for the Director of Governance & Clerk to the**

Corporation would be Group Director of Governance and that the use of Clerk to the Corporation would cease.

- **To note the intention to amend the constitutional documents to reflect the agreed management structure and Corporation decisions.** The Principal & CEO updated the Board on the agreed changes to the management structure and for 3 Principals supported by Vice Principals to operate in different counties. Appointments to Executive and plans for deputies in terms of finance and quality were outlined.
- **To approve the Governance Areas for Improvement as presented.** The Board remains focus on ensuring representation is inclusive as well as diverse and will work on the gender disparity. It is intended that the Chair and Vice Chair will hold one to one conversations with all governors during the summer.
- **To note the intention of Mark Lawson to stand down as a governor after the December board meeting but also to note Mark will cease to participate in committees with immediate effect. The Board recorded formal thanks to Mark for his significant contribution to the Group and the management team highlighted in particular his contribution to the development of risk and opportunity management.**
- **To approve, on the recommendation of the Governance Committee, the appointment of Richard Dimpleby for a second four-year term. Richard will continue as Chair of QSA.**
- **To note the resignation of Alan Carvell from the Board and support the decision of BCS Limited to appoint him as chair. Alan's contribution to the board was warmly acknowledged as were the skills that he will bring to BCS.**
- **To note the appointment of Dominika Kalinowska, approved by written resolution on 18 May 2022.**
- **To record formal thanks to the staff and student governors, Amanda Wagstaff, Melissa Peacock, Abigail Stevens and Olly Mills at the conclusion of their terms of office.**
- **To note the election of Joseph Gallacher as staff governor for a 2 year period to 31 July 2024 and to note the agreement of Amanda Wagstaff to continue her term of office until merger or the end of the academic year as needed.**
- **To note the retirement of Mark Kiteley as the Chair of BCS and to record formal thanks for his significant contribution to BCS and the wider group.**



- **To note appointments to BCS in the year by written resolution of the Corporation including:**
 - **Phil Gudgeon -approved by written resolution on 18.10.21**
 - **Victoria Perry – approved by written resolution on 22.06.22**
- **To note the retirement of Linda Hockey as Chair of BCPS and to record formal thanks for her significant contribution to BCPS and to the wider group.**
- **To note the following written resolutions:**
 - **Approval of the £12million scheme to upgrade the Tower Block (11.02.22) on the recommendation of the Resources Committee**
 - **Approval of the Data Protection Policy (30.05.22) on the recommendation of the Audit Committee**
- **To note the application of the seal in 2021-2022.**

Formal thanks were recorded to governor and non-executive directors for their hard work and support in 2021-2022.

The report was noted

C/47/22 Minutes for approval

The minutes of the meeting dated 24 March 2022 were approved as an accurate record of the meeting.

Members of the management team, student and staff governors left the meeting

C/48/22 Confidential minute removed

C/49/22 Next meeting

The draft calendar was drawn to the attention of the Board and additional meeting dates may be required, once the due diligence exercise on merger is complete.