



## BRIGHTON HOVE AND SUSSEX SIXTH FORM COLLEGE

### MINUTES OF THE MEETING OF THE CORPORATION HELD ON MONDAY 3<sup>rd</sup> JULY 2023 AT 6.00 PM IN ROOM 20, MAIN BUILDING

**Present:** William Baldwin (Principal), Kirstin Baker (Governor), T.J. Brackman (Governor-Student), Jo Davis (Governor); Mia Harrison (Governor-Student), Katy Hiles (Governor – Parent), Paul Lovegrove (Governor), Kathryn MacVarish (Governor – Teaching Staff), Alison Mansell (Governor), Mick McLean (Governor), Chris Newson (Governor), Daniel Osorio (Governor – Parent), Marcus Palmer (Governor), Neil Perry (Vice-Chair of Governors), Chris Piper (Governor) Simon Porges (Vice-Chair of Governors), Sandra Prail (Chair of Governors), Jo Redfern Evan, (Governor), Andrew Wright (Governor)

**In attendance:** James Moncrieff (Deputy Principal), Jutta Knapp (Vice-Principal), Alison Cousens (Vice-Principal), Jacquie Punter (Assistant Principal), Louise Pennington (GP).

The meeting was quorate.

**GOVERNOR TRAINING:** The meeting started with a presentation on BHASVIC/Citizens Brighton and Hove and Community Organising, followed by questions from Governors.

#### 1.1 Apologies and Welcomes

Apologies were received from Jo Usher (Governor-Support Staff)

Welcomes:

T.J. Brackman and Mia Harrison – new Student Governors

Kirstin Baker (Governor)

Alison Mansell (Governor)

#### 1.2 Membership Matters

Based on the Search and Governance Committee meeting's recommendations, the Corporation considered and passed the following resolutions:

**New Governor and EDI Link Governor** - Wilhelmenia Etoga Ngono to be appointed as an external Governor and EDI Link Governor and also to join Q & C Committee, appointment to be with effect from the next academic year for a 4 year term of office (refer minutes below regarding proposal to increase term of office). It was recorded that Wilhelmenia was a Guidance Manager and Sociology Teacher, plus EDI Lead, who recently has resigned as a member of Staff at BHASVIC and prior to leaving had expressed interest to the Principal, in becoming a Governor, subject to her agreement and to revising the determined membership as per the I and A – refer below.

**Revision to membership numbers** – At the last Corporation meeting it was resolved to increase the determined membership number temporarily to 20 until the retirement of the current Chair of Governors at the end of this academic year. In light of the recommendation that Wilhelmenia

Etoga Ngonu be appointed as a Governor and EDI Link, it was resolved to retain the determined membership at 20 until further notice. **ACTION: Louise Pennington**

**Sally Udeen (Co-opted Teaching Staff: Q & C Committee Member)** It was noted that Sally Udeen had accepted a sabbatical for 1 year 2023/2024 and in her absence, the Committee recommended to Corporation for approval that Howard Brown (Humanities Head of Department), should act as the co-opted Teaching Staff Member, during her sabbatical. **ACTION: Chair/Clerk**

**SEND Link Governor:** Governors were reminded that the latest DfE Governance Guidance recommended that Colleges should consider appointing a SEND Link Governor. The S & G Committee discussed the matter and also noted that following a discussion also held at the last Q & C Committee, Alison Mansell had expressed interest in the role, that she should be recommended to Corporation for this appointment in principle, subject to the drafting of the role description. Furthermore, the Deputy Principal advised that he had liaised with the College's SENDCo, Linda Lab, who had welcomed the new guidance and it was noted that this matter would be taken forward in the Autumn Term, including the necessary Governor training for this role. The Corporation endorsed the S & G Committee's recommendation, that Alison Mansell be appointed as the SEND Link Governor. **ACTION: James Moncrieff, Louise Pennington**

**Student Governors' Election Outcome:** TJ Brackman and Mia Harrison were elected as the 2 Student Governors which was endorsed by the Corporation, with immediate effect until their successors are elected next year and that they should also join the Q & C Committee for the same period.

**Resources and Audit Committees vacancies:** Noting the discussions held at S & G Committee, it was noted that at the forthcoming 1 to 1s between the Chair/s and each Governor during the Summer, expressions of interest will be sought in joining these Committees. Furthermore, following a discussion with the Parent Governors, post S & G Committee, the Clerk confirmed that Daniel Osorio had confirmed his willingness to join the Audit Committee and the Corporation thanked him and resolved to appoint him to the Audit Committee with effect from the next academic year. **ACTION: Louise Pennington**

**Membership of S & G Committee:** It was resolved to appoint the new Co-Chairs of the Q & C Committee to the S & G Committee with immediate effect, noting that it would not be essential for both Co-Chairs to be presented at all the meetings. **ACTION: Chair/Clerk**

**New Governor appointments:** Based on the recommendation from S & G Committee, it was resolved to change the membership term of office from 3 years to 4 years in order to bring this into line with the common practice in the sector and FEC guidance that Governors should ideally not serve more than 2 terms of 4 years. **ACTION: Louise Pennington**

**For Governors/co-opted Committee members where terms of office are due to end in March 2024,** and where they have not yet served 8 years (and have served 2 terms of 3 years, equating to 6 years in total), it was resolved in line with the S & G Committee's recommendations to invite those Governors to extend their membership for another 2 years, to reach the maximum FEC guidelines. At this point it was also noted that the S & G Committee would also be reviewing Governors' reappointments to establish whether there were exceptional reasons to enable a longer term of office or another term of office, to be served. **ACTION: Louise Pennington**

**Co-Chairs' Committee appointments** – refer Chair/s election process – last item on agenda.

### 1.3 Minutes of the last Meeting held on 30<sup>th</sup> March 2023

The minutes were approved and signed as a correct record of the meeting.

### 1.4 Matters Arising

It was agreed that matters arising were included on the agenda, in progress or had been closed. Louise Pennington agreed to update the actions' schedule for the next meeting. **ACTION: Louise Pennington**

### 1.5 Declaration of Interests

There were no interests declared.

## SECTION 2: STRATEGIC ITEMS

### 2.1 Principal's Report

William Baldwin introduced his report and highlighted the following key points as recorded below:

- In this difficult financial climate, the Strategy going forward will be to focus upon the 2024/2025 Student intake with the aim of increasing Student numbers, noting that as the current capacity is fully utilised, SLT will be consulting with Staff to investigate options available.
- The strategy developments will be considered by Governors at the Strategy Day in October taking into account the FE funding squeeze, reducing number of standalone SFCs and the various options available to BHASVIC to increase revenue.
- Update to the written report – FE Sussex is working on a third iteration of the Local Skills Improvement Plan, with the expression of interest having been approved, enabling the grant, with £2M per annum for the next 2 years, in respect of the collaborative work across the various S7 Colleges. The Principal reported that planning for the 3 themes will be reviewed taking into account the grant split (75% capital:25% revenue) - developing App which will incorporate a skills builder for Students to match with local employee needs/centre/s of excellence around business and careers/exploiting AI technologies in education. At this point Paul Lovegrove reminded Governors of the discussion held at the last Audit Committee regarding the offer of support regarding the strategic process etc and William Baldwin confirmed that he would set up a meeting after Corporation for this discussion – involving Paul Lovegrove, Simon Porges and Rob Milton. **ACTION: William Baldwin**
- The Principal thanked Neil Perry for sharing information regarding AI and productivity. It was noted that via the S7 group of colleges (Sussex and Surrey), a working group had been established to investigate AI initially looking at improving Staff productivity and efficient together with Student Behaviours. It's hoped that the DfE may establish a central group to investigate AI for the benefit of the sector.
- Reference was made to the recent capital bid submissions (for increasing demographics (and also for meeting local skills needs) and condition improvement fund (CIF)) which had not been successful on this occasion and noting that with respect to the latter fund (CIF), allocation was made to Colleges based on urgent need. The ongoing plan to consolidate the portacabins into one fixed building remains a primary focus for future works, subject to funding becoming available and the College is proceeding with seeking planning permission so that the College is ready, noting that once granted, planning permission remains valid for 3 years. ***In response to a question from Governors*** regarding the planning application it was confirmed that there was no opposition to date, to the College's proposals, probably reflect the fact that the existing temporary buildings will be replaced by a new build and that this was not visible from the main road. An exhibition organised by the architects was scheduled for Thursday evening for local residents to attend.

The document was received by the Governing Body.

## 2.2 Student Governors' Report

The Student Governors gave the following updates to Governors on events and activities:

- Attended team building event at Reigate where the Students met with Students from other local Colleges and a group chat has been set up to enable communications focusing upon common issues such as Citizens UK and the transport campaign etc. Team building exercises included event planning. There was also a Sustainability talk which enabled the Students to take account of progress made in this area already by BHASVIC. Finally, with a focus on nature activities, Students were able to make their own wooden bird boxes.
- Moving on Day for year 11 Students – SU Executive was involved in ensuring that the event ran smoothly with all the Student ambassadors being briefed beforehand and accordingly they were able to provide guidance and support for the Year 11s, directing them around the site and making sure that they felt welcome. Feedback from Year 11s, was positive and useful. It had also been identified that the Sports Café needed to be added to the BHASVIC maps, which had been passed on to SLT to take forward.
- This week has been “Skills Week” with Students attending their various work placements.
- Careers' Enrichment Day on Thursday with numerous opportunities for Students to engage with various careers, local employers etc and it was recognised that this would prove useful for UCAS applications. Referring to feedback, it was suggested that in future it would be useful for Students to have a back up option as in some instances, owing to a lack of subscription in certain options, some Students were then allocated to the options remaining, which were not necessarily of their choosing, but based on their subject choices. It was noted that this issue would be reviewed for next year's event. **ACTION: SLT/Student Governors**

The Student Governors were thanked for their report.

## 2.3 – College Development Plan (CDP) Update

### PAPERS:

- a) **Front Cover Sheet for CDP Update**
- b) **CDP Update**

James Moncrieff referred to the CDP updated document and summary details included in the executive front sheet, the details of which were noted by the Corporation. The Q & C Committee was presented with the latest update at its June 2023 Meeting and reference was made to the draft Committee Minutes, included within the Corporation meeting papers.

**SECTION 3: CURRICULUM AND GUIDANCE ITEMS** - refer consent agenda business.

**SECTION 4: RESOURCES/AUDIT/INTERNAL ASSURANCE ITEMS**

### 4.1 – Management Accounts for 9 months to 30<sup>th</sup> April 2023

#### PAPERS:

- a) **Front Sheet for Budget**
- b) **Budget**

Marcus Palmer and Jutta Knapp introduced the various papers which had been considered at the recent Resources Committee meeting, referencing the draft Committee minutes). The contents of the papers were reviewed by the Corporation and the following points highlighted by the Chair and Vice-Principal:

- Difficult financial environment continues within the FE sector and despite this a balanced budget has been achieved, with some favourable variances and a small but positive cash position.
- Thanks were recorded to SLT, Finance Team and Staff for the prudent financial management and constraints applied over the year, including care taken by each of the budget holders.
- All bank covenants have been met in respect of the various bank loan arrangements.
- Operating Surplus is £150k.
- Financial health is good.
- ***In response to a question from Governors regarding high needs funding*** (£57k), it was confirmed that Colleges were required to negotiate the funding directly with the relevant Local Authority (LA) and this is based upon each enrolled high need Student's specific equipment and other requirements. It was explained that the funding needs must exceed £6K per year, with costs above £6K, paid for by the LA with which the Student is registered. Currently the College has 2 Students with significant needs and the SENDCo acts as the point of contact and liaison person for the Students. Without the additional funding the College would be unable to accept these Students.

The Management Accounts were received by the Corporation.

#### **4.2 – Draft Budget 2023/2024**

##### **Papers: Executive Front Sheet and Draft Budget**

Marcus Palmer and Jutta Knapp presented the paper and the following points were highlighted:

- 1) Attention was drawn to the discussions held at Resources Committee as recorded in the draft Committee minutes, including SLT's attention to managing the difficult financial climate to enable a balanced budget to be achieved, including a small surplus.
- 2) Congratulations were recorded to SLT, the Finance Team and Staff for the careful management and prudent approach, in enabling the balanced budget to be achieved.
- 3) Staffing costs are the largest element of the overall costs, noting that the Teachers' pay negotiations for the 2022/2023 year remain unresolved, but with 5% allocated in the budget (4% for next year – negotiations for 2023/2024 still to be held). The Principal explained that for every 1% pay rise agreed, this equated to approximately £100k in cost.
- 4) Ongoing diligent financial planning in respect of staffing costs was noted, including the proposed options to secure increased revenue in the future, were noted and that this would be discussed at the Autumn Term Strategy event.
- 5) ***In response to a question from Governors***, the Vice-Principal (Resources) confirmed that the management accounts, budget and future years' forecast figures were considered at every Resources Committee and by SLT, every month, to ensure effective monitoring and control.
- 6) The Corporation noted the small cash surplus and also recognised that there was no room for any unexpected significant costs; it was recognised that the Strategy event discussions would take into account the financial constraints.

The Resources Committee recommended the budget for approval noting another difficult year, with the need to take forward key operational changes, with Staff support following a consultation process, in order to increase revenue for the future.

**RESOLVED: The Corporation approved the budget for 2023/2024 and also approved revisions to the terms of reference of the Resources Committee to include consideration of affordability annually as part of budget preparation. ACTION: Jutta Knapp/Louise Pennington**

#### **SECTION 5: GOVERNANCE ITEMS**

## 5.1 – External Board Review (EBR) and Recommendations

### Papers:

- a) **Front Sheet EBR Report**
- b) **i) Final EBR Report from Stone King**  
**b)ii Responses to EBR Recommendations**
- c) **Front Sheet Governance Action Plan**
- d) **Governance Action Plan Update**

The contents of the various papers listed above were noted, including the recommendations made by the EBR reviewer, together with the responses and actions incorporated into the Governance Action Plan to take forward.

Congratulations were made to those individuals highlighted in the Report including the previous Student Governor, Raphaella Badua, the feedback of which had been shared with her.

Thanks were also recorded to Rachel Robson, Stone King as the lead EBR Reviewer.

The Governing Body was congratulated for an excellent EBR Report which provided a validation of the Corporation's governance work to date, including the positive Board culture, and support and appropriate level of challenge to the SLT.

The Corporation endorsed the EBR and the recommendations therein which had been adopted, noting that a summary of the Report would be uploaded to the website along with details being incorporated into the next Annual Report and Financial Statements. **ACTION: Louise Pennington**

The Corporation also approved the Governance Action Plan. **ACTION: Louise Pennington**

## 5.2 New AoC Code of Good Governance

### Papers: a) Front Sheet for AoC Code, b) AoC Code (Draft)

The Corporation endorsed Search and Governance Committee's recommendation to adopt the new AoC Code, based on the latest draft available and subject to reviewing any significant changes, should these be added to the draft when the AoC Board approves the final version. **ACTION: Louise Pennington**

The existing AoC Code compliance work was noted and that this would now be superseded by the new Code.

## SECTION 6: POLICIES AND OTHER DOCUMENTS

The Chair informed Governors that no notifications from Members had been received requesting discussion or raising questions regarding any item included within this section and it was resolved to take all items as read and for approval.

### 6.1 a) All Committee Terms of Reference Annual Review

- i) **Quality and Curriculum Committee**
- ii) **Resources Committee – refer Budget minute 4.2**
- iii) **Premises Group**
- iv) **Audit Committee**

**v) Search and Governance Committee**

**RESOLVED:** The Corporation approved the revisions to the above terms of reference. **ACTION:** Louise Pennington

**6.1b Admissions Policy (note equality impact assessment)**

**Papers:** i) Front Sheet, ii) Policy

**Resolved:** Approved.

**ACTION:** James Moncrief

**6.1c – Student Behaviour Policy with Sustainability Study Position Statement**

**Papers:** i) Front Sheet, ii) Policy

**Resolved:** Approved.

**ACTION:** Alison Cousens

**6.1d – Pay Policy**

**Papers:** i) Front Sheet, ii) Policy

**Resolved:** Approved.

**ACTION:** Jutta Knapp

**6.1e – Bullying and Harassment Policy and Procedures**

**Papers:** i) Front Sheet, ii) Policy

**Resolved:** Approved

**Action:** Jutta Knapp

**6.1f – Business Procedures significant changes only)**

**Papers:** i) Front Sheet, ii) Business Procedures

**Resolved:** Approved.

**ACTION:** Jutta Knapp

**6.1g – Risk Management**

**Papers:** i) Risk Register (Risk Assurance Map included in the Principal's Report)

**Resolved:** Approved.

**ACTION:** William Baldwin

**6.1h - Internal Audit Items:**

**Papers:** a) Front Sheet, i) Internal Audit plan/Audit Strategy, b) Reappointment of Internal Auditors (Oral – refer Audit Committee Draft Minutes)

**Resolved:** Approved Plan/Strategy and Reappointment/Remuneration of Auditors.

**ACTION:** Jutta Knapp

**6.1i - External Audit Items:**

Front Sheet with links to i) External Audit Plan, ii) Confirmation Letter

Resolved: Approved.

ACTION: Jutta Knapp

## COMMITTEE MINUTES AND OTHER MATTERS FOR NOTING

**6.2** - The Corporation noted the **Quality and Curriculum Committee** minutes and papers and endorsed recommendations therein, from the meeting held on the 12<sup>th</sup> June 2023.

**6.3** - The Corporation noted the **Resources Committee** minutes and papers and endorsed the recommendations therein from the meeting held on the 19<sup>th</sup> June 2023. Attention was drawn to the College Financial Forecasting Report (CFFR) and discussions held at the Resources Committee meeting, together with the decision to note the Report, with the CFFR available on request to all Governors.

**6.4** - The Corporation noted the **Audit Committee** minutes and papers and endorsed the recommendations therein from the meeting held on the 22<sup>nd</sup> June 2023.

**6.5** The Corporation noted the **Search and Governance Committee** minutes and papers and endorsed the recommendations therein from the meeting held on 26<sup>th</sup> June 2023 – refer confidential business.

## SECTION 7: OTHER MATTERS

### 7.1 – Any Other Business

The Corporation recorded its thanks to Jacquie Punter, Assistant Principal, for her long service to the College and to the Governing Body, noting that this was her last meeting prior to her retirement.

**7.2 – Date of Next Meeting: Monday 11<sup>th</sup> December 2023 at 6.00 p.m. and also noting the Strategy Event on Thursday 5<sup>th</sup> October 2023 at 5.00 p.m.**

**7.3 Chair/Co-Chair Election Process (Principal to take the Chair at this point) and Co-Chair Procedures** – The Corporation resolved to take this item as the last item on the agenda, after the Confidential business, included within section 8.

### Papers:

- a) Memorandum of Understanding
- b) Co-Chairing Model PPT
- c) Chair/s & Vice-Chair/s Role Description
- d) Governor Responsibilities Matrix

At this point and in line with the Corporation's standing orders, the Principal took the Chair at this point and owing to the discussions held at previous meetings and the decision made to proceed on the basis of a co-Chair arrangement, as there were only two candidates nominated, Kirstin Baker and Simon Porges, it was resolved that it would not be necessary for the candidates to leave the room.

The two candidates were proposed and seconded by Jo Davis and Andrew Wright and Kirstin Baker and Simon Porges were duly elected, as Co-Chairs of Governors, unanimously by the Board, with effect from the next academic year for a 3 year term of office, subject to any existing Governor membership terms of office. The Board recorded its congratulations on the election outcome.



At this point, the Corporation was reminded that the Co-Chair proposal was a pilot exercise and that this would be reviewed next year to ensure that the arrangement was working effectively in terms of good governance. **ACTION: Louise Pennington**

It was also noted that Simon Porges' role as one of the 2 Vice-Chairs would discontinue this role with effect from the end of the 2022/2023 academic year. Neil Perry will continue as Vice-Chair and S & G Committee would review the Vice-Chair role/sat its next meeting, including whether it would be useful to have a second Vice-Chair. **ACTION: Louise Pennington/S & G Committee**

Regarding the 2 Co-Chairs' Committee Membership the following arrangements as recommended by the Search and Governance Committee were approved:

Simon Porges:

- a) To retire from the Audit Committee with effect from the end of this academic year.
- b) To attend Q & C Committee.
- c) To continue to serve on the S & G Committee and the Remuneration Committee.

Kirstin Baker:

- a) To join Resources Committee and Premises Group, which reports to Resources Committee.
- b) To join the S & G and Remuneration Committees.

Regarding the S & G Committee and Remuneration Committee attendance, the S & G Committee recommendation that it would not be essential for both co-Chairs to attend all Remuneration and S & G Committee meetings at the same time, although with regard to the Remuneration Committee, both Co-Chairs should be present when Senior Postholder performance was on the agenda and that the terms of reference would be revised to reflect this. **ACTION: Louise Pennington**

At this point, Sandra Prail was thanked for her exceptional work in her role as the outgoing Chair of Governors, noting that she had been in post as a Governor since 2014 and elected Chair from 2018 until the end of this academic year 2022/2023.

## **SECTION 8: Confidential Business**

### **8.1 – Confidential Minutes and Papers**

**Corporation Minutes 30<sup>th</sup> March 2023 – confidential (EXTERNAL GOVERNORS ONLY – PAPERS CIRCULATED SEPARATELY)**

The draft minutes were approved and as there were no questions from External Governors or matters arising, it was agreed that all Governors should remain during this part of the meeting. The Chair was authorised to sign the Minutes on behalf of Corporation. **ACTION: Chair/Clerk**

#### **COMMITTEES:**

- a) **Quality and Curriculum Committee 12<sup>th</sup> June 2023 Minutes (incl. termly safeguarding Report) – noted.**
- b) **Search and Governance Minutes 26<sup>th</sup> June 2023 – noted.**

**Papers: Principal's 360 Review:** - recommendations therein were approved. **ACTION: Chair/s.**

**Meeting closed:** 7.50 p.m.

Chair .....

Date .....