



BRIGHTON HOVE & SUSSEX SIXTH FORM COLLEGE

MINUTES OF THE MEETING OF THE CORPORATION HELD ON WEDNESDAY 13th DECEMBER 2017 AT 6.00 P.M. IN ROOM 413/414, COPPER BUILDING

Present: Lucy Aditi (Governor – Teaching Staff), William Baldwin (Principal), Peter Freeman (Chair of Governors), Gillian Hampden-Thompson (Governor), Christian Heeger (Governor), Keir Hobby (Governor – Student), Veronica Jinks (Governor – Parent), Howard Kidd (Governor), Chris Newson (Governor), Lynn O’Meara (Governor), Sarah Nield (Governor – Parent), Neil Perry (Governor), Sanda Prail (Vice-Chair of Governors), Jo Redfern (Governor), Abby Stock-Duerdoth (Governor – Student), Tom Wolfenden (Governor)

In attendance: Alison Cousens (Assistant Principal), James Moncrieff (Deputy Principal), Louise Pennington (Clerk)

The meeting was quorate.

At the start of the meeting James Moncrieff gave a 10 minute training session on Curriculum Quality following by questions and answers. His presentation was then circulated to all Governors after the meeting.

SECTION 1: ROUTINE AND STANDING ITEMS

1.1 Apologies and Welcomes

Welcomes: Keir Hobby (Student Governor) and refer formal appointment in Governance Section below.

Apologies: Sarah Nield.

1.2 Minutes of the Meeting held on 12th July 2017

The main minutes were approved by the Corporation and the Chair authorised to sign them as a correct record of the meeting. **ACTION: Louise Pennington**

1.3 Matters Arising

The Committee noted that all the items on the schedule had been completed.

1.4 Declaration of Interest

None.

SECTION 2: STRATEGIC ITEMS

2.1 Chair’s Report

The contents of Peter Freeman’s Report were noted by the Corporation. The following additional points were recorded:

- a) Update was given regarding paragraph 5 - the Local Authority (LA) formal consultation, with a deadline for responses being Friday 15th December, will if approved convert Blatchington Mill to an 11-16 school.
- b) Despite the reduction in meeting papers, the Corporation pack is still quite large for this term taking into account the nature of business which is dealt with in the Autumn Term, including the Annual Report and Accounts etc. Further work will be carried out with the aim of reducing this further. **ACTION: Louise Pennington.** Attention was drawn to the importance of the Annual Safeguarding Report within the confidential section.

2.2 Principal’s Report

William Baldwin presented the Report which provided a high level summary of all key areas of the College’s operations and drew Governors’ attention to updates to the various sections since its production:

- a) Overview – the Principal attended the first board meeting of the Strategic Board of the Pavilion and Downs Teaching School Alliance and initial discussions were held regarding sector lead improvements.
- b) Overview – attention was drawn to the Government’s recent announcement regarding additional funding available for post 16 maths provision which SMT is investigating.
- c) Student successes – congratulations were recorded.
- d) Quality data – a greater emphasis upon using graphical presentation was welcomed by Governors, noting that in year benchmarking data was provided where available. The destinations’ analysis was of particular interest and congratulations were recorded based on the significant number of university applications made last year, including those made after a gap year.
- e) Questions from Governors regarding quality/KPIs to be raised within the SAR item – Section 3.
- f) Finance section –Governors noted that the discontinuation of Formula Protection Funding, combined with static funding in the new formula while costs rise, put great pressure on staff costs as a percentage of income, the target for which is currently 68%. The Corporation discussed the impact nationally upon Colleges and also the various options available to manage this. It was agreed that the Finance and General Purposes Committee should review this target at its next meeting and make recommendations to Corporation.
ACTION: Jutta Knapp. Despite this the College’s financial health remains good.
- g) HR section – Governors noted that SMT is reviewing the September deadline to complete staff PDRs (Professional Development Reviews) which has not been met and was unrealistic; all PDRs had now been completed. Neil Perry (Chair of HR Committee) drew Governors’ attention to the Gender Pay Gap reporting requirements which had been discussed at the last HR Committee for organisations with 250 plus staff. William Baldwin advised that staff would be fully informed of the position at BHASVIC at the January 2018 Staff meeting, prior to the required disclosures being uploaded to the College’s website. Once all Colleges who are required to comply with the new requirements, have uploaded their gender pay analysis, the College will have an opportunity to examine comparative information, however very few SFCs fall within the 250 plus staffing requirement. The HR KPIs were discussed particularly in relation to the issues around Support Staff vacancies and reduction in applications, noting that SMT was in the process of reviewing options to rectify this.
- h) Progress with the annual SFCA national staff pay negotiations with Unions was noted. Corporation agreed to implement the recommendations for Support Staff, the cost of which has been included in the College’s budget, backdated to September 2017. However it was reported that no outcome has yet been agreed in respect of the Teachers’ pay negotiations. The Corporation resolved that, if a national agreement is reached prior to the next Corporation meeting, the Principal should have delegated authority to implement this if it is within the approved budget provision. Should no agreement be reached or the national recommendation exceeds 1% overall cost, the Principal will make a recommendation to Corporation at the next meeting.
ACTION: William Baldwin

In conclusion, Governors welcomed the new format and content of the Principal’s Report, particularly the focus upon graphical presentation and summary narrative.

2.3 Student Governors’ Report

Keir Hobby and Abby Stock-Duerdoth presented the Report:

- a) Student Union (SU) Christmas arrangements were in place and have been well-received by the Students.
- b) Workload issues have been discussed at Student Council, noting that for most Students these had settled down and become more manageable.
- c) Students’ involvement – the SU has had some success in encouraging more Students to contribute to the SU activities. Since the revised Freshers’ events, this has resulted in more of the Student population allocating time within their busy work schedule for other extra-curricular activities.

There have been issues raised by a number of Students who indicated that there is too great a focus in Year 2 tutorials on UCAS applications in the Autumn Term and insufficient time for general Students’ well-being needs. SMT agreed to investigate this further, noting also the drop in overall Year 2 Student satisfaction (as reported in the Principal’s Report), but noted that student voice evidence contradicted this, with a clear desire for Year 2 tutorials to be focused on support with destinations and next steps in the Autumn Term. Individual SMT members also reminded Governors about all the wellbeing, stress management and pastoral guidance available to Students in Year 1 tutorial and the Spring Term of Year 2 tutorials, as well as on the VLE, in addition to the support with applications to university, further education, apprenticeships and employment. **ACTION: Alison Cousens**

SECTION 3: CURRICULUM AND GUIDANCE ITEMS

3.1 College Self-Assessment Report (SAR)

James Moncrieff introduced the Report, the contents of which were taken as read. The following points were recorded:

- There has been dialogue between S7 Colleges regarding SAR format and content with a general aim to reduce the size of the SAR, whilst focusing upon strategic priorities, outcomes with meaningful but succinct information for Governors, including more graphical representation and shorter narrative.
- The College's latest SAR retains the key performance indicators (page 1 dashboard), together with various key aspects based on Ofsted's CIF (Common Inspection Framework – which is due to be revised with effect from September 2019), the latter of which is also mirrored in the College's College Development Plan (CDP). Ofsted has not provided any feedback on the College's SAR format and generally do not comment on the structure of College SARs.
- The Executive Summary provides a precis of the College's work over the year including outcomes and references to last year's CDP which was presented to the relevant Committees (sections 1,2 and 3 – Q & C Committee and section 4 to F & GP Committee).
- Clarification was sought regarding the retention figures included in different sections of the SAR, recording that some related to student per capita retention, whilst others related to individual courses/qualifications – it was agreed to ensure this was made clear in future with explanatory notes. **ACTION: James Moncrieff**
- In response to a question from Governors regarding destinations' analysis in relation to apprenticeships, William Baldwin confirmed that destination information would be enhanced this year apprenticeships would be included within the annual Destinations Report, presented to Quality and Curriculum Committee in the Summer Term and annually thereon. **ACTION: Alison Cousens**
- Governors raised the issue of efficiency savings, discussed earlier within the Principal's Report and the Principal explained the SARAP (Self-Assessment Report and Action Plan) validation process in respect of both Teaching and Support Staff.
The Corporation welcomed the new data on the progress of disadvantaged Students included in the report (pages 28/29) and the Deputy Principal explained the process. Governors asked that the presentation of evidence for narrowing of the gap between disadvantaged and other Students on A-Level courses be clarified. To avoid misunderstanding within the associated narrative, James Moncrieff agreed to include further information. Peter Freeman and James Moncrieff also agreed to discuss the matter further outside the meeting to clarify other aspects which were unclear from the Report. **ACTION: James Moncrieff**

In conclusion, the Corporation welcomed the new concise format and approved the SAR, subject to the comments made above and noting that there would be further modifications prior to the official submission to Ofsted; in this regard delegated authority was granted to SMT to make the necessary revisions. The final document will also be uploaded to the College's website and re-circulated to Governors. **ACTION: James Moncrieff**

3.2 College Development Plan (CDP) – 2017/2018

William Baldwin presented the document to the Corporation and reminded Governors that the 4 main sections of last year's CDP had been reported to the respective Committees. He also recorded thanks for individual Governors' involvement in the SARAP validation process, informing Governors that feedback from Senior Managers involved in this process had indicated that this had worked well.

The number of targets within the CDP has significantly reduced this year and SMT aims to reduce this further to enable Governors to focus upon key strategic related matters and enhance the quality assurance process. Governors' concerns would be taken into account when revising the document, noting that they broadly endorsed the suggestion that the overall number of targets probably ought to be reduced further and also that the targets should be SMART, whilst noting that they may also change depending on the time of year. The input from this discussion would be taken into account in finalising next year's CDP and may be brought in first draft to the Quality and Curriculum Committee for input prior to Corporation in December 2018. **ACTION: William Baldwin**

Governors discussed with SMT the reduction in the target achievement rates per course, noting the impact of the new linear qualification upon this.

It was also noted that destination data only reflect Students who leave at the end of Year 2 not those who drop out earlier.

The Corporation approved the CDP for 2017/2018.

SECTION 4: FINANCE AND GENERAL PURPOSES/AUDIT/INTERNAL ASSURANCE ITEMS

4.1 Audit Committee Annual Report

Tom Wolfenden, Chair of Audit Committee, presented the Report, directed Governors to the Executive Summary and confirmed that the Committee had received adequate assurance regarding the robustness of the College's internal control systems and processes.

Based on the Audit Committee's recommendations, the Corporation approved the Report and authorised the Chair of Audit Committee to sign it. **ACTION: Tom Wolfenden**

It was resolved to take item 4.3 before item 4.2 – refer minutes below.

4.2 Annual Report and Financial Statements

Howard Kidd introduced the paper and summarised the key aspects arising from this and referred to the commentary within the draft F & GP Committee minutes.

- Casterbridge model document format and wording
- Clean audit opinion and refer item 4.3 which supports this.
- Congratulations were recorded to Jutta Knapp and her team taking into account that there was only one minor adjustment required to the financial statements.
- Page 21 of the papers, Income and Expenditure statement – this was discussed in some detail at the F & GP Committee meeting and ties in with the Management Accounts (refer below). A surplus of £273,000 has been achieved for the year ending on 31st July 2017, noting the adjustment required in respect of pension liabilities
- Page 23 of the papers, Balance Sheet – sets out the historic cost and the College's financial position with net current assets given as £3.2M which is an improvement compared to the same time last year. Also highlighted the creditors' position reflecting loans and deferred grants, investments/cash at bank (approximately £2M) and defined pensions figures.

The Annual Report and Financial Statements for the year ended 31st July 2017 were approved by Corporation and authority given to the Chair and Accounting Officer to sign these. **ACTION: Peter Freeman/William Baldwin/Jutta Knapp**

4.3 Audit Findings Report (including Letters of Representation – financial Statements and Regularity)

Tom Wolfenden introduced the Report and drew Governors' attention to the key aspects therein. Reference was also made to the draft Audit Committee minutes which had been emailed to Governors prior to the meeting.

The Audit Findings Report and the Letters of Representation in respect of the Financial Statements and Regularity were approved and the Chair and Accounting Officer authorised to sign these on behalf of the Corporation. **ACTION: Peter Freeman, William Baldwin, Jutta Knapp**

4.4 Management Accounts

Howard Kidd presented the accounts to Corporation, referring also to the Annual Report and Financial Statements above and highlighted the following areas:

- Page 142 – sets out targets and bank covenants; although the operating surplus as a percentage of income is adverse at present, this is likely to change as the year progresses.
- Pay as a percentage of income – reference was made to the discussions held above within the Principal's Report item and noting that the F & GP Committee will be reviewing this, including the target, recommendations regarding the adoption of future national SFCA pay agreements and contingency plans in response to a continuation of static Government funding and inflation. Governors were also informed that the benchmark figures may be misleading as it does not take into account the fact that some Colleges have outsourcing arrangement in place for some services which would otherwise be allocated to staffing costs.
- Bank covenants – all favourable at present.
- Page 143 - income and expenditure, where the budgeted surplus and predicted outturn were highlighted, along with the cash position including the net cash outflow of £352K.
- Page 145 – cashflow statement and cash position at start and end of financial year and also noting the healthy cash reserves.
- £170K – reflects change in accounting policy regarding the treatment of IT equipment which would previously have been written off and the new reporting requirements arising from the FRS102

- Additional student funding allocation arising from the closure of Haywards Health Sixth Form provision and the consequential main building refurbishment spend.
- Overall surplus position for the year noted.
- Forecast outstanding debt peak in 2018/2019 of £5.5M approximately reflects the additional bank borrowing predicted if the proposed capital works proceed on time. That level of borrowing would be the same proportion of College income as in 2014/15 when the Copper Building was under construction.

4.5 Premises Update (refer to F & GP Committee and Premises Group draft minutes)

William Baldwin presented the update to Corporation and referred Governors to the earlier discussions regarding Premises at the Premises Group and F & GP Committee meetings earlier this term, along with the Governors' Strategy Day in November.

SMT's recommendations within the Executive Summary were discussed by the Corporation and the following points recorded:

- Governors were reminded that at the July 2017 Corporation meeting, approval had been given for up to £600,000 approx, in respect of the preparations/professional fees required to submit the necessary capital bid and associated planning applications. It was also noted at that time that further information should be provided to Governors regarding future cashflow/capital spending when further work had been done, which have been included in the updated paper attached; the earlier version of the paper was first presented to the Premises Group in September and then F & GP Committee via the Governor Strategy Day.
- In response to questions from Governors, William Baldwin and Jutta Knapp referred to the paper and explained the reasons for the preferred option in light of static funding and addressing the requirement to ensure the College's estates were fit for purpose, particularly in terms of the issues inherent in College House and noting the proposed small increase in student numbers.
- The recommendations from the F & GP Committee were noted for SMT's preferred option.
- Deadline for CIF bid is tomorrow 14th December.
- Regarding the £1.5M bank loan arrangements, discussions were held earlier today with Lloyds Bank and the initial indications were favourable regarding the financial projections which had been revised slightly to meet audit recommendations and any impact upon existing bank covenants.

At this point Gillian Hampden-Thompson left the meeting.

In conclusion, taking into account the contents of the paper, recommendations from SMT and the F & GP Committee, the Corporation endorsed the recommendations as set out in the paper, leading with the preferred option and in the order of priorities given. It was also resolved that the Capital Bid should be submitted by tomorrow's deadline.

ACTION: William Baldwin/Jutta Knapp

SECTION 5: GOVERNANCE ITEMS

5.1 Membership Matters (from Search Committee) incl. election/re-election of Chair

Peter Freeman reported on the recommendations from the Search Committee meeting, which was held earlier today and the following recommendations were endorsed:

- Remuneration Committee – appoint Gill Hampden-Thompson with immediate effect. **ACTION: Peter Freeman/Louise Pennington**
- Keir Hobby – appoint as Student Governor with immediate effect and to join Q & C Committee. **ACTION: Peter Freeman/Louise Pennington**
- Howard Kidd – reappoint as Governor for another 3 year term of office when his existing terms ends on 31st March 2018. **ACTION: Peter Freeman/Louise Pennington**
- Chris Newson – reappoint as Governor for another 3 year term of office when his existing term ends on 31st March 2018. **ACTION: Peter Freeman/Louise Pennington**
- Subject to their willingness to continue, to reappoint the co-opted members of Audit Committee and F & GP Committee, Sarah Bovill and Jo Davis, respectively, for a three year term of office with effect from 31st March 2018. **ACTION: Louise Pennington**
- At this point William Baldwin took the Chair temporarily to seek approval for the Search Committee's recommendation to accept Peter Freeman's offer to extend his term of office (due to cease on 31st December 2017) as a Governor and Chair of Corporation until the end of the current academic year in August 2018, which the Corporation endorsed unanimously. Other discussions at the Search Committee included the proposed merger of HR and F & GP Committees to form Resources Committee and the revised membership, together with the membership of Q & C Committee. In this regard, Peter Freeman confirmed that he would be

liaising with individual Governors at the end of the meeting and should they be willing to transfer Committees, it was agreed that these appointments should be made with effect from 1st January 2018 – see last bullet point below Other recommendations regarding the membership of Quality and Curriculum Committee would be reported to the next Meeting. **ACTION: Peter Freeman/Louise Pennington**

- Governors were informed that on merger of the HR and F & GP Committees to form a Resources Committee, it was intended to retain the HR element within the new Committee and in this regard the Chair of HR Committee, Neil Perry, would join that Committee, along with the Vice-Chair, Sandra Prail (also a member of HR Committee) – the Corporation endorsed these recommendations. **ACTION: Peter Freeman/Louise Pennington**
- The merger of the Search and Governance Committees to form a Search and Governance Committee with effect from 1st January 2018 was approved and that all members of both Committees would be retained on the new Committee. **ACTION: Peter Freeman/Louise Pennington**
- It was also resolved that subject to agreement with individual Governors, a change in Committees would take place with effect from 1st January: Sue Smith to join the Resources Committee (being a member of HR Committee), but that she would stand down from the Audit Committee where she is also currently a member; Veronica Jinks to join the Audit Committee. **ACTION: Peter Freeman/Louise Pennington**

5.2 Governing Body Self-Assessment

The revisions to the Governance SAR format were considered and approved, along with the “good” grade allocation.

5.3 Governance Review Recommendations

Referring to the recommendations endorsed within section 5.1 above, the following recommendations were endorsed and additional comments were made:

- To merge the HR and F & GP Committees to form a Resources Committee with effect from 1st January 2018. Terms of reference will be prepared for this Committee. The meeting dates for Resources Committee for the remainder of the year will be based on the existing F & GP Committee scheduled dates. HR key statistics will continue to be reported via the Principal’s Report and regular HR reports will also be made to the Resources Committee.
- Search and Governance Committee – revised terms of reference have been considered at the Search Committee and the final draft will be brought to Corporation for approval next term.
- Thanks were recorded to Neil Perry for his long service as Chair of the HR Committee.

SECTION 6: CONSENT AGENDA

The items listed within the consent agenda which required approval were endorsed by the Corporation, noting that no issues had been raised by Governors prior to the meeting, as follows (including items for noting):

- Equality Diversity and Inclusivity (EDI) Policy
- Risk Management (Risk Register, Risk Assurance Map)
- ESFA Conditions of Funding Agreement (noting)
- Bank Amendment letters (and authorised signatures)
- Financial Dashboard and ESFA Financial Health Confirmation (noting)
- Regularity Audit Questionnaire
- Performance Indicators for Internal Auditors
- SPH Policies and Procedures – Remuneration and Professional Development Review

SECTION 7: OTHER MATTERS

7.1 Any Other Business

Thanks were recorded to Lucy Aditi for her support as a Staff Governor, over the last three years, noting that this was her last meeting.

There was no other business.

7.2 Date of Next Meeting

Tuesday 27th March 2018

SECTION 8: CONFIDENTIAL BUSINESS

Refer to the confidential minutes.

CHAIR.....

Date.....