BRIGHTON HOVE & SUSSEX SIXTH FORM COLLEGE

MINUTES OF THE EMERGENCY GOVERNANCE COMMITTEE MEETING OF THE CORPORATION HELD ON THURSDAY 30TH APRIL 2020 AT 6.00 P.M.
VIA ZOOM REMOTE MEETING
First meeting.

Present: William Baldwin (Principal), Gillian Hampden-Thompson (Governor), Neil Perry (Vice-Chair of Governors), Sandra Prail (Chair of Governors), Tom Wolfenden (Vice-Chair of Governors)

In attendance: Mick McLean (Governor), Lynn O'Meara (Governor), Louise Pennington (Clerk)

Note: All Governors were invited to join the meeting if they wished.

The meeting was quorate.

Owing to the meeting being held via remote conferencing, questions on the papers (schedule of questions e mailed to EGC Members on 30th April), had been invited from Governors prior to the meeting, which the Committee agreed to consider under the respective agenda items. Responses to the questions have been included in an appendix to the minutes.

Note: ***Questions and Comments from Governors have been included in bold italics for ease of identification.***

SECTION 1: ROUTINE AND STANDING ITEMS

Before the main business of the meeting commenced, the Chair explained the protocols for the video conference meeting, together with housekeeping matters.

1.1 Apologies and Welcomes – Lynn and Mick were warmly welcomed to the meeting

1.2 Terms of Reference for Emergency Governance Committee (EGC) (Special Committee) and to note written resolution delegating authority to EGC.

The terms of reference which were approved as part of the Corporation's last written resolution, were noted.

There were no other comments at the meeting arising from the terms of reference, but refer question and response in appendix.

1.3 Minutes of the Corporation Meeting held on 23rd March 2020 by PowWowNow telephone conference

The contents of the minutes were noted. **ACTION: Louise Pennington (Minutes to be approved and signed at next Corporation meeting)**

At this point the Chair informed the Committee that those Governors who joined the last Corporation meeting via conference call had been e mailed with a claim form so that those wishing to reclaim the call costs (approx. £5 per person), could do so.

1.4   Matters Arising from the last Corporation Meeting

Noted.

1.5   Declaration of Interest

None.

SECTION 2: STRATEGIC ITEMS

Governors were reminded that the Strategic Governance Event had been postponed and Governors had been informed that in the interim, some of the Event topics would be considered provisionally at tonight's EGC Meeting.

2.1   Risk Register

The Principal introduced the report explaining that SMT had recently updated the Risk Register to reflect the Covid-19 crisis and that it would be a useful starting point for Governors to review the College's Strategy, whilst focusing on the College's key risks, assurances required and mitigating actions.   The Committee considered the front sheet and document and recorded the following:

SIGNIFICANT RISKS

- Biggest key risk - KR1 (Failure to achieve student numbers results in uncertain financial viability or reputational damage and refer also 3.2 and 4.2) – oversubscription of Students for September 2020, taking into account the following factors:
- Adjustment for fact that there will be no progression exams from A1 to A2 which usually results in a 2.5% loss of students going through to A2.
- GCSE examinations also not taking place, so more likely that more Students will achieve the grades necessary for enrolling at BHASVIC, especially for those who are borderline pass.
- The above 2 sub-items are likely to result in an additional 100 – 150 Students.
- The above will be compounded by the delay in completing the new build, which is likely now to be a term late and won't be available until the start of the Spring Term 2021.
- Other caveats regarding a return of Students and Staff to College include taking account of a continuing requirement to observe social distancing which would prevent the College opening to full capacity.
- Other key risks are KR2 (Failure to monitor the financial viability of the institution leading to insolvency of the College) and KR3 (failure to maintain or improve teaching quality leading to a decline in results and reputation, thus recruitment and financial viability).
- *Refer also Governor 2, question c.*
- KR 3 (Failure to maintain or improve teaching quality leading to decline in results and reputation thus recruitment and financial viability and refer also 1.4, 2.5 and 3.3): ***The Committee agreed that they would need more information and guidance in order to understand the quality of teaching and learning, how to reduce variability as noted in the risk commentary and also to ensure that Governors were adequately informed, with sufficient detail.***
- The Principal advised that SMT were fully aware of the general issues arising but that specific details were beginning to be recorded including students 'engagement with learning' which was being registered once per week for each subject. SMT does not have all the metrics needed to judge the success of remote learning at this stage but are developing systems to assess this.   It was also noted that SMT had increased the risk to 3/3 likelihood/impact for the year. The Principal explained that guidance for Teachers' remote working, had been introduced, but that other issues had to be taken into account including personal circumstances at home which may impact delivery. Some Students also find delivery via remote "live" lessons difficult, which has created anxiety for some, whilst others have embraced this way of learning; however, there is the option for Students to watch a recording of the "live" lesson later in the day. The Teachers' guidance for remote working includes mechanisms for how to engage Students.   To date SMT has asked the Heads of Faculty to monitor department's transition to remote learning which will provide SMT with an initial assessment of how remote learning is working. The Committee recognised the difficulties for Teachers and Students to learn new methods of learning including the need to acquire the relevant technical skills to ensure effective delivery. However, it was agreed that in a fairly short time, the technical issues should be resolvable and Staff should become both competent and confident in online delivery.
- The Principal reported that the Digital Director had initiated a professional digital learning exchange, enabling Staff to share reflections, submit and answer questions from colleagues, offer tips etc – input has been given by both Teaching and IT staff, the latter particularly responding to IT technical questions; members of the Computer Science Department have also been responding to technical queries.
- The Committee recognised that there was a reasonable level of anecdotal feedback from Staff and Students which pointed in the direction that remote working was working well. Although the Committee thought that detailed metrics regarding the quality of teaching and learning via remote working would not be essential, Governors would need some form of measurable assurance that the quality of teaching and learning was being sustained, to better understand impact.   It was not mandatory that every lesson should be taught live, particularly when taking into account some Staff circumstances, although it was also recognised that static submission for work can only take students so far.   It was noted that SMT were planning to rely more on Staff and Student surveys in order to consolidate feedback to provide such assurance. The Principal stated that currently a first year tutorial survey was underway using a small number of groups (5 to 10 tutor groups) with the aim of acquiring qualitative information regarding teaching and learning together with access to course information; the survey would also ensure that the Student Voice was covered.   The Committee agreed that it was essential to identify any areas for improvement and best practice as soon as possible in order to meet the College's Teaching and Learning expectations in order to progress quickly.

- Virtual (via MS. Teams) all Staff meeting was held this week and 230 Staff participated.
- ***In response to an observation from a Governor regarding the acquisition of quantitative information from MS Team, the Principal confirmed that the Digital Director was taking advantage of such information from Teams, including class sizes/Student participation. However, it was also reported that Staff were using a variety of mediums including MS Teams, VLE and other websites (video learning rather than live teaching) and it was impossible to monitor the engagement metrics for all of these.***

SECTION 1 GOVERNANCE

- Section 1 Governance risks 1.1, 1.2, 1.3 and 1.4 – ***The Committee queried the financial reporting requirements including the status of the budget/forecast and financial impact in light of Covid-19***. The Principal confirmed that currently the Finance Director was working on the figures as at 9 months. It was agreed that during the Coronavirus emergency, it would be useful for Governors to have oversight of the monthly management accounts; it was agreed that initially the accounts should be circulated to the EGC members and that the Chair of Resources (Tom Wolfenden) would decide whether Resources Committee members should also be copied in. It was also noted that Sandra Prail and Tom Wolfenden would also liaise with Marcus Palmer as Resources Committee Chair elect to ensure that he is fully up to date, in light of his current busy workload. **ACTION: Jutta Knapp/Tom Wolfenden**
  The Principal reported on the recent high capital spend in respect of the capital project, noting that £1M had been paid to Brymor recently,; the capital finances will be shown separately in the Management Accounts.

SECTION 2 MANAGEMENT

- Section 2 – Management: Risk 2.0 (Coronavirus (Covid 19) severely impacts on continuity resulting in closure) – new risk, added in January 2020. The Principal referred to the Government's legislation noting that some areas were open to interpretation. The Committee discussed the opening of some Sixth Form providers for post-16 learners from families with key workers, noting that along with other post 16 providers in the locality, that BHASVIC would not provide this service as most Students are "safe" and are able to look after themselves when working from home and the College maintains support for vulnerable Students. The matter is being kept under review and in discussion with social workers and the Council etc. ***Refer also question from Governor 2, item d.***
- Risk 2.5 (Failure in the planning of key College processes and events prevents admissions targets from being met, impacts delivery and has reputational consequences). The Principal reported that every scheduled College event for the Summer Term, had been reviewed and rewritten and noting that:

- 5 weeks of Teaching and Learning this half term
- No exams including progression exams, study leave etc, so will continue with remote Teaching and Learning.
- After half term, there will be 1 INSET week (this will mainly be departmental planning with 2 key tasks – to finalise central assessment grades and reorganise the schemes of work for Years 1 and 2.
- The second half of the Summer Term (taking into account 1 week INSET above), will comprise 5 weeks of Teaching and Learning and it's very likely that this will continue as remote Teaching and Learning for A1.
- Year 11 events will take place between 13-15th July and may well be virtual events, although some on site work will probably be offered to vulnerable Students of those Students with additional Learning Support needs, subject to social distancing provisions.
- Parents evenings will also be virtual – probably as pre-recorded webinar sessions.
- There are suggestions that Schools may open from 1st June (BHASVIC INSET, would commence in the following week). The Principal explained that it would be impossible to preserve social distancing requirements at College with the number of Students enrolled, even if looking at opening for A1 only as 50% of the overall cohort would be in the region of 1,500 Students; if the College did open before the Summer break (and this has only been discussed with SMT at present), then remote working would have to continue, with provisions for 1 to 1 options for Students to meet with their tutors/teachers to review their work and discuss UCAS grades for next year's submission process.
- ***The Committee queried how the College was dealing with Laboratory and other practical subjects (Drama, Art, Media etc) and the Principal confirmed that solutions were being investigated by SMT at present, including introduction a cleaning regime between groups/classes whilst also maintaining social distancing. Further information will be provided in due course.***
- ***The Committee queried what other Colleges were doing and the Principal advised that he was in continuous dialogue with other local providers (both SFs and secondary schools - either by telephone or Zoom etc) noting that they were in agreement regarding the need to continue remote working for the majority of Students post 16. The Principal also added that most Colleges were more concerned about the situation from the start of the next academic year.***

- *Neil Perry informed the Committee that Phil Anderson (external Governor and L & G colleague), may be able to help with suggestions regarding systems which may work to preserve social distancing, particularly with his transformational management skills and the Principal recorded his thanks for this offer. ACTION: Neil Perry.*
- *The Committee queried whether risks should be added to the Register within HR, regarding potential stress and anxiety issues from home working, together with ensuring that on return to work that a safe workplace is provided and evidenced. ACTION: William Baldwin (to add 2 new risks)*
- HR is continuing to monitor staff sickness etc
- It was noted that there remained numerous uncertain and unknown aspects including travel to College, whilst maintaining social distancing; student social space and how this would be policed internally, vulnerable Staff members (together with those living with a vulnerable person) and guidance regarding returning to work etc

SECTION 3 ACADEMIC

- Risk 3.4 (failure to maintain/improve teaching, quality, leading to a decline in results, reputation and admissions). The Principal highlighted the short processing time to which the College has managed to adhere, in respect of EHCP (Education, Health and Care Plans) for some Students with significant needs, applying to BHASVIC for the next academic year, which involved processing detailed documentation to enable the Students to enrol. In particular, there have been 4 cases which have been more difficult to process, 3 of which have been completed to date and the Students have been accepted; 1 case remains outstanding but is ongoing.
- Risk 3.5 (Failure to respond to the unprecedented increase in safeguarding and crisis casework leaves students at risk and adversely affects staff wellbeing). Refer to Appendix to minutes re questions from Governors and response provided at meeting.
- Risk 3.6 (CAPITAL fail to invest and develop Advantage/UNITe leading to inadequate MIS System and failure to manage quality) and Risk 3.7 (Failure of IT systems leads to inability to deliver curriculum impacting adversely on teaching, learning and assessment outcomes). These two IT related risks were discussed and the Principal reported that the IT systems were holding up well in respect of remote working, the latter of which is not based on the College's own network. SMT are concerned that Staff and Student expectations will be higher when we return to 'normal 'working, compared to current remote working experiences; the College's own network would not currently be able to sustain the level of support experienced during the lockdown, combined with other site location specific issues where for example video conferencing not possible from some rooms etc. The digital strategy has set out longer term solutions to such issues and the Digital Director is in the process of considering various tenders with the aim of getting contractors on site whilst the College is closed to upgrade parts of the network etc. The Principal gave a summary update of work, pre-Coronavirus crisis, to progress the IT network situation which also involved Mick McLean as Lead Digital Governor who received monthly digital updates from the Digital Director (Jacquie Punter). To an extent this has had to be put to one side during the crisis, but will be. In the interim the Digital Director has been working on resolving Student IT solutions, including providing lap tops for vulnerable Students' remote working and this should shortly be completed. Following this, the Digital Director will focus upon longer term projects including transformational work which will also include future remote working options and associated IT and wifi needs, options for Students to lease equipment where needed so that the College may consider having less IT hardware on site in future, sharepoint migration/cloud storage, internal network, log ins, roaming profiles of on-site equipment etc. The latest digital report is due to be completed shortly and will then be passed to Mick McLean. **ACTION: William Baldwin (copy also to Chair of Governors)**. At this point thanks were recorded to Jacquie Punter. Mick McLean confirmed that he would keep in regular contact with Jacquie Punter and offer support/challenge as necessary.
- On a positive note, the Committee acknowledged the significant progress in upskilling staff over the last few weeks as a result of remote working and at the same time, as the College site is closed to Staff and Students, this has given SMT the opportunity to resolve estates and IT issues, particularly taking into account that IT technical work is deemed to be key work.

SECTION 4 FINANCE

- Risk 4.1(Adverse Government (Pensions, NT, VAT)/SFCA (staffing, wages) decisions affect financial health) - The Principal reminded Governors that the College's funded was protected enabling the College to operate as normal next year. It was noted that the Staff cost of living pay (wef 1st September 2019) was still in negotiations between the SFCA and the Unions; on agreement the intention would be to back date the award to September 2019. A 2 year settlement had been offered of 5.25% (likely to be split 2% first year and 3% second year) which the Support Staff Unions had agreed, but the Teacher Union (NEU) had rejected, with a ballot now being instigated. The Committee acknowledged the uncertainty regarding the likelihood of

alternative offers being made in light of the current economic climate. It was noted that the budget for this year had taken account of the current offer on the table.

- Risk 4.4 (Failure to ensure sufficient funds for capital building/maintenance means instability to provide essential accommodation) - The Principal explained that this risk had been updated and gave a summary of the current position regarding the bank loan in respect of the new building: loan arrangement has been agreed with the bank, but awaiting documentation which the Corporation's representatives will have to sign. There are 2 documents which have delayed the signing and the lawyers have requested evidence that the environment pollution notice has been signed off by the Local Authority (LA) in respect of the new building (the College has been chasing the LA for this since 28th February). Furthermore, the contract with Mace (Project Manager) was signed by the College in 2018, but the lawyers have checked the files and noticed that Mace had not signed the agreement. Mace's lawyers have said that they want to review the contract wording before Mace sign, but both the College and Mace agree that it is too late to review. Unfortunately, this outstanding issue had not been picked up earlier. The College has been in on-going discussions with the bank to explain the situation and as the College's current bank loan arrangements ended today, in theory the bank could call in the loans tomorrow – the bank has assured BHASVIC that they will not call in the existing loans and have agreed a bridging arrangement until the 7th May, when all outstanding matters will be resolved. William Baldwin informed Governors that he had kept the Chair of Governors informed of the situation and the Chair took urgent action today to endorse the 7 day extension bridging agreement.   Regarding the latter, as the decision was urgent and there was no time to consult other Governors, the Chair confirmed that she had drafted an email explaining the situation and seeking ratification for the decision made to the members of the Premises Group who have delegated authority to deal with urgent decisions relating to premises matters including capital works on behalf of Corporation, but that she intended to inform the Emergency Governance Committee first as the meeting was this evening. The EGC members confirmed their support for the decision made, in light of the circumstances described. **ACTION: Chair and Principal**   The Principal advised that the new loan agreement should be ready for signature next week.

SECTION 5 HR CONFIDENTIAL - Owing to the confidential nature of this item, it was resolved to move the related minute to a confidential record.

Refer separate confidential minutes.

SECTION 6 PREMISES, FACILITIES, SYSTEMS AND IT

SECTION 6 – The Principal referred to the various risks within this section and drew Governors' attention to Risk 6.2 (Failure to delivery new building on time and on budget will lead to insufficient appropriate accommodation and impact on financial health). He updated them on the limited progress with the building works and mentioned that the planned re-assigning of buildings in September would not now take place and in order to accommodate the new intake of Students;, Sports Centre Café could be transformed into a class room, along with retaining the existing temporary Science modular buildings (a planning application has been submitted to the Council's Planning Department which is expected to be granted in these exceptional circumstances.   The Principal confirmed that the College would not need to investigate additional temporary buildings etc On a positive note the building works has been progressing and Brymor has worked well with the site being open and some of the supply chain working. The likely outcome is that the building will be ready by January 2021 if all else goes to plan and there are no additional delays.   The commentary and dashboard from the project manager has provided useful information for SMT and the Premises Group, being updated weekly in the current climate (this has also been uploaded to the Governors' VLE for all Governors to view). Governors agreed to send a note of appreciation to Mace and Brymor for their continued work and provision of clear monitoring information during exceptional circumstances: **ACTION: Sandra Prail**

Despite the delay in the new building, the College will have more time to take forward transitional work in the existing buildings.

Risk 6.5 (failure to develop business disruption/continuity plans) – reference was made to earlier discussions held at the start of the meeting, noting that the risk level had been increased.

In response to a question from the Committee, it was agreed that the revised version of the Risk Register, having been considered and endorsed at this Committee, should be included on the next Audit Committee meeting agenda in June and that it would not be necessary to convene an additional Audit Committee meeting to discuss the Risk Register prior to the existing meeting date. Furthermore, each of the other Corporation Committees (Q & C and Resources), should include the respective risks for discussion at their meetings in June to ensure that they are receiving adequate assurance from management. ACTION: Neil Perry/William Baldwin

2.2   Strategic Plan 2020

The Committee referred to the papers and the following points were recorded:

- The Principal and Chair prepared the paper to facilitate the EGC having an initial discussion regarding both the wider ownership and the future direction. Bearing in mind the Coronavirus crisis, it has been suggested that an interim strategic plan or an addendum to the strategic plan may be an appropriate option to consider.
- The Current Strategic Plan is due to end with the current academic year.
- The Committee supported the proposal to have a shorter timeframe in order to reflect the current challenges with key issues to include Teaching and Learning and finance.
- An interim plan for next year could be devised, with provisional topics included for the second year, via a rolling process.
- Governors suggested that there had been a tendency to reduce the size of Strategic Plans to make them more manageable.

In conclusion it was resolved to propose to the Corporation that during the current crisis, interim priorities should be identified and that in the first instance the Chair and Principal would work on a draft document at their 1:1s in the next two weeks or so. It was agreed that this would have a crisis management focus and be based upon the priorities within the College's Risk Register; it would also be in line with operation deadlines. **ACTION: Sandra Prail/William Baldwin**

2.3   Governance Self-Assessment and Action Plan

Sandra Prail, Chair of Governors introduced the paper and the following points were recorded:

- The Governing Body has been self-assessed as good over many years and is now the only College area not ranked as outstanding.
- It was proposed that actions should be identified which would move the self-assessment grade from good to outstanding.
- Proposed areas for improvement could include
    i)   Clarification of the role of link governors, noting that the Governing Body currently had a Designated Safeguarding Lead Governor (Lynn O'Meara), Digital Governor (Mick McLean), together with other Governor leads – including Neil Perry (HR), Finance (Marcus Palmer) and Jo Redfern (Careers). Further work to development specific role description and expectations would be useful.
    ii)   Succession plan for Chair and other Committee Chairs (Search and Governance Committee does have a standing agenda item on succession).
    iii)   Further review of whole governance self-assessment to simplify the format – currently (since 2017) based on the Department for Education's competency framework based on 6 key areas and prior to that based upon Ofsted Common Inspection Framework Leadership and Management aspects.

In response to the proposals the following input from the Committee it was agreed to propose:

- Development of a link Governor job profile to provide clarity of role and expectations and aligned to College priorities
- Not to identify any further Link roles pending evaluation of implementation of the job profiles for the 2 current Link roles
- To clarify that a Lead Governor does not have the same responsibilities but acts as a sounding board for SLT
- To seek Governor feedback on the framework set out in the paper and the proposed way forward for Link and Lead Governors
- At this point it was noted that Governors were still keen to receive Ofsted training as discussed at previous meetings and the Principal reported that this would still be arranged, but that there was more time to resolve this owing to Ofsted currently being on hold in light of the Coronavirus and unlikely to recommence College visits until at least January 2021.

The Chair agreed to take forward the discussions held and recorded above and confirmed that she would prepare some draft role profiles and a questionnaire to be circulated to all Governors. **ACTION: Sandra Prail**

2.4   Communication

The Chair and Principal made the following points:

- The college website provides a key communication mechanism and feedback was sought on its effectiveness. Governors discussed the content and concluded that it provided an effective tool for communicating to a variety of audiences and that its recent restructure improved accessibility. It was noted that A Parent Governor recently provided positive feedback stating that it looked very effective and informative.
- Governors did not identify any further communications needed other than to continue to thanks staff, students and parents.
- It was agreed that thanks should be issued to Staff, Parents and Students particularly during the C-19 crisis, via the website (and Staff via Staff News). **ACTION: Sandra Prail**

SECTION 3:   OTHER MATTERS

3.1   Any Other Business

The Committee considered whether there would need to be a revision to some of the standard Committee agenda items this term and the Chair of Q & C Committee agreed to give some consideration to this, once the first draft agenda has been shared with her but that almost certainly more time should be allocated at the meeting to discuss remote teaching and learning, and grade assessment issues.

Thanks from Governors were recorded to SMT and Staff for their work and commitment during the crisis and the Chair agreed to write to all Staff to thank them for their work.

The Principal also recorded the College's thanks to Governors for their additional time committed during this difficult time.

3.2   Date of Next Corporation Meeting (or EGC Committee if lockdown has not been lifted) – Monday 6th July 2020 at 6.00 p.m.

SECTION 4:   CONFIDENTIAL BUSINESS - NONE

The meeting ended at 7.48 p.m.

CHAIR…………………………………………………………….. 		Date……………………………………….