

BRIGHTON HOVE & SUSSEX SIXTH FORM COLLEGE

MINUTES OF THE MEETING OF THE CORPORATION HELD ON MONDAY 6TH JULY 2020 AT 6.00 P.M. VIRTUAL MEETING VIA ZOOM

Present: Louise Askew (Governor – Parent), William Baldwin (Principal), Jo Davis (Governor), Gillian Hampden-Thompson (Governor), Julia Holgate Turner (Governor – Support Staff), Neil Jones (Governor – Teaching Staff), Amanda Law (Governor – Parent), Ana MacEvelly (Governor – Student), Mick McLean (Governor), Lynn O'Meara (Governor), Chris Newson (Governor), Marcus Palmer (Governor), Neil Perry (Vice-Chair of Governors), Chris Piper (Governor), Sandra Prail (Chair of Governors), Jo Redfern (Governor), Lucas Watkin (Governor – Student), Tom Wolfenden (Vice-Chair of Governors)

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

The meeting was quorate.

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

SECTION 1: ROUTINE AND STANDING ITEMS

1.1 Apologies and Welcomes

Apologies: Philip Anderson (Governor)

Welcomes: Ana MacEvelly and Lucas Watkin

1.2 Membership Matters

The following appointments/reappointments were endorsed by the Corporation and reference was made to the previous discussions and recommendations made at previous Search and Governance Committee meetings.

- a) Appoint New Student Governors – Ana MacEvelly and Lucas Watkin and to join Q & C Committee
- b) Appoint Mohammed Ahmed as a co-opted Member of the Audit Committee with effect from the next academic year.
- c) Mick McLean – transfer Committee membership from Audit Committee to Resources Committee (Digital Link Governor) with effect from the next academic year.
- d) Appoint new Chairs of Audit and Resources Committees, namely Jo Davis and Marcus Palmer respectively. It was also agreed that Marcus Palmer should join Premises Group and that both Jo Davis and Marcus Palmer, should join the Search and Governance Committee with immediate effect.
- e) Neil Perry – since standing down as Chair of Audit Committee, it was agreed that he should remain on the Audit Committee, but in future and in order to avoid any conflict of interest, he should no longer be a member of Resources Committee, but continue to attend Resources Committee as the Lead Governor for HR matters.

1.3 Minutes of the Meeting held on 23rd March 2020 (Corporation) and 30th April 2020 (Emergency Governance Committee)

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

1.4 Matters Arising

The Committee noted that all the items on the schedule which had been completed or would be completed in due course, together with the following updates:

- 30/4/20 section 2.1 Risk Register, S2 Management – second bullet point: Neil Perry confirmed that he had liaised with Philip Anderson and that information had been provided to SMT.

1.5 Declaration of Interest

No declarations were made other than those already included in the Governors' register of interest declarations – refer records.

SECTION 2: STRATEGIC ITEMS

2.1 Principal's Report

The Principal presented his Report to Corporation which provided a summary of all key areas of the College's operations but noting that updates regarding plans for next term in respect of Covid-19 has been included in item 2.3 below. Thanks to Governors for their engagement with the College business during this busy time.

QUESTIONS FROM GOVERNORS:

- In response to a request for more information regarding centre assessed grades (CAGs) and the College's CAG process, the Principal explained the significant amount of work completed by the various Management Teams and Staff to meet the requirements. Approximately 5,000 centre assessed grades were submitted to the various examination boards. The Boards will aggregate the data and apply their statistical modelling, based on prior attainment and value added leading to the final grade assessment outcomes. SMT was confident that this year's results would reflect BHASVIC's expectations regarding A* to B grades but as the statistical modelling will take into account a 3 year average per qualification there might be a slight reduction overall in the College's assessed grades. Once the outcomes are issued to the College, SMT will complete a further comparison analysis and report to Governors.*
- Regarding potential appeals from Students who are not happy with their assessed grades, the Deputy Principal informed Governors that SMT was in the process of drafting a policy/procedures for managing the appeals and complaints process regarding centre assessed grades, with a focus upon implementing a central system, rather than allowing Students/Parents to contact individual Teachers. Governors were informed that a consultation was underway to determine whether Colleges will be allowed to appeal assessed grades. The current guidance indicates that the College could appeal as a centre about a grade adjustment made by an exam board to submitted grades. Students may appeal in respect of the process carried out in calculating the grade based on discrimination and the exam board would then investigate this; further guidance is awaited. Reference was also made to the Q & C Committee minutes where the subject was discussed in some detail.*
- Teaching and Learning experience during pandemic: Governors were informed that a survey of Teachers and Students had been completed a few weeks ago which has provided feedback on teaching and learning experiences during this time, the majority of which has been positive. At the moment SMT are working on moving from its crisis response mode to issuing its considered offer for September with criteria being established in respect of 4 specific scenarios – back to normal, 1 metre social distancing, 2 metres social distancing, return to lockdown.*
- Plans for return to lockdown scenario: The aim will be for Students to receive at least 1 live activity (on line live lesson, phone call, etc) per week per subject, but noting that in some cases this may not be feasible depending upon home working/studying logistics. However, SMT will be aiming to create a quality teaching and learning experience, even if this doesn't involve live learning/lessons.*
- Currently SMT are working on developing various remote working initiatives, taking into account some useful research papers (impact of remote learning etc which demonstrates that this is not necessarily a key element conditional upon achieving good quality teaching and learning and suggesting that the quality of content was more important e.g. a good quality recorded video which Students could watch in their own time, following by a feedback/discussion session with Teachers' Students).*
- Feedback from Students on benefits from live teaching sessions: focuses Students on engagement within a timetable and allows for discussion between Students and Teacher. The Student Governors endorsed this assessment from their own experiences.*
- Engagement of Vulnerable Students: The Principal explained that in some cases Students are provided with a learning space on site which is particularly important when they participate in live lessons. Furthermore, having assessed the College's cohort in terms of support needs during the pandemic, 40 lap tops were made available for such Students post Easter, of which only 16 have taken advantage of this offer to date. Governors queried why the full allocation of lap tops had not been distributed and Alison Cousens explained that the most disadvantaged Students were usually the most disengaged and there were various challenges to be addressed in order to improve this on a local and national basis. She also explained that at the outset of the lockdown, the Guidance Team identified the 400 most disadvantaged Students for various reasons including – economic, insecure homes, young carers etc and all Students were then contacted by the Guidance Team with regular remote weekly contact continuing through this period. Governors were given assurance that the vast majority of Students did have access to some form of IT (sometimes only mobile phones) and the IT Department had completed a survey of Students' IT facilities in order to prepare College lap tops for those requiring them.*

- **Financial indicators** – *The Principal updated Governors on the financial health currently being classified as “requires improvement” but predicted to move to “good” for next year. Staff Pay as a percentage of income has been discussed at Resources Committee (refer minutes), noting that it has been recorded that this should not be allowed to exceed 80%, with contingencies being in place to deal with unsustainable staffing structures should matters worsen within the sector. Operating surplus as % of income :benchmark target of 3% with College’s current percentage being 1.8%. Jutta Knapp reminded Governors that it was well recorded that 2019/2020 would be a very difficult year financially and that it had been challenging to set a balance budget bearing in mind years of under-funding, whilst incurring an increase in pay costs and other general costs.*
- **New Building** – *delay in completion currently 9 weeks ie. Autumn Half Term. The building is likely to be named “The Elms Building”. The main issues at present include the timing around removing the modular biology labs, resolving the netball courts and car-parking space. Although it would be less disruptive to complete all the works during the Summer break, owing to various issues relating to the various labs’ utilities (gas, water, electricity), it’s not been possible to co-ordinate the works, hence the labs won’t be moved until after the new build has finished.*
- *In response to a suggestion by James Moncrieff, it was agreed that he would circulate 2 particular documents relating to remote learning/quality of teaching learning entitled “The Learning Curve: How the UK is harnessing the potential of on line learning” and “Best Practice in Remote Pedagogy”. ACTION: James Moncrieff.*
- **Communication with Governors during the Summer vacation:** *The Principal confirmed that he would issue communications to Governors as necessary, but reminding Governors also to check the website for updates and news available to all.*

The Governors recognised the enormity of the challenges faced by the College Staff during the pandemic and thanked them for the efforts made to enable the operations of the College to continue, in the best interests of the Students.

2.2 Strategic Plan 2020

The Corporation was reminded that the paper had been considered at each of the Corporation’s Committees and noting that in parallel with delivery of the 2020 plan work will continue to develop a longer term strategic plan. During the next academic year, it was noted that the Chair and Principal will initiate discussions in order to bring some initial plans to all Governors for consideration and that this will also take into account the FE White Paper expected to be issued later this year.

In response to a question from Governors, the Principal advised that the existing leadership structure incorporating the recent appointment of a Digital Director, should provide the capacity to take forward likely future proposals to develop the College, post pandemic.

The Corporation approved the Strategic Plan and addendum.

2.3 Covid-19 Update

Owing to the sensitive nature of the discussions, this item has been transferred to the confidential minutes.

2.4 College Development Plan sections 1-4

The Principal presented the CDP to the Meeting and reminded Governors that whilst the College SAR looked back over the College’s previous year, the CPD reported on the future operational plans, based on the College’s overall strategy; the last section of the SAR was also the last year’ CDP.

The respective Committees had reviewed the CDP and discussed in some detail – refer Committee draft minutes, noting that some targets had been deferred owing to Covid-19 and would be taken forward in due course.

The CDP was received by Corporation.

2.5 Student Governors’ Report

Ana MacEville and Lucas Watkin gave the following report:

- Main concerns for A2 Students relate to issues surrounding a return to College in September, which the meeting has already covered as recorded above. Students are also concerned about their UCAS applications and the process to complete this, combined with uncertainty for everyone in the sector if a second wave

occurs and any impact on A Level examinations. The Deputy Principal added that the disruption to the existing A1 Students needed to be properly recognised and that this had already been noted by Ofqual; it's likely that adjustments may be made for next year's examinations and assessments (possibly with a move to combining the overall results from both exams and assessments). Other possible options likely to be considered include delaying the examination schedule by a 1 month later than usual, although this would have an impact on marking and HE application process too.

- The impact on HE provision was noted, particularly the financial effect of fewer International Students being recruited.

SECTION 3: QUALITY AND CURRICULUM ITEMS

Included within item 2 above.

SECTION 4: RESOURCES/AUDIT/INTERNAL ASSURANCE ITEMS

4.1 Management Accounts

The Corporation noted the Management Accounts which were presented by Jutta Knapp who drew attention to the main variances for the position as at 9 months and also referenced the discussions held and recorded in the Resources Committee minutes. She also highlighted the difficulty in predicting outturns bearing in mind that there remained uncertainty regarding when Staff and Students will return/incur expenses etc and drew attention to the accounting adjustment arising from the teachers' holiday pay following the change in contract, also reported at Resources Committee.

The following additional points and questions were recorded:

- Cash flow – level reasonable despite capital project.
- ***Following a suggestion from Governors, it was agreed that it would be useful to separate the variances resulting from the impact of COVID -19 from those as a result of normal operations. It was also agreed that the one-off holiday pay adjustment would be shown after the operating surplus as an FRS102 adjustment. (note that management accounts are prepared every 3 months for all Governors and included in papers, but monthly for EGC and Resources – refer last EGC minutes). ACTION: Jutta Knapp Regarding the year end financial statements, although it was noted that the format and content was prescribed by the ESFA, it was agreed that consideration should be given to including a side note if thought necessary – to be reviewed next term during preparation of financial statements. Marcus Palmer to liaise with Jutta. ACTION: Jutta Knapp***

4.2 Budget 2020/2021

Jutta Knapp presented the budget, referred to the discussions held at Resources Committee and highlighted the following:

- Despite additional DfE funding allocation for next year (£1.5M for BHASVIC), it has still been difficult to set the budget in light of the fact that Colleges have been managing on insufficient funding for the last 10 years. The additional funding has been allocated to meet the increase in staff costs both owing to cost of living rise, progression along the pay scale for some Staff and the increase in Teachers' Pension contributions (£300K), there has also been an urgent need for increasing the College's IT spend, particularly in light of the move to remote working and on site essential WiFi improvements; bank borrowing cost has also increased owing to the building project.
- Despite the above the predicted surplus is £400K which will return the College's financial health to "good".
- Regarding future CiF (Condition Improvement Fund) bids, the College had submitted a bid to convert the existing theatre into a library, which could be achieved once the new building is open. However, the College has not been successful this time, so these plans will have to remain on hold. Smaller scale projects are also being considered including alternations to improve space utilisation.

The Corporation approved the budget. **ACTION: Jutta Knapp**

4.3 Premises Update and to endorse Bank Loan Agreement Documents

The contents of the brief report on page 83 were noted, updating Governors on the Capital Project and bank loan arrangements.

Reference was made to Resources Committee minutes and Governors' VLE Resources Folder and Premises Group Folder (sub-folder Bank Loan Agreement) and Governors approved the various documentation listed below and the decisions made as recorded in the EGC minutes from 30th April 2020.

Final Bank Loan Documentation and related information:

- ***Draft EGC Minutes 30/4/20 – Excerpt Item 2.1 Risk Register, Section 4 Finance re: Loan Agreement Decision***
- ***E mailed notification from Chair to Premises Group Members on 1/5/20 update on loan agreement***
- ***Final Bank Loan Papers – bank's template minutes – March and April 2020***
- ***Lloyds Bank Pre-Payment & Cancellation Notice***
- ***Utilisation Request Loan Form***
- ***BHASVIC Officer's Certificate with Bank (234 pages)***
- ***Facility Agreement (96 pages)***
- ***Legal Charge***

Jutta Knapp reported that the collaborative working with both Mace and Brymor had been exemplary and that they had done everything possible to reduce the delay in the project owing to Covid., with excellent communication at all times. It was also noted that Mace and the Quantity Survey, had completed a cost evaluation exercise, noting that some of the contingency budget had been utilised, but that it was predicted the project once finalised, should still be within the budget; in light of the poor weather and Covid 19, Governors agreed that this was remarkable and thanks were recorded to Mace and Brymor for their work.

4.4 Risk Management

a) Risk Register

- b) Risk Assurance Map (incl. Assurances from Committees)** -note was made to Risk Assurance Map details also included in the Principal's Report.

William Baldwin and Jutta Knapp introduced the documents to Governors, noting that discussions had been held at the April 2020 EGC meeting, together with the various Committees.

Both documents were approved by Corporation.

SECTION 5: GOVERNANCE ITEMS

Refer items within the Membership Matters item 1.2

SECTION 6: CONSENT AGENDA

The items listed within the consent agenda requiring approval were endorsed by the Corporation, noting that no issues had been raised by Governors prior to the meeting. No further issues were raised at the meeting, on the invitation of the Chair. The papers approved were as follows:

POLICIES AND OTHER DOCUMENTS

The following policies/procedures other documents and Committee recommendations were considered and approved by the Corporation, noting the recommendation within the various Committee minutes.

6.1 Admissions Policy

6.2 Child Protection and Safeguarding Policy including Covid-19 Addendum

6.3 Link Governor Role Descriptions for Safeguarding and Digital Governors. Governors were also reminded that Lynn O'Meara and Mick McLean had been appointed to the respective Link Governor roles and thanks were recorded to them.

6.4 Business Procedures – housekeeping changes only – refer intranet.

6.5 External Audit Plan

6.6 Performance Indicators for Financial Statements' Auditors

6.7 Reappointment and Remuneration of the RSMUK as External/Financial Statements' Auditors

6.8 Committee Terms of Reference as detailed in the respective minutes: Quality and Curriculum Committee, Resources Committee, Premises Group and Audit Committee

It was noted that the terms of reference for the Remuneration Committee and the Search and Governance Committee would be brought to the Autumn Term Corporation meeting.

COMMITTEE MINUTES AND OTHER MATTERS FOR NOTING

The Corporation noted the contents of the various Committee meeting minutes, detailed below and referred to matters already discussed or approved earlier in the meeting. There were no additional items identified by the respective Committee Chairs, to be brought to the Corporation's attention or further questions from Governors.

6.9 Quality and Curriculum Committee Draft Minutes

Papers noted by Committee:

Update on Covid-19 Q & C Matters – refer item 2.3

Student Governors' Perspective (oral report)

Student Destinations' Report

College Development Plan (CDP) – refer item 2.4

Strategic Plan – refer item 2.2

Risk Assurance

Safeguarding Link Governor role description – Refer item 6.3

Committee Self-Assessment

6.10 Resources Committee Draft Minutes

In response to a question from Governors regarding the gender pay gap requirements, reference was made to the relevant section of the Principal's report and it was also agreed that a further update should be included in the minutes, post meeting, summarising the information provided to the Resources Committee in November 2019 as a reminder to Governors:

POST MEETING NOTE – EXTRACT FROM REPORT PRESENTED TO THE RESOURCES COMMITTEE NOVEMBER 2019 MEETING:

"Many of our support staff work term time only but are paid over the full year. Therefore, in line with ACAS guidance, an adjustment has been made to the calculated hourly rate for these members of staff to ensure it accurately reflects their rate of pay for their hours worked. The calculation used to make this adjustment has been checked for accuracy by ensuring that term time only staff have the same hourly rate as full year staff on the same point on the pay scale, once the adjustment has been made. This is a change from previous years, when we did not make this adjustment to the reported figures. As 80% of term time only support staff are female, using a more representative hourly rate for this group has reduced the gender pay gap which appeared to exist in previous years. Last years' figures are provided for comparison.

Due to the nature of the different contracts within the College, it is interesting to look at the data split by job groups. The gender pay gap for the senior management team has reduced very slightly compared to 2018. However, the data is very similar to the previous year as pay is determined based on the role held and there have been no changes within this team since the previous year's report

The teaching staff gender pay gap has also reduced. This is partly due to an increase in the proportion of teacher managers who are female compared to the previous year. It is also worth noting that the teaching staff quartiles each

contain 46 people, yet there are 105 people on the same hourly rate, due to all being paid at the top of the teachers' pay spine."

Papers noted by Committee:

Covid-19 Update and College Reopening – refer item 2.3

Strategic Plan – refer item 2.2

Termly Update on HR Issues (oral report)

National Pay Negotiations (oral report)

Management Accounts for 9 months to 30/4/20 – refer item 4.1

Budget 2020/2021 – refer item 4.2

Premises Update – refer item 4.3

Business Procedures – refer item 6.4

IT Strategy and Developments

Risk Assurance

Digital Link Governor role description – Refer item 6.3

CDP section 4 – refer item 2.4

Committee Self-Assessment

6.11 Audit Committee Draft Minutes

Papers note by Committee:

Covid-19 Update and College Reopening – refer item 2.3

Strategy Plan – refer item 2.2

Internal Audit Reports (Follow up including Learner Numbers, Capital Projects)

Update on Internal and External Audit Recommendations

Risk Register and Risk Assurance Map – refer item 4.4

Fraud Report (oral)

Committee Self-Assessment

SECTION 7: OTHER MATTERS

7.1 Any Other Business

The Chair informed Governors that she intended to organise individual conversations (remotely) with each Governor as a self-assessment 1:1 to discuss details about the governance work, governors' involvement, aspirations, training issues, observations and how to add value etc. **ACTION: Sandra Prail**

Attention was drawn to the excellent art exhibition, co-ordinated by the SFCA and entitled, "At Home" reported in the Principal's Report and the Principal posted various exhibits on his screen for all to see.

7.2 Date of Next Meeting

TUESDAY 8th December 2020

SECTION 8: CONFIDENTIAL BUSINESS

1.4 30th April 2020 (Emergency Governance Committee) – the minutes were approved, noting that there were no confidential minutes arising from the 23rd March 2020 Corporation meeting.

a) Committees

Item i) Resources Committee – noted.

8.2 Matters Arising

8.3 Any Other Business

None.

CHAIR.....

Date.....