



**BRIGHTON HOVE & SUSSEX SIXTH FORM COLLEGE
MINUTES OF THE MEETING OF THE CORPORATION HELD ON**

**MONDAY 9th JULY 2018 AT 6.00 P.M.
IN ROOM 413/414, COPPER BUILDING**

Present: William Baldwin (Principal), Peter Freeman (Chair of Governors), Gillian Hampden-Thompson (Governor), Veronica Jinks (Governor – Parent), Neil Jones (Governor – Teaching Staff), Howard Kidd (Governor), Lynn O’Meara (Governor), Neil Perry (Governor), Chris Piper (Governor), Sanda Prail (Vice-Chair of Governors), Bo-Min Ryu (Governor – Student), Sue Smith (Governor – Support Staff), Christian Williams (Governor – Student), Tom Wolfenden (Governor)

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

The meeting was quorate.

SECTION 1: ROUTINE AND STANDING ITEMS

1.1 Apologies and Welcomes

Welcomes: Bo-Min Ryu and Christian Williams (Student Governors)

Apologies: Christian Heeger (Governor), Chris Newson (Governor), Jo Redfern (Governor)

The Chair reported that a Parent Governor, Sarah Nield, had submitted her resignation with immediate effect owing to ill-health and the Corporation recorded its thanks for her work over the last year and a half. It was agreed that the vacancy would not be advertised immediately as the Parent Governor term of office is due to end in December and the process of seeking Parent Governors would take place next term anyway which ties in with the new influx of Students/Parents

1.2 Membership Matters

- a) **Appoint Student Governors** – the Corporation ratified the appointment of Bo-Min Ryu and Christian Williams as the new Student Governors, with immediate effect until their successors are elected in 2019. It was also resolved that they should join the Quality and Curriculum Committee for the same period. **ACTION: Louise Pennington**
- b) **Reappointment of Governor: Neil Perry** – Following the recommendation of the Search and Governance Committee, Corporation resolved to re-appoint Neil Perry for a further three year term of office, until 31st July 2021. **ACTION: Louise Pennington**

1.3 Minutes of the Meeting held on 19th March 2018

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

1.4 Matters Arising

The Committee noted that all the items on the schedule had been completed or would be completed in due course together with the various updates, recorded in italics, which had been included within some items. It was also noted that further work would be done to reduce Corporation meeting papers further where possible.

1.5 Declaration of Interest

None.

SECTION 2: STRATEGIC ITEMS

2.1 Chair's Report

The Chair of Governors referred to his written report to Governors and gave an update in respect of two aspects:

- University Technical College in Newhaven: last week following an Ofsted visit, the College was graded 4 (inadequate in Teaching and Learning, and Safeguarding). before then the Board of Governors had issued a statement advising that the College will close next year, although would continue to provide education for those students in their second year of study. BHASVIC has had some enquiries from parents requesting that their son/daughter be able to transfer in order to complete their second year at BHASVIC. The Deputy Principal explained that BHASVIC's policy did not allow for this option, reflecting a number of issues including different exam boards, different teaching methods etc. However he confirmed that the requests have been acknowledged and noted and that these would be reviewed post-enrolment of the existing BHASVIC second year Students.
- 3 week Ofsted inspection of Brighton and Hove Children's Services is underway and is carried out every 4 years.
- Financial position in education for FE Colleges: At BHASVIC as with other Colleges, finance will be the dominant factor in 2019/2020, as Colleges continue to receive the same funding per Student of £4,000, as was the case in 2013, although noting that until recently there had been some protection funding available at diminishing levels.

2.2 Principal's Report

The Principal presented his Report to Corporation which provided a high level summary of all key areas of the College's operations. He updated Governors on the various sections since its original production and the following points were recorded:

- Confirmed capital project planning agreement and grant funding awarded since the last meeting and congratulations were passed to the Assistant Principal (Director of Resources) and her team. She confirmed that the College was at the stage of considering applications for the contractor appointment and also resolving some of the internal detail such as staff work rooms etc. In response to a request from Governors, it was agreed that a paper should be presented next term explaining the major decisions regarding departmental location in both the new and existing buildings, together with any consequences of the proposed changes. **ACTION: Jutta Knapp**
- BHASVIC was due to host a social visit organised by Peter Kyle, with the Chief Inspector of Ofsted this week, but this has since been cancelled as there will be a visit to Hove Park School instead.
- Earlier today the College hosted a Genderation conference (conference on gender), supported by the Institute of Physics and attended by about 250 first year BHASVIC Students, together with other local SFC Students.
- HR Matters - The recent restructuring process regarding Support Staff Personal Assistant roles was highlighted and the Principal updated Governors on the outcomes from this, noting that there would be no compulsory redundancies.
- ESFA – BHASVIC has been selected by the ESFA for a review of Learner Funding in September 2018.
- Maths initiative with University of Sussex – Governors were reminded that disappointingly this project would not be going ahead, owing to the fact that the University, as the lead in this initiative, did not meet the Department for Education's specific criteria regarding entry requirements, despite being the best University in Sussex for Maths. The Principal also explained various other changes in the sector including the closure of the UTC (University Technical College) in Sussex (Newhaven) and changes to Worthing College which is in the process of going through a structure and prospects appraisal, together with the closure of the Haywards Heath Sixth Form and the impact this was having on the area. BHASVIC had received an invitation to participate in Worthing's structure and prospects appraisal, but has declined to do so, together with a similar request to become involved in the Haywards Heath initiative to re-introduce a Sixth Form specialist in the area.
- SFC Conference was attended by the Principal and Vice-Chair of Governors with a useful session on systems leadership and stand-alone Colleges in areas of closures/mergers. The Principal explained why it was important to continue to focus upon the College's strategic direction and not divert attention to other potential opportunities in the local area (eg widening the College's 16-19 provision but at the potential cost to existing Students and an additional pressure on management time). Other opportunities include assisting

other weaker Colleges to facilitate improvement, with some additional, but limited ESFA funding being offered to assist the process, but biased towards funding the College which requires the support. Many such opportunities particularly appeal to the larger GFE Colleges who have the benefit of economies of scale. Governors broadly agreed that the College should continue to follow its current strategic aims and also focus on its capital project.

- Governors congratulated the Principal on the format, including the new links to short videos etc, and the content with evidence of student achievements and further growth.
Other initiatives: T levels (for Childcare courses) are being offered by Collyers SFC, being part of the pilot scheme in 2020. This includes a limited number of Colleges with a track record of excellence in quality of provision. At this stage, SMT do not consider T levels will form part of the future curriculum offer at BHASVIC, but will re-evaluate once the pilot scheme in the sector has progressed.
- S7 Colleges – BHASVIC is part of S7 which includes all Surrey and Sussex Colleges and is based upon mutual benefit in terms of teaching training and guidance etc, although the Chair advised that S7 had been less effective to date in improving contact among Chairs or developing a useful means of sharing and improving governance.

2.3 Student Governors' Report

Bo-Min Ryu gave a summary of views and general experience of students at the College and referred to the successful Generation Conference which had been well-supported by the Student Union members and other BHASVIC Students, along with those from other Colleges. As its getting towards the end of the year, he reported that students were showing signs of being tired but that academic standards continued to be excellent and the impression was that overall student satisfaction at the College seemed to be quite high. The College has organised several events and visits over the year which have proved very popular with students. The main concern for students is the progression exams introduced since AS Levels were discontinued and this has created some uncertainty within the student body who have found it difficult to gauge their importance.

Reference was also made to the Student Governors' report presented to the Quality and Curriculum Committee meeting, as recorded in the draft Minutes.

2.4 College Development Plan (CDP) Executive Summary

The Principal presented the Executive Summary of the CDP as agreed at last term's meeting and invited questions from Governors regarding the format and content, details of which are recorded below:

- Governors welcomed the format, length and information reported in the document.
- Admissions update – the Deputy Principal confirmed that the College's predicted numbers were still on target, although noting that this was difficult to predict with accuracy. Over the last few years the conversion rate from applications to enrolments has been varied from 61% to 78%. For the September 2018 entry, there remains a small risk of over-subscription and SMT are in the process of discussing various contingencies to manage this.
- In response to a question from Governors regarding applications per course, the Deputy Principal reported that there were a few trends which could be identified, but that this often varied per course each year. There has also been some impact on A Level choices based on the changes made to GCSEs.

SECTION 3: CURRICULUM AND GUIDANCE ITEMS – refer to items 2.4 and 6

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

4.1 Management Accounts

The Chair of Resources Committee and the Assistant Principal (Resources Director) introduced the paper, highlighting the key aspects and also made reference to the discussions held at Resources Committee and recorded in the draft minutes which was noted by the Corporation. The following points were drawn to Governors' attention.

- Page 29 of papers onwards: impact of lagged funding; predicted outturn is positive; cash days remain positive; pay as percentage of income is less than target; existing bank covenants were explained.
- Page 30 Income and Expenditure Account – included 2 previous years' actual position; turnover of £12.3M is higher than budgeted; costs overall are marginally higher than budgeted; surplus compares favourably to

previous 2 years bearing in mind that income remains static combined with a discontinuation of formula funding protection.

- Page 31 Predicted surplus £107,000 and cash inflow £123,000 – comparing similarly to the previous year and noting impact of capital project; impact on figures owing to main building refurbishment costs this year noted; change in accounting policy regarding the treatment of IT equipment, was also recorded.
- Page 32 capital expenditure breakdown recorded here including professional fees in respect of new build and impact of depreciation costs.
- Page 34 cash available at end of year – £2.683M plus £2M on deposit.
- Page 36 – main variances were highlighted.
Page 37 loan repayments noted.

4.2 Budget

The Chair of Resources Committee and Assistant Principal (Director of Resources) presented the budget to Corporation and reference was made to the discussions held at the recent Resources Committee meeting (refer draft minutes), recording the following points:

- Executive summary - £96,000 operating surplus and cash inflow of £334,000.
- Page 42 financial targets showing staff costs at 76%.
- EBITDA (earnings before interest, tax, depreciation and amortisation) key financial looked at by the ESFA will be affected favourably as a result of the change in accounting treatment, as mentioned above.
- Budget schedule from the Resources Committee paper was tabled.
- Grant funding movement of £3.4M was noted.
- Curriculum income of £70,000 reflects various charges such as Art fees etc.
- Benchmarking within the sector is difficult to utilise for example with regard to staff costs, owing to the differences in operations eg some functions are outsourced at Colleges, removing a significant cost impact from overall Staff costs.

Noting the comments recorded above, the Corporation approved the Budget. **ACTION: Jutta Knapp**

4.3 Financial Forecast

The paper was presented by the Chair of Resources Committee, Howard Kidd. He recorded that not all the figures had been included in the paper within the Corporation meeting pack (available on request from the Clerk) but he explained the key figures and considerations for Governors' information and highlighted the discussions held at Resources Committee.

The Corporation approved the financial forecasts. **ACTION: Jutta Knapp**

SECTION 5: GOVERNANCE ITEMS

5.1 Revision to the Instrument and Articles to allow for the election of 2 Vice-Chairs of Governors

It was resolved to take items 5.1 and 5.3 together (refer minute for 5.3 below), both of which relate to proposed changes to the Corporation's Instrument and Articles and based on recommendations from the Search and Governance Committee. The Chair explained that the Committee was recommending the option to allow for 2 Vice-Chair posts in order to enable a broader spread of responsibilities within the Governing Body.

The Corporation approved the revision to the I & A to allow for 2 Vice-Chairs of Governors. **ACTION: Louise**

5.2 a) Election of Chair and Vice-Chair/s

In accordance with the Corporation's standing orders, the Principal took the chair at this point and asked the candidates to leave the meeting (Sandra Prail, Neil Perry and Tom Wolfenden).

At this point Christian Williams (Student Governor) joined the meeting.

Referring to the meeting paper, the Principal confirmed that three nominations had been received as follows:

Chair of Governors: Sandra Prail

Vice-Chair/s: Neil Perry and Tom Wolfenden.

The Corporation resolved unanimously that Sandra Prail should be elected as Chair of Governors for a three year term of office.

Furthermore the Corporation resolved that taking into account the option available to appoint two Vice-Chairs, following the decision above to revise the Instrument and Articles and the willingness of Neil Perry and Tom Wolfenden to share the Vice-Chair responsibilities, it was resolved unanimously to elect Neil Perry and Tom Wolfenden as Vice-Chairs of Governors. All appointments would be with effect from 1st August 2018.

Sandra Prail, Neil Perry and Tom Wolfenden re-joined the Meeting and were congratulation on their election as Chair and Vice-Chairs respectively.

In response to a question from Governors regarding what action would be followed should the Chair of Governors be incapacitated, it was noted that the decision would be made based upon availability and specific skills/experience relevant to the circumstances. Furthermore reference was made to the Governors' responsibilities matrix which had been discussed at Search and Governance Committee and it was agreed that the final version of this document should be uploaded to the Governors' section of the website. **ACTION: Louise Pennington**

a) Appointment of Committee Chairs

- **Premises Group** – Sandra Prail was appointed as the Chair of Premises Group with immediate effect.
- **Remuneration Committee** – Neil Perry was appointed as Chair of Remuneration Committee with immediate effect.
- **Search and Governance Committee** – Neil Perry was appointed as Chair of Search and Governance Committee with immediate effect.

ACTION: Louise Pennington

5.3 Revision to the Instrument and Articles reflecting changes to the Charity Trustee Disqualification Rules

Peter Freeman and Louise Pennington introduced the paper to Governors. The Corporation noted the changes to the Instrument and Articles as detailed in the meeting paper and the associated changes required to the annual Governor's Declaration of Eligibility forms. The Corporation approved the revisions. **ACTION: Louise Pennington**

SECTION 6: CONSENT AGENDA

The items listed within the consent agenda which require 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 are as follows:

6.1 College Charter

6.2 Admissions Policy

6.3 Policies on Student Behaviour

6.4 General Data Protection Regulation (GDPR)

- a) Updated Action Plan
- b) Data Protection Policy
- c) Data Retention Policy
- d) Personal Data Breach Notification Policy
- e) Rights of Individuals Policy

6.5 Business Procedures (and incorporating Reserves Policy Statement)

6.6 Risk Register and Risk Assurance Map

6.7 Anti-Bribery Policy

6.8 Internal Audit Plan 2018/2019

6.9 External Audit Planning Memorandum

6.10 Reappointment and Remuneration of Internal and External Auditors

6.11 Committee Terms of Reference

- Quality and Curriculum Committee
- Resources Committee (and Premises Group)
- Audit Committee
- Search and Governance
- Remuneration

COMMITTEE MEETINGS – MINUTES

The Committee Chairs presented the respective draft minutes to the Corporation, the details of which were noted with the following comments made:

6.12 - Quality and Curriculum Committee Draft Minutes 11/6/18

The new process of giving access to the Committee papers to all Governors, was welcomed.

6.13 - Resources Committee Draft Minutes 20/6/18

Referring to item 6.5 above (Reserves Policy wording), the Chair of Resources Committee referred to the decision made at the meeting delegating authority to the Chair of Resources and Assistant Principal (Director of Resources) to review and finalise the reserves policy wording, he confirmed that having discussed this with the Assistant Principal, the draft revised wording would now be taken back to the Committee in the Autumn Term for final approval. **ACTION: Howard Kidd/Jutta Knapp/Louise Pennington**

6.14 – Audit Committee Draft Minutes 4/7/18

Governors were reminded that as the Committee meeting had been re-scheduled to last week, the minutes had been circulated via e mail to Governors, prior to the Corporation Meeting. Tom Wolfenden highlighted a few key aspects including the intended pre-Committee training on HR recruitment with a focus on risk issues, together with the revisions to the Audit Committee papers approved above, made at the Audit Committee meeting and highlighted in the draft minutes and endorsed by Corporation.

6.15 – Search and Governance Committee 14/5/18 – refer confidential business.

SECTION 7: OTHER MATTERS

7.1 Any Other Business

There was no other business.

7.2 Date of Next Meeting

MONDAY 10th December 2018

SECTION 8: CONFIDENTIAL BUSINESS – refer to separate minutes.

Search and Governance Committee – Meeting held on 14/5/18 Draft Minutes

Premises Group – Meeting held on 16/6/18 Draft Minutes

CHAIR.....

Date.....