

BRIGHTON HOVE & SUSSEX SIXTH FORM COLLEGE

MINUTES OF THE MEETING OF THE CORPORATION HELD ON MONDAY 6th December 2021 AT 6.00 P.M.

Present: William Baldwin (Principal), Gillian Hampden-Thompson (Governor), Jiayue Liang (Governor – Student), Kathryn MacVarish (Governor – Teaching Staff), Chris Newson (Governor), Marcus Palmer (Governor), Simon Porges (Governor – Parent), Sandra Prail (Chair of Governors), Roxanna Toyne (Governor – Student), Tom Wolfenden (Vice-Chair of Governors), Andrew Wright (Governor)

NOTE: Phil Anderson, Jo Davis, Julia Holgate Turner, Chris Piper and Louise Serpell joined the Meeting via M. Teams.

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

The meeting was quorate.

Andrew Wright left at 7.15 p.m.
Student Governors left after their report at 7.00 p.m.
Chris Piper left at 7.30 p.m.

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

The Meeting commenced with a 15-minute training session from Students on the Carbon Literacy qualification, following by a question and answer session. Thanks were recorded to the 3 Students who gave their presentation, after which they left the meeting.

SECTION 1: ROUTINE AND STANDING ITEMS

1.1 Apologies and Welcomes

Apologies: Mick McLean, Neil Perry and Jo Redfern

Apologies were passed to Governors in respect of the late circulation of some of the meeting papers and also for the size of the meeting paper pack. It was noted that the amount of papers circulated to Governors for meetings would be reviewed in the Spring Term.

1.2 Membership Matters

The following appointments/reappointments were endorsed by the Corporation and reference was made to the recommendations made at the Search and Governance Committee meeting held earlier this term, as recorded in the circulated draft confidential minutes. In the absence of Neil Perry Chair, Tom Wolfenden who had chaired that meeting, presented the item.

- a) Appoint Deputy Committee Chairs – Audit Committee – Simon Porges was recommended and endorsed by Corporation. The Deputy Chair of Resources Committee – carry forward. **ACTION: Marcus Palmer**
- b) Reappointment of Governors whose terms of office are due to end on 31st March 2022:
 - Philip Anderson – not available for reappointment when his current term is due to end on 31st March 2022 and he was thanked for his service to the College.
 - Mick McLean, Jo Davis, Marcus Palmer – Corporation approval their reappointment with effect from 1st April 2022 for a further 3 year term of office, until 31st March 2025.
 - Tom Wolfenden – end of current term of office is 31st July 2022 and he reported that since the Search and Governance Committee and following discussions with the Chair of Governors, instead of renewing his term of office for another 3 year term, his intention would be to retire as a Governor, once a new Vice-Chair/Chair Designate had been appointed as per the Chair succession planning proposals reported at the S & G Committee. Regarding the latter, it was noted that an advertisement for a new Vice-Chair/Chair Designate would be placed, probably towards the end of the Spring term 2022 and that once appointed, he would step down as the Vice-Chair and Governor.
- c) Chair Succession Planning – as reported above and further details as set out in the Search and Governance Committee draft minutes.
- d) Vice-Chair Review – refer above – as c) and noting that the vice-chair review would take place at the same time as recruiting a new Vice-Chair/Chair Designate.
- e) Appointment of Sustainability Link Governor – Tom Wolfenden referred to the S & G Committee minutes, confirming that subject to agreement of the Corporation, he would take on the role of link Governor

- f) Mohammed Ahmed has resigned as a co-opted Member of the Audit Committee – thanks were recorded for his support to the College.
- g) Other – it was resolved that on the recommendation of the Search and Governance Committee Marcus Palmer and Jo Davis would join the Remuneration Committee with immediate effect and the Remuneration Committee terms of reference had been amended accordingly – refer below.

1.3 Minutes of the Meeting held on 5th July 2021.

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 reviewed the actions as recorded in the draft minutes, noting those which had been completed or would be completed in due course.

1.5 Declaration of Interest

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

SECTION 2: STRATEGIC ITEMS

2.1 Principal's Report

As in introduction, the Chair drew the Corporation's attention to the following:

- a) Link to the phenomenal Amazonian music composition, by Jacy de Sousa, A1 Music Student.
- b) Unsolicited e mail from Coast to Capital LEP, commending Alison Cousens for her dedication to the Careers' programme and the Corporation congratulated Alison for this.
- c) AoC Chair's Forum to which the Chair and Vice-Chairs are invited. They provide a slide deck of horizon scanning ideas for Colleges which the Chair would share with Governors. In response to a request from the Chair, the Principal agreed to provide some additional information regarding the College's position on visual impairment in light of the Pocklington Trust Report.

The Principal introduced his written report and highlighted the following:

- 1) Covid update – last week 60 cases (from 18 cases per week last half term) and yesterday 70 cases within the Student population. Taking into account the increasing case numbers and uncertainty regarding the new variant, together with the latest DfE guidance, the College is intending to operate on a remote learning basis next Wednesday and Thursday. It's hoped that this will provide a 10 -day buffer between classroom contact for most Students (those not sitting on site exams) and Christmas Day. It's also been decided to cancel the onsite Staff Christmas lunch on 17th December. Regarding the new DfE guidance for Staff and Students to wear masks in corridors and communal areas, it was reported that it was proving difficult to get Students' compliance; the new marshals are being used to remind Students to wear masks in order to rectify this.
- 2) Support Staff pay outcome: 1.7% re support (1.5% in budget), with effect from 1st September 2021 (being 1% increase on all pay points and relevant allowances, deletion of pay points 1,2 and 4 on the national pay spine and an increase in the Support Staff Standards Payment (SSSP) from £320 to £370.) – following the application of the pay rise, this is predicted to have a £20K to £40K increase in the budget. The Corporation was informed that the national agreement had resulted in the deletion of the pay points at the bottom of the Support Staff pay spine, in order to reflect the movement in the statutory National Living Wage (NLW). The Corporation agreed that, despite the increase in costs above that budgeted, it was resolved to endorse the nationally agreed Support Staff pay rise. **ACTION: SLT**
- 3) £80K funding claw back has been required by the ESFA, based on their latest ILR (Individualised Learner Record) reconciliation, which demonstrated the loss of some Students post enrolment, to cover in year funded Students last year. A £25K provision was included in the budget, which means that this will show as a £55K variation in this year's accounts.
- 4) The first annual strategic conversation with the ESFA has taken place and copy letter from the ESFA following the visit, has been filed in the BHA Corporation linked docs folder of appendices,
- 5) Student Counselling referrals in respect of any new assessment have been suspended temporarily for the time-being as supply has outstripped demand significantly, leaving a long waiting list. Alison Cousens explained the process for Students to receive counselling, reporting that Students firstly had to be assessed by College Staff, after which they would be added to the waiting list where there were no places immediately available. Currently, the Counselling service is fully booked up to February 2022 half term. In the interim, the College has redeployed some funding to assist the guidance team, with some temporary welfare assistants for a 10 week period and the latter will work with Students on the waiting lists. In January 2022, the College

will also be able to make use of a social worker placement who will support the College's safeguarding specialist.

- 6) 15% of College websites meet accessibility criteria and although the College is compliant in some areas, there is work to be done to achieve an acceptable level of compliance. Currently, the College has an accessibility statement on the website with text audio facilities, although this is not yet in place for PDF documents. Regarding the latter, the Marketing Team is working through all the website PDF documents, adding an audio function and also carrying out image description work in respect of photographs. The College is reviewing its website provider in order to ensure that the accessibility requirements will be met and the College recognises that there remains a significant amount of work to achieve compliance. The Principal will be chairing a meeting to resolve actions and responsibilities amongst Staff and a target has been included in the latest College Development Plan.
- 7) A brief Ofsted inspection discussion was held including the preparatory work being carried out by some of the EIF Group Members to ensure that Governors were ready for a future inspection

QUESTIONS FROM GOVERNORS:

- ***Counselling – referring to the report above, Governors sought more information on the problem and raising concerns regarding the impact on individual Students who were not able to receive counselling services needed. In response SLT explained that significant increase in demand was a nationwide issue (approximately 40% increase compared to the same time last year), not helped by the pandemic. Once registered for counselling, following the College's initial assessment, Students were offered 6 counselling session. Where Students are not now able to be registered, owing to the temporary suspension of counselling, Students are signposted to external services and to their GPs. It was also recognised that Students would also resort to discussing issues with their Teachers or Tutors and hence, it was essential to ensure that Staff were made fully aware of the options available for such Students, via the external signposting options. It was also noted that the College, owing to funding constraints, had not been able to increase its counselling provision per capita over the last few years. SLT will be hold a strategy meeting on Thursday 9th December to discuss this and Alison Cousens is also working with Managers to review the services offered in other non-curriculum areas to determine whether there are any adjustments which could be made. Governors were informed that every year for the last 10 years, the College had had to suspend counselling services, so although the issue was more significant this year, it wasn't an unusual decision to suspend the service.***
- ***KPIs – in response to a query regarding pay as % of income, the Principal confirmed that although this was shown as 80% this year, next year it would reduce to 74%.***
- ***Reference on page 15 to more than usual numbers of A2 Students not being on a portfolio course (ie not achieving the 540 guided learning hours expected per course), James Moncrieff confirmed that there were a number of factors which had exacerbated this including recruiting more A1 Students than targeted and the benefit of this from additional funding, and that this had been discussed at Q & C Committee at its last meeting – refer draft minutes.***

At this point Andrew Wright left the meeting.

2.2 STUDENT GOVERNORS' REPORT

Jiayue Liang and Roxanna Toyne gave their report to Governors as follows, based broadly on the Student Summer Survey questionnaire together with SU and Student Forum matters.

- Student Forum held on 1st December: topics discussed included feedback on sexual harassment discussions held at A1 tutorials, with mixed reactions received, particularly with regard to differences in presentation and approach by tutors; loss of discounts for purchases and services once Students reach their 18th birthday; A2 Students reported on shortage of study time during lunch period owing to the queues in the Café. The Principal advised that there were staffing issues and that an additional service from the Canteen was unable to operate owing to a problem recruiting Staff. Regarding the tutor lead sexual harassment sessions with A1 Students, the Principal agreed that it was a good forum for this subject, but recognised that it was a difficult and challenging topic for Tutors to deliver, which probably accounted for a differences in feedback and it was suggested that further Staff training might be useful for those Tutors leading on such discussions and that this would be reviewed further and taken forward in January. Other current Tutor topics include "keeping yourself safe at Christmas".
- Student on site safety – some Students have expressed concern that they don't feel that safe on site, with few Students wearing masks and they have suggested that online learning might be more appropriate.

The Student Governors were thanked for their report and then left meeting owing to university interview practice commitments.

2.3 Draft Self-Assessment Report (SAR) 2020-21 and College Development Plan (CDP) 2021-22 and Organisational Influence and Stakeholder Engagement Map

SAR: James Moncrieff presented the document, directing Governors to the front sheet summary and noting that the majority of Governors would already be familiar with the College's quality cycle. He explained that the College was focusing more upon outcomes in respect of different Student Groups, in order to better identify where improvements and support are needed. A more qualitative approach to curriculum intent, wellbeing, support and personal development etc, has been taken, with analysis to be taken forward utilising College's new analysis tool "progress central", which will also aid Teachers to identify specific Student need.

CDP: The document references the Ofsted Inspection Framework and an executive summary is provided for each section of the Plan. It was noted that the content of the report was quite detailed and SLT has taken the approach to include all aspects so that nothing is overlooked or omitted and reported against regarding progress on actions taken. It was accepted that owing to the quantity of details in there, it was unlikely that all matters would be addressed during the year.

In response to a question from Governors regarding the impact of the latest strategic plan upon the CDP, SLT advised that the CDP was informed by the strategy and in place to deliver the Strategy. It was also noted that the various aspects listed in the last CDP linked to a section in the Strategic Plan.

The documents were approved by Corporation. **ACTION: William Baldwin and James Moncrieff**

Organisational influence and Stakeholder Engagement Map

It was noted that this had been considered at the recent Q & C Committee meeting when Governors had identified a need to review the role of Governors. The Principal proposed that he had taken forward this discussion with the Chair and would report back to Q&C.

The document as recommended by the Q & C Committee, was approved. **ACTION: William Baldwin**

SECTION 3: CURRICULUM AND GUIDANCE ITEMS – INCLUDED IN ITEM 2 ABOVE

SECTION 4: RESOURCES/AUDIT/INTERNAL ASSURANCE ITEMS

4.1 Audit Committee Annual Report

Jo Davis, Chair of Audit Committee presented the document to Corporation, summarising the contents and updates as required by the latest ACOP (Audit Code of Practice).

The Report was endorsed by the Corporation and the Chair of Audit Committee authorised to sign this. **ACTION: Chair of Audit Committee/Jutta Knapp**

4.2 Audit Findings Report and Letters of Representation (Financial Statements and Regularity) – available on request

The Chair of Audit Committee referred the Corporation to the Audit Committee draft minutes of the recent meeting. She also reported that in line with the new ACOP, the Chair of Governors, had been present at the Audit Committee meeting for this Report, in order to endorse the process and report presented by RSMUK on behalf of Corporation.

The Audit Committee Chair drew Governors' attention to the key aspects of the Report including management override, pension scheme liability, cash flow, bank covenants and going concern.

4.3 Internal Audit Report on the Single Central Record

The contents of the Internal Audit Report issued by the new Internal Auditors, MacIntyre Hudson was received by the Corporation and reference was made to the issues therein and the assurance provided.

4.4 Annual Report and Financial Statements

Marcus Palmer introduced the document and highlighted the key points and discussions held at the Resources Committee meeting, as recorded in the draft Committee minutes, including the deficit of £123K (compared to budget of £236K), outturn and variances, including the revalued pension liability. Despite the deficit, Governors were advised that the balance sheet remained robust, with an increase in cash of approximately £600K and that the bank covenants had been met, with a financial health assessed as good.

The Report and Financial Statements were approved by Corporation, supported by the recommendations of the Resources Committee. **ACTION: Jutta Knapp**

4.5 Management Accounts for 3 months to 31/10/21

Marcus Palmer, Chair of Resources, Committee, presented the Accounts to Corporation, noting the discussions held at the Resources Committee, as recorded in the draft minutes and highlighted the variances, in particular the number of Students which are higher than the targeted figure, which means that there is a growth in the unfunded element, but with additional associated costs impacting immediately. Referring to the outturn analysis, 50% of the in-year growth funding has been included as a prudent approach at this stage, reflecting the uncertainty in what if any amount will be funded this year by the ESFA. There were no other significant variances or associated costs to report. £1.2M cash flow was noted, and Marcus Palmer also drew attention to the bank covenants with which the College continues to comply. He explained that Jutta Knapp (Assistant Principal, Resources) was in regular communication with the bank regarding the College's financial matters and compliance with the bank covenants, noting that she had explained to the Resources Committee that the bank was primarily focused on the College's cash flow, rather than compliance with the bank covenants and that regarding the latter, should the financial situation change with the likely consequences of a covenant breach, the bank would almost certainly revise the covenant terms to avoid a breach.

Management Accounts Good Practice Guide – Summary and key requirements

The Resources Committee Chair reminded Governors about the Department for Education's recently released Good Practice Guide for Management Accounts (July 2021) and that he and Jutta Knapp had met to discuss the detail of what elements should be included within future BHASVIC Management Account, The Resources Committee also discussed the Guide and recommendations made, as recorded in the Resources Committee minutes, including the addition of particular elements which would improve understanding for Governors, particularly for those who would prefer visual presentation together with a more detailed executive summary, plus RAG rating. The new version of the College's Management Accounts, as at 31/12/21, which will be presented to Governors at the next meeting, will also include a rolling cash analysis chart and graph to show more clearly the forecast cash and RAG for all the variances, with charts, to provide a better understanding for Governors, particularly those less familiar with financial accounts.

The Corporation approved the revision to the Management accounts as recorded above and in the Resources Committee draft minutes, noting the Good Practice Guide elements which had been adopted. **ACTION: Jutta Knapp**

SECTION 5: GOVERNANCE ITEMS

Refer Search and Governance Committee item 1.2 and Confidential minutes

5.1 Governance Self-Assessment Report

The Chair gave a summary of the revision to the format and content this year namely Progress against last year's SAR action Plan and the SAR action plan for the coming year. Some of the key actions completed were highlighted including adopting an engagement strategy and a review of Link Governor roles. Future actions include compliance with the new AoC Code of Good Governance and review of the SPH pay policy. It was also recognised that face to face/virtual meetings would continue to be kept under review.

At this point Chris Piper left the meeting.

The Corporation approved the 2 Governance SAR documents, including the grade assessment as "outstanding – it was noted that some aspects were incorporated into the whole College SAR and CDP.

5.2 Other Items Recommended by the S & G Committee

- a) **Annual Review of Governing Body Confidential Business** - approved
- b) **Link Governors' Review** – approved as per the S & G minutes, including new Sustainability Governor and the discontinuance of the HR Lead Governor role.
- c) **College's Transfer to Teams/Sharepoint** – the transition process of providing some documents and communications via Teams/Sharepoint was noted. the various issues to be taken forward regarding hybrid Teams Meetings etc, were also noted, together with feedback from Governors regarding this evening's meeting – refer AOB below. At this point the Student Governors reported on Students' experience of Teams and that there was some confusion as a result of the ongoing use of more than one platform, in this case Teams and the VLE, but the Principal reported that there had never been any intention to only make use of 1 platform for Students' teaching and learning, but that he'd raise the matter with Staff to ensure that the use of the platforms are clear to Students. **ACTION: WJB**
- d) **Ofsted Preparedness Update** – The Chair reported on the work to date by the EIF Group members – to ensure there was adequate preparation for an Ofsted inspection by Governors.

- e) **Academisation** - recommendations from the S & G Committee (refer minutes) were noted.
- f) **Other** – The Corporation also agreed, based upon the S & G Committee recommendation, that the Task and Finish Group (Digital), should be disbanded, noting that regular reports were now made to the relevant Committees and to Corporation by the Digital Link Governor

SECTION 6: CONSENT AGENDA

It was noted that no points or questions had been raised with the Chair in advance of the meeting and therefore there would be no requirement to discuss any of the items in any detail.

POLICIES AND OTHER DOCUMENTS

6.1 POLICIES

The policies and other documents listed below were approved by Corporation as recommended by the respective Committees.

- a) **Safeguarding and Child Protection**
- b) **Notes from Task and Finish Group Meeting held on – Admissions Policy Review**
- c) **Complaints Policy and Guidelines**
- d) **Fire Safety Policy**
- e) **Risk Management Policy**
- f) **Committee Terms of Reference: Audit Committee and Remuneration Committee**

6.2 Risk Management:

Risk Register – approved

Risk Assurance Map – approved

Risk Assurance from Committees – refer minutes – noted.

6.3 ESFA Conditions of Funding Agreement (significant changes only) – noted including the need for an external Board review

6.4 Regularity Audit Framework Questionnaire: front sheet, RAFQ and RAFQ Annex - approved

COMMITTEE MINUTES AND OTHER MATTERS FOR NOTING

The Committee chairs gave a brief summary of the key aspects of the meeting and reference was also made to the draft minutes where available, which were taken as read and any recommendations were approved.

6.5 Remuneration Committee 4th October 2021 – draft minutes included in confidential section below)

Papers: Expenses – Senior Post Holders (SPHs)

6.6 Search and Governance Committee 11th October 2021 – draft minutes included in confidential section below)

Papers: AoC Code of Good Governance – Progress Report, Governing Body Self-Assessment (Committees, Individual Governors and SMT Feedback), Governors – Attendance, Governors – Skills Audit, EDI Governors’ Questionnaires – Responses/DfE/ESFA – Workforce Governor Data Collection for FE and SFCs, Governor Training (incl. SARAPs and Events), Corporation Expenses, Annual Report on College Policies delegated to Principal, Meeting Papers’ Record of Pack Size 2019/2020 and 2020/2021, Risk Assurance (refer Audit Committee paper), Database Development “Progress Central” – demonstration for Governors’ involvement in SARAP process (no paper)

6.7 Quality and Curriculum Committee Draft Minutes 15th November 2021 - noted

Papers: Termly Update – Student Governors - (oral report – refer minutes), College Development Plan (CDP) 2020/2021 Final , SARAPs (oral Report from Governors), Risk Assurance – approve (refer Audit Committee paper), Confidential Reports – Safeguarding and Complaints – refer confidential section below and papers on VLE; note Report on safeguarding from Designate Safeguarding Lead Governor (Oral Report - refer minutes)

6.8 Resources Committee Draft Minutes 22nd November 2021 – noted.

Papers: Termly Update on HR Issues (refer minutes) and papers, ESFA Dashboard and Financial Health Confirmation, Benchmarking Staff Income Ratio and comparison with other Colleges (S7+) (Confidential), Premises Update (incl. Capital bid submission) (oral report), Risk Assurance – approve (refer Audit Committee paper), Termly Digital Update including input from Digital Link Governor, Carbon Footprint Report and Road Map Progression, Health and Safety Annual Update

6.9 Audit Committee Draft Minutes 25th November 2021 – noted

Papers: Update on Audit Recommendations, Fraud Report (oral – refer minutes.

SECTION 7: OTHER MATTERS

7.1 Any Other Business

The Chair commented that the meeting had been planned as face to face but that there had been requests for remote attendance and she invited feedback on the Corporation's first hybrid meeting and the following was recorded:

- Pros and cons of lap tops and screen options were noted.
- The initial teething problems at the start of the meeting were discussed, and although the issues improved during the meeting ie Governors muting/unmuting when not speaking/speaking, actions were needed to resolve the problems throughout the meeting for those who had joined virtually – unable to hear, noise interference etc
- Governors who were experienced with hybrid Teams meetings suggested that a large screen would be useful, together with microphones placed appropriately in the room, using the right room eg social distancing plus electrical sockets for lap tops etc. It was agreed that further investigations into the cost of acquiring the necessary technology, room options and training should be taken forward. **ACTION: William Baldwin**
- It was noted that the initial proposal had been that if the decision was made to meet face to face, then Governors who were abroad or unable to join the meeting, could do this in exceptional circumstances only and with a maximum of 2 Governors joining virtually – refer S & G Committee minutes; otherwise apologies would have to be recorded. At this meeting, there were 5 Governors who had joined virtually. Governors were reminded of the agreement for future meetings and S&G will review practice in the light of circumstances next term

Thanks were recorded to Governors, staff and students for their hard work and commitments during another challenging term. Merry Christmas etc

7.2 Date of Next Meeting – 22nd March 2022

SECTION 8: CONFIDENTIAL BUSINESS

No-one indicated a desire to raise any issues on confidential matters and therefore recommendations within the draft Remuneration Committee minutes were adopted – see below item b)i).

8.1 CONFIDENTIAL MEETING MINUTES

- a) **Corporation 5th July 2021** – the draft minutes were approved.
- b) **Committees:**
 - i) **Remuneration Committee**
Addendum circulated to external Governors adopted
 - ii) **Search and Governance Committee** – referring to item 1.2 and 5.2, the recommendations within the minutes were endorsed by the Corporation.
 - iii) **Quality and Curriculum Committee** – noted
 - iv) **Resources Committee** - noted

8.2 Annual Report on Safeguarding – consent agenda item – noted.

- a) Annual Report on Safeguarding front sheet
- b) SARAP
- c) Established Operational Actions

8.3 Annual Complaints Report – consent agenda item – noted.

CHAIR.....

A handwritten signature in black ink, appearing to be 'A. J. ...', written over a dotted line.

Date.....

22.3.22