

## MINUTES OF THE CORPORATION MEETING

HELD ON WEDNESDAY 10<sup>th</sup> JULY 2024 AT 6.00 P.M. MEETING 23/05

### IN QUAD 4, VARNDEAN COLLEGE

Present: Jill Arnold, Jodie Braham, Danyalle Brinsmead, Ayas Fallon-Khan, Paul Herridge, Donna-Marie Janson, Ruth King, Simon Lindfield, Keith Perera, Lysander Pierce, Alan Walker, Brendan Ward, John Williams, Aldona Wheeler

In Attendance: James Gordon, Lisa Watkin-Stevens, Louise Pennington

Apologies: Nick Armstrong, Folayemi Oyelola and Jason Wye and Elaine French

Welcomes: None

In the Chair: Jill Arnold

#### 1. Welcomes and Apologies for Absence

Apologies and Welcomes – as recorded above.

The meeting was quorate.

#### 2. Declarations of Interest

None recorded at this time, other than those declarations notified at previous meetings and as recorded in the Register of Interests' records.

#### 3. Minutes of the Corporation held on 22<sup>nd</sup> May 2024 Part I Main Business

The minutes of the meeting were approved by the Corporation and the Chair was authorised to sign these. **ACTION: Louise Pennington/Chair of Governors**

In response to a question from Governors regarding the Adult Education consultation and outcome, the Principal provided an update, confirming that the consultation had been completed involving all Staff, including tutors and members of the community. The outcome has resulted in a reduced Adult Education provision which meets the Local Skills Improvement Plan (LSIP), including the continuing ESOL provision (which has increased by 200% for next year and contributes to the majority of Adult Education provision), whilst at the same time reduces the loss-making part of the College's provision, in light of the current very difficult financial climate for SFCs. It's aimed that going forward the Adult Education provision will be kept under review to ensure this element of the business is operated efficiently and profitably. This has meant that the College no longer provides leisure courses, but some full cost recovery courses, which are skills based, such as counselling and sign language, have been retained. However, there are a few adult community courses, such as pilates, community art, which are continuing to be provided via the College's Outreach centres. Regarding Staffing, a long term member of Staff will be retiring after 30 years and another member of Staff has resigned, plus 1 redundancy (although an alternative

post has been offered to this individual); overall 2 this equates to 3 FTE fewer Staff, along with the discontinuation of various of the leisure course tutors.

Noting the difficulties which SLT faced managing the consultation process, thanks were recorded from Governors for managing this.

At this point Aldona Wheeler joined the meeting.

#### **4. Matters Arising and Action Points – Progress Report and High-Level Risks’ Schedule 2023/2024**

The Corporation noted the progress with actions to date and those which were on the agenda, in progress or would be taken forward in due course. The following points were recorded:

- It was noted that Nick Armstrong (SEND Link Governor) had agreed with the Principal that he would join the **Critical Incident Group**.
- Governors were reminded to inform the Chair of Governors, if they were interested in joining any of the Corporation’s Committees. **ACTION: Governors**
- The draft meeting dates schedule for next year was noted by the Committee, including the changes to Governors’ seminars/link days
- and attention was drawn to the new informal Committee established to meet in October, involving the Chair, Vice-Chair and Committee Chairs. **ACTION: Chairs**

It was noted that the actions’ schedule would be updated to reflect any changes detailed above. **ACTION: Louise Pennington.**

**HIGH LEVEL RISKS:** The Chair drew Governors’ attention to the high-level risks, reminding all to bear the risks in mind, during the various meeting items.

At this point following a proposal from the Chair, it was resolved to take item 12 Policies and Other Documents prior to item 5 Chair’s Report – refer item 12 minute.

Jodie Braham and Danyalle Brinsmead joined the meeting at this point.

#### **5. Chair’s Report**

Jill Arnold referred Governors to her written Report and drew attention to the key headlines. She highlighted the following aspects:

- Brighton and Hove Chairs’ Meeting which the Chair attended last night. There was a presentation from Jacob Taylor, Deputy Leader of Brighton and Hove City Council (ex Varndean College Student), on the Local Authority’s proposal for federating Schools in the area, in light of the reducing demographics and deficit budgets of many local Schools, with the overall focus on saving money. The Local Authority has been asked to ensure that post-16 providers are kept up to date with developments. It was agreed that Governors should be updated on this matter at the next Governing Body meeting in October, with a meeting paper. In light of this, Governors also queried whether academisation options may be re-visited as an option and it was agreed to remain aware of potential developments in this area too, together with any further

School Sixth Form developments, noting that the largest in the area was Cardinal Newman Sixth Form comprising 700 Students. **ACTION: Jill Arnold**

The Corporation thanked Jill Arnold for her report.

## **6. Principal's Report - Executive Summary**

The Principal presented her Report to the Corporation, the details of which were noted and the following additional comments recorded below:

### **a) Sustainability Update**

#### **i) Progress on the FE Climate Action Roadmap**

Donna-Marie Janson reminded Governors that the Action Roadmap had been RAG rated reflecting progress within each targeted area by 2030 at the latest. The Action Plan set out the actions targeted for completion by the end of next year. The Principal highlighted the significant number of Students who had gained their carbon literacy qualifications (125 Students) being a 20% increase in delivery from previous year.

It was also noted that the plan included SLT members' targets too.

#### **b) Accountability Agreement**

Reference was made to the draft version presented at the last Corporation meeting in May and taking into account the updates made since the last meeting, the Corporation approved the final version, notwithstanding the fact that a revision would be made to the reference to 205 deprived areas which would be deleted from the final version. **ACTION: Principal**

Ruth King (Skills Link Governor) referred to her meeting held earlier this term, with Jo Hambleton, and noted that the reference to Brighton and Hove population was the exception to the ageing population recorded in East and West Sussex, was no longer correct and that the reference to ageing population applied to the whole of Sussex including Brighton and Hove. She agreed to share the relevant slides with Donna-Marie Janson. **ACTION: Ruth King – DONE**

Taking into account the above, it was also confirmed that the final document would be uploaded to the College's website by the end of July 2024. **ACTION: Principal.**

#### **c) Staff Well-being and Satisfaction**

The biennial well-being survey was completed last year and workload was identified as a significant issue, so this year a Staff workload project was initiated with Staff wellbeing mentors being appointed to design and implement research in this area, with the aim of determining issues and identifying manageable workloads. The outcome of the project will be considered by SLT and Corporation will be updated with details of actions to be taken forward, probably at the October 2024 Meeting. In response to a question from the

Corporation, Governors were informed that volume of work appeared to be the main issue for Staff. **ACTION: Principal**

Governors also noted that there were other Staff surveys, including a Staff satisfaction survey which is circulated annually during the Summer.

Following a question from Governors on methods to manage workload, it was reported that various strategies are put in place, including focus groups/Teaching and Learning mentors etc, to obtain feedback and develop options for improving this where possible e.g. sharing good practice in areas of marking work. There are 4 Teaching and Learning mentors per School. Input is also obtained from the SFCA where relevant. In light of AI developments, alternative solutions will also be investigated and an AI inset day for Staff has been arranged for September.

## **7. Student Governors' Report**

Lysander Pierce provided the following update to Governors on various activities involving the SU and Student Governors:

- Attended recent S7 SU day at Godalming College which was interesting and useful to meet other Colleges' new SU members. From this event and in light of the fact that other SUs appeared to have bigger budgets, the SU will focus more upon funding raising both for their own events and various charities.
- Leavers' Event – although there appeared to be a lower attendance than for the previous year, the event was successful.
- Student Council Meeting – changes to canteen/catering were noted.
- Election event for Politics Students, was enjoyed by all, with hustings etc and this had a good participation, particularly owing to the possibility that a new Government may legalise voting from age 16.
- Citizens UK – ongoing engagement with this and the Student Governors are heading to Parliament Square tomorrow to talk about affordable housing. The Transport campaign involving Students and Citizens UK is also progressing. The new SU Members have also been given training on listening techniques with the intention of improving engagement with the Student body. Feedback is then provided to Citizens UK on current Student issues, which includes human rights and equality.
- The inclusive nature of the College has been welcomed by Students and nominations are already being taken from the new Student Body, for funding raising events directly led by Students.
- In response to a suggestion from Governors regarding engaging young people to vote, it was agreed that this may be helped at College by involving all Students, rather than just Politics' Students, in future election based events. At the same time, it was recognised that the involvement of Students in Citizens UK had helped to engage more Students in local and national issues.

Thanks were recorded to Lysander Pierce for his report.

## **8. Curriculum and Standards**

### **a) Student Survey and Tutorial Survey Results**

- i) **Executive Summary**
- ii) **Student Survey – Curriculum**
- iii) **Student Survey – Tutorial**

James Gordon presented the various papers and highlighted the following:

- Slight reduction in survey completion rate this time to 48% and discussions have been held with the aim of seeking greater engagement by Students going forward. Historically, the surveys have been delivered via the tutorial programme but this will be extended and the curriculum areas will be used to promote the surveys too.
- Curriculum Results: comparisons with previous years were noted, with improvements in results for areas that we have been targeting and highlighted in green in the document. Teachers have made use of more engaging activities in the classrooms for subjects identified as particularly needing improvement, combined with more 1 to 1 work with Students where necessary.
- Within the Tutorial area, reference was made to the 2024 summary table, with comparisons with the 2 previous years. Attention was drawn to the disappointing completion rates for the latest year, especially in respect of level 3 Tutor Groups. However, the Prevent and EDI focus has been well-received by Students. The Tutorial Team are looking into the issues identified by Students relating to the virtual learning environment, which were less well-received compared to the curriculum areas.

**b) Careers Report & Update including Destinations**

- i) **Executive Summary**
- ii) **Report**

James Gordon introduced the document prepared by Jo Hambleton (Assistant Principal) and the report was self-explanatory. Grade 1 Ofsted awarded for Careers, was noted.

At this point Ruth King, the Skills Link Governor, reported on her recent 1 to 1 meeting with Jo Hambleton.

In response to a query from Governors regarding induction arrangements for new Staff, the Principal confirmed that all new Staff would be brought up to date with new initiatives and developments in this area.

**c) Enrichment Report**

- i) **Executive Summary**
- ii) **Report**

Lisa Watkin-Stevens presented the document, the details of which were noted by the Corporation. Governors were reminded that the initiative was introduced in 2022/2023 and then reviewed and updated as needed including some administrative changes to make the process easier for Students to sign up for various activities.

Enrichment provision rests within each School depending upon the subject matter and this then makes it easier to monitor, and track attendance and Student engagement per

curriculum area. Staff are allocated to enrichment activities depending upon utilising their employed hours.

The enrichment provision forms part of the 40 guided learning hours per Student so is partly funded and the recent Ofsted grade 1 outstanding for this area was noted too.

## **9) Finance Matters**

In the absence of Elaine French, Simon Lindfield presented the various papers as Chair of Finance Committee and highlighted key discussions and recommendations as recorded in the draft Finance Committee minutes. The following points were recorded:

### **a) Draft Minutes from Meeting held on 27<sup>th</sup> June 2024**

Referenced detailed minutes per items for noting and approval and the various front sheet papers per item, were taken as read by the Corporation.

#### **b) Financial Update/Management Accounts**

- i) Executive Summary
- ii) Management Accounts: Income & Expenditure
- iii) Balance Sheet
- iv) Cashflow

The Management Accounts reviewed at the meeting and the predicted final outcome was noted. The financial difficulties were highlighted and the prudent management of expenditure was noted including the tight control of budgeting and rest of year expenditure by SLT having advised Staff accordingly. A financial health given at the lower end of “requires improvement” for this year. The Staff pay rise, agreed nationally, has not been fully funded for sixth form Colleges and this was implemented with effect from January 2024 rather than September 2023 owing to the financial difficulties. The Management Accounts were noted by the Corporation.

### **c) Budget 2023-2024 incl. review of Key Risks and Forecast 2025/2026 & 2026/2027**

- i) Executive Summary
- ii) Proposed Budget and Forecast
- iii) Projected Balance Sheet
- iv) Cashflow

The Budget for 2024/2025 was reviewed and recommended to Corporation for approval. This year will also be impacted by the Staff pay rise and a 2.5% rise has been included in the budget (national negotiations are still in progress). Numerous financial efficiencies have been implemented for this year including the significant changes in Adult Education provision, as mentioned earlier, but with a further review planned during 2024/2025. This year will also have the impact of the adult education funding clawback from under-delivery owing to a reduction in enrolments.

Student enrolments have also been predicted to increase, but account taken of lagged funding. The low cash flow situation was also highlighted, hence the need to be prudent and monitor and control expenditure very tightly. For next year attention was drawn to the change in International Students provision which has also been implemented for economical reasons, by removing the option for Students to enrol for 1 term (January to May). Overall, for the year there has been a saving of £600K as a result of the various strategies implemented to reduce uneconomical activities and to save money.

Forecasts for 2025/2026 were looked at by the Finance Committee Chair with Elaine French after the meeting and the figures have been included in the papers today. An increase in Student numbers has also been estimated for this year, which should enable a return to a financial health score of “good”.

Other Finance Committee Members present at the meeting, reported that the discussions had by the Committee Members had been extensive and that the options open to SLT to manage the difficult financial position for the remainder of this year and for next year, were considered in some detail by the Committee, noting also the reliance upon increasing Student numbers to manage the overall budget in order to return to a financial health of “good” for 2025/2026. At this point the Corporation sought further explanation regarding the predicted local Brighton and Hove reduction in demographics which has already had an impact on Primary education. It was noted that Varndean College recruited Students from Brighton and Hove and also East and West Sussex, hence it wasn’t solely dependent upon Brighton and Hove applications and also could place some reliance upon its International Students.

In response to a question from Governors regarding wrongful trading situations (likely insolvency), it was confirmed that the Colleges were mainly reliant for funding from the ESFA and that the FEC (FE Commissioner) also monitored Colleges closely. It was noted that support is provided by the ESFA and that where Colleges are in deficit, they would be supported financially by the ESFA; hence the reasons for the close monitoring of the College’s financial position and in particular cashflow.

It was also queried whether it would be worth seeking fundraising opportunities for the College by engaging alumni and parents of Students but SLT suggested that it would be difficult to seek funding from Parents particularly in light of the fact that most Students are only enrolled for 2 years and that a significant number were Students classified within “widening participation” category. It was agreed that this might be an initiative which Parents/Parent Governors may wish to investigate options to see if it would be feasible, which the Governing Body could then consider. **ACTION: SLT/GOVERNORS**

The Corporation also queried the impact of the current financial situation on the proposed capital projects and it was explained that the projects were dependent upon funding being provided by the ESFA, with no contribution from the College’s own very limited reserves. However, it was also recognised that with a new Government in place, the current funding situation for FE Colleges remains uncertain.

Taking into account the points recorded, thanks were made to the Finance Committee and SLT for their work on the various items and approvals were given by the Corporation in respect of the various recommendations, including the Budget for 2024/2025 and financial forecast for 2025/2026. **ACTION: Elaine French**

Other items considered at the Finance Committee.

d) **ESFA Reports** – noted.

- i) College Governing Body Finance Dashboard
- ii) Benchmarking Reports

Note: EASU Pension Valuation Report – due to be issued in October 2024.

e) **ONS Reclassification Update**

Simon Lindfield reminded the Corporation about the reclassification of FE Colleges from the private to the public sector approximately 18 months ago and that the College's financial regulations had been drafted by Elaine French. The Finance Committee considered the draft but recommended that the Audit Committee should also be consulted on audit related aspects, prior to recommending these for approval. **ACTION: ELF/Finance Committee/Audit Committee**

f) **Financial Sustainability Action Plan** – noted.

g) **Property Matters including Summer Works and Capital Bid Update**

The Principal referred to the update provided to the Finance Committee as recorded in the draft minutes regarding Summer works, comprising making the Music Technology classroom fit for purpose and expanding the Graphics space to cater for Students, along with other minor repairs, owing to the very limited budget, the details of which were approved as per the budget.

It was noted that the Capital bid update was reported earlier within the Principal's Report.

## **10.Audit Matters**

Brendan Ward introduced this section as he had chaired the meeting in the absence of Paul Herridge. The following points were noted or approved as recommended by the Audit Committee:

### **a) Draft Minutes from Meeting held on 13<sup>th</sup> June 2024**

- referring the action from the draft minutes for a meeting to be organised between Jodie Braham and Sarah Dunsmore, Jodie Braham confirmed that this was still due to be arranged in respect of the College's Digital Strategy and also noting from the minutes that owing to further changes proposed, the Digital Strategy Document



would be brought back to the Audit Committee for review and recommendation in the Autumn Term 2024. **ACTION: Jodie Braham/James Gordon**

- IT Disaster Recovery Plan – under review and will be brought to the next Audit Committee meeting in November. **ACTION: Elaine French/James Gordon**

**b) External Auditors**

**i Reappointment and Remuneration**

**ii Audit Strategy Memorandum**

The Corporation approved the remuneration and reappointment of the External Auditors (Mazars). Governors queried the timing and need for a re-tendering of external auditors and owing to the limited time available this year and the Ofsted Inspection, SLT would be aiming for taking this forward for implementation for the 2025/2026 academic year and hence would go out to tender in April 2025 and it was also confirmed that as per the regulations, a governor/s would be involved and on the Tender Board. **ACTION: Elaine French**

**c) Internal Auditors – deferred until November 2023 Audit Committee/December 2024 Corporation**

**Assurance Strategy and Plan**

**Funding Review**

**Follow Up Review**

**Reappointment and Remuneration**

Governors were reminded of the existing 3 year agreement with the internal auditors and it was noted that the above items had been deferred to the Autumn Term Audit Committee meeting. **ACTION: Elaine French**

In light of the discussions held earlier regarding the College's tight financial situation and budget, it was agreed that the Audit Committee should also review the scope for internal audit to see if meaningful savings could be made. **ACTION: Elaine French/Audit Committee Chair**

**d) Risk Management**

**i) Risk Register/Action Plan**

**ii) Risk Assurance Map**

The Risk Management documents were approved by the Corporation. **ACTION: Elaine French**

**e) Fraud Report – verbal report was given and Governors were referred to the draft Audit Committee minutes, noting that currently there were no fraud issues of which SLT was aware.**

**11. Search and Governance Committee**

**a) Confidential draft minutes from meeting held on 20<sup>th</sup> June – refer to minutes for verbal items listed below – noted.**

## **b) Corporation and Committee Membership Matters**

The Committee memberships were reviewed by the S & G Committee and Governors were reminded that they were encouraged to express interest in one or more Committees, which would be considered at the next S & G Committee, if/when a vacancy arises. **ACTION: Governors**

**c) Governance Self-Assessment Quality Improvement Plan Update – noted.**

## **d) Re-Visit Codes of Good Governance**

The contents of the meeting paper front sheet were noted, which included details of all 3 Codes available to FE and SF Colleges, noting that the current Code adopted was the AoC Code of Good Governance (2021) and that last year, following a review, the new AoC Code of Good Governance (2023) had been approved as its successor by the Corporation. It had been decided that this would be re-visited and following the recommendation by the S & G Committee, the Corporation agreed to adopt the 2023 AoC Code of Good Governance until further notice. **ACTION: LEP**

## **e) External Board Review - Stone King Draft Report**

The Chair of Governors confirmed that the draft report had been issued by Stone King following the completion of the External Board Review but that in response to input from the Chair, Principal and Clerk with Stone King, the Report was due to be revised prior to be finalised, including a focus on the 3 key governance recommendations, together with a separate appendix/list of the other 16 suggestions/examples of good governance practice the latter of which the College may wish to consider.

Under the current rules it was recorded that the final report from Stone King had to be issued by 31<sup>st</sup> July 2024, but that the final Report could then be considered at the next Corporation meeting – in October 2024 and actions taken forward from this, together with uploading a summary to the College's website, with the agreement of Stone King and details to be included in the Annual Report and Financial Statements (due next term).

The Chair confirmed that the outcome from the Review had been very positive in terms of good governance.

**ACTION: Chair/LEP**

## **12. Policies and Other Documents (Executive Summaries and Policies included)**

As agreed, this item was taken at the start of the meeting, after Matters Arising and the various changes per policy/document, as recorded in the front sheets, were noted by the Corporation and all policy/document changes, taken as read.

It was noted that Ruth King had emailed prior to the meeting, various comments to SLT which they had taken into account and updated as necessary.

Questions were invited from Governors after which the Policies and Documents listed below were approved. **ACTION: SLT**

- a) **Safeguarding and Child Protection Policy**
- b) **Risk Management Policy**
- c) **Data Protection Annual Report**
- d) **Anti-Bribery Policy**
- e) **Anti-Fraud and Irregularity Policy**

It was noted that items b, d, e and h) (below) were considered and recommended to Corporation for approval by the Audit Committee – refer front sheets and draft Committee minutes. There were no questions from Governors.

- f) **Financial Regulations** – refer the Finance Committee business above and the recommendation to defer this to next term, owing to a request to consult the Audit Committee too. **ACTION: Elaine French – Audit Committee and Finance Committee**
- g) **Fees and Charges** – approved.
- h) **Cyber Security Policy** – the policy as updated post the minutes (refer front sheet and Audit Committee minutes for amendments agreed) – approved.
- i) **SEND Policy** – approved, noting minor changes including updated terminology and Staff job titles.
- j) **Committee Terms of Reference review** – refer **Committee Minutes**

The Corporation approved any changes recommended by the various Committees.  
**ACTION: LEP**

**Policies to come to next term:**

**IT Disaster Recovery Plan**  
**Digital Strategy Document**  
**Procurement Policy**  
**Information Security Policy (TBC)**

**13. Date of Next Meeting:** To be confirmed.

**14. Any Other Business** - none.

The Chair thanked those Governors who had provided feedback in respect of the Clerk's appraisal and invited other Governors to submit feedback too, prior to the appraisal meeting.

**15. Part II Confidential business** - none

**16. Enclosures for Information – Meeting dates for 2024/2025** – Governors were encouraged to put the dates relevant to them in their diaries.

Louise Pennington 10/07/24

Chair.....

Date.....