

## MINUTES OF THE CORPORATION MEETING

HELD ON WEDNESDAY 26<sup>TH</sup> MARCH 2025 AT 5.45 P.M. MEETING 24/03

### IN QUAD 3, VARNDEAN COLLEGE

Present: Jill Arnold, Nick Armstrong, Jodie Braham, Paul Herridge, Donna-Marie Janson, John Lamb, Simon Lindfield, Carrie Llewellyn, Lysander Pierce, Alan Walker, Brendan Ward, Aldona Wheeler, John Williams

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

The Meeting commenced with a 15 minute digital report from Sarah Dunsmore, Director of MIS, Exams and Registry, followed by questions. It was also noted that a similar presentation had also been given earlier in the term to the Audit Committee.

Thanks were recorded to Sarah Dunsmore, after which she left the meeting.

#### 1. Governor Membership Matters:

The Chair of Governors reported on the recommendations made from the recent Search and Governance Committee (refer meeting papers) and the following appointment/reappointments were agreed by the Corporation:

- a) Governor (Support Staff) appointment of Sarah Dunsmore from 1/4/2025 for a 4 year term of office, following the retirement of Aldona Wheeler, whose term of office was due to end on 31<sup>st</sup> March 2025 (2 terms of 4 years each), noting that an election process had taken place involving Support Staff. Thanks were recorded to Aldona Wheeler for her excellent service and support to the Governor body, over 2 terms of office.
- b) Reappointment of John Williams – when his current term of office ends on 31<sup>st</sup> July 2025 for another 4 year term of office with effect from 1<sup>st</sup> August 2025.
- c) Reappointment of Jill Arnold, when her current term of office ends on 31<sup>st</sup> August 2025 for another year until 31<sup>st</sup> July 2026 (when her current term as Chair of Governors is due to end). The Corporation was reminded that should anyone be interested in taking over the Chair of Governors to let Louise Pennington know, or contact Jill for more information on the role. **ACTION: Governors**
- d) Other recommendations – refer S & G committee section of the agenda.

#### 2. Welcomes and Apologies for Absence

Apologies: Ayas fallon-Khan, Folayemi Oyelola, Keith Perera and Jason Wye

Welcomes: Carrie Llewellyn and John Lamb – new Parent Governors

In the Chair: Jill Arnold

The Meeting was quorate.

### **3. Declarations of Interest**

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

### **4. Minutes of the Corporation held on 11<sup>th</sup> December 2024 Part I Main Business and Part II Confidential Minutes**

The minutes Parts 1 and 2 of the meeting were approved by the Corporation and the Chair was authorised to sign these. **ACTION: Louise Pennington/Chair of Governors**

### **5. Matters Arising and Action Points**

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.

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

### **6. Chair's Report**

The Chair referred Governors to her written report and drew attention to the various key headlines therein.

It was noted that the FE SUSSEX LSIP new technology launch referred to in the Report had been cancelled.

Attention was also drawn to the EDI meeting with Staff which Jill Arnold had attended earlier this term and that as a result of this, she had been reassured on the EDI work underway at the College. At this point Jill Arnold confirmed that John Lamb (new Parent Governor) would be taking over the EDI Link Governor role.

### **7. Principal's Report**

#### **Papers: Executive Summary**

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

#### **a) Feedback from Meetings**

Ofsted reform consultation: James Gordon reported that he had attended a webinar earlier today on Ofsted developments and reported on the 9 areas and toolkit approach, with no overall grade for the new inspection framework for FE Colleges. There is also an "exemplary" grade which is only used in exceptional circumstances. There will no longer be deep dives (subject related), and there will be a focus upon quality improvement actions, with some subjects investigated by inspectors based on the actions completed by the College and in discussion with College Management. The new Ofsted inspection framework remains in the consultation stage due to end on 28<sup>th</sup> April, with the intention of implementing this from September 2025. In response to a question from the Corporation, it was confirmed that parents had not

been informed of the consultation regarding the proposed new Ofsted framework. It was suggested that a summary of the proposals could be sent to Parents and Staff.

**ACTION: SLT.** The Governing Body also queried whether Ofsted had made any changes, having learnt lessons from the suicide of the Head Teacher, following a disappointing Ofsted grade and it was noted that changes had been made, with the removal of the overall grade, a longer notice period and a greater focus on inclusion and context.

**b) Annual Strategic Conversation Update**

Usually, this meeting would have taken place, but this year this has been delayed by the DfE (previously ESFA); Governors were also reminded that the main subjects for discussion would be finance and skills. To date, the Principal has met the new DfE regional lead.

**c) Strategic Plan and KPIs**

The new strategic plan is due next year, with the current plan due to end in 2025. The intention will be to review and refresh the current plan, subject to Corporation agreement and a working party will be established to deal with this, followed by recommendations to be considered at the October 2025 Corporation Meeting. The aim is to launch the new Plan in December 2025 for 2026 implementation. The Principal asked for volunteers for the working party.

**At this point owing to the sensitive nature of the business, it was resolved to record item d) Staff Pay and item e) Consultation on Adult Education Provision, to confidential Part II Minutes**

**d) Staff Pay** - refer Part II Confidential Minutes

**e) Consultation on Adult Education Provision** - refer Part II Confidential Minutes

**f) Gender Pay Gap (Papers: i: Executive Summary, ii: Report)**

The Corporation noted the annual statutory requirement and the contents of the report which had been prepared by the new HR Director. The following points were noted:

- A snapshot of the figures as at 31<sup>st</sup> March 2024.
- comparisons with previous pay figures, noting that some of these were not looking as positive owing to the revision in the rules, whereby term time only staff numbers also have to be included along with full time staff numbers (previously term time only staff were included within part time staff figures); consequently, the salary comparison figures have worsened, based on the term time only figures reflecting the salary per hour over the year, rather than term, combined with the fact that the majority of the term time only staff are female.
- General pay gap analysis based on the 2025 data will be brought to the next meeting and this will include comparisons for male/females doing the same job in order to demonstrate equality. **ACTION: SLT**

- Attention was drawn to the issues highlighted last year, namely that there were more part time female staff members and also a greater percentage of support staff were female, generally paid less than teaching staff; hence there isn't unequal pay for the same job, but reflects full time/part time staff differences, and support/teaching staff differences.

## 8. Student Governors' Report

The Student Governor, Lysander Pierce, provided the following update to Governors on various activities involving the SU and Student Governors, since the last meeting:

- Student Council Meeting – no specific theme on this occasion but an opportunity to meet socially and gather feedback from Students, with the aim of publishing the various Student events more effectively.
- Culture Week was well-attended, noting that this had been extended from 1 day last year. Further developments are planned for next year's Week, with the aim of increasing diversity of events.
- Citizens UK participation and engaging more widely. Further work will need to be done to extend funding for counselling for 16-18 in Secondary Schools to include SFCs too.
- Housing issues and noting good publicity for Varndean College, owing to the College's EDI officer being co-chair of the Citizens UK housing meeting.
- SU Elections: - record number of applications this year and voting turn out. Consideration will be given to reviewing the SU Constitution before the next election period, noting that a great focus on encouraging male Students to participate in the process, with only 1 male presidential candidate this year. The outgoing SU Executive intend to provide a more formal and thorough handover this year to the new Executive.
- Publicity on national television was highlighted via Lysander Pierce being interviewed regarding housing issues in the country and also in respect of Citizens UK, together with a quotation included in a newspaper article.

Thanks were recorded to Lysander Pierce for his report and to both Student Governors for their input over the last year, noting that this was their last meeting, before the new Student Governors are elected.

## 9. Curriculum and Standards

James Gordon and Lisa Watkin-Stevens provided the following reports to the Corporation:

### Papers:

#### a) Annual Equality Duty Annual Report

#### Papers: Executive Summary, Report

Lisa Watkin-Stevens presented the above report which was received by the Corporation.

The following points were highlighted:

- This statutory duty report is required to be uploaded to the College's website.  
**ACTION: SLT**
- The last meeting was presented with the Students EDI analysis and this is unchanged in the current Annual report.
- This term's report includes the Staff EDI analysis.
- Section 2 Staff profile – gives a snapshot as at 31/7/2024 – there are 20 fewer staff compared to the situation in March owing to the invigilators which had previously been included but have since left the College's employment.
- Length of service data has been incorporated into this year's report following a request from Corporation last year (section 2g).
- In response to a question from Governors regarding Students' protected characteristics, it was confirmed that the characteristics reflected the DfE's requirements, and that not all protected characteristics have been included in the DfE's specification. However, it was noted that this was likely to be extended next year as other characteristics are collected by the College and discussed at admissions as necessary.
- The Corporation also referred to a discussion held at the last meeting regarding terminology and that this would be investigated further by SLT and the Chair, to ensure the most up to date accepted wording and acronyms were being referenced. It was agreed to take this action forward for the next report. **ACTION: SLT/Chair**

#### **b) KPI Update (in year retention/attendance)**

##### **Papers: Executive Summary, Report**

James Gordon presented the paper to Corporation and highlighted the following:

- KPIs have been prepared in a different format to previous reports with a focus on live in year data, which provides more meaningful analysis. The new presentation is also in line with how Ofsted monitors colleges.
- 2 main metrics focused upon are retention and attendance which provides an indicator for Student engagement and progress. The retention figures have improved reflecting the initiatives undertaken by the College over the last year or so, with an 84% retention target and currently the retention figure is 88.4% for second year and foundation Students. The focus has been on the first 6 weeks post enrolment, together with ensuring Students are on the right courses, with intervention where necessary and skills work supporting Students remaining on courses. 97.7% of first year Students by the end of February were still retained and on course, which is an improvement on previous years.
- Students with particular learning needs or disabilities are slightly down retention wise on average, although the figures are still better than the previous years.
- Reference was made to the QIP last year to take forward an action to improve the difference in retention between male and female Students, where more male Students were not been retained (8.5% difference) – since the intervention methods were adopted, including greater support in certain subject areas for male Students, this has improved and the difference has reduced to 4%

- Regarding attendance figures, a similar picture is apparent, with various initiatives having been implemented which have had a positive impact on first year Students in particular, with improved attendance compared to previous years.
- The impact on the College's finances arising from retention issues was also discussed, noting the 2 years' lagged funding methodology.

### **c) SEND Link Governor Verbal Report/Update – Nick Armstrong**

Nick Armstrong reported on his recent meeting with Jen Neal (Head of Additional Learning Support, SENCO) and the following headline points were recorded:

- Assurance acquired with excellent departmental work and staffing who are managing the significant pressure and workload.
- The Link Governor was alerted to the significant pressures placed upon the Staff in terms of the numbers of cases and types of diagnosis, with some extreme cases to deal with too.
- The department has seen a 10 fold increase in ADHD classified Students, with 800 Students on the SEN register and mental health issues overall continue to increase.
- The mental health issues experienced by Students reflect the increase reported worldwide, post the pandemic and also noting the impact of social media.
- Attendance cases – there are 2 specific issues currently which were discussed including the College's attendance policy, limitations which apply regarding actions which the College can take and the impact of equality duties. It was noted that the Local Authority had expectations that Colleges should do more, in addition to what is set out in the Policy.
- Staff time is taken up with the more complex cases.
- risks which generate complaints from Parents were also noted, including potential tribunals, taking into account the pressure on other Local Authority services some of which have placed greater pressure on Colleges, where there is no other outside support easily available.
- In his role as the SEND Link Governor and with his expertise in this field, Nick Armstrong was happy to give informal advice as appropriate in his role as a Governor and had offered to review any revised SEND related policies to provide some input if this would help.

Thanks were recorded to Nick Armstrong for his Report and offer of support.

**Owing to the sensitive nature of the following items, it was resolved to transfer the record to Confidential Part II Minutes**

### **10. Finance Matters – CONFIDENTIAL MINUTES**

- **Latest Management Accounts 06-025**
  - i) Executive Summary
  - ii) Income & Expenditure
  - iii) Balance Sheet
  - iv) Cashflow

- **Draft Budget**
  - i) **Executive Summary**
  - ii) **Draft budget 2025-2026**
  - iii) **Draft balance Sheet**
  - iv) **Draft Cashflow**
- **Capital Projects and Plans** – refer minutes and refer AWG section of agenda
- **Consultation – Adult Education** – refer minutes and Principal's Report recorded earlier.
- **Review of Key risks to proposed budget** – refer minutes
- **Financial Sustainability Action Plan** – refer minutes
- **Review of Risk Appetite Statement in RM Policy** – refer minutes and approved.

**ACTION: Elaine French/Chair of Governors/Principal**

## **11. Audit**

Paul Herridge and Elaine French introduced the various Audit Committee matters and referred Governors to the various recommendations and comments within the draft Audit Committee Minutes.

### **PAPERS:**

- a) **Draft Audit Committee Minutes of meeting held on 13<sup>th</sup> March 2025** – noted
- b) **Rolling Action Plan (Internal and External Audit recommendations** – refer minutes and noting internal audit on procurement next term.
- c) **Internal Audit Report – Bursary & Free College Meal review** – refer minutes and in effect mock audit within colleges, with “weak” assurance being the outcome and 3 recommendations made together with 1 good practice suggestion. SLT will be taking forward the actions next term.

### **Items for approval:**

- d) **Risk Management** - approved
  - i) **Summary Sheet**
  - ii) **Risk Register and Action Plan**
  - iii) **Assurance Map**

Attention was drawn to 2 high level risks – MA7 (IT Failure) which will remain classified as high and MA1 (Critical Incident plan – noting that this was not yet fully implemented and this had been discussed at the meeting, including assessment of risk and processes to



implement the testing procedures, with training due to follow later this year, given by the Principal (who was also awaiting external training, which had been cancelled and due to be rearranged); it was also noted that counter terrorism police had visited the College to review the site and provide advice and assurance.

- e) **External Audit Tender Process Update** – refer minutes and process as set out was endorsed by the Corporation.

- f) **Performance Indicators for External Audit** – approved

#### Items for Noting

- g) **Fraud Report** – refer minutes

#### 12. Search and Governance Committee – CONFIDENTIAL

- a) **Draft S & G Minutes of Meeting held on 13/02/2025** – noted and recommendations approved.

- b) **Membership Matters – refer item 1 and Minutes**

Alan Walker, who had chaired the meeting in the absence of Brendan Ward provided a summary of the Committee business.

In addition to the recommendations reported in item 1 which had been approved, the Corporation also approved the other recommendations from the draft S & G Committee minutes, namely the approval of the membership for the new Quality and Curriculum Committee, due to commence in the 2025/2026 academic year. It was also noted that regarding chair succession, Jill Arnold would be taking forward this action and liaising with interested Governors over the next term, with the aim of having a successor in place within the next 6 months – any Governors interested in taking on the Chair role, should contact Jill.

- c) **Quality Improvement Plan (QIP) – latest version** - noted

- i) **Executive Summary**

- ii) **QIP**

- d) **AoC Code of good governance COGG – update** – noted

- i) **Executive Summary**

- ii) **AoC Code of Good governance – evidence template** – noted

At this point, following a question from the Corporation, it was confirmed that the AoC Code could be adopted by all Colleges, regardless of whether they were members of the AoC.

- e) **Chair Appraisal – Summary paper** (paper available on request from Governors) – noted.

It was also noted that the External Board Review (EBR) actions and recommendations were being taken forward, following the meeting of Chair, Principal and Clerk.



### **13. Accommodation Working Group – Meetings 10/12/24 and 20/3/25**

Alan Walker, Chair of the AWG provided an update on the meeting:

The contents of the Meetings held on 10<sup>th</sup> December 2024 (not previously circulated) and the recent meeting on 20<sup>th</sup> March 2025 were noted by the Corporation.

Alan Walker, Chair of the AWG provided a summary of the last meeting and highlighted the following aspects:

- Meeting next week with the contractors regarding the quads' project and outstanding issues arising, particularly relating to the paving slabs laid in both quads to seek rectification of the works and also noting that the final part of the deposit retention was due to be returned to the contractors in mid April.
- Proposed new projects – replacement of fire doors and windows, together with the heating upgrade and the outcome of the project submissions will be known probably in May.

### **14. Policies and Other Documents (Executive Summaries and Policies included) – refer to Committee minutes for discussions/recommendations held – noted and approved as necessary.**

It was agreed that the following section would be taken as read, subject to any questions received from Governors.

#### **a) Procurement Policy (via Audit Committee)**

**Papers: Executive Summary and Policy**

#### **b) Public Interest disclosure (Whistleblowing) – through audit committee**

**Papers: Executive Summary and Policy**

The Corporation approved the policies/documents including any changes recommended by the various Committees. **ACTION: SLT/LEP**

### **15. Date of Next Meeting: Wednesday 21<sup>st</sup> May 2025 at 6.00 p.m.**

### **15. Any Other Business - thanks**

- a) **Part II Confidential business** – Minutes 11<sup>th</sup> December 2025 approved – refer above.
- b) **Any other confidential business** – None.

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

Louise Pennington 26/03/25

Chair.....

Date.....