MINUTES OF THE CORPORATION MEETING

HELD ON WEDNESDAY 25th MARCH 2026 AT 5.30 P.M. MEETING 25/03

IN QUAD 3 (East Quad), VARNDEAN COLLEGE

Present: Nick Armstrong, Jodie Braham, Toby Douglass, Sarah Dunsmore, Ayas Fallon-Khan, Donna-Marie Janson, Yasmin Khan, John Lamb, Simon Lindfield, Carrie Llewellyn, Keith Perera, Alan Walker, Brendan Ward, Lisa Wardle-Sharp, John Williams (Chair)

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

1. **Welcomes and Apologies for Absence**

Apologies:
Jolanta Young
Paul Herridge

Toby Douglass was present but left the meeting after the Student Governors' Report

Welcomes: Yasmin Khan (external Governor), Lisa Wardle-Sharp (teaching Staff Governor)

In the Chair: John Williams

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 10th December 2025 Part I Main Business; Part II Confidential Minutes (none)**

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

4. **Matters Arising and Action Points and Significant Risks**

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.

Item 4a) Action Points:

- Line 3 - Governors' Link event: It was confirmed that a date would be confirmed after May half term for Governors to visit College and meet departments etc. **ACTION: SLT**

- Other Governor in house training options will be considered and suggestions made to Governors including dates/times, including EDI. **ACTION: SLT**
- Line 22 Change of College name, noting that the intention was to review whether to progress this officially in the Summer Term and if so to then submit an application to the DfE. SLT agreed to bring a paper with recommendations to the Summer Term Corporation Meeting for consideration and approval, including details of the official requirements (consultation process etc). **ACTION: SLT**

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

4b) High Level Risks' schedule (Significant Risks): Governors were reminded that the schedule listing the significant risks, was included in the meeting papers, to act as a reminder for Governors to ensure awareness throughout the meeting when considering each agenda item.

Regarding risk, Brendan Ward drew Governors' attention to the Risk Management discussion and recommendation at the Audit Committee, for each Committee to confirm assurance from Management had been provided in respect of risks relevant to that Committee, to the Governing Body via the Audit Committee. The intention will be to include a risk agenda item annually on each of the Committee Agendas. **ACTION: Chairs/ELF/LEP**

5. **Chair's Report**

John Williams provided the following update to Governors of varies activities in which he'd participated, since the last meeting:

- Regular meetings held with the Principal every 2 or 3 weeks and discussed strategic objectives, KPIs, resources including financial aspects.
- Also working with the Governance Professional on governance matters
- Attended AoC and SFCA events and Governor/Chair training.
- Meeting was held at BHASVIC to meet with the Principal and Co-Chairs of Governors at which they discussed the sixth form sector and differences between the 2 Colleges. The intention will be to meet regularly going forward – termly if possible. At this point reference was made to the local Accord (Met, BHASVIC and Varndean College).
- The Chair and Principal are meeting with the FEC Team and Ofsted Inspector, for the annual strategic conversation tomorrow, and the discussions are expected to have a skills-based focus.

6. **Principal's Report**

The Principal presented her Report and highlighted the following points recorded below:

a) **Executive Summary including sector updates**
b) **Feedback from Meetings**
c) **Gender Pay Gap Report**

- Since December there have been a number of policy and other changes and developments, including the new Ofsted Inspection Framework. Regarding the latter, the Principal was aware of only 2 Sixth Form Colleges which have been inspected under this new Framework to date. In response to a question from Governors, it was suggested that the College's next inspection was likely to be scheduled within approximately 18 months.
- 16-19 funding settlement: Governors were reminded about the SFCA legal action taken last year, in respect of the pay award due to Sixth form Colleges, which should have been aligned with School Sixth Forms. Assurance had been given to SFCs by the DfE that the pay award would be the same for Schools and SFCs this year onwards. However, disappointingly the promised pay award doesn't appear to be included in the new funding settlement, details of which should be made clear when the funding statement is issued, showing the funding breakdown; the statement is now expected to be issued in April. Additionally, it has been suggested that other allocations may be made in respect of disadvantaged students/additional funding for GCSEs, which may help, along with the benefit of having funding in respect of growth in Student numbers. The cost saving benefits from last year's decision making to discontinue adult education and other structural changes, will help the College's financial position.
- Regarding the sector pay award, once it's confirmed, if it's lower than anticipated, there may be consequences within the sector in terms of strike action.
- New V (vocational) Level qualifications – the introduction of these new qualifications will lead to further diversification of the 16-19 agenda, with 3 qualification levels going forward: A, T and V Levels. At present Colleges including Varndean, have Students studying BTECs as vocational courses, but the DfE is expecting Colleges to move to the new V Levels with effect from September 2027, although they have not yet been designed, so the new specification is awaited. However, an implementation plan is due to be issued in June, which will included details of how to take forward the new V Levels.
- Accountability Statement (due to be received next term when it will be brought to Corporation), noting that Colleges will have to report on the transition between the old and new vocational qualifications above, despite not yet having the specification. Once the latter details are received, it was suggested that SLT could present this to Governors via the Quality and Curriculum Committee. **ACTION: SLT**
- As reported in the Chair's report, the annual strategic conversation is scheduled for tomorrow which the Chair and Principal will attend.
- Gender Pay Gap Report: Reference was made to the negative position reported in 2024, following which the College carried out analysis to monitor progress which was reported at the May 2025 Corporation Meeting. The 2025 analysis did show improvement with the mean gender pay gap reducing from 16% to 5% and the median gap from 42% to 5% being within the sector benchmarks. The College is now undertaking a support staff job evaluation pilot with the SFCA which will support with pay band equality. The next Report will be shared with Governors at the March 2027 Corporation Meeting. The Risk Register has also been updated.

7. Strategy and Leadership Matters

a) Final Strategic Plan

The Principal presented the Strategic Plan to the Meeting and confirmed that the draft strategic plan was brought to the last meeting and approved and the final version included within the papers, was unchanged apart from the presentation/branding.

In response to a question from the Governing Body, regarding metrics for judging progress and achievement with Plan over the 3 year period, the Principal confirmed that the draft strategic KPIs had been approved at the last Corporation meeting. Furthermore, the revised Strategic KPIs updated by SLT had been included in the most recent S & G Committee meeting papers, with the intention that they would be incorporated into the next academic year's (2026/2027) Governing Body Calendar of business, from which the various Committees' agendas would be drafted and with a specific agenda item in respect of each of the KPIs. It was resolved that a paper comparing the old and new Strategic KPIs should be brought to the next meeting. **ACTION: DMJ**

It was also agreed to attach a copy of the latest strategic KPIs to the draft Corporation Minutes for Governors' information. **ACTION: LEP**

8. Student Governors' Report

Toby Douglass provided the following Report:

- Green week – working on focusing on healthier food options in the canteen, including trialling smoothies, with a mixed response to date, with vegan food being less popular
- Student Council: Citizens UK have arranged listening sessions for the Student body and certain issues have been discussed, including technology and how it affects Students' ability to make friends etc which will then be compared with input from other Colleges.
- SU elections – good turnout, with more candidates for the male president compared to last year, although there were reductions in the number of candidates in other categories. Voting was also seen to be good and Students engaged well with the hustings. There will be a SU handover to the new members at the final SU session.

Thanks were recorded to the Toby Douglass for his report and for the Student Governors service over the last year, noting that this was their last meeting.

9. Tea, Coffee, Comfort break – 10 minutes

10. Finance

a) Draft Minutes of meeting held on 10th March 2026 – confidential

The contents of the minutes and recommendations therein as presented by Simon Lindfield, Chair of Finance Committee, were noted and recommendations endorsed by the Corporation.

Simon Lindfield introduced the various financial papers in the items below and Elaine French reported to the papers – the key points highlighted were recorded within each section below:

b) Latest Management Accounts

i) Executive Summary
ii) Balance Sheet
iii) Income and Expenditure
iv) Cashflow Forecast

The Management Accounts were noted by the Corporation and the following points recorded:

- Current financial years reaffirming that the College should achieve "good" financial health status.
- Attention was drawn to the sensitivity analysis, noting that the good score is quite close to the point at which the financial health moves to "requires improvement" but also noting that there is a staff contingency budget totalling £50K, some of which has been already allocated.
- For 26/27 and 27/28 – well ahead with good much improved finances re all work done to date re changes and increase student numbers.
- 0.5% Funding rate increase for 2026/2027 is disappointing and may impact the pay increase in the budget currently set at 3% – the next forecast and budget will be presented to the June Finance Committee with recommendations from this to Corporation in July.
- Current year management accounts as at first 6 months, expenditure reflects the increase in Student numbers and Staffing costs.
- In year funding figure has been estimated as still not yet received details from the DfE and this is unlikely to be announced until April. Accordingly, the figure included has been prudently estimated as approximately two thirds of what allocated last year.
- Forecast budgets for the next 2 years, have been updated since last presented to Corporation at the December meeting and attention was drawn to the back dated support staff pay matter, noting that this would be reviewed once the in-year funding figures have been confirmed by the DfE.
- Governors were reminded about the impact of lagged funding meaning that for the 2026/2027 academic year, the funding is based on the number of Students enrolled for the previous year. Furthermore, regarding growth in Student numbers, funding is only received for additional Students recruited, above 100.
- Applications received for next year are currently at the same level as that achieved on 31st August last year, reflecting both the increasing demographics and the College's reputation. The College is aiming to increase its Student numbers for next

year by an additional 250. It was also noted that there were already waiting lists in respect of certain curriculum areas.

- In response to a question from Governors, it was noted that prospective Students declare if Varndean is their first choice and the conversion rate is likely to be in the region of 70/75%.
- Governors also queried how SLT assessed resilience and how they would manage a sudden reduction or increase in numbers including staffing. In response the Principal advised that owing to an increase in local demographics and consequently application numbers, the College was more resilient currently and confirmed that this was very closely monitored and that there was a level of flexibility regarding Staffing, including teaching skills within certain areas.   It was noted that the 3D course was very popular and this raised issues arising from the need to have adequate specialist classroom/study areas. Governors were also reminded about the lagged funding position, which provided time to make adjustments for the next year's recruitment, should application numbers fall unexpectedly.

c) **Capital Projects and Plans –** refer minutes and refer AWG section

d) **Back Dated Pay including Executive Summary**

Elaine French reminded Governors that this related to the Support Staff Pay award for the period September 2024 to March 2025 (Support Staff did receive pay award from April 2025 and pay award for this year (from September 2026)) and that the current financial projects
for 2025/2026 academic year, restricted the College's ability to make the backdated pay element. It was also highlighted that the College's financial health score should be "good", moving from "requires improvement" as predicted in the forecasts.
It was noted that the backdated award including on-costs totalled £55,000.

Noting the discussions held at the Finance Committee as recorded in the minutes, Governors were reminded that in year growth funding was expected to be confirmed shortly and based on sector trends and the following the College's prudent approach implemented last year, it was anticipated that in year funding would be paid at approximately two thirds of the full year funding rate. It was proposed that should the confirmed funding allocation exceed current expectations, that any additional funding should be used to pay as much of the backdated award as possible. Furthermore, it was explained that should the latter be the case, payments would be calculated individually, allocated on a per-month basis and limited strictly to the level of additional funding received in order to ensure that the College's financial health score would not fall below "good" and the year-end cash reserves also remaining at the level projected.
In response to a question from the Corporation regarding risk, it was noted that Support Staff responses would have to be considered in light of the fact that the Teaching Staff had received the full award including back dated pay and mitigating pay options would need to be considered if the full amount was not possible and SLT would also have to liaise with the Unions. It was not recommended that should the

funding not be sufficient to pay the backdated total, the debt should not be carried forward for a second year into 2026/2027.

The recommendation from the Finance Committee regarding Staff back pay, namely that subject to the financial health achieving a "good" grade, the College should aim to make the Support Staff back dated pay, was endorsed by the Corporation. Furthermore, it was also resolved that as proposed by SLT:

the Corporation agreed that any additional in-year growth funding received should be allocated towards payment of the backdated pay award, on a month-by-month basis, noting that this would be once the in-year funding was announced, expected to before the next Corporation Meeting; and also to pay the maximum affordable amount within the constraints of maintaining a "good" financial health score and approved cash reserve levels. **ACTION: SLT**

e) Draft Budget
  - **i) Executive Summary**
  - **ii) Draft Budget 26/27, 27/28**
  - **iii) Draft Balance Sheet**
  - **iv) Draft Cash Flow**

Noting the information included in the Executive Summary and the budget and forecast figures, presented by Elaine French, along with the recommendation from the Finance Committee, the Corporation approved the draft budget. **ACTION: SLT**

f) **Review of Key Risks to proposed budget** – refer minutes

Attention was drawn to the Finance Committee minutes noting that the risk register including key risks would be considered at the next Audit Committee and that there were no key risks arising in respect of the current year's budget.

11. Curriculum and Standards

Keith Perera (Committee Chair) introduced the agenda item and reported on the meeting and James Gordon and Lisa Watkin-Stevens presented the various papers to the Corporation.

a) Draft Minutes from Quality, Curriculum and Student Experience Committee Meeting 16th March 2026 – noted.
b) Support Disadvantage: refer minutes
(i) curriculum Cohort Analysis, ii) Attendance & Retention, iii) In Year Progress, iv) Destinations, v) Student Experience/Support)
c) **Update on SARAP**
d) **Link Governor Reports/Updates – verbal: Keith Perera IB Link Governor**
e) **Equality Duty Report**

The following points were highlighted:

b)

- Second meeting of the new Committee, unlike the first meeting which covered a broad cross-section of quality, curriculum and student experience matters, focused on a more specific area, namely disadvantaged Students. At this point the Corporation noted the preferred terminology used by the College in place of "disadvantaged", being "inclusion", although as reported in the Committee's draft minutes, disadvantaged was still a term used by the DfE and Ofsted, so was required to be used by the College in compliance and data reporting.
- SLT's has a new inclusion strategy which identifies all barriers to Students' achievement, and tracking support and aspirations.
- The Committee discussed recent developments and improvements.
- The Committee identified analysis which would be useful in future in terms of disadvantaged Students including curriculum choices, attendance, achievement rates, outcomes and destinations compared to the figures provided for all Students, together with percentages for comparison purposes. SLT had agreed to work on this for the next meeting.
- Destination data was also discussed at the Committee meeting noting that work was needed to acquire sufficient data in light of the fact that many Students take a gap year and not then providing the College with information of their HE or employment destination post their gap year. The aim will be to keep in contact with Students via the further development of the alumni programme.
- Regarding disadvantaged Students, the Committee had been informed by SLT of the issues arising in respect of the confidential nature of the Student information received, but at the same time the need for Teachers to have sufficient information to be able to provide the best support for the Students. Further analysis will be provided to the next Committee meeting.
- The Committee has also requested more information regarding the rationale for the judgements included within the SAR to assist Governors' understanding.
- In response to questions from Governors regarding disadvantaged Students and issues surrounding information which may be shared with teaching staff, Keith Perera and James Gordon highlighted the issues discussed at the Committee and referred Governors to the draft Minutes. James Gordon also summarised the processes around levels of support and support procedures together with records of Students who have social worker support etc, along with the issues arising for some disadvantaged students including attendance, retention, achievement, poor engagement etc, details of which are monitored and recorded by the College. The ethics of sharing information regarding Students, with Staff was also noted and that it was dependent upon the confidential nature of information and determining whether it was appropriate to share. Reference was also made to student voice and providing reassurance to Governors that staff did communicate with Students to obtain their input on support offered.
- Lisa Watkin-Stevens also emphasised that teachers would be made aware of certain specific support issues owing to there being barriers to learning, but where there are issues of a confidential nature, these are generally not shared but would be available to senior staff through the College's Student tracking system.

- Lisa Watkin-Stevens also explained the data available on the College's systems to identify Students needing support, including free school meals, bursary support, EHCPs, additional learning needs etc and confirmed that the College's systems do highlight relevant categories and changes where Student support may be needed. Relevant data is also being updated more regular on the College's MIS systems too.
- In response to a question from Governors regarding the new Ofsted framework James Gordon emphasised the importance on Student inclusion and also reported on what other Colleges were focusing upon in the local area, including Student mentoring.

c) **Update on SARAP** – noted

d) **Link Governor Report: IB –** Keith Perera provided the following report to the Corporation:

- Meeting held with Lee Finlay-Gray (Director of Teaching, Learning and Development, Head of School and Diploma Programme Coordinator, International Baccalaureate), on 4th February to discuss the IB. Keith Perera reminded that the IB was a well-established and successful programme at Varndean. He also reported on the current funding issues including the short notice removal of funding uplift which the College used to receive in respect of the IB (and those Students studying 4 A Levels). He explained that this had been mitigated by cost savings made by the College. Despite the IB's financial difficulties, the College has an excellent reputation in terms of the provision and outcomes including destinations, where the College compares very favourably with others in the sector providing the IB.
- The uncertainty regarding the future provision of the IB within the public sector was also recorded, although the Government has agreed not to withdraw IB funding at present.

e) Equality Duty Report – The Principal introduced the latest report which was approved by Corporation.

12. Accommodation Working Group meeting held on 19th March 2026 - Confidential

Alan Walker provided an update on the discussions held at the above meeting including a report on the planning proposal underway for a Sports Centre development on the site, noting that a pre-application visit from the Planning Officer had been held with outline planning permission given - further details to follow at the next meeting.

Reference was also made to the confidential AWG draft minutes (Corporation version).

a) **Draft Minutes of Meeting held on 18/3/2026** (and note informal meeting held on 23/2/2026) – noted

b) AWG agenda items:

- Progression of Sports Hall – Master Plan – Update; planning application
- CIF Bid – Revised Submissions

- Current Capital Projects (verbal)
- DfE Capital Funding
- Immediate Decision on Urgent Building (verbal)

The following points were highlighted, including referencing the minutes:

- DfE's Condition Improvement Fund (CIF): – re-submitted the previous proposals in respect of fire safety works (£1.25M (22 week programme, involving the replacement of 200 fire doors) and the heating upgrade (£1M – 8 week programme, preferred contractor completed the recent boiler upgrade), which was unsuccessful last time. The decision is expected to be announced in May.
- Current capital project: quads – noted that the liability period is 2 years. The paving problems have not yet been resolved and the College has employed an independent building surveyor to assess the rectification works required.
- Progression of Sports Hall part of masterplan – Alan Walker informed Governors that consideration was currently underway looking at options to achieve the best outcome for the College.
- DfE post 16-funding capital funding was announced recently and as part of the masterplan, the College is looking at submitting an application for the first phase of the masterplan, with a proposal to build a 9 classroom, 2 storey new building. It was noted that the proposal will involve relocating some of the huts if the bid application is successful. The College went out to tender with response expected back on 13th April and a DfE bid submission (totalling in the region of up to £4.5M) deadline being 17th April. The project build programme would be expected to take about 12-18 months.
- No immediate decision on urgent building works.

Based on the recommendations of the AWG, the Corporation endorsed the proposed DfE Capital bid submission above in principle, noting the deadline of 17th April. It was also noted that the AWG would be provided with the tender responses once received on 13th April and would agree either by meeting or via a written agreement, the tender and bid submission to the DfE, with endorsement required by Corporation at its next meeting.

13. Audit Committee

In the absence of Paul Herridge, Chair of the Audit Committee, a summary of the Audit Committee business was presented by Brendan Ward, highlighting details as recorded in the draft minutes in respect of the key items below:

a) **Draft Minutes of Audit Committee meeting held on 12/03/2026 –** the draft minutes were noted and the recommendations therein endorsed by the Corporation.
b) **Rolling Action Plan (Internal and External Audit Recommendations Update) – refer minutes**
c) **Internal Audit – Assurance from SLT including ILR Assurance and Internal Assurance Update**
d) **Risk Management –**
    i) **Executive Summary**

ii) **Risk Register & Action Plan**
iii) **Assurance Map**
iv) **Update on Cyber, Digital Strategy & Standards and AI**

e) **Performance Indicators External Auditors**
f) **Fraud and Whistleblowing Report – refer minutes**

The Risk Management documents and external auditors' performance indicators were approved by the Corporation. **ACTION: ELF**

14. Search and Governance Committee

John Williams, Chair of S & G Committee presented the business as follows:

a) **Draft Minutes of meeting held on 19th November 2025 – Confidential**
b) **Governing Body Membership Matters**

- Current Vacancies:
- Skills Link and Environmental & Sustainability Link Governors,
- Finance Committee member,
- Audit Committee member (and a qualified accountant)
- S & G member.

Reference was made to the draft Committee minutes and the various proposed actions and recommendations were endorsed by the Corporation.

- Increase membership from 17 to up to the maximum allowed in the Instrument and Articles of 20 Governors

John Williams referred to the S & G Committee discussions and recommendations, noting that the proposal to increase the Membership was to enable the Governing Body to recruit new Governors with the necessary skills and experience, noting that the Board was at its current maximum number. The proposal to recommend an increase up to 20, was recommended to allow for flexibility to seek the appropriate skill set required to fill the various needs. The Corporation discussed the proposal and various points were raised, with some reservations regarding the overall membership being too large which may possibly inhibit the contribution by all Members at a meeting. It was also noted that co-opted Members on a Committee would be an option, should it be preferred that the increase in overall Governor membership be under the maximum. Notwithstanding the reservations made above, the Corporation majority approved the recommendation to increase the Membership, but by no more than the maximum of 20. The various routes to seeking prospective new Governors was noted by the Corporation, as set out in the draft S & G Committee minutes. It was also noted that the S & G Committee would be meeting again on 15th April to take forward the various recruitment options.

- Keith Perera's appointment as chair of Q, C and SE Committee was approved.

c) **Governance Self-Assessment Report and Action Plan (QIP) – update** approved

d) **AoC Code of Good Governance – evidence template – update** approved
e) **Annual Governor Returns –** refer minutes
f) **External Board Review –** refer minutes **–** The Corporation endorsed the S & G Committee's recommendation to seek quotations from the AoC and Stone King for the second EBR due in the Spring Term 2027.

g) **AOB – Governor Links Day and other Training –** refer minutes. The Governors noted the various proposals included in the S & G Committee minutes and in response to a suggestion from the Chair, Governors agreed to provide input via email to the Chair with any training/link day suggestions. **ACTION: Governors**

15. **Policies and Other Documents – refer committee minutes for discussion/recommendations held –** items were taken as read

a) **I) Executive Summary, ii) Financial Regulations**
b) **I) Executive Summary, ii) Reserves Policy**

c) **Amended SPH Policies/procedures –** it was noted that the documents listed below had been brought back to Corporation (via the additional Remuneration Committee on 20th March) – refer item 18a below and noting that the documents were circulated to external and parent governors only.

I SPH Performance Review Scheme
Ii SPH Remuneration Policy including reasons for changes from HR
Iii SPH Disciplinary Procedures
Iv SPH Grievance Procedures

d) **Amended Annual Remuneration Report 2024/2025**

The amended document was approved by the Corporation.

The Corporation approved the Policies and Documents listed above in a} and b}. **ACTION: SLT**

Policies and Documents deferred to next Meeting:
IT Disaster Recovery Plan
Digital Strategy Documents (Digital Strategy Plan, Digital Strategy Road Map

16. Any Other Business

a) Last meeting for Student Governors and thanks were recorded to Toby Douglass and Jolanta Young for their support and input over the last year.

17. Date of Next Meeting: Wednesday 8th July 2026 at 5.30 p.m.

18. Any Other Business - none.

Any other confidential business – None

19. **Enclosures for Information –** Meeting Schedule 2025/2026 - noted

Chair……………………………………. Date……………………………

Louise Pennington 25/03/26