

**MINUTES OF THE  
CORPORATION MEETING**

**HELD ON WEDNESDAY 21<sup>st</sup> MARCH 2018 AT 6.00 P.M.**

**MEETING 17/04**

Present: Ayas Fallon-Khan, Jane Farrell, Philip Harland, Simon Lindfield, Janice Robinson, Richard Seager, Zenobia Thomas-Atkin, Katharine Travis, Aldona Wheeler

In Attendance: Jill Arnold, Peter Bailey, Elaine French, Louise Pennington

Apologies received: Jane Alderton, Randall Anderson, Robert Bridges, Ramy Danial, Cathy McDonnell, Billy McInally and Simon Waters

In the Chair: Janice Robinson

**1. Welcomes and Apologies for Absence**

Apologies – as recorded above.

**2. Declaration of Interests**

None recorded.

**3. Minutes of the Meeting on 7<sup>th</sup> February 2018 Part I**

The minutes of the Part I minutes were approved by Corporation and the Chair authorised to sign these as a correct record of the meeting.

**4. Matters Arising and Action Points – Progress Report and Significant Risks Schedule**

The contents of the action points' schedule were considered and the actions completed were noted, including those which were on this meeting's agenda. The following additional points were recorded:

- Bid for CIF capital investment – on Agenda
- Explanatory note for Governors re pensions – Elaine French has updated Simon Lindfield (Chair of Finance Working Group) regarding progress with this and a report will be made to the May 2018 Corporation Meeting. **ACTION: Elaine French**
- Strategic Plan – Develop Card with 5 Strategic Aims for circulation to Governors/SLT for ease of reference - aim to have this ready for the Summer Term 2018. **ACTION: Philip Harland/Martin Bentley (IT Manager).**

The action schedule will be updated to reflect any changes accordingly for the next meeting.

**SIGNIFICANT RISKS 2017/2018**– the risks for 2017/2018 were reviewed and would be taken into account, where appropriate when considering various items on the agenda. Risk Group will be meeting in May 2018 and the power outage will also be raised here. **ACTION: Risk Group**

## 5. Chair's Report

### MID-TERM SEMINAR

Janice Robinson referred to two of the main items considered at the recent Mid-Term seminar (14<sup>th</sup> March):

- The top for this seminar was chosen as one of the outcomes from the recent Governor Training questionnaire. Governors looked at the College's curriculum options with a briefing from Peter Bailey on the range and combination of courses.
- This was followed by a more strategic discussion on options for future curriculum offer developments at Varndean, with a focus on Government Policy relating to technical education and also examining the merits of changing the balance between academic and vocational courses at Varndean. Governors considered the benefits of mixed programmes e.g. BTECs and A Levels and also discussed T Level options and the potential for Varndean to provide these. The Group also discussed whether the College should do more to assist Students with employability skills for those who don't go on to Higher Education.

Thanks were recorded to Peter Bailey and Philip Harland for their time. The power point used for the briefing would be circulated to Governors. **ACTION: Peter Bailey/Louise Pennington**

Although no mid-term seminar would now take place on Tuesday 5th June, the Chair requested that Governors keep the date in their diaries as this may be used for the proposed 1:1 discussions between the Chair and Governors (refer S & G Committee below).

**ACTION: Governors**

### OTHER MATTERS

- A letter from Green Varndean (local group opposed to the College's planning applications) was received via the Clerk by e mail today, asking to meet with the Chair with the aim of asking Varndean to withdraw its current planning applications, for various reasons. The Corporation discussed the matter and it was resolved that the Chair and Vice-Chair should offer to meet with two representatives from Green Varndean for an informal meeting, to listen to their concerns about this. **ACTION: Janice Robinson/Louise Pennington**

## 6. Principal's Report

Philip Harland gave his report to Governors on the following items:

- a) Teachers' Pay negotiations have been concluded and agreement reached for a 1% pay rise in respect of Teachers on pay scales above level 6, with 2% pay rise in respect of Teachers on the lower pay levels of 1-6. It was noted that bearing in mind that the College only had a few Teaching Staff on the lower pay scales, the impact of this on the budget would be 0.3% equivalent to £1,600. The Corporation resolved to approve the payment to Teachers in accordance with the national recommendations, noting that this had been partly included in the budget (1% rise to all Teaching Staff) and that it would be back-dated to 1<sup>st</sup> September 2017. **ACTION: Elaine French/Philip Harland** Philip Harland informed Governors that next year's pay negotiations which were due to

commence later this year, were unlikely to be settled quickly when taking into account other recently announced public sector pay rises in the region of 6% over 3 years (NHS).

#### b) New Vice-Principal Appointment

Philip Harland announced that following a recent recruitment process, Donna-Marie Janson had been appointed as the new College Vice-Principal and that she had accepted the post, noting that the Chair of Governors and the Student Governors had been involved in the interview/selection process.

### 7. Student Governors' Report

Zenobia Thomas-Atkin gave the Student Governors' Report noting the following:

- SU Constitution changes (and refer item 13)– The constitution has been reviewed by the SU Executive and Student Council, with the assistance of the SU Liaison Officer and the proposed updates regarding the election of the SU Executive have been included in the attached document which gives tracked changes. Zenobia Thomas-Atkin summarised the key changes and the details were approved by the Corporation, subject to the following additional point suggested by Governors below:
  - Should the SU Executive not reach a consensus regarding the various appointments to the Executive, the current President (or other e.g. Student Liaison Officer), should make the decision. Zenobia Thomas-Atkin agreed to report back to the Executive/Student Liaison Officer and make this final revision.  
**ACTION: Student Governors/Louise Pennington**

### 8. Strategic Planning

#### a) Update on the implementation of the College's Strategic Plan

Philip Harland referred to the document updating Governors on progress with the Strategic Plan's aims, which has focused upon measurable information to assist Governors and provide assurance on progress and improvements.

**Strategic Aim 1** – Governors have already been provided with relevant analysis last term and at the February 2018 Corporation meeting, so no further update has been included at this time.

**Strategic Aim 2** – The Principal explained the evidence available which demonstrates that the College is working towards improving Students' outcomes and enabling them to make progress and achieve successful outcomes. Information has been included regarding recruitment of Students in 2017/2018 where targets have been exceeded by an additional 45 students. Consequently the number of teaching hours has been increased to accommodate this. The majority of Students are enrolled on a full time basis (98.6%), although this has marginally reduced from 98.7% and is reflected in the level of funding received, whereby the maximum full time funding rate per Student is £4,000, but only in respect of full time Students. SLT has predicted that this percentage will reduce further for 2018//2019 to 98.3% which equates overall to approximately £100 less per Student. In response to a question from Governors, Philip Harland explained

that this reduction reflected the fact that the College was increasingly attracting Students with certain levels of need, as the College has gained a reputation for accommodating such Students and tailor-making specific programmes of study.

The College also receives an allowance in respect of Students classified with disadvantaged status and this funding will reduce next year, reflecting the fact that the College will have fewer Students within this classification (e.g. those studying GCSE English and Maths).

The College is targeting 1,700 Students for next year.

Taking into account the recent Sixth Form Colleges' League tables, the College remains in the top 12% (top 200 out of 2,400) of all Sixth Form providers. Regarding Sixth Form Colleges, Varndean's position is even higher, being with the top 6 Colleges.

The College has achieved excellent results in respect of its GCSE English provision, compared with other providers, both locally and nationally. GCSE Maths provision also appears to demonstrate good progress for its Students compared to other local and national providers. The College has increased its resources in respect of its GCSE English and Maths provision this year, with an additional period per week for all Students.

Staffing levels remain good and currently there are no vacancies. Governors were reminded that the annual staffing report was presented to Governors in the Autumn Term.

**Strategic Aim 4** – a summary of information has been included here but reference was also made to the financial information included later in this Meeting's papers. The Education and Skills Funding Agency (ESFA) dashboard was tabled at the last Corporation meeting and some of that information has been included in this section of the paper. Philip Harland informed Governors that the College's key statistics demonstrated that it was moving in a positive way towards the SFC benchmarks, which is a great improvement when compared to last year's Area Based Review (ABR) report which suggested that the College was significantly adrift from the SFC sector benchmarks.

**Adult Education:** Philip Harland explained that the College's provision was relatively small compared to its main A Level/BTEC/IB provision and he confirmed that SLT was confident that the current Adult Education provision reflected the College's contractual requirements. In response to a question from Governors, Philip Harland explained the table relating to Adult Education, noting the reference points when Student numbers are counted, being both mid-year and year end and any adjustment required in respect of English for Speakers of Other Languages (ESOL) Students, the latter of which have not been included this year. Regarding the teaching of Adult learners, SLT confirmed that some discreet classes were held during the day (Access, Counselling, English/Maths GCSE). At this point Governors discussed the adult education pressures in the City in light of closures of other local providers, noting that this may result in more Students applying to Varndean.

Philip Harland also reported that an internal appointment had initially been made on a temporary basis to the Head of Adult Education position, following a retirement and as this has worked very well to date, the individual has now been offered the permanent post.

Overall the Corporation recognised the progress made to date against the Strategic Plan and that there were no major risks currently highlighted.

**b) Memorandum of Understanding of “The Accord” ( BHASVIC, Brighton MET and Varndean College)**

The existing Memorandum of Understanding which was last revised in 2002 has been updated to reflect changes in terminology and practice and agreed by all three College Principals. The Corporation were advised that the joint application process between the three Colleges worked very well and prevented unnecessary duplication, whereby each College only interviewed the Students who have made the College their first choice.

The Corporation endorsed the document and authorised the Chair and Principal to sign it. **ACTION: Janice Robinson/Philip Harland**

**c) General Data Protection Regulation**

Elaine French introduced the paper, the contents of which were noted and questions invited:

- Appointment of Data Protection Officer – Philip Harland explained the criteria and characteristics required for the post and in conclusion following discussion with a number of individuals, it has been decided to appoint Elaine French who will also have direct access to the Governing Body for reporting and accountability purposes.
- 25<sup>th</sup> May is the deadline for compliance with the requirements of the new EC Directive and guidance has been issued by the ICO, SFCA and the AoC to assist Colleges. Governors queried whether the College would be compliant by the deadline and assurances were given that the College would have progressed all key aspects of the new requirements, although it was unlikely that all actions would be completed in time. However assurance was given that it was unlikely that there would be a data breach.
- The time commitment for the Data Protection Officer was questioned, noting Elaine French’s existing work commitments and she explained that although she would be leading on the GDPR, the majority of work would be delegated to other staff and assured Governors that her overall workload was manageable. Regarding understanding the technical aspects of the role, Elaine French advised that she had completed some detailed research and would be attending the forthcoming AoC Finance conference at which a GDPR training session will be included. Furthermore she advised that Martin Bentley the IT Manager, had completed an on-line GDPR training course, so assistance would be sought from him.
- In next year’s Internal Audit programme, Elaine French proposed that the College’s compliance with the new GDPR, should be audited. **ACTION: Elaine French**
- Governors’ responsibilities were questioned including risks and Elaine French confirmed that information would be made available shortly, together with the fact that Governors’ information will be included in the data mapping task (both Governors’ information and College information held by Governors). **ACTION: Elaine French**
- A Data Protection Committee has not been established, but a Data Protection Working Party has been set up and will be dealing with the various compliance aspects. SLT thought that it would not be necessary to have a Data Protection designated Governor involved in this process.

- The Audit Committee and Risk Group will receive regular GDPR updates and risk assessments as necessary.

It was resolved that progress with GDPR compliance should be reported to the next Corporation Meeting. **ACTION: Elaine French**

## 9. Curriculum and Standards

Peter Bailey presented the paper and the following points were recorded.

### a) Quality of Teaching and Learning

#### i) Quality Improvement Plans (from SAR) Update

Peter Bailey reminded Governors that each curriculum programme area produced a Self-Assessment Report (SAR) towards the end of September, within which strengths and areas for improvement were identified. Following this each, curriculum area produces a Quality Improvement Plan (QIP). Halfway through the year at the beginning of the Spring Term, the QIP is re-visited and an update is prepared to report upon progress with the plan. Any programme area identified as a grade 3, is included in this report to Governors during the Spring Term, to demonstrate how each area has progressed. In this instance there are 4 areas which have been graded 3 – Computing/IT, Music, Public Service BTEC and Geography. Peter Bailey talked through the progress in these areas and it was resolved to transfer the associated minute to confidential business.

**Refer confidential Part II Minutes.**

## 10. Finance

Elaine French reported on the following items, highlighting the points recorded below:

### a) Financial Updates including Dashboard and Management Accounts

- Period 7 accounts ending February 2018 - thanks were recorded to the new Senior Finance Officer who had enabled these to be completed in time for the meeting. Last accounts issued to Governors were Period 5.
- Projected year end surplus is £163,000 (compared to £161,000 at Period 5).
- Two major changes since Period 5 figures: the Teachers' pay award, backdated to September 2017 has been added (refer Corporation approval given earlier in meeting); additional Adult Education funding has been included (£54,000). Furthermore the administration budget has made a saving of £8,000 and this adjustment has also been included. Overall taking into account all three changes, the bottom line remains largely unchanged.
- Financial health score for the current year is strong, being 210 points, together with a good cash flow.
- In response to a question from Governors regarding projected Student numbers for 2018/2019, SLT explained that although numbers remained uncertain, projections were based upon historical conversion rate analysis and that in light of the expected additional enrolments, it was predicted that 1.5/1.6 extra Teaching Staff members would be needed. It was also noted that the budget for next year would be brought to the next Corporation meeting, taking into account the latest projections available.

Once all the Student interviews have been completed, SLT will have a better idea of the likely curriculum for next year.

- Simon Lindfield drew Governors' attention to the forecast financial year end cash balance as at the end of February, being £1M, noting that this reflected the expected lowest point pattern in income terms owing to the profile of our funding.
- Financial analysis page 36 of papers, item 10b: assumption has been made that should the CIF bid be successful (outcome expected to be advised by the end of next week), a contribution of £125,000 of the College's own money will be made, with an additional £100,000 having been allocated in respect of other minor building works/equipment requirements (NB with a further £125,000 contribution from College in year 2, being £250,000 in total and included in the CIF bid submission and already approved by Corporation). Other assumptions made included 1,700 Students and up to an additional 2 FTE teaching hours. Governors were also informed that the latest Education and Skills Funding Agency (ESFA) funding statement had been received last week. The initial budget will be presented to Governors next term, via the Finance Working Group, but early indications are that taking into account all of the points made above, the College's financial health will remain good (210 points plus), which also reflects the fact that the College cash balances have been increasing year on year which has had a beneficial impact upon the College's EBITDA ratio and current ratio. In response to questions from the Corporation, Elaine French explained that the cost contributions towards the CIF bid had been based on certain assumptions regarding additional Students and anticipated annual pay increases.
- Regarding Staff pay and noting the Staff pay as percentage of income ratio and the pressure upon this since the static funding rate of £4,000 per FT Student, Simon Lindfield emphasised the importance of ensuring on-going increasing Student numbers to enable the College to maintain a surplus position. He also suggested that other income generating solutions should be investigated and developed to support the financial health of the College.
- CIF bid and planning applications (2 planning applications in place, 1 of which relates to the CIF bid proposals) – Philip Harland updated Governors on the process and progress to date with the LA Planning Department, and also explained the recent delay within Brighton and Hove Council on all large building project planning applications in the City, in light of the blanket objection registered by Wealdon District Council in respect of potential pollution issues affecting the Ashdown Forest. Notwithstanding this issue and therefore subject to planning approval, if the CIF bid is approved in the next week or so, the College will want to proceed with the project and SLT will report back to Corporation with proposals on how this should be managed, together with associated risk assessments. **ACTION: SLT**
- An additional Finance Working Group meeting will be convened after Easter to consider other urgent accommodation proposals to cater for next year's the additional Students which will require additional spending, not yet reported or agreed. Once resolved a paper will be presented to Corporation in May for agreement. The FWG will also consider the initial budget for 2018/2019 **ACTION: Elaine French/Philip Harland**
- Despite not yet having a written proposal, regarding the above additional accommodation needs for September 2018 and following a request from the Principal, the Corporation gave its approval for SLT to spend up to £5,000 in

preparing the bid/planning application, noting the urgent nature of the additional accommodation requirements. **ACTION: Elaine French/Philip Harland**

### **Property Update including Financial Analysis Validation Exercise re Capital Bid**

As minuted above.

#### **b) Fees for 2018/2019**

Elaine French tabled the latest fee proposals which were considered and approved by Governors, noting that the charges in respect of both Adult Education and International Students remained the same as the current year, the latter of which complies with the maximum tariff fees, whilst the International fees are reviewed and revised biennially.

**ACTION: Elaine French**

### **11. Audit**

In the absence of the Committee Chair, Randall Anderson, Elaine French presented the Audit Committee items and highlighted the key discussions held at the meeting.

- a) **Minutes of the Meeting held on 6<sup>th</sup> March 2018**
- b) **External Audit Performance Review and Performance Indicators** – these were approved by Corporation. **ACTION: Elaine French**

### **12. Search and Governance**

Janice Robinson presented the draft minutes which were noted and the revisions to the Corporation documentation as listed below in item b) were approved. **ACTION: Louise Pennington**

- a) **Minutes of the Meeting held on 6<sup>th</sup> March 2018**
- b) **Review of Corporation documentation (Standing Orders/Corporation Committee Structure and Procedures)**
- c) **Governor Self-Assessment 1:1 with Chair**

As mentioned earlier in the meeting, the Chair will be organising a series of 1:1 meetings with all Governors, which will provide an opportunity for an open discussion, both to focus upon the Corporation's overall performance over the year and to assess how far individual Governors have fulfilled their roles etc. A schedule of proposed dates/times will be circulated to Governors after Easter. **ACTION: Janice Robinson/Governors**

### **13. Policies**

- a) **SU Constitution**



At this point reference was made to the earlier presentation given by Zenobia Thomas-Atkin and that the revised SU Constitution had been approved, subject to the suggestion as detailed in item 7. **ACTION: Student Governors/Louise Pennington**

#### **14. Date of Next Meeting**

**Wednesday 23<sup>rd</sup> May 2018 at 6.00 p.m.**

#### **15. Any Other Business**

Thanks were recorded to the two Student Governors as it was their last Corporation meeting prior to the elections to appoint their successors.

Janice Robinson advised Governors that the Senior Postholders' (SPH) appraisals would be completed in April prior to the next SPH Remuneration Committee and that evidence feedback forms would be circulated to Governors for input regarding the performance of the Principal and Clerk.

Simon Lindfield reported that he had attended a very useful and interesting SFCA Funding and Finance Conference in Birmingham recently. He highlighted a number of key issues arising from this as follows:

- 16-18 Student Numbers nationally are now forecast to increase, after previous decline over the next few years which will place more pressure on the funding rate per Student.
- Approximately 30 Principals are expected to need replacement in the next two years, presumably owing to retirement. This will undoubtedly create a competitive market and should be taken into account when Philip Harland decides to retire.
- Pension deficits will continue to have an impact upon Colleges' finances and will therefore further impact Staff costs. At present 34 Colleges have a Staff costs to income ratio of above 70% (Varndean's is currently 74%).
- Expectation that Colleges will provide a 3 year rolling financial forecast which will be required to be updated should there be a poor Ofsted inspection or a reduction in Student numbers.
- One College reported that it had successfully reduced staff costs to income ratio below 70%, in part owing to the removal of tutoring from Teaching roles and employing graduates or other non-Teaching Staff to undertake this role (£18,000 salary compared to £40,000). Bearing in mind the College's own financial pressures, perhaps consideration should be given to investigating this option or at least trialling it.
- Other proposal to reduce costs could be the introduction of TOIL instead of payments for additional tasks/commitments etc and prioritising in-house CPD, instead of costly external training events.
- Innovative initiative being considered by some Colleges via Apple Ambassador – Students to submit course work via modern methods e.g. photos with technology allowing voiced comments to be added to documents and returned to Students.
- Some colleges in London are experiencing a reduction in Student numbers which is creating significant financial challenge.

- T levels – final outcome uncertain.
- Concept of assisted leadership may be looked upon favourably in terms of funding provision, to support School Sixth Forms and struggling Colleges.
- Finance proposals – future bank loan arrangements are likely to be set at 5 year terms, which may cause problems with Colleges managing capital projects.

Simon Lindfield's observations were noted by the Corporation and it was agreed that some of these could be discussed in more detail either at the scheduled Finance Working Group meeting in June or at the next mid-term seminar. **ACTION: Janice Robinson/Simon Lindfield**

There was no other business.

#### **16. Confidential Business**

None.

Chair.....

Date.....

Louise Pennington 21/03/18