

## MINUTES OF THE CORPORATION MEETING

HELD ON WEDNESDAY 13<sup>th</sup> DECEMBER 2023 AT 6.00 P.M. MEETING 23/01

### IN ROOM 5, VARNDEAN COLLEGE

Present: Nick Armstrong, Aisha Al-Najjar, Jill Arnold, Danyalle Brinsmead, Paul Herridge, Donna-Marie Janson, Ruth King, Simon Lindfield, Cizzie McGuinness, Keith Perera, Alan Walker, Brendan Ward, John Williams, Jason Wye

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

Apologies: Jodie Braham, Ayas Fallon-Khan, Aldona Wheeler

Welcomes: Nick Armstrong and Ruth King - new External Governors

In the Chair: Jill Arnold

#### 1. Membership Matters

##### a) Appoint 2 new External Governors – Nick Armstrong and Ruth King

Noting the recommendations from the Search and Governance Committee, the Corporation agreed to appoint Nick Armstrong and Ruth King with immediate effect for a 4 year term of office, until 31<sup>st</sup> December 2028.

The Search and Governance Committee also recommended that Simon Lindfield be reappointed as a Governor when his current term ends on 31<sup>st</sup> March 2024, with effect from 1<sup>st</sup> April 2024 for a four year term, until 31<sup>st</sup> March 2028. Furthermore, that Brendan Ward also be reappointed as a Governor, when his current term ends on 31<sup>st</sup> March 2024, with effect from 1<sup>st</sup> April 2024, until 31<sup>st</sup> March 2028

#### 2. Welcomes and Apologies for Absence

Apologies and Welcomes – as recorded above.

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' records.

#### 4. Minutes of the Corporation held on 11<sup>th</sup> October 2023 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**

#### 5. 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 also recorded:

\* Safeguarding Training for Governors – the new TES online Safeguarding Training shared with Governors was noted and following input from Lisa Watkin-Stevens (Designated Safeguarding Lead), it was confirmed that Staff and Student Governors would not need to complete this particular training – Staff members and students already received safeguarding training and Student Governors were invited to meet with Lisa Watkin-Stevens should they wish to discuss Safeguarding. **ACTION: Governors/Lisa Watkin-Stevens/LEP**

\* Chair performance review – scheduled for next week with the Vice-Chair of Governors.

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.

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

Jill Arnold referred Governors to her written Report and drew attention to the key headlines. The Report was received by the Corporation.

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

### **Papers:**

#### **Executive Summary**

- a) Strategic Matters**
- b) Government Policy Updates**
- c) Feedback from Meetings**
- d) Staff Pay Award – Update – approve in finance section**
- e) Property Updates -refer AWG section**

The Principal presented her Report which was received by the Corporation and she highlighted the key points and the following was recorded:

- Autumn Statement released with information on the national living wage, with a further uplift for next year, noting that the College had agreed to follow this.
- The Principal and Deputy Principal attended the national AoC Conference. There were useful updates for the sector.
- The focus on financial sustainability was noted in on-going strategic discussions.
- Staff Pay Award – reference was made to the Finance Committee section of the agenda and the various papers and draft minutes from the last meeting in November, and Governors noted the difficult financial position and that despite the 6.5% nationally agreed pay award (between the SFCA and the Unions), as the pay award would not be fully funded (approximately 3% short), the College would only be able to offer Staff the pay rise with effect from January 2024, and that it wouldn't be possible

to backdate the pay rise to the start of the academic year. SLT has informed all Staff prior to this Governing Body meeting, in light of the end of Term and December pay, explaining to Staff the reasons why the College couldn't backdate the pay as the College's financial health would become "inadequate", noting that instead the financial health will be "requires improvement". SLT also held a meeting with the Union representatives too and explained the financial detail to both the Unions and Staff. Although understandably Staff were very disappointed, they did understand the very difficult financial position in which the College was placed and also noted that the Government had stated that any pay rise agreed would be fully funded, but this has not been the case for SFCs. It was also noted that some Colleges weren't paying the award and others were paying part of the agreed pay rise.

- Property Update: The current capital project in both of the quads was continuing to progress well, although there has been some impact on timing owing to the weather and also the health and safety incident during half term, when only the contractors were on site, apart from the College's estates team. Regarding the latter, reference was made to the update given to the Accommodation Working Group (AWG) meeting held on 8<sup>th</sup> December 2023, as recorded in the draft confidential minutes, and the Principal also reported that the Health and Safety Executive had been involved and the College's critical incident plan had been implemented.
- A capital bid application will also be submitted this week with the intention to replace the temporary buildings (huts) with permanent buildings and reference was also made to the AWG draft minutes for the details and the Governing Body endorsed the bid application.
- 2% funding rate for 2024/2025 – this is a forecast indicative figure provided by the DfE as reported via the Association of Colleges.

## **8. Student Governors' Report**

The Student Governors, Aisha Al-Najjar and Cizzie McGuinness provided the following update to Governors on various activities involving the SU and Student Governors:

- SU Executive has provided the necessary support to a food bank donation initiative proposed by a first year Student, organised by a local church, which successfully received donations; the SU is considering whether to repeat this initiative in the future.
- SU relations – various opportunities have been offered to Students to take part in Christmas activities including making decorations, a quiz etc
- The SU Executive has observed that owing to the increase in regular communications with Students, this seems to have made the SU more approachable to Students, earlier in their first year and the intention will be to develop this going forward.
- Bake Sale – this raised money for the charity "Family Action UK".
- Citizens UK – the workers rights' campaign, which the SU is working on with Citizens UK, is continuing to progress and experiences are invited to be shared from Students, via a Google form.
- Student Council – currently new members are being recruited via Tutor Groups and the aim is to have in the region of 30 members, with a first meeting scheduled to be held in January 2024 and every half term after that.

Thanks were recorded to the Student Governors for their report.

## **9) Curriculum and Standards**

James Gordon, Deputy Principal and Lisa Watkin-Stevens, Vice-Principal, presented the various papers to the Corporation, the contents of which were noted and the following key aspects were highlighted as recorded below, followed by questions from Governors:

### **a) College Self-Assessment Report (SAR) and Quality Improvement Plan (QIP)**

**Papers:**

- i. Executive Summary**
- ii. SAR/QIP**
- iii. KPIs**

- Curriculum, cross college (support) and Student services SAR/QIPs contribute to the whole College SAR/QIP.
- A member of SLT reviews each SAR area and key themes and issues are incorporated into the College SAR/QIP.
- A summary of the process is set out in the Executive Summary paper, including key evidence.
- Progress is reviewed in February of each year against key actions within the SAR.
- The Deputy Principal summarised the quality Improvements from last year which focused on various areas such as Student attendance, Student behaviour, careers and enrichment, together with Staff CPD and the development of the new professional dashboard. Further work is underway on the management information systems with a focus upon improving staff workload.
- QIP – actions have been identified which will contribute towards the strategic plan and KPIs and these links have been particularly highlighted
- The graphical information was drawn to Governors' attention, together with evidence and impact gained from data and surveys.

### **QUESTIONS AND COMMENTS FROM GOVERNORS:**

- New format was welcomed by Governors and the strength of evidence set out which leads to a sound grade 1 assessment.
- Thanks were recorded to SLT and all Staff.
- In addition to Governors, to date the SAR and QIP has been shared with curriculum managers and the extended leadership team, but the intention will be to share with all Staff in the New Year.
- It was queried whether the attainment data and ALPs progress data should be highlighted in a more prominent position, reflecting some very healthy comparison figures, compared in the sector.
- 2 measures used here to provide better clarity taking account of both the FE and Sixth Form sectors, hence the use of ALPs and Six Dimensions (SFCs), the latter of which places the College approximately a quarter of a grade above the average Sixth Form College, and demonstrating that the College provides an outstanding value added score.

- IB qualification – it was noted that there had been a reduction in applicants since the pandemic, but these had in fact increased for this year (80 applications to date). It was recognised that the IB course is an alternative qualification that requires explanation, so was more difficult to recruit during the pandemic when liaison visit to schools were not possible. With the DfE’s focus on Students continuing with Maths and English into sixth form and providing more breadth, the IB has become more popular as these elements are already included in the qualification.
- Governors noted the areas which needed improvement particularly the onsite facilities for an increasing number of Students such as study and social space.
- Governors queried how the information within the SAR could be used to promote the College and it was reported that this information was used for Open Evenings, but advised that it was a rather lengthy document to circulate to all Parents as a stand-alone document. However, certain information which would be of interest to Parents, is shared at different points in the year – usually via the half termly newsletters. SLT agreed to review the further sharing of the SAR information next term. **ACTION: SLT**
- The Deputy Principal referred to the curriculum KPIs, based on in-year reporting and the progress which Students make towards the grades which are then published in their report cards during the Autumn Term. The SAR data includes Autumn Term (November) progress information, together with the latest enrolments, together with retention which has improved compared to the previous year, particularly in respect of first year Students. The latter reflects the additional induction processes introduced together with further advice and guidance provisions offered during enrolment. The College has also involved the full curriculum team members for the enrolment process (rather than the previous process of only using curriculum managers, to carry out interviews).
- Improvements have been made in respect of vocational and Level 2 Students where there have been challenges regarding attendance levels and progress has been seen, compared to last year’s figures.
- In response to a question from Governors regarding the June 2023 blank column, the Deputy Principal confirmed that data was only captured in respect of first year Students, as the second year Students had left College at that point. SLT will probably remove this column so that only the 1 year group is used for comparison purposes in future. Alternatively, SLT may decide to bring the date forward to enable both years’ to be captured and provide meaningful data. **ACTION: SLT**
- Governors also queried the progression process between years and James Gordon advised that this is in line with the sector. The college does have a robust review process with students at the end of year 1. Our careers team has been very successful in providing positive progression destinations.

The Corporation approved the College SAR and QIP.

## **b) Equality and Diversity Student Update**

### **Papers:**

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

Lisa Watkin-Stevens, Vice-Principal, presented the report and the following points were recorded:

- Traditionally the Equality Duty Report is produced annually in the spring term. . SLT has reviewed the Report and has decided to revise the timeline for publication of this report, so that it aligns more appropriately with the SAR and QIP. Hence the Student Report has been issued at the end of the Autumn Term which is then shared with Staff in a more timely manner. The Student E & D data is reported in the same format and is based on the 2022/2023 data, together with an update on progress in various areas for development purposes, identified in the last Report issued in March 2023.
- In response to a question from Governors regarding complaints or claims arising from disability discrimination, it was reported that 5 complaints had been received to date, but that these were not related to disability discrimination. Governors were reminded that in line with the College's Policy and Procedures, Staff aim to respond to a complaint/issue raised by Parents/Students as quickly as possible in order to reduce the likelihood of this becoming a formal complaint. No complaints have reached a stage where legal advice has been sought.

### **c) Quality Cycle – lesson observation and Learner Walks and feedback**

#### **Papers:**

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

James Gordon introduced this report which was included for Governors' information, the contents of which were noted and received. The following aspects were highlighted to Governors:

- Lesson observations
- Summary of themes gained from learning walks which take place from the beginning of each new year.
- Page 2 highlights the way in which the College supports the Teaching and Learning developments via its lesson observations, with targets identified and incorporated into Teaching Staff performance reviews. Last year there were 98 lesson observations, which took place post-Christmas and no serious weaknesses were identified in any lesson observation.
- Learning walks – Curriculum areas are selected and a time for a visit is agreed for each lesson within the curriculum area selected. This is followed up with a summative report for the curriculum area, rather than a specific focus upon a teacher. The lesson observation normally involves at least 20 minutes of observation per teacher. Feedback is also given individually to each Teacher involved in the lesson observation.
- In response to a question from Governors regarding the information collected, the Deputy Principal explained that the data was held centrally and good practice elements were shared with Staff. Feedback was also collated and used to inform future Inset events.

- The College also has a team of teaching and learning mentors in place to provide support to Students for specific areas of teaching who also assist in good practice within the College.
- Since the change in the lesson observation process, a survey was completed by Staff to gain feedback on this, most of which was positive feedback, but some minor adjustments were also made for further improvements.

#### **d) Destinations Report**

##### **Papers:**

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

Lisa Watkin-Stevens presented the report which has had some revisions to the existing format and content, with more detail provided in respect of Higher Education subjects studied.

- Universities – courses have been added together with location.
- The College has also started tracking destinations against the Local Skills Improvement Plan (LSIP), so that the College may see where Students are going for example in areas such as health and care or land-based subjects. This aspect is in the development stage and the intention will be to progress this further next year.
- More Students are going to local Universities too, including Sussex, Brighton and Chichester, which may reflect the impact of the cost of living crisis.
- There has also been an increase in Students studying engineering, finance, accountancy and forensic science, which may be a greater awareness of Students to pursue subjects which are more likely to lead to good career prospects.
- There has been a slight reduction in the number of Students who remained at College post the Level 2 Foundation year with an increase in some going on to enrol in apprenticeships. However, a reasonable number of Students have continued to enrol on to the College's 2 year programme. It was also noted that it was more difficult to make comparisons with pandemic and post pandemic student groups regarding the progression from Level 2 bearing in mind that examinations weren't sat by Students during the pandemic.

#### **e) Learner Voice**

##### **Papers:**

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

Lisa Watkin-Stevens, Vice-Principal presented the item to Corporation, the contents of which were received and the following points were recorded:

- A "settling in" survey is completed at the start of the new academic year which provides useful input into the Student experience during the first half term, being a crucial time for new Students. The feedback received via this survey assists with the retention data and analysis too. Survey questions include subjects such as

enrolment, induction, teaching and learning, together with other general areas such as travel to and from College. There are usually many comments about the local Brighton and Hove bus service (5B route), which are over-crowded and insufficient numbers, notwithstanding some additional services provided recently (3 more buses running per day). This feedback has been shared with the bus company and work is also underway with Citizens UK regarding transport for young people, particularly in terms of the cost of tickets.

- Other areas for development include Student study space with more classrooms being made available during lunch times, with Staff members being present, together with the Study Café – the upstairs area in the canteen. Further developments are being considered too, particularly once the new quad developments have been finished.
- The Student Governors reported on concerns raised by some Students regarding computer-based exams taking up space and computers during exam periods, together with feedback from Games and Media Students, where only certain College computers provide accessibility for their online work requirements, which creates time pressures for Students in respect of forthcoming deadlines. It was noted that the College was investigating licencing for software and aiming to increase opening times in the Library and during holiday periods. At this point reference was made to the online work and exams required for the criminology Students which has created difficulty and disruption across the College – having to cater for 280 Students and 10 hour examinations. The limitations were noted too in relation to Study space for Students where there was sufficient wifi, noting that the new STEM centre had limited wifi access; SLT was investigating options to resolve this, together with some issues relating to the new Student wifi, which has improved, but there are still access issues, depending up a Student's device.

**f) Confidential Safeguarding and Child Protection Annual Report – it was resolved to transfer this item to confidential business - refer Part II Minutes**

**g) Annual Report on Complaints and Compliments**

The Principal introduced the annual Report, the contents of which were noted, including the fact that more compliments had been received this year, and fewer complaints, compared to the previous year. The Governing Body was reminded that the complaints' record reflects those complaints which reach the formal stage in the College's complaints' process.

It was noted that the College has taken a different approach to complaints received this year, with a response phone call made by a member of Staff, within 3 days of receipt of the complaint with a focus upon better managing each case and providing the necessary support and input to the complainant as quickly as possible.

Regarding complaints, the main issues raised are in respect of communications, IT issues and examinations.

Regarding the compliments, Governors were reminded that testimonials were available to view on the College's website.



## 10. Finance

Simon Lindfield (Chair of Finance Committee), introduced and summarised the business considered at the recent Finance Committee meeting and drew attention to the various key matters, followed by Elaine French who referred Governors to the various items and financial issues this year. The following documents were considered and received or approved by the Corporation where required and key points reported by Simon and Elaine are recorded below:

**a) Draft Minutes of Meeting held on 17<sup>th</sup> November 2023 – noted.**

Draft Finance Committee Minutes and recommendations therein, were noted and endorsed by the Corporation.

**b) Staff Pay Negotiations – and refer Principal’s Report – refer item d) below re approval of Staff pay award.**

**c) Annual Report and Financial Statements to 31/7/23 - approved**

- **Executive Summary**
- **Reports and Statements**

Annual Report and Financial Statements – text highlighted in the document has now been agreed with the auditors.

Attention was drawn to the figures and in particular an explanation for the deficit figure within the Income and Expenditure and Elaine French reported that this arose as a result of an accounting adjustment regarding the valuation of the Local Government Pension Scheme (LGPS) as at 31<sup>st</sup> July equating to approximately £250K, together with another accounting adjustment in respect of depreciation. The small operating surplus at the year-end was also noted.

The Corporation approved the Annual Report and Financial Statements to 31/7/23 as recommended by the Finance Committee and the Chair and Principal as Accounting Officer, were authorised to sign these.

**d) Financial Update 2023/2024 including draft year end Management Accounts for the first 3 Months**

**Papers:**

- **Executive Summary**
- **Revised Forecast 23/24, 24/25 Scenarios**
- **Balance Sheet Forecast 23/24, 24/25 Scenarios**
- **Management Accounts to October 23**
- **Balance Sheet to October 23**
- **Cashflow Forecast to July 2024**

The financial forecasting paper presented to the Finance Committee has been updated to add further explanation and improve clarity for Governors’ understanding, together with the inclusion of the most up to date figures as at the end of October 2023.

In particular Governors' attention was drawn to the Revised forecast scenarios and the cash flow forecasts and Elaine French explained that SLT had spent a considerable amount of time investigating ways to implement the pay award for next year – 2023/2024. However, the pay award was not fully funded and because of the income the college received the college is not in a position to cover this without resulting in a financial health grade of a 4. Collectively this made it very difficult to be able to endorse the pay award negotiated by the SFCA and Unions of 6.5% for the full year, bearing in mind that the Government has not fully funded this for Sixth Form Colleges. Governors were reminded that Colleges had the freedom to deviate from the negotiated pay award based on affordability and as already stated, some Colleges were also not paying the full award.

Noting the 2 forecast scenarios included in the paper, it was reported that several other scenarios had been considered by SLT and also by the Finance Committee. The Corporation was advised that in the worst-case scenario, if the decision was made to backdate the 6.5% pay rise to September 2023, the impact on this and the following year would result in a financial health score of "inadequate", with insufficient cash to enable the College to function on a month by month basis. Therefore, SLT and the Corporation could not consider recommending the full pay award/back-dating to September for 2023/2024, as this would not only have an impact on the finances in the subsequent year 2024/2025, the financial health grade would also result in intervention by the DfE/ESFA with consequences for the future viability of the College.

By implementing the pay award this year from January 2024, without backdating the pay award, the scenarios provided to the Corporation, demonstrated that this will result in a financial health category of "requires improvement". SLT recommended that this would be the best option although there would still be financial issues to manage very carefully and prudently going forward.

The impact of lagged funding on the College's financial management was also discussed, noting that this year the College was currently not being funded for the additional Students recruited this year (89 students).

The Corporation was reminded that the funding allocated in respect of capital projects, was ring fenced solely building works as agreed in the grant submission and could not be used for other College expenditure.

Governors' role as exempt charity trustees was also raised and the duties with regard to public funds.

At this point Nick Armstrong left the meeting owing to a work commitment.

The Corporation discussed the local demographics which in a few years will be declining, notwithstanding that the College recruits Students from outside Brighton and Hove too and also recognised the strategy to continue to grow its Student numbers in order to improve its financial position.

In conclusion and bearing in mind the details of the paper, SLT and the Finance Committee's recommendations the Corporation approved the proposed Staff pay award strategy and that the nationally agreed pay rise should be implemented with effect from January 2024 and not backdated to September 2023. **ACTION: SLT**

In response to a question from the Corporation regarding the table setting out the income per Student, it was noted that the College did not receive the maximum funding per Student for all of its intake (86 Students fall within this area), owing to offers being made to Students who are unable to pursue a full programme e.g. those requiring additional support or other specific needs and requirements, or 3 year Students, including those who are level 2 for year 1 etc, which the College has historically supported. It was reported that the Deputy Principal was in the process of investigating the funding situation with the aim of improving its maximum funding level.

The documents were received by the Committee and the staff pay recommendation was endorsed as recorded above. **ACTION: SLT**

- e) **Utility Costs post expiration of fixed price contract and actions** – refer minutes of Finance Committee and the details were noted by the Corporation.
- f) **ESFA Information and Reports** - the documents were noted and received by the Corporation, referring to the draft Finance Committee minutes.

**Papers:**

- **dashboard**
  - **financial health confirmation**
  - **financial benchmarking information**
  
  - **Benchmarking Data – Learners and Funding 2021/2022 SFCs**
  - **Benchmarking Data – Non-Pay costs 2021/2022 SFCs**
  - **Benchmarking Data – Pay costs 2021/2022 SFCs**
  - **Benchmarking Data – ratios 2021/2022 SFCs**
- g) **Update on Costing Model and Financial Sustainability Action Plan** – refer Finance Committee draft Minutes
  - h) **Capital Works Update** – refer draft Minutes of Finance Committee and AWG draft minutes/papers.

## **11. Audit**

Paul Herridge, Chair of Audit Committee and Elaine French (Vice-Principal, Resources) presented the following items to the Corporation and referred Governors to the draft Audit Committee meeting minutes, which were received and/or approved as required. Paul Herridge highlighted the unqualified audit report provided by the external auditors and reported on the auditors' confirmation of the College's adequate and effective internal controls and risk management, with no significant issues arising from the audit work completed for the year to 31<sup>st</sup> July 2023.

- a) **Draft Audit Committee Minutes of Meeting held on 30<sup>th</sup> October 2023 (Part I)** – the contents of the draft minutes were noted by the Corporation and the recommendations therein, endorsed as recorded below.

- b) **Annual Report of the Audit Committee** – The Report was endorsed and the Chair of Audit Committee authorised to sign this. **ACTION: Paul Herridge/Louise Pennington**
- c) **Audit Completion Report to 31/7/23 (and refer to annual report and financial statements to 31/7/23 within Finance section above)** – noted.
- d) **Regularity Audit Self-Assessment Questionnaire July 2023 (supports regularity audit statement)** – approved and noting that the Chair and Principal should sign the document on behalf of the Corporation. **ACTION: Elaine French/Chair/Principal**
- e) **Letters of Representation x 2 (supports financial statements and regularity audit)** – approved by the Corporation.
- f) **Internal Audit Procurement Report** – actions address already action plan
- g) **Internal Audit Annual Report** – the contents of the report and conclusions recorded were noted by the Corporation – noting restated adequate and effective risk management control and governance processes.

Elaine French added some explanation regarding the procurement audit report which although was classified with a weak grade, this was not a reflection upon procurement procedures, but related to some procurement evidence had not been able to be located easily and that this related to 2 members of staff leaving and where they had not passed over the files to their successors. The latter processes have now been updated and the files are now fully up to date.

- h) **Internal Auditors Performance Indicators** – approved by Corporation as recommended by the Committee.
- i) **Critical Incident Plan/Scenarios and Outcomes** – noted by Corporation.
- j) **Risk Management – Annual Report, Assurance Map, Risk Register 2023/2024** – approved by Corporation as recommended by the Audit Committee, noting in particular the high-level risks, being financial risks and cyber security.

At this point one of the Audit Committee members drew attention to the increased workload demands on the College, particularly within the areas of Finance and Governance which was noted at the Committee and that Governors should recognise this.

- k) **Fraud Matters** – referred to minutes and noted.

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

- a) **Confidential Draft S & G Minutes of Meeting held on 2<sup>nd</sup> November 2023** – noted.

- b) **Governance Self-Assessment and Quality Improvement Plan** – approved by Corporation.
- c) **FOI Publication Scheme – refer website Policies section – no changes – approved.**
- d) **Confidentiality Report** – approved.
- e) **Annual Reports – attendance, training, skills, EDI, Annual Returns, Corporation expenses** – noted.
- f) **AoC Code of Good Governance (COGG) – progress report** – noted and endorsed.
- g) **New AoC COGG final version plus assurance template** – noted and that the final new AOC COGG had been approved at the last meeting.
- h) **Link/Lead governor role descriptions – refer minutes re recommendations for approval plus note work in progress** – noted and approved as per the S & G Minutes and recommendations therein.
- i) **Chair performance review/appraisal** – deferred to next meeting, noting that Simon Lindfield, the Vice-Chair of Governors, would be completing Jill Arnold's performance review next week and an update will be provided next term, via S & G Committee. **ACTION: Simon Lindfield**
- j) **EBR (External Board Review) – verbal update** – refer minutes and noted.

**OTHER: Link Governors** At this point the Chair drew attention to an email sent to all Governors prior to the meeting seeking expressions of interest for the various Link Governor roles and encouraged Governors to respond to this. Jill Arnold confirmed that she had spoken to Ayas Fallon-Khan who was currently in post for 3 roles (Health & Safety, Environment and Sustainability, and IB) and that going forward he was like to retain H & S only. Furthermore, having spoken to John Williams, the Link Governor for the Quality, Curriculum and Skills Link Governor role, and following discussions held at the last S & G Committee (refer minutes), it was resolved to divide the Link Governor role into 2: 1) Quality & Curriculum and 2) Skills and that John Williams would retain the Quality and Curriculum elements. Governors agreed to email their expressions of interest to Jill Arnold or Louise Pennington, after the meeting. **ACTION: Governors.**

At this point, grateful thanks were recorded to Richard Seager (Audit Committee co-opted member, but who had previously served as a Governor at College) for his long service to the College, which finished earlier this term.

It was noted that all other meeting papers from S & G Committee, not included in the Corporation meeting pack, available on request from Louise Pennington

**13. Accommodation Working Group - Confidential**

It was resolved that owing to the sensitive nature of the business, this item should be transferred to the confidential section of the agenda and Part II minutes - **Refer Part II Confidential Minutes.**

**14. Policies and Other Documents**

**a) Financial Regulations**

- I) Executive Summary**
- II) Paper**

Elaine French presented the item, noting that the regulations would be formally updated next term when the new DfE guidance has been issued to take account of the ONS reclassification for Colleges, but in the meantime, an addendum to the regulations has been added reflecting the new requirements with which Colleges are already required to be compliant. The addendum was approved by the Corporation.

**b) Quality Assurance and Improvement Policy**

- **Executive Summary**
- **Policy**

The policy as presented by James Gordon, was approved by the Corporation.

**12. Date of Next Meeting: Wednesday 20<sup>th</sup> March 2024 at 6.00 p.m.**

**13. Any Other Business - none.**

**14. Part II Confidential business - refer Part II Confidential Minutes**

Owing to the confidential nature of the business, it was resolved that the Staff and Student Governors should leave the meeting at this point and prior to the last item - SPH Remuneration Committee Meeting Minutes (16th November 2023), SLT Members and the Governance Professional were invited to leave the meeting for the final confidential item on the agenda.

**a) Matters Arising – None.**

**b) Other Confidential business - none**

**17. Enclosures for Information – Meeting dates for 2023/2024 academic year –**

Governors were encouraged to put the dates relevant to them in their diaries.

Louise Pennington 13/12/23

Chair.....

Date.....