

CORPORATION MEETING

Minutes

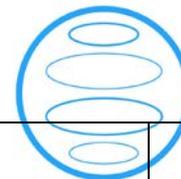
Date	7 December 2017	Time	13.30 – Student Voice session 15.00-meeting
Venue	Station Plaza Boardroom		
Chair	Tony Campbell OBE KSG FRSA		

Membership: Tony Campbell OBE KSG FRSA (Chair); Pat Farmer (Vice Chair); Principal (Clive Cooke); Staff (Support) Governor (Debbie Baldock-Apps); Staff (Teaching) Governor (Karen Cunnington); Dr Diana Garnham; Simon Hubbard; Graham How; Vic Kempner; Caroline McKiddie; Student President (Lucy Head); Derek Stevens; Sue Walton
In attendance: VP Corporate Services (Biram Desai); VP Enterprise, Employment and Skills (Dan Shelley); VP Curriculum and Quality (Jim Sharpe)

Apologies:

At 13.30 the Student President led a Student Voice Session for governors and the Chair thanked the Student President for a very interesting session and confirmed that the matters raised at the session would be sent to the appropriate channels for consideration and action. One of the students had asked that a follow up session is held to look at actions in place and the Student President and Director of Governance agreed to organise.

	Item	Action
1.	Apologies There were no apologies received.	
2.	Declarations of Interest SH declared an interest as an employee of Hastings Borough Council. CMc declared an interest as an employee of East Sussex County Council. Sue Walton declared an interest as an employee of Pestalozzi. Pat Farmer declared an interest as a member of the Hastings and Rother Task Force.	
3.	Chair's Introduction The Chair noted that it has been a difficult time for the College and the Corporation working through the processes of the merger, the additional work with the Internal Working Group and the Joint Working Group and the Transition Board and he thanked all those involved for their work. The Ofsted inspection was a tremendous effort on everybody's part and he thanked the SLT and the Corporation particularly VK and PF for meeting with the Inspectors. He passed on the Corporation's thanks to the VP C&Q for being the nominee at the Inspection and noted that the VP C&Q was praised individually for the work and time he put into the Inspection and that a lot of the success is down to his leadership. (GH arrives 15.10)	
4.	Minutes of the last meeting RESOLVED: The draft minutes of the meetings held on 18 October 2017 were agreed as a true and accurate record subject to the following amendments: <ul style="list-style-type: none"> p.3 under item 7b – amend the sentence for clarity 	



	<ul style="list-style-type: none"> • amend the panel to include 2 members of SDC • p.5 amend the sentence on the SDC savings for clarity • Amend maths incoming grades to read “the College is in the bottom 25” for <p>Proposed: PF; Seconded: VK; CARRIED</p>	
5.	<p>Matters arising on the minutes</p> <p>The actions were considered and the following points were raised:</p> <ul style="list-style-type: none"> • The Principal tabled a document on leadership responsibilities of the SLT in his absence and explained that it showed the key functions that each SLT carries out, including the Head of HR. He noted that the SLT are comfortable that each function is adequately covered • The Principal reported on the meetings between committee chairs from SCCH and SDC which are now likely to take place in January 2018. He noted that the purpose is for governors to interrogate the data from both colleges • The VP CS reported that a meeting on pensions has been rescheduled for January • The Principal noted that the TB receives the project risk register • The VP C&Q noted that he is meeting with David Cork at the AoC on Tuesday and would send through the comparisons across students on free school meals would be sent through before Christmas • Governors considered the ratios of the lowest to the highest paid member of staff and asked how this compares to the sector. 	<p>VP C&Q</p> <p>Head of HR</p>
6.	<p>Merger project items</p> <p>The Corporation noted the TB minutes from the 23 November and the accompanying papers.</p> <p>Appointment of the Chair to the ‘new’ College Board RESOLVED: The Corporation approved the recommendation from the appointments panel to appoint Henry Ball as chair designate. The appointment would be effective from the merger date for a two year term of office. Proposed: TC; Seconded: DS; CARRIED with nine votes There were three votes against the decision (DG, GH, SH)</p> <p>6a. Financial due diligence</p> <p>The VP CS took the item as read and asked for any questions. Items discussed included:</p> <ul style="list-style-type: none"> • The £351k owed to the student loan company as a result of Acquire. The VP CS reported that the reported hadn’t explained this issue very well and it was related to the insolvency of Acquire • It was agreed that the statement in the report around SDC being unable to provide full information meant that BDO were unable to carry out effective due diligence was important and this should be noted by the Corporation • PF reported that the merger analysis report gives strong reasoning for SCCH processes to be adopted for the ‘new’ College • The significant growth in HE distorts the figures and this is related to the contracted work with the Brighton Film School • It is important to note that comments around the risks around the income at SDC and the introduction on p.16 which states that elements of governance and controls at SDC are inadequate. <p>RESOLVED: The Corporation confirmed that they have reviewed the report</p>	



and issues identified and are aware of their impact on the merger business plan. In relation to the forward looking merger report on the combined Group the Corporation confirmed that they have reviewed the report and are satisfied, in relation to the items below, that they have been appropriately considered as a basis for a potential future merger:

- Key findings (pages 4-14)
- Financial sensitivities (pages 60-61)
- Other factual information contained in the remainder of the report

The Corporation agreed the above subject to noting that BDO were unable to carry out effective due diligence on SDC due to the quality of their submissions. Proposed: PF; Seconded: VK; CARRIED

6b. Change of Corporation name

The Principal reported on the change of name for the Corporation of the 'new' College. The Director of Governance explained that governors are being asked by the TB to approve the formal process for name change.

RESOLVED: In preparation for the merger between SCCH and SDC, and based on the recommendation of the Transition Board, the Corporation formally agrees to begin the process of consultation on the name change of the College Corporation from Sussex Coast College Hastings to East Sussex College Group on the 11 December 2017. Proposed: SH; Seconded: CMc; CARRIED

VK asked if there will be a review of the strategy in relation to East Sussex by the 'new' College board. The Principal noted that this would be within the 'new' boards remit but the expectation is that they will uphold the decisions taken by the two sovereign Corporations recommended by the TB.

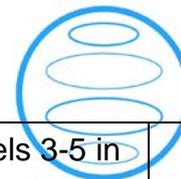
6c. Consultation update

The VP EES noted that the public consultation is formally finishing tomorrow. The process was extended due to a process error where the notice to dissolve was not published in a national newspaper. There have been six responses to date; two are from East Sussex County Council, one from the Coast to Capital LEP, two from ex SDC staff, one from a parent around A level provision and one from the Youth Employability Service around travel for students between Hastings and Eastbourne.

7. Principal's briefing

The Principal provided a verbal report which included the following:

- A T Level consultation has been launched. It is mainly focused on L3 plus and includes 50 days of work experience. The College is hoping for funding to build capacity around work experience. The launch date is vague and will be in small volumes in 2019, bigger volumes in 2020-2021 and full roll out in 2024
- The College currently has a tender with the ESFA for non-levy funding. The college has placed a bid for £3.7 m for apprenticeships for those employers not eligible for the levy and expects a decision by the end of this week
- At the AoC conference there was a big focus on the implementation of T levels and the consultation on level 4 and 5 qualifications. The Principal reminded governors that one of the findings from the AR was that there are



inconsistent technical and professional educational routes for Levels 3-5 in East Sussex

- The Corporation usually receive enrolment numbers following the Right Choice period and these will be published via email at start of term 2
- Financial statements for 2016-17 – these achieve Satisfactory Financial Health. This is at a fine margin and follow extended negotiations with the external auditors
- With the uncertainty of merger, financial pressures and another year with a no pay award, the College still maintains a low turnover of staff against national rate of 1.5% monthly and annual 3% compared to a sector average of 17%
- Investors in Careers – VK and the Chair attended a meeting with the assessor. The College is now at Stage Two and is expecting to have the stamp next term. The VP EES noted that there is a new careers strategy published
https://www.gov.uk/government/uploads/system/uploads/attachment_data/file/664319/Careers_strategy.pdf
using the Gatsby benchmark. <http://www.gatsby.org.uk/education/focus-areas/good-career-guidance>

The Student Services Manager has linked curriculum areas of work to the Gatsby benchmarks which the assessor was very impressed with. It was agreed that the Investors in Careers is a great positive step for the College.

DG reported that at the earlier Student panel quite a number of students felt they weren't getting the advice they needed around careers and the Principal noted that it was useful to hear the student's experiences. DG reported that a recent social mobility report showed that the regions doing well were commended for using the Gatsby benchmarks. She agreed to send the summary of the report through to the Director of Governance for distribution.

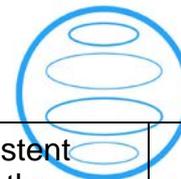
Principal

DG

Ofsted inspection update

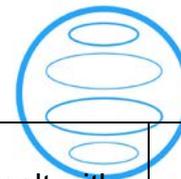
The VP C&Q reported as follows:

- It was a full inspection of four days with a big team. They spent a vast amount of time in lessons and speaking to students. There were inspectors on the road looking at subcontract partners
- The Inspection was very robust and challenging and the College pulled together exceptionally well
- The outcome is very pleasing. All areas were graded as Good meaning they validated the SAR and QIP as being entirely accurate and robust
- From day one there were no challenges on teaching, learning and assessment and outcomes for learners. They felt the teaching was strong and there were no challenges on the data from last year
- In the grading meeting every line of enquiry was about why the College is not Outstanding. There were only minor areas stopping an Outstanding grade
- The students came across fantastically in their behaviour. They were respectful and complemented by the Inspectorate as a credit to the College and the town, particularly in the context around the challenges the town has. The State of the Nation report from the Social Mobility Commission <https://www.gov.uk/government/publications/state-of-the-nation-2017> came out the week of the Inspection and was cited by the College
- Small improvements are required and areas identified were: the blip in



	<p>2015-16 data; GCSE maths results; attendance is a bit too inconsistent across provisions, particularly in GCSE maths; the consistency of the quality of written feedback to students needs further work; small issues around use of ProMonitor for students</p> <ul style="list-style-type: none"> • There was excellent feedback on the progress of the College • Governors noted that staff need to know that they have a significant impact on the students and the community and should be very proud of their impact • PF noted that there was positive comments on governance • GH asked which areas could have been Outstanding. The VP C&Q reported that there is no feedback by specific areas and all areas were within touching distance of being Outstanding. He noted that Ofsted don't look at HE, but the University Centre was pushed by focusing on better progression and better destinations for students. The College needs to increase UCAS and social mobility and if it can continue to invest internally so students don't have to leave Hastings that is a positive step • If the College had been inspected under the old CIF it would have been Outstanding • The VP EES noted that subcontracting had done extremely well with nine partners visited by inspectors and four of the nine inspectors working on apprenticeships. The partners came out with glowing recognition and showed off their best capability and how well supported they are by the College • It will take 14 working days for the report to be sent through the VP C&Q for fact checking and just after Christmas the College will be allowed to publish its results • Governors asked if Sussex Skills Solutions had been inspected and the VP EES confirmed that it had been as part of subcontracting and had done well <p>Governors agreed that the feedback about staff is phenomenal. At the recent Student panel every student talked positively about the staff and with all the pressures they are currently facing their commitment and drive is outstanding. CMc noted that she is sure that the SLT are already communicating this to staff and that a message from the Corporation could be sent out to reiterate this and how the work of the staff shouldn't be underestimated.</p>	Chair
8.	<p>Key Performance Indicators Dashboard The SLT reported as follows:</p> <ul style="list-style-type: none"> • 16-18 enrolments are good and in line with targets • All staff have been observed at least once. Staff requiring further observation and support was at 40 at the start of the year and now stands at seven • Attendance remains a battle and new interventions are in place and detailed in the QIP • Employer satisfaction in the survey this year went down slightly, but numbers of entries were up significantly • Sick days and staff turnover are below both the College target and the national rate. 	
9.	<p>Interim Strategic Plan 2015-18 and the strategic targets for 2017-18 RESOLVED: The Corporation considered and approved the strategic targets for 2017-18. Proposed: PF; Seconded; DG; CARRIED</p>	
10.	<p>The College Self-Assessment Report (SAR 2016-17)</p>	

	RESOLVED: The Corporation considered and approved the College SAR for 2016-17. Proposed: SH; Seconded: GH. CARRIED	
11.	The Quality Improvement Plan The Corporation considered the QIP. The Chair asked that the HE QIP comes to each of the meetings going forward.	VP C&Q/VP EES
12.	Strategic Risk Register 2017-18 The VP EES noted that the proposed risks for 2017-18 have been considered by committees and agreed for approval. There were 26 risks last year and 29 are proposed for this year. There are four risks for the Corporation to oversee and these are recommended to remain at the same gross and net risk as last year. PF asked that the merger risk “The planned merger with SDC does not go ahead and on-going financial risks to the College remain” is put as a Corporation as well as an F&HR risk and this was agreed. RESOLVED: The Corporation approved the strategic risk register for 2017-18. Proposed: PF; Seconded; TC; CARRIED	VP EES
13.	Management Accounts – October 2017 The Corporation noted the accounts.	
14.	Student President update The Student President reported that the first full meeting of the Student Council took place yesterday. Currently they are focusing on marketing, classroom walks and will be purchasing identifiable tops to wear around the College. The SP is in contact with Mark from the NUS to look at how she can address issues around student engagement which is common for FE colleges. That will be the focus for January. There are some clubs in place including a science club. The Chair noted that the Student panel session has talked about whether staff may be encouraged to participate and lead on clubs and there was a feeling from the students that more could be done on the social side, ideas included setting up a dance club or a drama club. The Corporation asked if there was any support they could offer to the SP. She noted that she felt lost between departments but the VP C&Q was working through that and they met up fortnightly. The Vice Chair noted that it was important to come and ask for support if it was needed. The SP noted that she is meeting fortnightly with Bruno from HE to find HE student reps for the Student Council. She asked what the College and the board want her to do. The Principal reminded the SP that there is a plan in place with 5 aims ranging from student engagement, PALs and student advocates, student voice, to PALs and the student voice and the student constitution. He agreed to meet up with the Student Services Manager about the plan. DG noted that funding from the UoB for Bruno may be held up and the VP EES agreed to follow up.	Principal
15.	Report from the Audit Committee 22 November 2017 The Corporation noted the committee report. The Corporation considered the Internal Audit Report year ended 31 July 2017. The Director of Governance noted that the Board Assurance matrix will come to the Corporation by email once the approved risks and targets for 2017-18 are approved. RESOLVED: The Corporation considered and approved the Annual Report of the Audit Committee. Proposed; SH: Seconded: VK; CARRIED	VP EES



	<p>It was noted that the external auditors' report and management letter is dealt with under item 16a and the Strategic Risk Register is dealt with under item 12.</p> <p>PF reported that at SDC there is a joint meeting of Audit and F&HR for the financial statements and auditors report to allow both committees to consider the item jointly which works well. It was agreed that this would be worth adopting for the 'new' College board.</p>	Dir of Gov
16.	<p>Report from the Finance and Human Resources Committee 22 November 2017</p> <p>The Corporation noted the Committee report.</p> <p>The Corporation considered the College year-end audited accounts 2016-17 including the financial statements and external auditor's management letter. The Chair of F&HR asked about the recent discussions with external audit around the accounts. The VP CS reported that the treatment of the CPO provision had been an area for discussion and it had been agreed that the uncertainty of the payment of the provision meant that it could be classified as a long term, rather than a short term provision. He confirmed that the CPO provision had been written into the TU bid.</p> <p>RESOLVED: The Corporation approved the College year-end audited accounts 2016/17 including financial statements and external auditors' management letter. Proposed: PF; Seconded: SW; CARRIED</p> <p>Student Union accounts 2016-17 and budget for 2017-18</p> <p>The Corporation considered the accounts from last year and the proposed budget for 2017-18 which remains the same as 2016-17.</p> <p>RESOLVED: The Corporation approved the Student Union budget for 2017-18. Proposed: PF; Seconded: DG; CARRIED</p> <p>The Corporation noted the Health and Safety presentation that governors had received at the last F&HR Committee.</p>	
17.	<p>Report from CQS Committee 23 November 2017 To approve:</p> <ul style="list-style-type: none"> b. The College SAR 2016-17 (addressed under item 10) c. The HEFCE quality assurance sign off and QIP on HE from governors <p>The Corporation considered the Higher Education quality report from June 2017, the HE departmental structure, the HE QIP and the HE exit survey.</p> <p>RESOLVED: The Corporation formally signed off the HE QIP for overview and oversight by the HE Board. Proposed: DG; Seconded: PF; CARRIED</p>	
18.	<p>AOB</p> <p>VK tabled a paper recommendation from the Governance Committee to appoint two new governors as co-opted members to the CQS and F&HR Committees. There was a discussion around diversity on the board and whether the recommendations met targets. It was agreed that they did not but that both candidates brought new skills to the Corporation which would be beneficial to the College. VK confirmed that one further candidate was being interviewed by the Chair next week which would begin to address the gender imbalance on the board. VK noted that the gender balance of the Corporation was positive based on AoC sector averages. Governors felt that this was not a positive message and more active searching was required.</p>	Gov cttee

<p>RESOLVED: The Corporation approved the appointment of Kevin Cowley and Robert Mee as co-opted governors for a one year period or until the date of merger. Proposed; VK; Seconded; DG; CARRIED</p>	
<p>Meeting dates 25 April 2018 4 July 2018 The Director of Governance noted that additional dates will be scheduled for extraordinary meetings to deal with merger items as soon as timings are finalised. The next meeting is proposed at the end of January to look at the TU bid, the intent to merge and the appointment of SPHs. It was agreed that important matters should be dealt with by meetings rather than electronic resolutions.</p>	Dir of Gov

Staff and students depart at 17.22 for the confidential c part of the meeting

Draft Confidential C minutes

Date	7 December 2017	Time	15.00-meeting
Venue	Station Plaza Boardroom		
Chair	Tony Campbell OBE KSG FRSA		

Membership: Tony Campbell OBE KSG FRSA (Chair); Pat Farmer (Vice Chair);; Dr Diana Garnham; Simon Hubbard; Graham How; Vic Kempner; Caroline McKiddie;; Derek Stevens; Sue Walton

In attendance:

Apologies:

	Item	Action
4.	<p>Confidential C Minutes of the last meeting RESOLVED: The Corporation considered and approved the draft confidential minutes of the meeting held on 18 October 2016. Proposed: PF; Seconded: DG; CARRIED</p>	
18.	<p>AOB The Chair thanked governors for their time and for the depth of discussion around a number of difficult items. He wished everyone a merry Christmas.</p>	

Meeting closed: 17.35

Length of meeting: 2hrs 35mins
Attendance for 2017-18: tbc