



Board of Governors

**Part 1 Minutes of a meeting held at the Brighton Central campus
Monday 25 March 2019 at 4.30pm**

Present: Julie Nerney (Chair), Nick Juba (CEO), Natalie Brett, Joy Mercer, Claire Hopkins, Scott Marshall, Jim Hynes (Staff Governor), Anwar Musa (Student Governor), Martyn Wilks

In attendance: Rhiannon Phinbow (HR Director), Jon Rollings (COO), Helena Thomas (Principal), Yolanda Hughes (Interim Clerk to the Corporation)

Apologies: Gary Anderson

WELCOME, INTRODUCTIONS AND APOLOGIES

196 The Chair opened the meeting at 4.30pm and welcomed all present.

The Board were advised that the selection and recruitment panel had participated in interviews for the post of Principal and a formal recommendation would be made to the Board that evening.

The Chair informed the Board that she had attended the new Chair's programme at Oxford University which complements the CEO and aspiring CEO programmes that the CEO, previous Principal, Interim Principal and Assistant Principal, Martyn Howe have all attended. This had provided lots of useful insights and the ability to informally benchmark the Board practice with others, which gave her confidence about how the Board compared, but did not mean they should be complacent. It had informed thinking on how the Board could develop further which she would discuss with the Board and CEO in due course.

Governor Away Day

It was agreed that following the Governor Away Day held the week before that:

- the slides would be shared
- the April item on curriculum planning would include a summary of impacts for each of the choices, such as people, travel and costs, to inform decision making, together with an assessment of the likely student experience - including the perspective of a user journey where a place was no longer available for a chosen course
- that the Board would receive more student stories, like those so well presented by the student services team, in pre-Board briefings and away days

Action – Clerk

***Share presentation slides from the Governor Away Day
Schedule student stories into the annual cycle of business***

Action – CEO

April Board paper on outcomes from curriculum planning to include impact assessment and student experience view

197 Principal Appointment

16.37hr Interim Principal excused from the meeting.

The Chair explained that a full day of interviews had taken place on the 25th March 2019 for the post of Principal.

The panel had interviewed three candidates, including Helena Thomas, for the role.

The process had included a presentation on the approach to driving outcomes and quality; a staff panel focused on approach to managing teaching and learning within the College, making reference to workload, communication and staff engagement; a student panel focused on the approach to improving the student experience, making reference to student engagement and participation and a data task interpreting historical data into a two page summary for the Executive/Board.

One candidate was deemed to not be appointable after the interview, which was corroborated by the feedback from other elements, particularly the staff panel.

Two candidates – including the internal candidate were deemed to be appointable. The Board were advised that the internal candidate was the preferred candidate and this had been the view of the interview panel, whose view was supported by the staff and student panels.

On that basis, the panel formally recommended that the Board appoint Helena Thomas as the new College Principal. The Chair added that she would be working with the CEO in ensuring that the appropriate development support was put in place for her in making this step up.

Formally approved

The Board formally appointed Helena Thomas as the new College Principal as recommended by the selection panel.

16.45 Principal returned to the meeting

Helena Thomas was formally congratulated on her appointment as Principal.

MINUTES

198 The minutes of the meeting held on 25 February 2019, having been previously circulated to Board members, were agreed as a true record and signed by the Chair.

It was requested that one amendment be made to the minutes to record Natalie Brett as having been present for the meeting on the 28 January 2019.

Part 1 – Minutes of the meeting held 25 February 2019 – for public record

Part 2 – Minutes of the meeting held 25 February 2019 – confidential

Approved

The Board formally approved the minutes of the 25 February 2019 as a true and accurate record. The Chair of the Board signed the master copy.

MATTERS ARISING FROM THE MINUTES

199 All matters arising were considered and noted.

200 BOARD MEMBERSHIP

The Chair opened the discussions and stated that it was intended that David Russell be the successor for Joy Mercer in respect of the Board member with FE / teaching, learning and assessment experience. Given the Board had not yet been able to replace Martyn Wilks' expertise, Joy Mercer would remain on the Board until July 2019 and the Board would seek to appoint a further external governor between now and then.

In respect of the audit committee - of which David will become a member - being the vehicle on which the Board can rely on for assurance regarding sound systems of internal control, the Board would now have finance, HE and FE expertise represented, together with the accounting and internal audit expertise of our co-opted members, so this should provide input and assurance across all areas of the College's operations.

The Chair formally recommended the appointment of David Russell who had been interviewed by the Chair, CEO and Joy Mercer with the Interim Clerk in attendance.

The Board had received the pre-circulated documentation which provided them with the background details and expertise of David Russell who was the CEO at ETF and came with significant experience in the FE sector.

Formally approved

The Board formally appointed David Russell as an independent member of the Board for a 3-year term office effective from 1st April, 2019.

Audit Committee – it was also agreed that David Russell would join the Audit Committee.

STRATEGIC ITEMS

201 CONFIDENTIAL - PELHAM LAND DISPOSAL

Minuted as confidential Part 2 Business.

17.10hrs - Mr Scragg & Tina Webster excused from the meeting.

202 COLLEGE IMPROVEMENT PLAN – Termly progress report

The Chair explained to the Board that this was the first of the new termly look at progress on the newly structured CIP in response to the Requires Improvement self-assessment rating. When the Board discussed the CIP in the autumn, they had been keen to understand the impact of actions, not just that actions were completed. Members were asked to note in the executive summary sheet to the paper that there was a helpful summary of where actions were seeing impact and where there was more to do. The Chair further commented on the narrative within the document which clearly set out the risks in specific areas.

The Board were asked to take their time to explore this item given the criticality of moving out of the RI self-assessment as quickly as possible.

The Principal presented the CIP commenting on the progress made referring to the key points in the summary sheet.

Governors asked what would be done around areas where progress was not happening quickly enough. The Principal provided examples of what actions and strategies were being implemented and referred to Construction and Engineering at Brighton East where an additional curriculum manager had been appointed to provide the added support using good practice identified at the Worthing campus.

The Principal accounted for the decline in retention in the Prince's Trust area and that they were looking at the recruitment of students and ensuring that the staff had the necessary support to work with the learners in this area. She further added that the students within the Prince's Trust had complex needs and provided some examples of the challenges faced in this area.

The Chair questioned how minimum standards within Apprenticeship Learning was being tracked and reviewed by the ESFA and what sanctions could be placed on the College if the ESFA deemed that the quality of provision was not acceptable. The CEO explained the tracking of apprenticeships and the work that the College was doing and the communications they had with the ESFA. He confirmed that the ESFA would likely undertake monitoring visits to review progress.

The Principal spoke frankly about the data issues that had been identified and the work they were doing in reconciling the position around apprentices to fully understand timely achievements and outcomes.

The Chair spoke about external perceptions and the impact of these on the chances of inspection when looking at the SAR grading, College financial position and the change in senior leadership (Principal). Governors asked whether employees would have access to this level of information in the sector and whether this could have a negative impact on the College reputation. It was confirmed that this was not public information.

The College had also been working to reduce their subcontracting particularly where the outcomes were poor. Governors asked the Principal what the level of confidence was in respect of not falling below minimum standards in 2018/19. It was explained that they were in a better position to track the data and identify areas of weakness and then work to support students to ensure that they were timely and were going to achieve the desired outcomes.

CPD – members asked about the 'not enough progress' statement that had been made in respect of CPD and why this was the case. The Principal clarified that this was due to the recording mechanisms in the College and added that they were working on improving this.

Careers Advice – the Principal informed the Board that they were looking at WEX and Careers Adviser's role. They were therefore implementing a change in structures and putting the Head of Curriculum in to line manage the careers advisors.

The Board accepted that there were areas where good progress was being made and improvements could be evidenced but that there remained areas where progress was not as swift as anticipated in the CIP. The Principal provided examples of where they

were putting in place support in the areas making slow progress and alluded to the difficulties in Construction and Engineering.

The Principal spoke at length about the monitoring of peer support and the buddy systems being put into place to help support teachers.

The CIP was a comprehensive document which provide an honest account of the progress being made although the CEO was pleased to emphasise that there was some good progress being made.

A member stated that at the start of the discussions he was concerned that this would be another data tracking document but was comforted that the level of discussion and content of the CIP was not just a data report but a report providing a detailed explanation of action and associated outcomes - exactly what the Board needed.

Received
The Board accepted the CIP – Progress update.

ASSURANCE ITEMS

203 Confidential - CHIEF EXECUTIVE REPORT – March 2019

211 Risk Management update

The Board received the update on Risk Management as detailed in the CEO's report.

Received.

212 SAFEGUARDING & PREVENT REPORT – Mid year

The CEO presented the mid-year review on Safeguarding and Prevent.

The Board Safeguarding Governor - Claire Hopkins for the IAS to provide comparative data on other Colleges.

The Board discussed the issues raised in the report and the CEO explained the processes for reporting concerns around Prevent and the referral processes at the College.

Action – CEO
To include the data on self-referred/tutor referred cases within the annual Report

Received
The Board received the mid-year Safeguarding and Prevent Report.

213 ESFA LOAN VARIATION RESOLUTION - CONFIDENTIAL

214 BARCLAYS BANK OVERDRAFT FACILITY – CONFIDENTIAL

215 FINANCIAL STATEMENTS YEAR ENDED 31 JULY 2019

The COO provided the Board with an update on the current position and the revised 'going concern' statement within the Financial Statements which would need to be updated and signed off by the Financial Statements Auditors prior to the accounts being signed off as delegated by the Board in December 2018.

It was agreed that the COO, CEO, Chair and Chair of Audit Committee would review the final version and proceed to signing off the accounts.

CONSENT ITEMS

216 MONEY LAUNDERING POLICY

Approved

The Board formally approved the Money Laundering Policy.

217 AUDIT COMMITTEE MEETING MINUTES OF 4TH MARCH 2019

Received

The Board received the minutes

218 BOARD AND COMMITTEE MEETING SCHEDULE 2019/20

Formally approved by the Board.

219 ANY OTHER BUSINESS

END OF TERM OF OFFICE – MARTYN WILKS

The Chair informed the Board that they were bidding farewell to Martyn after two years on the Board and she wanted to share three things as she wished him well.

Firstly, a personal thank you from the Chair for being talked into joining the Board and then being talked into staying for an extra year. The Chair met Martyn when she interviewed him to join another Board and within a very short time could see the enormous value he could bring to the College. She was incredibly grateful to him for seeing that opportunity and committing to supporting the College on their journey in the past two years.

Secondly, she acknowledged the way he had fully embraced the role – he was always present and engaged and had been self-guided in terms of his learning; seeking out more information through dedicated sessions, attending events, and supporting the Exec on some of the more complex challenges.

And lastly, she wanted to reflect on the quality and strategic nature of his insights, and his innate ability to get the balance of support and challenge right – the fact that 'what would Martyn say' had been an acid test for the Executive.

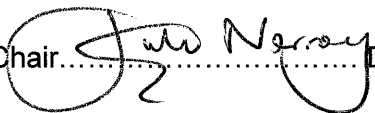
220 DATE OF NEXT MEETING

The date of the next meeting was confirmed as Monday 29th April 2019 at Brighton Campus.

221 MEETING EVALUATION

Recorded separately.

**Board members provided feedback which was recorded separately.
The meeting closed at 18.57hrs.**

Signature of Chair.....  Date..... 29/4/19.....