



# External Board Review

*Chichester College Group*

**Reviewer: Heather Cross**

*January 2024*

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# Executive Summary

This AoC External Board Review is based on the ETF/AoC pilot review framework. The Framework considers, but is not limited to, principles from Codes of Governance, the Education Inspection Framework and the DfE's current guidance on external board reviews. In discussion with you it was agreed that in addition to applying the standard framework to identify high level strengths and key areas for development, the review should also consider:-

- What roles governors are playing in stakeholder management in view of the increased requirement for colleges to meet local skills needs.
- Do governors take assurance that EDI is being embedded in all College activity
- How EDI is being built in as a factor in the recruitment of new governors given that recent mergers have impacted on Board diversity
- Whether the Board dynamic is right in how and the extent to which, it offers challenge and support, together with the balance of challenge at committees in comparison to the Board.
- Whether there is a sufficient team ethic across the Board membership as a whole.
- Whether there may be silos of decision-making, or are whole-college decisions appropriately taken?
- The extent to which the Board is sighted on the work of the college's two commercial companies and the appropriateness of the level of governor involvement.

Emerging findings have been discussed throughout the Review in a developmental and inclusive approach that supports College improvement and seeks to share best practice. The full report sets out the findings made against the 3 Board dimensions in the Framework with the key evidence that informs those findings.

The following table summarizes the headline strengths and areas for development:

	<b>STRENGTH</b>	<b>AREA FOR DEVELOPMENT</b>
BOARD COMPOSITION	Strong finance skills  Good representation from merged college Boards.	More female members to be sought and the ethnic mix of the Board reviewed against the student and staff population.
		Targeting major regional businesses as a source of future governors to be actively considered.
		Board to consider setting targets against which future prospective appointments are evaluated.
BOARD STRUCTURE	Clerk to the Corporation as member of Leadership Team, facilitating good decision-making planning and ensuring the Board stays appropriately sighted on key developing issues.	Introduction of an overall Curriculum and Quality Committee; refocus of College CQC meetings into focus groups
	The maintenance and development of the recent introduction of a CEO's report.	Various measures to improve handling meeting papers – consistent use of summary cover sheets; use of Board Portal; report writing development for Managers
	Clear, well prepared and structured agendas	Review levels of delegation
	The presence of a Student Committee	Introduce comprehensive Schedule of Business
		Add training and development expectation to Governor Role Description and the creation of training and development plans for governors
BOARD INTERACTION	Good challenge at committee level	Explore opportunities for greater relationship building – dinners, visits, conversations.

Fig 1

The overall conclusion on Board effectiveness is that:

**There is evidence the Board is proficient and has impact on college strategy, effectiveness, and outcomes.**

Thanks and appreciation are recorded to all those who have engaged in this Review, with all being open and willing to share their views. Particular thanks go to Catherine Vinall, Clerk to the Corporation and Sarah Box, Governance Officer and Deputy Clerk who have both worked well to ensure that arrangements for the review have been smooth and efficient.

## Approach

This External Board Review was undertaken by Heather Cross over the period October 23 to Jan 24. Heather is the Director of Governance at Wiltshire College & University Centre, a National Leader of Governance, the current Chair of the AoC National Governance Professionals Group and she provides governance training. She is an experienced Board Reviewer, having been part of the DfE pilot Board Review programme and she has regularly carried out other Board reviews subsequently.

The methodology for this review followed a seven-stage approach:



**Fig. 2**

Heather Cross met with Helen Kilpatrick, Chair, Catherine Vinall, Clerk to the Corporation and Andy Green, CEO for an initial planning and scoping meeting in May 2023. At that meeting it was agreed that the focus for the review would be on the aspects of the standard framework together with some specific areas to consider, as identified in the introduction above.

An online survey was issued to all Board members in October 23. The survey produced a good return rate of 94%. One to one interviews took place throughout late October and into November 23 with most governors and a desk top review of key governance documentation taking place throughout.

The Reviewer attended the College's Board meeting online on 13 December 23, the Resources Committee on 12 October 23 and viewed the recordings of many other committee meetings held in the Autumn term 2023.

Following moderation a draft report was shared with the Chair, Clerk and CEO and discussed on 24 January 2024 and this report takes into account feedback from that meeting. Potential areas for an action plan are set out at the end of this report which is for the Board to consider and develop.

The remainder of this report is structured to set out key messages across the review dimensions of Board Composition, Structures and Interaction before concluding with a judgement of overall effectiveness.

# Board Composition

## BOARD COMPOSITION

The attributes possessed by the Board that enable effective strategic leadership

### Background

As identified in its strategic plan, Chichester College Group (CCG) was formed in 2017 when Chichester College merged with Central Sussex College. In the summer of 2022, CCG completed its latest merger with Greater Brighton Metropolitan College to create a group that is a £108 million turnover business.

At the heart of the group are seven Further Education Colleges – Brighton Met, Brinsbury, Chichester, Crawley, Haywards Heath, Northbrook and Worthing – delivering to around 35,000 students. In addition, CCG offers 14 – 16 provision on behalf of local authorities and is the lead partner for the Sussex and Surrey Institute of Technology. CCG colleges teach from foundation to degree level and professional courses up to level 7. The Group is also a high quality provider of childcare and education from birth to four years and provides an awarding body, Anglia Examinations, delivering English language exams across the globe, as well as considerable commercial activity.

At its last Ofsted full inspection in May 2020 CCG was rated outstanding. This inspection pre-dated the last merger. CCG is rated 'requires improvement' in terms of its current financial status.

The organization is clearly one in transition as one which has rapidly grown through merger. The Board and its operation, whilst solidly leading this enlarged organization, is also in a period of adjustment to these changed circumstances. It has a traditional form of governance, with committees and a main Board. It has adopted the AoC Code of Good Governance for English Colleges and has very recently decided to adopt the new AoC Code. There are places for up to 24 governors overall, comprising up to 19 external governors, places for two or three students, three staff and the CEO. At the time of the review there were 16 governors in post and 15 responded to questionnaires, representing a return rate of 94%.

Interviews were conducted with most of the current external governors, including one who was about to stand down, who had responded to the survey whilst still serving.

## **Findings**

### **Knowledge and experience**

Although the Board is currently below its maximum number, there is a good range of skills and experience in the Board membership, with financial skills being very strong and a reasonable number of governors with curriculum and educational experience. Over the past year the Board has also appointed a small number of new governors who strengthen the membership from local businesses of varying types. There has remained a clear focus on the number of vacancies currently on the Board and the Governance and Search Committee recommended in September 23 that four new governors and one co-opted governor be appointed and these appointments were all made by the Board during the time of the review, having used the Peridot governor recruitment service to source these new appointments. A number of these new appointments assist the ethnic diversity in membership, but there remains an un-addressed significant imbalance between male and female governors, with only a relatively small number of female governors overall. The age profile of governors currently is also skewed to older age brackets. As the Board seeks to attract further governors who come from the world of work, this should assist in creating more of a spread of ages.

An active process to recruit and retain governors from the colleges with which it has merged has been successful and the membership includes a number of those from these previous boards, assisting organizational memory.

At the time of the review no student governors were in post as they were in the process of being recruited, as previous student governors had finished their courses in the summer.

### **Skills**

The Board membership is well represented in financial skills and it would be beneficial to consider a small increase in members who have a strong curriculum/educational background to create more of a balance. There is a current skills audit document considering the balance of skills. This is looked at routinely by the Governance and Search Committee in seeking to recruit new governors.

It is a welcome recent development to consider the recruitment of more members from local businesses. The College is a significantly large player itself across the counties of Sussex and the region, with a sizeable turnover. A more active process to consider other major businesses in the region and how they may be represented on the Board

would be a worthwhile exercise given the Group’s regional significance and impact as a skills deliverer.

**Conclusions**

The Review has identified that Board Composition currently has a mix of strengths and areas for development. It would benefit from a clear recruitment policy and the potential setting of recruitment targets in order that these be to fore whenever there is further recruitment, in particular to address male/female balance, to consider the ethnic mix against the student and staff population and whether other areas of diversity should be specifically targeted whilst also importantly considering the skills mix. Likewise, the recruitment policy should also look at targeting regional major businesses for new governor recruits to assist in forging stronger links with key partners and a review of which organizations would be most beneficial to target should be contemplated. The Board has the scope to make a few more appointments currently if it decides to leave its overall membership numbers the same, or it may be considering a slight consolidation, in which case the recruitment policy can be deployed whenever there are next vacancies.

Where possible, it would be advantageous to start student recruitment early, so that there is no gap when students finish, although it is recognized that sometimes student union appointment processes, where student governors may be allied with union officer posts, do not always allow for this.

The following table summarises headlines:

<b>BOARD COMPOSITION</b>	
<b>STRENGTH</b>	<b>AREA FOR DEVELOPMENT</b>
Strong finance skills	More female members to be sought and the ethnic mix of the Board reviewed against the student and staff population.
Good representation from historic merged college Boards.	Targeting major regional businesses as a source of future governors to be actively considered.
	Board to consider setting targets against which future prospective appointments are evaluated.

Fig. 3



# Board Structures

## BOARD STRUCTURE

The processes and structures that equip members optimally to deliver College objectives.

### Background

The Board operates a committee structure. With significant estates activity, there is a separate Resources Committee from the work of Finance and General Purposes, an Audit & Risk Committee, a Governance and Search Committee, a Remuneration Committee and a Student Committee. The Student Committee allows a focus on student matters and governors' engagement with the student community. This is evidence of the centrality of students, listening to their views and ensuring that the interests of students inform decision-making, endorsed by governors. There has been thought given to the links with the various FE colleges within the group and a product of this is the retention of individual curriculum and quality committees and staff committees associated with different campus groupings. However, there is no overall Curriculum and Quality Committee, nonetheless all governors surveyed believe that the quality of the student experience is central to decision-making.

### Findings

#### **Governing Documents**

All key documentation relating to governance practice is in place and well written and there is evidence of the monitoring of compliance. There is a clear Instrument and Articles of Government, Standing Orders and a Scheme of Delegation. There is a meetings calendar and a schedule of business, although this tends to focus only on the financially based decisions that the Board has to make through the year. Minutes of meetings are available on the college's website and all key documents that should be included on the website are present there also.

#### **Induction and Training and Development**

Those governors who have served for some time reported a mixed view of their induction, but these comments are representative often of previous college organizations. Recently appointed Governors reported effective and useful induction processes. It is sometimes difficult for new governors to get a sense of all the different campuses and activities. The suggestion elsewhere that regular focus groups be established open to all governors in different locations, could assist with this familiarization process.

Governors' participation in training and development activities is sometimes mixed. Given the breadth of the Group's work, a clear programme and expectation for taking part to keep knowledge fresh and up to date, with tailored training plans for all,

dependent on the committee involvement they have and specific role they may hold, would be helpful. An additional expectation of training to be undertaken could be helpfully added to the Governor role description.

### **Governance Support and Advice**

Governors interviewed all praised the professionalism and experienced governance team of the Clerk to the Corporation and the Governance Officer and Deputy Clerk who give good advice and strong support for meeting admin. This is a good resource, which although busily deployed, appears to be adequate for requirements. These two staff as a team share the minuting and meeting support activities. It is a real strength that the Clerk to the Corporation is a member of the General Leadership Team and can contribute to the planning of decision-making processes and the most effective way of progressing key developments and flagging where governor involvement is required or desirable.

### **Reporting and paperwork**

Agendas for meetings are carefully constructed and well set out, identifying timings for items and separating out non-confidential and confidential items appropriately. Decisions required in meetings are carefully identified. Papers are made available to governors in a timely fashion in advance of meetings. There are cover sheets for most items presented.

Papers are provided to Governors through the use of an in-house system. This is quite a cumbersome way of doing so, firstly because papers are not neatly presented and identified and importantly, governors have to click into each document circulated on an individual basis. Handling papers would be made much easier, would be easier for governors to read and for administrators to upload sensibly if a proprietary Board portal were used.

All governors interviewed and most of the comments made in the survey responses included concerns that papers for meetings were both generally too long and too extensive. Whilst this is often a concern raised across the sector, this does not minimize the need for this to be addressed by individual Boards. Some governors appreciate detail, but this could be provided in appendices and the key main issues provided in shorter reports. An example of the extent of reporting which could be considered too extensive can be seen by the July 23 budget papers. There were many individual reports in respect of the budget which, whilst all were strong reports in themselves, could have been helpfully summarized in an overall cover document bringing together and summarizing all the key issues. Where governors requested more detail, these could have been in an appendix. Likewise generally, some greater advice to all report writers, encouraging them to focus on what is the 'ask' of governors and the purpose of any report – the 'so what' factor – would benefit both writers and readers. Some

development for managers in report writing for their audience, incorporating the intended consistent method of using summary cover sheets to best effect would be likely to be most helpful.

There is some quite detailed reporting to committees. The Group may benefit from considering its delegations.

## **Conclusions**

The Review has identified that Board Structure currently has a mix of strengths and areas for development.

Whilst the links with different campuses in the Curriculum and Quality Committees are an apparent benefit, it is a distinct absence that there is no central committee. A number of governors involved in these individual committees commented that the meetings often do not have a feeling of a governance committee as they are strongly numerically dominated by college staff who attend and play a major part in the discussions. It is appreciated that CCG has wanted to retain communicating with and hearing individual issues from the different campuses and also giving the individual Principals for colleges a focused place for reporting which has led to the creation of these committees. The Board also has been conscious of the availability of governors and the demands made upon them which has meant that an overall Curriculum and Quality Committee has not been established in addition. However, in the view of some governors and that of the reviewer, this has led to an imbalance between the importance of finance matters and curriculum and quality matters in the Board as a whole. It is suggested that the Board may like to consider trying to retain the 'best of both' by transforming the committees for each group of campuses into focus groups to which all governors are invited. This would provide an opportunity for all governors over time to become familiar with each campus and perhaps to explore 'deep dives' into issues. Likewise, the invitations to these meetings might be widened to make them places to include stakeholder engagement with local key individuals invited to a part of these meetings which would serve wider purposes. Similarly, some governors have commented that there is insufficient opportunity currently to talk informally with members of the student and the staff populations. These focus groups could provide for an opportunity for this too.

In turn, the introduction of a central Curriculum and Quality Committee would ensure that there is one group reviewing curriculum and quality performance overall, to consider organizational consistency and challenge and support in areas such as equality gaps. One committee would also provide a focus for the new requirement on Boards to consider an annual Accountability Statement and the organization's overall response to local skills improvement plans in more detail

At the Board meeting observed, a lengthy performance report was presented by the CEO. This was clear and well-constructed, but it was inevitably very extensive and there was limited time for governors to challenge and ask questions. This important document could be explored in much more detail through a single curriculum and quality committee which allowed for such scrutiny.

The Board meeting reviewed inevitably had a strong focus on financial matters, although there were curriculum and quality matters on the agenda. There was a strength of reporting on the former and these were given more attention. For instance, the important Self-Assessment Report was simply straightforwardly received. Although this document had been the subject of a separate review meeting, not all governors would have been a part of this and so one would have expected some exploration at the main Board where it was presented for approval. The emphasis in the meeting bears out comments made by some governors that there is insufficient focus on curriculum and quality matters.

It is recommended that the reporting from committees to the Board be formalized, through written summaries from each committee, drafted by the Clerk and approved by the Committee Chair, which will introduce more consistency, assist all governors with challenge and support as they will receive documents in advance of the Board from which to formulate questioning, rather than having to explore such matters 'off the cuff' from verbal reporting.

A review of delegations would be timely. Given the group's increased and extensive organizational size the Board may wish to reflect on whether there are some more routine matters which it and its committees currently consider which may be more helpfully and appropriately delegated to management, thus concentrating governor attention on those policies which are key to strategy, educational character and overall financial robustness and performance, providing more time available for strategic discussions and simplifying Board and committee workload. Part of this exercise would also involve careful alignment of internal management reporting and how this leads into the cycle of reporting to the Board. Allied with this activity, there would be benefit in establishing a comprehensive Schedule of Business across committees and the Board. This document would then be available to all governors to see where various topics were discussed and their involvement in the associated decision making. Some governors reported that they did not feel sufficiently sighted on the commercial aspects of the Group. A comprehensive Schedule of Business would ensure that all key aspects of the Group's activities are regularly discussed and monitored at suitable intervals.

The following table summarises headlines:

<b>BOARD STRUCTURE</b>	
<b>STRENGTH</b>	<b>AREA FOR DEVELOPMENT</b>
Clerk to the Corporation as member of Leadership Team, facilitating good decision-making planning and ensuring the Board stays appropriately sighted on key developing issues.	Creation of a central governance focus on curriculum and quality through the introduction of one Curriculum and Quality Committee. Explore CQCs to become college focus groups, with attendance open to all governors, increasing the breadth of their knowledge.
The maintenance of the recent introduction of a CEO's report.	A greater balance in Board attention between finance and curriculum and quality matters.
Clear, well prepared and constructed agendas	Written summary reports from each committee – to improve reporting consistency and challenge and support.
The presence of a specific Student Committee.	Streamline Board papers – summarise to key headlines with a rigorously applied report model including a front section identifying what is the 'ask' of governors, with some development for managers in report-writing skills.
	Review levels of delegation
	Introduction of the use of a tailored Board portal – how governors receive papers currently is cumbersome and not ideally placed to assist decision-making.
	The introduction of a comprehensive Schedule of Business incorporating all aspects of Board business and a spread of coverage.
	Training and development participation expectation added to Governor Role Description and tailored training and development plans for governors.

Fig. 4

# Board Interaction

## BOARD INTERACTION

Behaviours and interactions which allow for an inclusive culture that encourages effective challenge and impactful collaboration

### Background

The interactions between governors and senior leaders are respectful, courteous and good-humoured. Challenge and support at committee meetings is made in a positive and respectful manner and is received well. The Board meeting which was observed, being the meeting where the annual accounts were considered, had a very full agenda and this tended to emphasise a procedural nature to proceedings, with limited discussion and questions. This may not be the case in other Board meetings, but finding opportunities for more discussion if the style of meeting observed is consistent with others, would be beneficial.

There appears to be a strong and positive working relationship between the Chair, Governance Professional and CEO. The Chair leads the Board with a strong sense of professionalism and a clear sense of purpose. There is a clear role description for the Chair. There is a clear role description for governors, which assists in the understanding and operation of the role, although elsewhere in this report it is suggested that the expectations for training and development participation would be helpfully added.

### Findings

#### **Engagement & Involvement**

There are some long- serving governors who have worked together for some time, but as the current Board membership has joined together relatively recently following the latest merger, the interaction between all Board members overall is still developing. Opportunities are made for governors to get to know each other more as a team, for instance through the organization of an annual Christmas dinner and there are chances for interactions at Strategy Days. Given the breadth and extent of CCG's work and the wide geographical area covered by different sites, opportunities for more visits to these to see the work that is taking place should be maximized which will provide the chance for governors to interact together less formally as well as increasing their knowledge of the CCG offer and the different parts of its business.

Attendance at meetings is generally good, with many governors showing exemplary levels of attendance.

The Chair of the Board may like to take all opportunities for regular informal conversations with governors and to have a 'how's it going' conversation at a minimum annual interval with each governor.

There is an inclusive atmosphere in Board meetings and committees, with staff governors confirming that they feel fully able to participate and make contributions. All governors are viewed equally.

**Challenge**

Opportunities for challenge at committees are positive and well-used, but are limited at Board meetings. Comments have been made elsewhere in this report which are designed to assist providing more scope for this at Board level.

**Conclusions**

The Review has identified that Board Interaction currently has a mix of strengths and areas for development.

The following table summarises headlines:

<b>BOARD INTERACTION</b>	
<b>STRENGTH</b>	<b>AREA FOR DEVELOPMENT</b>
Good challenge at committee level	Explore opportunities for greater relationship building – dinners, visits, conversations.

Fig. 6

# Overall Board Effectiveness

In assessing overall Board effectiveness we have focused on the core function of a Governing Body:

- setting and communicating the College educational character, strategy and goals;
- holding executive leaders to account for educational performance and quality of the College and performance of staff;
- exercising effective control to ensure that funds and assets are protected and legal obligations are met.

We have looked at the way in which you observe the Nolan Principles and your adopted Code of Governance and the extent to which the culture of the Board focusses on outcomes. Key Board outcomes which should be part of any Board are shown below:



Fig. 7



The Board takes time to consider the student experience, all governors see the student as central to all their decision making; clear collective accountability operates and there is careful attention to what is required to be done. The Board gives strategic leadership to the College, works carefully in reviewing the progress against the strategic ambitions and takes a strong approach in ensuring financial soundness which since the latest merger has required more concentrated focus. There is detailed review in this area in a committee and also in the Board – this practice needs to be paralleled with curriculum and quality and delivery generally. The Board will also be more effective when all members engage in the breadth of the work that the Group delivers, through mechanisms to understand in straightforward terms all the key strands of the business and to consider how these can develop further to support this large organization.

- **There is evidence the Board is proficient and has impact on college strategy, effectiveness, and outcomes.**

# Recommendations and Action Plan

This Review has drawn a number of conclusions about the strengths of the Board and areas for development. Some recommendations are applicable to the key areas reviewed of composition, structures and interaction and fall into these key themes. In all cases the recommendations are suggestions for board improvement to develop governance further and do not suggest that the board is not operating effectively currently nor should overshadow the good practice observed.

We make the following recommendations which have been discussed with the Chair, Clerk to the Corporation and CEO. If Governors endorse them, it is recommended that the full action plan be developed within CCG, identifying the intended outcome, lead and timescale for implementation.

Issue	Action	Intended outcome	Named lead	Timescale
1.	More female members to be sought and the ethnic mix of the Board reviewed against the student and staff population.			
2.	Targeting major regional businesses as a source of future governors to be actively considered.			
3.	Board to consider setting targets against which future prospective appointments are evaluated.			
4.	Introduction of an overall Curriculum and Quality Committee to ensure this key component of performance and delivery has a consistent, organization-wide focus; re-purposing of College CQC meetings into focus groups with the opportunity for exploring themes and topics and to meet with stakeholders.			
5.	Various measures to improve handling and streamlining meeting papers – consistent use of summary cover sheets; use of Board Portal; development for managers in their report-writing skills.			
6.	Review levels of delegation and introduce a comprehensive Schedule of Business to ensure that all governors are aware of the location of decision-making and how all matters are considered by the Board.			

Issue	Action	Intended outcome	Named lead	Timescale
7.	Explore all opportunities for greater relationship building in the Board - dinners, visits, conversations – to assist the sense of team at Board level.			
8.	Training and development participation expectation added into Governor Role Description and the creation of tailored training and development plans.			