

PART 1 NON-CONFIDENTIAL MINUTES CORPORATION MEETING

Wednesday April 2, 2025

4:00 PM - 6:00 PM

Conference Room, The Hub, Brinsbury College, RH20 1DL

PRESENT:

Roy Bowden, Steve Cooper (Chair), Andrew Green (CEO), David Jones (Vice-Chair), Sue Lal (Staff Governor), Paul Lansdowne (Staff Governor), Ian Larkham, Richard Moore, David Parfitt, James Sarmecanic, Tom Simmonds, Steven Skinner, Dean Spears.

IN ATTENDANCE:

Steve Coulthard (CFO), Vicki Illingworth (Executive Principal & Deputy CEO), Helen Loftus (Principal, Chichester College), Dan Power (CCO), Paul Riley (Principal, Brighton MET and Haywards Heath College), Jon Rollings (COO), Helena Thomas (Principal, Worthing College & Northbrook College), Catherine Vinall (Clerk to the Corporation), Dean Wynter (Acting Principal, Crawley College), Sarah Box (Governance Officer)

1. WELCOME AND APOLOGIES FOR ABSENCE

Standing item

Speaker: Chair

Time: 4.00pm

Attendees were welcomed to the meeting, in particular Sue Lal, Ian Larkham, David Parfitt and Dean Spears who were all attending their first meeting.

Apologies were noted from Steve Bassam, Chris Bennett, Eleanor Claridge (Student Governor), Gayathri Ganesan, Caitlin Heydenrych (Student Governor), Helen Kilpatrick and Ryan Sallows

2. DECLARATIONS OF INTEREST

Standing item

Speaker: Chair

Governors were reminded of their personal responsibility to declare any interests they may have in items under discussion and that they might be required to withdraw from the meeting during such discussions.

3. MINUTES OF THE MEETING HELD ON WEDNESDAY 11 DECEMBER 2024

Decision item

Speaker: Chair

The minutes of the last meeting held on Wednesday 11 December 2024 were approved as an accurate record.

3.1 MATTERS ARISING

Standing item

Speaker: Chair

There were no matters arising to note

4. OFSTED UPDATE

Information item

Speaker: Andrew Green/Vicki Illingworth/Dan Power

Andrew Green, Vicki Illingworth and Dan Power provided a verbal report on the CCG Ofsted inspection.

Andrew Green confirmed that the official Ofsted report had been published earlier that day and that a total of 27 inspectors had been deployed across all seven sites to inspect the Group. An overall effectiveness of 'Good' had been confirmed, with outstanding for adult learning and apprenticeships. The inspectors had recognised the achievements and positive learning culture at CCG and that students were developing confidence and were motivated. They noted that staff were demonstrating high levels of empathy through the student support services.

Good governance was noted and the report confirmed that governors had been able to articulate vision and shared goals and values of the group. It was confirmed that the feedback and actions provided by the inspectors were already incorporated in Quality Improvement Plans.

In addition, the Group had been assessed on its contribution to meeting skills needs and this was confirmed as strong. It was recognised that there was exceptional understanding of skills needs with curriculum areas aligned and agile.

The outcomes of the inspections were being celebrated in the communities with overarching messages being communicated to all stakeholders.

Governors expressed appreciation and thanks to all staff for their work in the build up to and during the inspection.

5. CHIEF EXECUTIVE'S TERMLY REPORT

Information item

Speaker: Andrew Green

Time: 4.10pm

5.1 A PRESENTATION TO PROVIDE AN UPDATE ON FE SECTOR DEVELOPMENTS AND KEY ISSUES FOR CHICHESTER COLLEGE GROUP

Andrew Green presented his termly CEO briefing which had been circulated previously and Governors were updated on key policy and sector changes and included the following:

There had been a change to the 16-18 in-year funding expected and it had been confirmed that only 66% would be paid. An increased funding rate had been confirmed at 3.78% and lagged funding was also confirmed, although this could change. A 6% cut in allocation to adult skills funding had been announced and for capital funds £5.2m had been allocated for maintenance work, but this may cover the period up to March 2028. In addition, it had been advised that £600m would be made available for construction training and 10 colleges of excellence in construction had been promised.

In terms of devolution, the mayoral elections were confirmed for May 2026 and Sussex had applied for fast track devolution which had been accepted. District and borough councils would be abolished. There were some key changes to apprenticeships, which were outlined and in terms of the skills strategy, the senior appointments for Skills England had been made and the skills paper was due in June.

Focusing on CCG, the Q2 position showed under performance in HE applications, Commercial and Anglia Examinations. Adult enrolments and apprentice starts were very strong and 16-19 enrolments and applications were up and in year HE funding was on track.

The Group's current challenges were outlined, and it was explained that these included maths and English achievement, attendance and progress. Student understanding of radicalisation also required some additional focus as during the Ofsted inspection a number of learners were unable to recall their understanding of prevent and radicalisation, which was felt to be the result

of different terminology used by the inspection team. There had been some verbal feedback from inspectors which had highlighted that a small minority of students and staff did not feel safe in college, or free from harassment and this was being investigated. Cyber security remained a consistent risk and mental wellbeing of both students and staff continued to be an issue. Staff pay and workload was being addressed, and a pay review project had been undertaken and the results reviewed at Resources Committee. There were post Ofsted PR plans in place and USU and Unison were currently balloting members for action.

The emerging opportunities were also outlined including apprenticeship and adult growth, growth in international China projects, additional skills money for construction, improved contribution and financial strength, increased 16-18 enrolments and immersive spaces and investment in technology

Governors discussed the following:

- In response to the Ofsted feedback on safety it was asked if this was at one specific campus, it was explained that the information was currently unknown.
- Governors queried if the strike action related to pay and it was confirmed to be the case. Unions had explained that it was to highlight the issue of pay in the sector and that the action was not against the college.
- It was asked when the capital funding would be received and it was expected to over the summer.
- In relation to the national increase in SEND requirements, it was asked if that would be an issue for the group. Vicki Illingworth confirmed that numbers of SEND learners was increasing and the local authorities had different approaches in terms of how much funding was provided. The Group were managing the resources in the most efficient way to support learners and it was confirmed that the obligation for EHCP funding was the responsibility of the local authority. However, for over 16s in Brighton and Hove accessing an EHCP was difficult but the need did not stop at this age.
- In response to the news of additional training in construction industries, it was asked how the Group would be positioning itself to deliver this. It was explained that very little information had been given so far but that it would depend on how the regions would be defined, which was not clear. There were close working relations already in place between the Group and employers and trade organisations. At present, 93% of students studying construction were at a CCG college.

5.2 STRATEGIC PLAN 2023-26 MONITORING SUCCESS MEASURES

The success measures were noted, and Governors asked how many curriculum areas with less than 50% contribution were for skills in demand. In response, it was confirmed that following the financial contribution work all courses would be achieving at least 50% contribution levels by the end of the academic year. It was also explained that work was also underway to determine the viability of courses and whether they need to be run at more than one site.

6. CHICHESTER COLLEGE GROUP PERFORMANCE 2024/25

Time: 4.20 pm

6.1 UPDATE ON THE CURRICULUM & QUALITY COMMITTEE MEETING

Information item

Speaker: Richard Moore

Richard Moore provided an overview of the recent CQC meeting explaining that the Ofsted feedback had been discussed in detail by the Committee, which was already incorporated in Quality Improvement Plans. A continued focus on attendance would be required and it was acknowledged that attendance rates were often impacted by maths and English attendance. Attendance and achievement gaps would also be an important area for the committee to monitor going forward. GCSE English & maths had been a focus for Ofsted and will continue to be an area for improvement. Governors were advised that overall retention rates across the Group were high at 96.6%. The Committee had also reviewed reports on the intensive care programme, safeguarding and behaviour and would be receiving GCSE resit data in due course.

6.2 CHICHESTER COLLEGE GROUP PERFORMANCE REPORT AND QUALITY UPDATE 2024/25

Information item

Speaker: Vicki Illingworth

The Performance Report was received.

In response to a query on how well utilised the Group's classrooms and facilities were used, it was acknowledged that utilisation rates were lower than they could be and Jon Rollings confirmed that an assessment had not been completed this year due to the scale of building work taking place. Complex timetabling, alongside specialist facilities and provision all impacted the way in which the estate was utilised. It would be an area of work going forward and the results would be presented to a future Resources Committee meeting.

Action:

Add Room Utilisation to the agenda for a future Resources Committee meeting (Governance Officer).

COMMITTEE UPDATES AND ITEMS FOR APPROVAL/INFORMATION

7. FINANCE & GENERAL PURPOSES COMMITTEE

Time: 4.35pm

7.1 UPDATE ON THE FINANCE & GENERAL PURPOSES COMMITTEE MEETING.

Information item

Speaker: James Sarmecanic

James Sarmecanic confirmed that the Committee had received and reviewed the month 6 and month 7 management accounts along with the mid year reforecast. He was pleased to report that the mid year position was exactly on budget. In addition, there had been detailed reports on both the Commercial and Subsidiaries which would be picked up in the confidential Corporation agenda.

7.2 MANAGEMENT ACCOUNTS 2024/25 AND MID YEAR FORECAST

Information item

Speaker: Steve Coulthard

The Group Management Accounts to 28 February 2025 and mid year forecast were received.

Steve Coulthard confirmed that as reported at F&GP, good progress was being made towards meeting the EBIDTA target. There were some income challenges with fees and in commercial areas but the core business was looking positive. The 16-18 growth had resulted in significant extra cost and not as much additional funding as had previously been expected. Giving an overview of financial health, Steve explained that traditionally there had been an expectation to move back to good financial health within three years of merger. This time though it was taking an extra year but the Group was forecasting to meet the EBITDA in 2024/25. Excellent performance had been seen in both apprenticeships and adult education. Full cost commercial fees which had not returned to pre-pandemic levels would be recalibrated when budgeting for the next academic year.

In response to a query on Brinsbury costs, it was confirmed that it was part of the commercial area and that there were challenges relating to expenditure as animal feed prices had increased. There had also been some staffing changes but work was underway to mitigate both of these.

Steve Coulthard explained the negative variance in non-pay was largely due to agency staff costs and this would be carefully tracked and managed for the rest of the year. There were also risks relating 16-18 funding and NI contributions, for which a 75% assumption had been made.

In response to a query on the net current liability position, it was confirmed that this was only one part of the overall financial health assessment and was not of concern. The only way to adjust it would be to increase cash. It was also advised that the position with Anglia and the Broadwater campus would not have a material impact on the current liability position.

8. AUDIT & RISK COMMITTEE

Time: 4.50 pm

8.1 UPDATE FROM THE AUDIT & RISK COMMITTEE MEETING.

Information item

Speaker: Roy Bowden

Roy Bowden provided an overview of the Audit & Risk meeting held on the 19 March 2025. Internal audits on safeguarding and health & safety had been reviewed and there had been significant work to close and reduce the outstanding audit action. A deep dive on procurement/value for money would take place in the next academic year.

8.2 RISK MANAGEMENT AND ASSURANCE REPORT

Decision item

Speaker: Steve Coulthard

Steve Coulthard advised that the overall risk environment remained high but there had been a significant amount of work to reduce risk across the Group. In April 2024 there had been seven very high risks and now just one remained, which was the risk of cyber attack.

A risk management system had been purchased and was being populated to formalise the approach to risk management. In terms of Finance and MIS risk, the risk level remained high however there had been work to respond to the ONS reclassification and there was a strong focus to achieve the EBITDA. Governance and reputation continued to be assessed as high, but it was hoped that this would be reduced soon.

Moving to Corporate Services, the overall risk level in this area had been maintained at high during this review. Progress on major capital projects was largely positive with projects generally on track to deliver, however there were some risks relating to the Worthing Property Strategy as the sale of the Broadwater site had been delayed.

It was asked if there was any material risk associated with the Group moving from an outstanding Ofsted grade to good, particularly in terms of contracts. Andrew Green confirmed that the only risk was reputational, and positive feedback had been received.

8.3 RSM INTERNAL AUDIT REPORTS

Information item

Speaker: Roy Bowden

The RSM internal audit reports on safeguarding and health & safety were received. Both had received reasonable assurance and 2 low and 2 medium priority management actions had been agreed for safeguarding and 2 low and 3 medium priority actions agreed for health and safety. The internal auditor had confirmed that both areas had particularly high thresholds of assurance due to their critical nature and as such it was difficult for an organisation to receive a substantial assurance assessment.

8.4 AUDIT & RISK COMMITTEE UPDATED TERMS OF REFERENCE

Decision item

Speaker: Catherine Vinall

The terms of reference had been updated and were recommended by the Committee to the Corporation for approval. They had been reviewed in line with the post 16 Audit Code of Practice for the current year and had been cross referenced with the Committee of University Chairs Audit Code of practice to ensure compliance for CCG's HE funded provision. It was

Resolved

That the Audit & Risk updated Terms of Reference be approved.

9. GOVERNANCE & SEARCH COMMITTEE

Time: 5.05pm

9.1 UPDATE FROM THE GOVERNANCE & SEARCH COMMITTEE MEETING

Information item

Speaker: Steve Cooper

Steve Cooper confirmed that the Committee had met on the 5th March 2025 and had welcomed David Jones as a new member. All items discussed at the meeting were to follow on the agenda following recommendations from the Committee.

9.2 CORPORATION MEMBERSHIP

Decision item

Speaker: Catherine Vinall

The Governance & Search Committee had recommended the extension of the terms of office for two Governors. It was proposed that Roy Bowden's term of office was extended to the end of July 2025 and James Sarmecanic's term of office was extended to the end of December 2025. It was

Resolved

- i. That the term of office for Roy Bowden be extended to 31 July 2025.**
- ii. That the term of office for James Sarmecanic be extended to 31 December 2025.**

9.3 CORPORATION COMPOSITION AND GOVERNOR RECRUITMENT

Decision item

Speaker: Catherine Vinall

The Governance & Search Committee had recommended to extend size of board to 22 members, this would allow continuing post-merger oversight. As a result, there would be four vacancies to fill once Roy Bowden and James Sarmecanic had stepped down. Two individuals had already expressed interest, and a recruitment partner would assist in the recruitment of two further governors, using their networks to ensure a focus on diversity. It was

Resolved

- i. That the size of the Corporation be extended to 22 members**
- ii. That recruitment would commence to recruit four new Corporation members, two to replace members leaving the Corporation at the end of July and two to fill vacancies.**

9.4 SENIOR POST-HOLDER HR POLICIES AND PROCEDURES

Decision item

Speaker: Catherine Vinall

Catherine Vinall explained that three policies and procedures which relate to senior post-holders had been reviewed, they were Grievance (including bullying and harassment) Policy and Procedure, the Disciplinary Procedure and the Suspension Procedure.

The policies and procedures in place for all staff which are produced by the HR Team were used as a base and then amended to ensure they were fit for purpose to use for SPHs. It was noted that the grievance and suspension processes follow the same process in place for all staff. The disciplinary process differed slightly from the staff process in that it involves panels of Governors, as opposed to individual governors.

It was confirmed that the updated policies and procedures were shared with the HR Directors before being circulated to Governance & Search Committee. Minor changes were made following discussion at Committee. In response to a query on whether there were some model FE policies in the sector it was confirmed that the AoC produced a standard set of policies for adaptation. It was queried how governor misconduct was processed, and it was explained that this was covered in the Corporation's Standing Orders.

Resolved

- i. That the SPH Grievance (including bullying and harassment) Policy and Procedure be approved.**
- ii. That the SPH Disciplinary Procedure be approved.**
- iii. That the SPH Suspension Procedure be approved.**

10. RESOURCES COMMITTEE

Time: 5.15pm

10.1 UPDATE FROM THE RESOURCES COMMITTEE MEETINGS

Information item

Speaker: Steve Cooper

Steve Cooper confirmed that the Resources Committee had met on 24 March 2025. Reports had been received from the Head of Health & Safety and the Director of IT and other items were included on the Corporation's confidential agenda. It was confirmed that one action from the Committee was to provide H&S training to all governors and a session would be delivered at the Corporation Strategy/Development event on 21 May.

11. STUDENT COMMITTEE

Time: 5.20pm

11.1 UPDATE FROM THE STUDENT COMMITTEE MEETING

Information item

Speaker: David Jones

David Jones confirmed that a successful Student Committee meeting had been held on 12 February supported by the Student Experience Leaders across the Group. It was reported that the numbers of Student Executives had continued to increase along with record levels of course representation. Updates from each campus had been received and an in-depth discussion on inclusive communities took place where students were asked to consider freedom of speech in today's society. Governors attending the meeting noted the high levels of engagement seen and confirmed that the item had provoked interesting discussions.

12. DATES OF FUTURE MEETINGS

It was noted that the next Corporation Development/Strategy Event would take place on Tuesday 20 May at Chichester College and the next Corporation Meeting would be held on Wednesday 9 July at Crawley College.

13. ANY OTHER BUSINESS

Andrew Green confirmed that Paul Riley would be retiring at the end of the academic year. He would be missed at Haywards Heath College, Brighton MET and as part of the GLT.

Catherine Vinall expressed thanks to the Governors involved in meeting with Ofsted inspectors for both the skills and leadership and management meetings.

In addition, David Jones was thanked for his visits to many of the Group's colleges, and since the last Corporation meeting he had spent time with both staff and students at Brighton MET and Haywards Heath. Governors were asked to contact the Governance Team if they wished to take part in any visits.

Finally, Dean Spears was thanked for bringing the Sussex Bay and Innovate UK showcase event to Brighton MET. It had created a great opportunity to showcase the College and for staff and students to engage with stakeholders.