ESCG Board Meeting
MINUTES

Date	18th March 2024	Time	14:00 – Pre-Meeting 14:45 – Break 15:00-17:00 – Meeting
Venue	Board Room (SP5119), Station Plaza, Hastings		
Chair	Ian Mehrtens		

Membership – Ian Mehrtens (Chair of the Board), Rebecca Conroy (CEO & Principal), Andy Davy, Alexandra Cheeseman, Aly Colman, Graham Cook, Becky Cooke, Charles Dudley, Ashley Heminway, Trista Jin, Priscilla Kendall, Catherine Manning, Kirsty Reid, Angela Smith, Shirley Watson, Jack Woodgate, Emel Yerlikaya

In Attendance – Hannah Caldwell (Chief Operating Officer), Nick Backstrom (Consultant) – *pre-meeting only*, Kerrith Etkin Bell (Prospective Governor), Geoffry Munn (Prospective Governor), Belle Howard (Director of Governance – *minutes*), Claire Alexander (Governance Assistant)

Apologies: Aly Colman, Trista Jin, Ann Potterton (Prospective Governor), Angela Smith, Shirley Watson

#	Item	Action
PRE-MEETING DISCUSSION		
	INDEPENDENT GOVERNOR APPOINTMENTS　　　　　　　　　　　　　　　　**13:49** 0.1 The Chair of the Board advised that following the recent Governor recruitment campaign led by the DfE Governor Recruitment Service, three prospective Governors had been recommended for approval by the Board: • Kerrith Etkin Bell • Geoffry Munn • Ann Potterton 0.2 To enable Kerrith and Geoff to participate in the pre-meeting discussion, their appointment had been brought forward in the agenda. A fuller update on recruitment would be covered in the main meeting. • **RESOLUTION – The Board agreed to appoint Kerrith Etkin Bell, Geoffry Munn and Ann Potterton to the Board for a four-year term, effective 18.03.2024-17.03.2028.**	
-	**STRATEGIC PLAN UPDATE**　　　　　　　　　　　　　　　　　　　　　　**14:03** 0.1 The CEO & Principal updated Governors on the ongoing work to refresh the Strategic Plan, with a particular focus on the development of a Careers & Skills Strategy, as follows: • **ESCG Board Strategic Planning Day** – this had been scheduled for 26th April 2024, with the CEO of Lewes District Council due to attend as a keynote speaker. This would support the ongoing development of the Strategic Plan for 2024-27. Three breakout discussion groups would focus upon 'Estates, Financial Strategy & Digital', 'Curriculum Skills & Student Experience' and 'People & Culture'.	

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- **Ambition & Partnership** – this would form a core element of the new Strategic Plan, as the College continued to mature in its approach. This mindset would be reflected in ongoing curriculum planning activity, efforts to enhance the student experience, building and leveraging key partnerships, as well as maximising the College's impact on the local communities that it served.

- **MyPRIDE Values** – a key strand of the Strategic Plan would be to further embed the College's vision and values, with both staff and students.

- **Underpinning Strategies** – key focus areas included Curriculum, Estate Transformation, Digital, SEND, People and the Five-Year Financial Plan.

0.2 The Consultant shared the following update:

- **Curriculum Challenges** – student progression and retention from Level 1 to Level 2 remained challenging for the College. A total of 700 students were lost in 2023-24. As such, developing mechanisms for attracting and retaining students was a key priority moving forward.

- **Curriculum Strategy** – emphasis was upon establishing a clear vision for education and quality, based upon a data driven curriculum that aligned with local and national needs, with ambitious student pathways to employment, underpinned by key strategic partnerships.

- **Sussex Local Skills Improvement Plan (LSIP)** – the College would target delivery of its curriculum provision to meet local skills needs, prioritising key growth areas, such as healthcare, construction and hospitality.

- **Construction Curriculum** – one of the key drivers for students dropping out of the existing provision was due to a lack of clarity in the pathway across each of the levels. Moving forward, it would be important to map out a clear journey from Level 1 to Higher Education and then onto employment.

0.3 The following discussion then occurred:

- The Chair of the Board reflected on the need to ensure greater clarity in the Digital Strategy, which spanned both curriculum delivery and the College's digital infrastructure. As such, it may be more appropriate to embed those strategic priorities related to 'digital', into the Curriculum provision and Estate Transformation Programme instead. Governors agreed.

- Governors considered the summary LSIP data shared and the potential implications for the College's curriculum provision, particularly at individual campus level.

- **A Staff Governor (Eastbourne) reflected on the importance of English and Maths as a key route to student progression and asked – how does this factor into the new Curriculum Strategy?** The Consultant explained that those students who had been on the cusp of securing a grade 4 at GCSE for English or Maths would be fast tracked onto a quicker programme of study. Similarly, AI technology would also be leveraged to support students in contextualising their learning wherever possible. Furthermore, securing these qualifications would provide an important link to supporting employability and self-employment options for students.

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	• The RC&I Committee Chair reflected on the need to ensure that the content of the English and Maths curriculum would enable students to apply these to practical, real-life situations to help them maximise their learning and development. The CEO & Principal agreed, also noting the need to adopt an ambitious outlook and to establish meaningful partnerships with local schools, such as through mentoring programmes etc. • **A Student Governor (Hastings) asked – were there plans in place to ensure clear communication to existing students regarding the new 'destination' oriented approach to the curriculum provision?** The CEO & Principal acknowledged that effective communication would be essential, particularly given that the current pathway was somewhat fragmented. • **A Student Governor (Hastings) asked – was it likely that some learning pathways may take several years to complete?** The Consultant confirmed that this was correct. The CEO & Principal reflected on the need for honesty and transparency to students, to help them make informed decisions regarding their learning journey. The Consultant also noted that students would be able to exit the pathway at multiple stages, in favour of apprenticeship or employment opportunities. • **An Independent Governor reflected that the Curriculum Strategy was particularly focussed on meeting the skills needs detailed within the FE Sussex LSIP and asked – had consideration been given to students who were routinely travelling outside the Sussex area?** The CEO & Principal advised that whilst the College's Curriculum Strategy was particularly focussed on addressing local skills shortages, this remained within the context of the local, regional and national labour market. Additionally, the College continued to collaborate with colleges outside of the East Sussex area, such as Kent and Surrey. **Nick Backstrom left the meeting at 14:47. Governors also took a short break, returning to the meeting at 15:00.**	
1.	**ROUTINE AND STANDING ITEMS**	
1.1	**WELCOME & APOLOGIES** **15:00** 1.1.1 The Chair of the Board opened the meeting at 15:00 with a warm welcome to colleagues. Governors introduced themselves to the newly appointed Independent Governors, Kerrith Etkin Bell and Geoff Munn. 1.1.2 Apologies were received and accepted from Aly Colman, Trista Jin, Catherine Manning, Ann Potterton and Shirley Watson. Apologies were received but, after careful consideration, were not accepted from Angela Smith. 1.1.3 The Chair of the Board explained that the agenda had been restructured to enable earlier focus on key strategic discussion items.	
1.2	**DECLARATIONS OF INTEREST** **15:09** 1.2.1 There were no new declarations received.	

#	Item	Action
1.3	**MINUTES OF LAST MEETING** 15:10	

1.3.1 Approval

- Governors considered the minutes from the last meeting on 14th December 2023.

- **Governors agreed that the minutes were a true and accurate record of what was discussed.**

#	Item	Action
1.4	**MATTERS ARISING** 15:11	

1.4.1 Governors noted that actions (4.1.1.2, 7.2.1.1 and 8.3.2.1) had been completed. Governors also noted the following comments:

Item	Owner	Action	Due Date
1.4.2.1	HC	Further explore the feasibility of more fully utilising the Eduroam Wi-Fi network, with a view to address the issue in linking the network with the College's KCSIE compliant web filtering solution.	**Complete** – the Eduroam Wi-Fi network had now been patched to the College's Watchguard firewalls. Additional software licenses and testing was now required ahead of roll out. Full guidance would be provided in due course.
4.1.1.1	BH	Share logistical details of Staff Think Tank meetings for 2023-24 with all Governors.	**Cancelled** – Governors to be invited to attend the Summer Term event to maximise staff engagement.

2.	STRATEGIC ITEMS	
2.1	**PROMOTING POLITICAL ENGAGEMENT** 15:12	

2.1.1 Implications for FE Colleges and the Role of Governors

- The CEO & Principal shared the following update:

  o A project was currently underway to prepare students ahead of the forthcoming election process. The September 2024 enrolment period would also provide key opportunities to maximise student engagement and promote debate.

  o Various information and resources were currently being developed to outline the general election process and to facilitate student participation.

  o Similarly, key touch points with various curriculum areas were also being identified to further support ongoing communication and awareness.

  o A range of hustings events were being planned across each of the three main campuses, leveraging a 'Question Time' style panel format, with a view to enable existing sitting MPs to take part.

  o The Association of Colleges had provided a useful Road to Election Guide to support teachers and managers in influencing local politicians and candidates.

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- The following discussion then occurred:

  o **The RC&I Committee Chair asked – was the College required to adopt a non-partisan position throughout the election process?** The CEO & Principal advised that the College was required to remain neutral, though could advocate on FE policies/issues.

  o The Chair of the Board suggested that it may be helpful to include student representation on the hustings panels to further maximise levels of engagement. Governors agreed.

  o **The RC&I Committee Chair asked – did the College also promote local elections to students?** The CEO & Principal explained that a similar principle was usually applied, though on a much smaller scale.

  o **A Student Governor (Hastings) asked – would the national election engagement events only be targeted at those students who were eligible to vote?** The CEO & Principal clarified that all students would be encouraged to take part, though additional information and resources would be available to signpost those students who were eligible to vote.

  o Governors considered how the Board may engage with campus specific events and leverage opportunities to speak with local candidates. It was agreed that any expressions of governor interest should be facilitated via the Director of Governance.

  o **An Independent Governor asked – did the College expect to generate national interest from the press, as part of the election campaign activity?** The CEO & Principal reflected that there may be potential interest from the Minister for Skills, Apprenticeships & Higher Education to visit one of the College campuses in the run up to the election.

  o A Staff Governor (Lewes) considered the additional information and support that may be provided to students who were eligible to vote, in terms of signposting to local polling stations, and noted that the intranet could also provide a central point for students to access resources.

2.2 COMMITTEE CHAIR UPDATES   **15:24**

2.2.1 Audit, Risk & Compliance Committee

- The ARaC Committee Vice Chair shared the following update:

  o Significant progress had been made in strengthening the control environment, with a particular focus on ensuring robust oversight of loan covenants moving forward.

  o Several internal audit reports were considered, including key areas such as Estate Utilisation & Maintenance and Student Retention & Progression.

  o The next meeting would include a deep dive on cyber security, given the substantial risks that may arise from a potential breach.

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- The Chair of the Board reiterated the need for Governors to leverage their college email addresses for all governance business, in line with existing GDPR policies. Governors agreed.

2.2.2 Curriculum, Skills & Quality Committee

- The Vice Chair of the Board – Curriculum & Student Experience shared the following update:

  - The meeting had commenced with a deep dive discussion on High Needs, which had been particularly purposeful and insightful.

  - Attendance remained a priority key performance indicator (KPI), as this had potential for significant impact on student progression and attainment.

  - Robust curriculum planning activity was currently underway, with a further update on the 2024-25 Curriculum Plan to be considered at the next meeting.

  - Following rapid growth in student recruitment levels year-to-date, several new staffing appointments had been made and as a result, comprehensive induction and onboarding support was being provided.

- The Chair of the Board explained that a thematic approach had been adopted for CS&Q Committee meetings in 2023-24:

  - **'Quality'** had been the focus of the Autumn Term, where discussion had concentrated on the Self-Assessment Report and Quality Improvement Plan.

  - **'Skills'** was the theme for the Spring Term, with key agenda items related to the Employer Exchange Forum, the Accountability Agreement & Local Needs Duty, Work Experience & Employability.

  - **'Curriculum'** would be the theme for the Summer Term meeting, when a further update on the ongoing development of the Curriculum Plan would be received.

2.2.3 Governance, Performance & Reputation Committee

- The GP&R Committee Chair advised that there were no further discussion items that were not otherwise due to be covered later in the meeting.

2.2.4 Resources, Culture & Impact Committee

- The RC&I Committee Chair shared the following update:

  - Robust forecasting and cashflow management remained a key priority and as such, a deep dive discussion would shortly be scheduled, to further supplement monitoring and oversight.

  - The RC&I Committee Vice Chair would be collaborating with the Staff and Student Governors (within the Committee's membership) to assess the impact that the College's resources were having on culture and the local communities that the College served.

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	2.2.5 Capital Development Board	
	• The CDB Chair shared the following update:	
	o **Enabling Projects** – significant progress had been made in finalising the delivery schedules for two key projects at the Ore Valley site. The Institute of Technology project was due to complete over the summer (2024), with the Green Centre of Excellence project expected to implement over the summer of 2025.	
	o **Estate Transformation Programme** – separate delivery pathways had now been established for the Eastbourne and Lewes campuses. Key activities had included space needs assessment work and progression of the Reports on Title. A further update would be shared at 8th July 2024 Board meeting.	
2.3	**COMMITTEE RECOMMENDATIONS** **15:33**	
	2.3.1 Accountability Agreement & Local Needs Duty to Review	
	• Governors noted that due to the DfE deadline (30th June 2024) to approve and publish the Accountability Agreement & Local Needs Duty to Review, it had been proposed that the review and approval of this key document be delegated to the CS&Q Committee.	
	• **RESOLUTION – The Board agreed to delegate the review and approval of the Accountability Agreement & Local Needs Duty to Review (2024) to the CS&Q Committee in the Summer Term.**	
	o **<u>Action 2.3.1.1</u> – Circulate a copy of the Accountability Agreement & Local Needs Duty to Review to the Full Board ahead of the next CS&Q Committee meeting, with a view to provide a further opportunity to gather Governor feedback.**	BH/RC
3.	**EXECUTIVE ITEMS**	
3.1	**EXECUTIVE TEAM REPORT** **15:34**	
	3.1.1 The CEO & Principal and Chief Operating Officer directed participants to the associated paper and presented a summary update on the following areas:	
	• Future Gazing • Business Development & Stakeholder Engagement • Curriculum & Standards • Finance & Risk • People • Capital Development Projects	
	3.1.2 The following discussion then occurred:	
	• **The RC&I Committee Chair asked – was there a significant cost implication to the College arising from the new requirement for minimum teaching hours for English and Maths from 2024-25?** The CEO & Principal advised that additional funding would be received to support this extended provision. However, from 2025-26 there would be further restrictions on the students that would be exempt from completing these courses of study.	

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	• The Chair of the Board congratulated the CEO & Principal's recent appointment as the new Chair of the Hastings Town Board. The CEO & Principal explained that Hastings continued to receive significant levels of investment, with particular focus on safety & security, high street regeneration, heritage and transport connectivity. The College would also benefit as a key partner in delivering projects for young people. Robust governance arrangements had been put in place to manage any arising conflicts of interest. • The Staff Governor (Hastings) advised that two new degrees had recently been validated by the University of East Anglia – BA (Hons.) Business and BA Designer Maker. A further four courses were also due for validation later in the year. • **The Chair of the Board asked – how would the maintenance of the new immersive technology being launched at the College be funded?** The CEO & Principal explained that an appropriate dedicated technical support solution would need to be identified. The Chief Operating Officer advised that a breakdown of possible costs was currently being assessed, with a view to establish longer-term plans to fund this maintenance activity moving forward. • **The Vice Chair of the Board, Resources & Operations asked – what progress had been made in expanding the membership of the Employer Exchange Forums?** The CEO & Principal advised that levels of interest had been building with external partners. There had been a particular focus on mirroring local employer recruitment trends, whilst ensuring a balance of sector representation to support ongoing curriculum planning efforts. • **The RC&I Committee Chair reflected on ongoing efforts to address student attendance as part of a broader retention strategy, and asked – was there a linkage between attendance and the 10% dropout rate currently being reported?** The CEO & Principal confirmed that these areas were directly linked. Consequently, the College continued to leverage the Youth Employability Service to track, support and survey students who had since left the College. Moving forward, adopting an innovative approach to curriculum planning and providing high-quality student induction processes would be a key priority. • **The RC&I Committee Chair asked – was there a risk of over offering college places to prospective students?** The CEO & Principal advised that the College routinely aimed to identify appropriate programmes of study for all students, in line with its inclusive culture. • **The Vice Chair of the Board, Resources & Operations asked – was poor attendance linked to a lack of parent engagement and support?** The CEO & Principal advised that these areas were also linked. Several issues typically arose from a lack of parental understanding related to timetabling in particular. Where it was not possible or appropriate to engage directly with parents and carers, additional support would be provided to individual students as needed. • A Staff Governor (Lewes) reflected on the transition process from secondary school to college and noted that parents may experience reduced levels of contact than they had previously been used to. The CEO & Principal suggested that there may be a need to further enhance parent welcome activities, as well as the supplementary resources available online. • A Staff Governor (Eastbourne) also noted that many students under the age of 18 enrolled at the College without a parent present, so further work may be needed to ensure effective communication and engagement.	

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	• **The RC&I Committee Chair asked – was a 'Parent Charter' currently in place at the College?** The CEO & Principal advised that there was not, but reflected that the feasibility of this could be explored further.	
	• **An Independent Governor asked – what had the recent growth in student recruitment levels been attributed to?** The CEO & Principal advised that there had been a number of driving factors including local demographics, the return of former students whose study had been impacted by the Covid-19 pandemic, and the College's enhanced reputation.	
	• The Chair of the Board advised that some questions and comments had been submitted in advance of the meeting by the ARaC Committee Chair, related to the following areas: o **Cash Position** – the cash forecast indicated a fall to 10 days, on a planned basis. o **Funding** – the increase for 2024-25 appeared to be below the cost of inflation, though it was anticipated that this would be offset by an increase in the volume of student applications. o **Risk Management** – consequently, some key risks arose from this position, for which it would be important to establish appropriate contingency plans.	
	• **An Independent Governor asked – when would the MyOpinion staff survey results be shared?** The Chief Operating Officer advised that an update would be shared at the next RC&I Committee meeting.	
	• **A Staff Governor (Lewes) asked – was there a timeline for communicating an update to staff and students regarding the Estate Transformation Programme?** The Chief Operating Officer advised that a Stakeholder Communication & Engagement Framework was currently under development. Initial communication plans to staff would include a staff roadshow event, followed by targeted messaging as appropriate. The Staff Governor (Lewes) noted that the recent space needs assessment activity at the Lewes and Eastbourne campuses had raised several questions from staff. The Chair of the Board reflected that further communication was now needed. Governors agreed.	
	• The Chair of the Board thanked the Executive Team for providing a comprehensive update and explained that moving forward, the Executive Team Report would focus on a rationalised list of key performance indicators (KPIs), to enable more strategic and targeted discussion at Board level. Each Committee would continue to monitor the existing list of KPIs under their purview, but would also be asked to identify 3 priority KPIs for consideration by the Board moving forward. o **Action 3.1.2.1 – Identify priority key performance indicators for the GP&R, RC&I and CS&Q Committees, with a view for the Executive Report to the Board to focus on these KPIs moving forward.**	**AD/ PMK/RC**

#	Item	Action
4.	**INTERNAL STAKEHOLDER ENGAGEMENT**	
4.1	**STAFF VOICE** **16:12** ***4.1.1 Staff Governor Report – MyPRIDE Values*** • The Staff Governors directed participants to the associated paper which focussed on the College's MyPRIDE values, in response to the following questions: 1. *In your view, what impact had the MyPride Values had at your respective campuses?* 2. *How visible and meaningful were these values to staff/students?* 3. *Did you have any suggestions for how these values could be further embedded at the College?* • The following areas were discussed and explored by the Board: o Similar themes had arisen across each of the three main campuses. o Teaching Staff were generally more familiar with the MyPRIDE values than Support Staff, though overall, levels of awareness and engagement were relatively low. o Work was needed to ensure that values were made more visible, ideally through a range of channels. o A key priority would be to further embed the values in order to have a meaningful impact on college culture moving forward.	
4.2	**STUDENT VOICE** **16:21** ***4.2.1 Student Governor Update – MyPRIDE Values*** • The Student Governors directed participants to the associated paper which focussed on the College's MyPRIDE values, in response to the same three questions detailed in Section 4.1.1. • The following areas were discussed and explored by the Board: o There had been confusion regarding the MyPRIDE values and misplaced associations with the LGBTQ+IA agenda. o There was a lack of clarity regarding the target audience for the value descriptions, i.e. whether these were directed at staff or students. o It may be helpful for clear actions or behaviours to be linked to each value. o Overall, the values were not sufficiently visible and further work was needed to re-engage with students. • Governors reflected that it had been helpful to adopt the same theme for both the Staff Governor and Student Governor reports. • The CEO & Principal advised that the MyPRIDE Values would be revisited during the forthcoming Strategy Day on 26th April 2024.	

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5.	**MEMBERSHIP**	
5.1	**MEMBERSHIP & RECRUITMENT UPDATE** 16:27	

5.1.1 Term of Office – Graham Cook

- Governors noted that Graham Cook's first term of office was due to expire on 3rd June 2024.

- As a result, early approval was required to prevent a break in service, ahead of the 8th July Board meeting.

- **RESOLUTION – The Board agreed a second term of office for Graham Cook, effective 04.06.2024-03.06.2028.**

5.1.2 Governor Resignations

- Governors noted the following resignations from the Board's membership:

  o Nicola Taylor – effective 26th February 2024

  o Aly Colman – effective 18th March 2024

  o Catherine Manning – effective 18th March 2024

- Governors expressed gratitude for their valued service to the Board.

5.1.3 Independent Governor Recruitment

- The Director of Governance shared the following update:

  o Recruitment for Independent Governors remained a high priority for the Board.

  o Further to the recent Governor resignations and with the appointment of Kerrith Etkin Bell, Geoffry Munn and Ann Potterton, there remained 4 Independent Governor vacancies on the Board.

  o The recruitment campaign led by Peridot Partners successfully generated five candidates and the first round of interviews for three of these were held on 8th March 2024. Interviews were currently being scheduled for the two remaining candidates.

  o Subsidised support for a fully funded appointment had since been secured, with a reduced rate of £2,500 + VAT for each successive appointment arising from the recruitment campaign.

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5.2	**BOARD & COMMITTEE ARRANGEMENTS** 16:29	

5.2.1 Committee Membership

- The Chair of the Board shared the following update:

  o Based upon their skills, expertise and areas of interest, it had been recommended by the recruitment panel that the newly appointed Independent Governors would be assigned to the following committees:

    ▪ **Curriculum, Skills & Quality Committee** – Kerrith Etkin Bell & Ann Potterton
    ▪ **Audit, Risk & Compliance Committee** – Geoffry Munn

- **RESOLUTION – The Board agreed to appoint Kerrith Etkin Bell & Ann Potterton to the membership of the Curriculum, Skills & Quality Committee, and Geoffry Munn to the membership of the Audit, Risk & Compliance Committee.**

5.2.2 Governor Role Vacancies

- Governors noted that the following roles were currently vacant:

  o **Curriculum, Skills & Quality Committee Chair** – this committee would be temporarily chaired by Priscilla Kendall for the next meeting in the Summer Term.

  o **Diversity, Equity & Inclusion Ambassador** – the Governance, Performance & Reputation Committee had agreed to recommend the appointment of Ian Mehrtens to this role.

  o **Careers & Skills Ambassador** – Priscilla Kendall agreed to temporarily perform this role in the interim of a permanent appointment being made.

  o **Safeguarding & SEND Ambassador** – Governors noted that it may be possible for one of the newly appointed Governors to perform this role post induction.

- **The RC&I Committee Chair asked – were role descriptions available for the vacant roles?** The Director of Governance advised that this was currently being explored.

- **RESOLUTION – The Board agreed to appoint Ian Mehrtens as the Diversity, Equity & Inclusion Ambassador.**

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6.	**GOVERNANCE MATTERS**	
6.1	**GOVERNANCE IMPROVEMENT UPDATE** 16:32	

6.1.1 Progress Update – Governance Improvement Plan

- The Director of Governance shared the following update:

  o The Governance Improvement Plan for 2023-24 had been reviewed by the CDB, RC&I and CS&Q Committees in the Spring Term.

o The associated paper included a summary progress update, with RAG ratings and commentary for each objective, following feedback from those committees with oversight responsibilities.

- Governors noted the Governance Improvement Plan Progress Report.

6.1.2 Annual Governor 1:1 Conversations – Key Themes & Next Steps

- The Chair of the Board shared the following update:

  o The conversations with Governors had been largely positive, with a wide range of discussion areas explored.

  o A recurring theme was 'time', particularly in terms of Governor capacity and their ability to support the current meeting schedule, in terms of the time and locations of committee meetings.

  o A Governance Meeting Preference Survey had subsequently been issued by the Director of Governance, with a view to inform the meeting scheduling process for 2024-25.

6.1.3 Chair of the Board Review – Approach

- The Director of Governance shared the following update:

  o Two options for facilitating a 360° review process for the Chair of the Board were investigated by the Director of Governance.

  o Whilst the total cost of the first option represented value for money, the GP&R Committee expressed concern that the example questions were overly transactional and open ended. Additionally, a potential conflict of interest with the proposed provider was also identified.

  o In contrast, the GP&R Committee had agreed that the service offered by Leading Governance was comprehensive, bespoke and most likely to support the ongoing development of the Chair.

  o Governors had now been invited to complete a survey on the Chair of the Board, with responses to be submitted by 28th March 2024.

- The following discussion then occurred:

  o Governors queried whether an externally led Chair review process was necessary, particularly in view of the associated cost.

  o An Independent Governor reflected that utilising an external provider would likely increase levels of engagement and the level of openness in responses. Similarly, additional coaching support for the Chair could provide a beneficial resource.

  o **RESOLUTION – The Board agreed to approve the appointment of Leading Governance to conduct an annual review of the Chair of the Board.**

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	6.1.4 Annual Board Review Approach	
	• The Director of Governance shared the following update:	
	o At its last meeting, the Governance, Performance & Reputation (GP&R) Committee recommended that the annual Board self-assessment process for 2023-24 should include the following activities:	
	▪ **Self-Assessment Survey** – Governors to assess a range of areas including strategy, compliance, oversight, people and structures. ▪ **Skills Audit** – an assessment of Governor's skills, expertise and experience. This was last conducted in April 2023. ▪ **Chair 360° Annual Review** – The agreed approach and format had been outlined in a separate paper, Item 6.1.3. ▪ **Annual Chair & Governor Conversations** – this exercise was completed in December 2023, per Item 6.1.2. ▪ **Desktop Review of Effectiveness**	
	o **RESOLUTION – The Board agreed to approve the proposed Annual Board Review approach and scope.**	
6.2	**GOVERNANCE MEETING PLANNING** **16:41**	
	6.2.1 Meeting Preference Survey Results	
	• The Director of Governance shared the following update:	
	o Three key objectives had been proposed in shaping the approach for governance meeting scheduling in 2024-25.	
	o Key areas for improvement had focussed upon:	
	▪ Reducing the total volume of meetings in the Autumn Term. ▪ Reducing dependence on the External Audit schedule for meeting planning. ▪ Incorporating Governor preferences related to meeting timings, locations and formats.	
	o Surveys of existing and prospective Governors had revealed the following key insights:	
	▪ The desire to retain the use of hybrid meeting formats in some capacity. ▪ The preference for a largely similar balance of in person and virtual meetings. ▪ The desire to retain existing meeting times. ▪ The desire to introduce a greater variety of locations for Committee meetings.	

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	• Governors considered the survey results and agreed the following approach for next year: o Meeting timings to remain the same, i.e. 14:00-17:00 (Board) and 15:00-17:00 (Committees). o Hybrid meetings would be discontinued entirely due to the excessive burden on the Chair and Governance Professional. Should a Governor submit early apologies for an in-person meeting, the Chair would determine whether to transition to a virtual meeting format. As such, External Audit and Internal Audit would be asked to attend ARaC Committee meetings in person next year. o The current balance of virtual and in person meetings would be retained, i.e. one virtual meeting per committee, per annum (with two virtual meetings for CDB). o A greater range of days and meeting locations to be introduced to the meeting schedule, subject to local site capacity and logistical restrictions. ***6.2.2 Draft Schedule of Meetings*** • Governors noted the draft schedule of meeting dates, which would be finalised and submitted for Board approval at the next meeting.	
6.3	**INDEPENDENCE OF THE DIRECTOR OF GOVERNANCE** **16:46** 6.3.1 The Director of Governance directed participants to the associated paper, which detailed the safeguards currently in place to ensure their independence. 6.3.2 There were no Governor questions. • **RESOLUTION – The Board agreed to approve the arrangements that were currently in place to assure the independence of the Director of Governance.**	
7.	**WRITTEN RESOLUTIONS**	
7.1	**16:47** **HASTINGS TOWN DEAL GRANT FUNDING AGREEMENT – GREEN CENTRE OF EXCELLENCE** 7.1.1 The Board ratified the following written resolution, which had been approved effective 18th December 2023: • **Recommendation to authorise Rebecca Conroy, CEO & Principal to execute the signing of the Grant Funding Agreement on behalf of East Sussex College, as part of the Hastings Town Deal Green Centre of Excellence at Ore Valley, Hastings.**	
7.2	**16:47** **OCKLYNGE CHALK PIT – SECTION 106 DEED OF AGREEMENT & DEED OF INDEMNITY** 7.2 The Board ratified the following written resolution, which had been approved effective 5th January 2024: • **Recommendation to authorise Rebecca Conroy, CEO & Principal to execute the signing of the Section 106 Agreement & Deed of Indemnity on behalf of East Sussex College, related to the previous sale of the Ocklynge Chalk Pit site.**	

#	Item	Action
7.3	**INDEPENDENCE OF THE DIRECTOR OF GOVERNANCE PAPER** 16:47 7.3 The Board ratified the following written resolution, which had been approved effective 6th February 2024: • **Governance, Performance & Reputation Committee to recommend the updated 'Independence of the Director of Governance' paper to the Board for approval.**	
7.4	**CHAIR OF THE BOARD REVIEW PROVIDER – LEADING GOVERNANCE** 16:47 7.4 The Board ratified the following written resolution, which had been approved effective 23rd February 2024: • **Governance, Performance & Reputation Committee to approve the appointment of 'Leading Governance' to conduct the Chair of the Board Review process.**	

7.5	**INDEPENDENT GOVERNOR APPOINTMENTS** 16:47
	
	7.4 The Board ratified the following written resolution, which had been approved effective 23rd February 2024:
	
	    • **This resolution is to request that the Governance, Performance & Reputation Committee recommend the appointment of the following prospective Independent Governors, to the Board for approval:**
	        o **Kerrith Etkin Bell**
	        o **Geoff Munn**
	        o **Ann Potterton**	

8.	**CONSENT AGENDA**	
Approval		

8.1	**POLICIES & KEY DOCUMENTS** 16:48
	
	9.1.1 Governors considered the following policies, noting the Policy Change Summary sheet, which outlined key changes made and followed comprehensive committee level review and scrutiny.
	
	    • **RESOLUTION – The Board agreed to approve the following policies:**
	        o **Diversity, Equity & Inclusion Policy**
	        o **Emergency Plan, Disaster Recovery and Business Continuity Plan**
	        o **General Data Protection Regulation Policy**
	        o **Health, Safety & Welfare Policy**
	        o **Staff & Governor Expenses Policy**
	        o **Tuition & Fees Policy**	

Committee Meeting Minutes		
8.2	**CHAIRS GROUP** 16:49 8.2.1 Governors noted the minutes of the meeting on 11th January 2024.	

#	Item	Action

8.3	**CAPITAL DEVELOPMENT BOARD** **16:49**
	
	9.3.1 Governors noted the minutes of the following meetings:
	
	    • 18th January 2024
	    • 29th February 2024	

8.4	**GOVERNANCE, PERFORMANCE & REPUTATION COMMITTEE** **16:49** 8.4.1 Governors noted the minutes of the meeting on 29th January 2024.	
8.5	**RESOURCES, CULTURE & IMPACT COMMITTEE** **16:49** 8.5.1 Governors noted the minutes of the meeting on 8th February 2024.	
8.6	**CURRICULUM, SKILLS & QUALITY COMMITTEE** **16:49** 8.6.1 Governors noted the minutes of the meeting on 26th February 2024.	
8.7	**AUDIT RISK & COMPLIANCE COMMITTEE** **16:49** 8.7.1 Governors noted the minutes of the meeting on 7th March 2024.	
9.	**OTHER MATTERS**	
9.1	**ANY URGENT MATTERS** **16:50** 9.1.1 There were no new items raised for discussion.	
9.2	**DATE OF NEXT MEETING** **16:51** 9.2 Governors noted that the next meeting was scheduled for **8th July 2024, 14:00-17:00.**	
9.3	**LIVE MEETING EVALUATION** **16:55** 9.3.1 Six online survey responses were received from Governors:	

#	ASSESSMENT QUESTION	RESULT
1.	Was the agenda sufficiently balanced between core governance business and strategic priorities?	**100%**
2.	Where the papers succinct, with clarity in the information being communicated and the action required by Governors?	**100%**
3.	Did you have all the information you needed to fully participate in discussion and decisions?	**100%**
4.	Was there sufficient time to debate priority items in depth?	**100%**
5.	Were you satisfied that decisions were arrived at in a proper manner?	**100%**
6.	Was the student experience at the heart of decision making?	**100%**
7.	Did the Chair facilitate the meeting effectively, enabling adequate focus on strategic priorities and creating an environment where a range of perspectives were considered?	**100%**
8.	Were opportunities created to invite input from Student and Staff Governors?	**100%**
9.	Any comments or suggestions?	**None**

#	Item	Action
9.4	**CLOSE**	**16:52**	
	9.4.1 The first part of the meeting closed at 16:52.	
	9.4.2 All non-Independent Governors (and other participants) left the meeting, with the Director of Governance also remaining.	

Action Summary

Item	Owner	Action	Due Date
2.3.1.1	BH/RC	Circulate a copy of the Accountability Agreement & Local Needs Duty to Review to the Full Board ahead of the next CS&Q Committee meeting, with a view to provide a further opportunity to gather Governor feedback.	10th June 2024
3.1.2.1	AD/PMK/ RC	Identify priority key performance indicators for the GP&R, RC&I and CS&Q Committees, with a view for the Executive Report to the Board to focus on these KPIs moving forward.	8th July 2024