

Governors Present: Gill Slater (Chair)
Matthew Adams
Sheila Bratt
Paul Cumming
Angela Davis
Sean Devlin
Phil Douce
Toby Hooper
Michael Kitcatt

Sam Lifford
Sheena Payne-Lunn
Deborah Tiffany (Vice-Chair)
Alex Daw
Emily Furniss
Peter Whyte

In Attendance: Ed Senior (Deputy Principal)
Jo Payne (Clerk to the Governing Body)
Barbara Clements (Finance Manager)
Peter Cooper (Principal, Hereford Sixth Form College for item 4(i) which was taken before formal proceedings).

1. Apologies

Apologies were received from Abi Stephenson. Emily Furniss gave notice that she had to leave the meeting at 6.30pm.

2. Opening Standing Items

- (i) Michael Kitcatt declared that he was a governor at a partner high school, Bishop Perowne. Gill Slater declared that she was employed by a stakeholder, the University of Worcester. Paul Cumming declared that he was a governor at partner high school The Chantry.
- (ii) Those parts of the agenda, which referred to individual students or members of staff, sensitive contracts or issues, were identified as confidential to the Governing Body.
- (iii) No urgent items were identified.

3. Minutes

(i) GB meeting held on 21st March 2018

The minutes of the meeting were **confirmed** as a correct record and signed by the Chair. An update was received on the action points arising from the minutes and those action points outstanding are shown below.

The Principal felt that the action point related to identifying a suitable MAT to offer mentoring was no longer applicable given recent developments. It was agreed that this action point be deleted.

The Principal reported that Cafeteria staff had been reluctant to participate in a video for the College's website. The Principal agreed to follow up on this.

The Governing Body **noted** the information provided.

- (ii) Confidential minute of GB meeting held on 21st March 2018
The minutes of the meeting were **confirmed** as a correct record and signed by the Chair.

4. **Academisation**

- (i) Presentation by Principal, Hereford Sixth Form College

The Chair welcomed the Principal of Hereford Sixth Form College (HSFC) and thanked him for joining the start of the meeting.

The Governing Body received a presentation from the Principal of HSFC outlining what he perceived to be the benefits for HSFC in joining a MAT with the College. He outlined the numerous threats and changes to education e.g. curriculum change and financial challenges, and the need to adapt to ensure a sustainable future. He strongly advocated the benefits offered by sixth form colleges and hoped that the MAT would strengthen the brand and make the two institutions more resilient.

The Principal of HSFC outlined the structure of the proposed MAT explaining that there would be founding members, a board of trustees (comprising of WSFC and HSFC governors), an executive committee and then local governing bodies of each college and any other subsequent members of the MAT. He advised that HSFC's governors had endorsed the proposal at their summer term meeting and he hoped that the governors of Worcester Sixth Form College would be minded to do the same.

In response to questions from the Governing Body, the Principal of HSFC advised that:

- HSFC only worked with other Herefordshire schools in a liaison capacity and this proposal was their first exploration of a MAT arrangement;
- It would not be the intention, in the formative stages of the MAT, to take on an underperforming school;
- The RSC cannot force the MAT to allow an underperforming institution to join;
- He understands that the proposal had the backing of the RSC and believed this was in good faith, although understood that the College's experience of academisation had been somewhat different to HSFC's experience;
- HSFC staff had been receptive to the proposal and positive about the potential benefits.

The Governing Body **noted** the information provided and thanked the Principal of HSFC for attending.

Peter Cooper left the meeting at 5.55pm.

The Governing Body discussed the proposal to join a MAT with HSFC. The staff governor reported that there was mild concern in relation to high schools potentially joining the MAT and whether they would be required to teach in 11-16 schools, however, on the whole the proposal was well-received amongst staff and they had been reassured that it was not a takeover.

In response to questions, the Principal advised that:

- HSFC were not being forced into a MAT arrangement, but had considered the benefits of doing so on their own terms;
- HSFC and WSFC would benefit from cost savings through shared services and as they MAT grew there would be an automatic capital allocation to the Trust;
- There would be reduced competitiveness in certain geographical areas which would enable marketing resources to be better allocated to peripheral areas.

The Governing Body **noted** the information provided.

(ii) Update from Academisation Working Group

The notes of the Academisation Working Group meeting on 4th July were circulated for consideration. The Chair reported that a substantial amount of documentation in relation to due diligence had been received from Hereford Sixth Form College and more time was required to review this. It was proposed that arrangements for a shadow Board to meet be put in place and Hereford Sixth Form College responded positively to this suggestion.

In response to questions, the Principal advised that:

- On the assumption that the MAT, when in existence, agreed to pay off the College's remaining loan, the Restructuring Facility would only apply a light touch approach due to the VAT implications;
- It was intended that the application to become an academy within a MAT with HSFC would be finalised and submitted by the end of July to enable it to be considered by the Headteachers' Board and Transactions Unit early in the autumn term.
- The consultation exercise needed to be repeated.

The Governing Body **noted** the information provided and the following decisions:

- To **approve** submission of an application to academise and join a MAT with Hereford Sixth Form College;
- To **approve** the recommendation that consultation with staff, students, parents and stakeholders be undertaken in September 2018;
- To **approve** the recommendation that the College continues to make progress and move forward in discussions with Hereford Sixth Form College with the intention of academising on 1st April 2019 subject to satisfactory due diligence.

(iii) Transition Grant Application

The application form was **noted** and the Principal advised that receipt had been acknowledged.

The Principal confirmed that, if successful, the Transition Grant monies would be received before the College became an academy and that it had yet to be confirmed how the money would be shared between the two colleges.

5. Stakeholder Voice

The Chair invited governors who had undertaken recent link visits to report back to the Governing Body and the following points were made:

- A great deal of work had gone into preparing for GDPR and the tremendous work and support of Phil Douce was noted;
- The introduction of the College app on 1st March had been very successful and 920 people had downloaded it to date;
- The Art and Design Private View had been very impressive and discussion with the teacher of Fine Art had enlightened a governor to the academic rigor of Art subjects;
- Induction had been a positive and well-received marketing exercise and involved a lot of staff time and effort, but that this was worthwhile.
- The Ambition Event had been well organised and well attended and was a good event to promote the College.

The Governing Body **noted** the information provided and the Chair thanked those governors who had visited College this term.

6. Quality Assurance

(i) Quality Committee minutes: 13.06.18

The Chair of the Quality Committee, Deborah Tiffany, presented the Committee minutes highlighting the following:

- Consideration was given to the Admissions and Fitness to Study Policy and the proposed changes approved. The Committee had challenged whether the Fitness to Study aspects would leave the College open to claims of discrimination, but had been reassured. The Committee requested some additional information from the Learning Support department so that it would be reassured that students with learning difficulties were being embraced and supported;
- The Committee considered proposed changes to the Strategic Aims and challenged the proposal to remove the aim which referred to working in partnership with other providers;
- An update on Geography was received;
- There was some concern at the decision not to offer the silver Duke of Edinburgh Award;
- The Committee were pleased that suitable candidates had been found to populate the Audit Committee and their appointments were recommended;
- The Principal's report on the admissions target and the rationale behind setting an upper limit had been explained and a recommendation put forward to the Governing Body.

The Governing Body **received** the Committee minutes and **noted** the information provided. In response to the recommendations they were being asked to make, the Governing Body:

- **Approved** the Mission Statement without change;
- **Approved** the Strategic Aims for 2018-19 subject to the point in relation to working in partnership being retained;
- **Approved** the Admissions Target of 1366-1520 for 2018-19;
- **Approved** the re-appointment of Jo Payne as Interim Clerk for the 2018-19 academic year or until the point of academisation.

(ii) Audit Committee minutes: 27.06.18

The Chair of the Audit Committee presented the Committee minutes and reported as follows:

- Financial controls had significantly improved and there were now only a small number of identified actions in the internal audit report;
- Consideration was given to the update on GDPR and how the College had prepared for its introduction;
- Financial Regulations were updated to reflect changes to personnel.

The Governing Body **noted** the information provided and **approved** the **recommendation** to:

- Re-appoint ICCA for the Learner Numbers audit in 2018-19;
- Re-appoint RSM to undertake the Audit and Regularity audits in 2018-19;
- Re-appoint Kendall Wadley to undertake Key Financial Control audits in 2018-19.

The Deputy Principal was asked whether governors would receive clear instruction on their responsibilities relating to GDPR. In response, the Deputy Principal advised that one of the appendices to the GDPR policy focused on the responsibilities of governors and outlined how the College would take responsibility for informing governors about safe storage and deletion of personal or sensitive information. The appendix referred to

would be shared with the Governing Body. The Deputy Principal added that if governors had further questions they should contact the Clerk who would liaise with the Data Protection Officer.

7. Finance and Resources

(i) Resources Committee minutes: 20.06.18

The Chair of the Resources Committee presented the Committee minutes and reported as follows:

- Senior Managers were challenged about the loss of a second programmer in IT Support and had been reassured by the answers given. It was noted that there would be a shift to commercially available software rather than to bespoke applications with a new member of staff in IT Support to assist staff with implementation;
- Liaison with external HR Consultancy had gone well and experiences had been positive;
- A detailed financial update was received and the Committee noted the deficit forecast for this year. The financial plan had been prudently modelled on the assumption that the College does not academise and a small surplus was forecast;
- Proposed changes to the Fraud Response Plan and Investment policy were produced;
- The budget was considered and a recommendation made to the Governing Body;
- The proposal to resurface the tennis courts was outlined and a recommendation made to the Governing Body.

The Governing Body **noted** the information provided

(ii) Finance update

The Finance Manager presented her report and the objectives and commentary to accompany the budget were circulated for consideration. The Finance Manager reflected on the Period 11 accounts and advised that the deficit amount for the year was currently forecast as £203,000.

The Finance Manager explained that whilst the Principal holds a College credit card, his PA uses the card to place orders predominantly for marketing materials online. It was, therefore, recommended that the PA to the Principal/Clerk to the Governing Body was given a College credit card with a limit of £5,000.

The Governing Body **noted** the information provided and in response to recommendations, the Governing Body:

- **Approved** the Budget for 2018-19 as presented;
- **Approved** that the PA to the Principal/Clerk to the Governing Body should have a College credit card.

(iii) Property Update

The Principal presented his report and outlined the possible options to resurface the tennis courts. At present, the courts are not safe for use so resurfacing was essential at a cost of £18,000 plus VAT, however, if a bid to the Lawn Tennis Association was successful, the facilities would be vastly improved for a slightly larger contribution of £25,000. The Finance Manager confirmed that the budget for 2018-19 identified £25,000 towards this project.

The Governing Body **approved** the recommendations of the Resources Committee to either get the basic resurfacing done or to proceed with the project in association with the LTA if the bid was successful.

8. Policy Reviews

Disaster Management Policy

The Deputy Principal advised that the policy had been updated to reflect changes to personnel and to refer to roles within College rather than initials.

Further to the recommendation of the Audit Committee, the Governing Body **approved** changes to the policy as outlined.

Risk Management Policy

The Deputy Principal advised that the policy had been updated to reflect that as Principal next academic year, he would continue to act as Risk Champion.

Further to the recommendation of the Audit Committee, the Governing Body **approved** changes to the policy as outlined.

Management of the College Policy

The Principal advised that the policy had been amended to reflect the reduction in the number of senior managers next year, how these responsibilities would be shared and how other staff had been identified to support senior managers e.g. appointment of a Quality Manager for next academic year.

The Governing Body **noted** the information provided and **approved** the proposed changes to the policy.

9. Closing Standing Items

(i) Chair's Action:

The use of Chair's Action to formally appoint one external governor and two co-opted governors further to the recommendations of the Quality Committee was **noted**. The importance of ensuring that the summer term Audit Committee meeting was quorate was noted by governors.

(ii) Health and Safety: No health and safety matters were identified.

(iii) Risk Management: No additional health and safety matters were identified.

(iv) Impact: The importance of approving the resurfacing of the tennis courts was noted to ensure that the premises are safe for students.

(v) Any Urgent Business

The Governing Body was informed that the College was subject to a diagnostic assessment visit on 23rd and 24th May as a result of its financial health being graded as satisfactory rather than good as it had been for many years. This was due to the advice the College received to repay one of its loans to assist with academisation, but clearly had an impact on cashflow.

The Principal advised that the visit itself was relatively positive with the representatives of the FE Commissioner's office recognising that the College faced a challenging financial situation, but that actions had been identified on the basis of failing to academise. They were very supportive of the proposal to join a MAT with HSFC. It was also as a result of this meeting that the College were advised to submit a second application for a Transition Grant given that the current proposal to join a MAT was significantly different to the original proposal.

The Deputy Principal advised that the draft report was received on Thursday, 5th July and a response expected by Monday, 9th July when neither the Principal or the Finance Manager were in College to consider the report. The Deputy Principal responded highlight numerous factual inaccuracies including the suggestion that the College had been in deficit for several years which was not the case.

The Principal expressed his thanks to the Deputy Principal for responding to the report.

It was noted that one of the representatives, John Boyle, had subsequently spoken to the Principal of HSFC. The Principal and Deputy Principal were in the process of developing the required documentation and timelines to ensure that the application to academise was submitted by the end of July.

- (vi) Date of Next Meeting: Wednesday, 26th September 2018. The Governing Body approved the cycle of meetings for 2018-19.

Farewells

On behalf of the Governing Body the Chair thanked Richard Reece and Peter Whyte for their contribution to the work of the Governing Body and wished them well for the future.

She also thanked the Principal for his service to the College over the past 10 years and as Deputy Principal prior to this. The Chair expressed particular thanks for his insightfulness, creativity, financial and business wisdom, which had been both helpful and much appreciated by the Governing Body. In particular, she highlighted the building work on the College and the building of the new Science Centre which was thanks to the Principal.

The meeting closed at 7.16 p.m.

Signed:
Gill Slater (Chair)

Date:

GB ACTION POINTS ARISING FROM MEETING ON 11TH JULY 2018

Report Reference	Action Point	Person Responsible	Completion	Check
GB/11.07.18/6(i)	Submit application to academise to the ESFA.	MWK	31/07/18	
GB/11.07.18/6(i)	Revise Strategic Aims to retain reference to delivering courses in partnership with other providers.	JJP	ASAP	
GB/11.07.18/6(iii)	Circulate guidance on governors' responsibilities in relation to GDPR.	EYS	26.09.18	

ACTION POINTS BROUGHT FORWARD

Report Reference	Action Point	Person Responsible	Completion	Check
GB/5.4.17/7(ii)	Cafeteria video on website	MWK	May 2017	

ACTION POINTS COMPLETED

Report Reference	Action Point	Person Responsible	Completion	Check
GB/21.03.18/6(i)	Amend I&A to incorporate changes to rules for automatic disqualification. Amend annual eligibility form to reflect change.	JJP	ASAP	✓
GB/21.03.18/7(iii)	Subject business case to ESFA in respect of funding allocation error.	MWK	18/04/18	✓
GB/27.09.17/3(ii)	Programme for Learning Walks to be produced based on governor availability.	JJP	Ongoing*	✓

* Denotes amended dates.