

Governors Present: Gill Slater (Chair)
Mel Allcott
Sheila Bratt
Angela Davis
Phil Douce
Toby Hooper
Michael Kitcatt

Sarah Shimmin
Alex Daw
Deborah Tiffany
Richard Reece
Sue Howell
Barbara Saraiva
Will Edmondson (*arrived 6.05pm*)

In Attendance: Ed Senior (Deputy Principal)
Ruth Taylor (Clerk to the Governing Body)
Barbara Clements (Finance Manager) (*arrived 6.12pm*)

1. Apologies

Apologies were received from Mike McCreedy, David Davis and Iain Macleod. Mel Allcott gave notice that she needed to leave at 7.00pm. The Chair agreed to deal with item 6(iii) at the start of item 6 accordingly.

2. Opening Standing Items

- (i) Michael Kitcatt declared that he was a governor at a partner high school, Bishop Perowne. Gill Slater and Mel Allcott declared that they were employed by a stakeholder, the University of Worcester. Barbara Clements declared an interest in item 7(i)(a).
- (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 14th December 2016

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 Governing Body **noted** the information provided.

(ii) GB meeting held on 4th February 2017

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 Governing Body **noted** the information provided.

(iii) Conference Action Points

The action points from the Conference were **confirmed** as a correct record and signed by the Chair. An update was received on the action points arising from the Conference and those action points outstanding are shown below. The Governing Body **noted** the information provided.

4. **Academisation**

The Principal reported that consultation on the proposal to convert to a MAT had started. The consultation period was from 27.3.17 to 5.5.17. Notices had been published in the Telegraph and in the Worcester News. There was a link on the College website to the consultation documents and letters had been issued to students, staff, parents and stakeholders. So far one written response had been received; a supportive letter from the Worcester MP. The H&W Principals Group meeting last week had also been supportive.

A public consultation meeting had been held that evening with one attendee; a stakeholder representative. A few questions had been raised, but overall they had supported the proposal.

The Principal also reported on progress made with representatives of the Transaction Unit:

- The Bank had confirmed verbally that they will not novate the loans, but written confirmation had not yet been received.
- The Unit had asked for an alternative use valuation on the site.
- The Unit had also requested financial due diligence to be carried out by an independent prescribed audit firm. The quotations received had been very expensive and in his opinion disproportionate to the size of the loan requested, so he had asked if a reduced scope could be used. He was awaiting a response from the Unit with regard to the reduced scope.

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

5. **Stakeholder Voice**

Two governors (TH and RR) reported back on their attendance at external governance training provided by the AoC.

The Student and Parent Governors confirmed that there were no matters that they wished to raise at this point.

The Staff Governor (AD) shared with governors that a member of staff had been nominated for an education award in connection with the College Performing Arts Academy. He also invited all governors to the College Spring concert to be held in May.

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

6. **Quality Assurance**

(i) Quality Committee minutes: 08.03.17 and 04.02.17

On behalf of the Chair of the Quality Committee, Sheila Bratt presented the Committee minutes highlighting the following:

- The Committee had reviewed certain subject QIPs and had noted the progress made.
- The Committee had received an informative presentation from the Deputy Principal on the new e-mark books and summary assessments.
- The Committee had thanked the IT Section for the tremendous amount of work undertaken by them to develop the e-mark book and summary assessment system.
- The Committee had reviewed the Q&D Plan and recommended that the Marketing Group promote the use of video clips on the website.
- The Committee had received an update on the academisation process and noted the phenomenal support provided by the Principal's PA, Jo Payne in connection with the conversion to a MAT.
- A number of policies had been reviewed.

The Governing Body **received** the Committee minutes and **noted** the information provided. The Governors spent some time discussing the merits of using social media to market the College to potential students.

(ii) Quality Assurance update

The Deputy Principal presented his report and responded to questions raised in relation to apprenticeships, student destinations, student applications and marketing.

The Governing Body **received** the updated Quality and Development Plan and **noted** the information provided.

(iii) Audit Committee minutes: 22.03.17

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

- The Committee had received that spring term internal audit report on the College key financial controls commenting that it was good to see a reduction in the number of recommendations.
- The fixed asset register had been updated and it was hoped that an electronic version would be available next year.
- The Committee had reviewed the risk register and asked for feedback on certain items to the next meeting.
- The Audit Plan had been reviewed and details of costs had been requested for the next meeting.

In response to questions raised it was confirmed that problems with the timing of trial balances had been due to staff shortages in the autumn term, that had now been resolved.

The Governing Body **received** the Committee minutes and **noted** the information provided.

In relation to the updated Audit Plan the Chair reported that:

- The Committee recommended keeping RSM as external auditors and for teachers' pension contributions, for continuity.
- Kendall Wadley be retained as key financial controls auditors as they had provided a good service.
- A new firm to be instructed for the learner numbers audit.
- A focus group be utilised for marketing rather than the £8,000 survey originally proposed.

The Governing Body **approved** the revised Audit Plan for 2016-17 as recommended.

(Mel Allcott left the meeting at 6.33 pm.)

7. **Finance and Resources**

(i) Resources Committee minutes: 15.03.17

The Chair of the Resources Committee presented the Committee minutes stating that it had been an informative meeting commencing with a tour of the second floor to observe the classroom and corridor refurbishment work being undertaken. She confirmed that the Committee had:

- Applauded the receipt of a 'Good' financial health grade;
- Received a comprehensive human resources report and feedback from the staff satisfaction group;
- Received a property update including refurbishments, fire safety assessment survey works and a 3G pitch project proposal;
- Considered a detailed report in relation to the IT Section and associated expenditure;

- Reviewed a number of policies.
- Examined three apposite risk register entries, leaving 2 to scrutinise before the end of the year.

The Governing Body **received** the Committee minutes and **noted** the information provided.

(The Finance Manager left the meeting at 6.55pm)

The Chair of the Resources Committee presented the Committee recommendations for approval as follows:

a) Changes to the Finance Manager's working hours

The Chair of the Resources Committee reported that she had visited the College a number of times and had met with the Finance Manager. She stated that she had been reassured by the Finance Manager's actions. She also stated her intention to keep a watching brief on the impact on work load that academisation may have on SMT and the Finance Manager. The Chair confirmed the Committee's recommendation that the Finance Managers hours be increased by one and a half hours per week and be worked over four days with a small impact on the budget.

The Governing Body **approved** an increase in the Finance Manager's hours by one and a half hours per week and be worked over four days as recommended.

(The Finance Manager returned to the meeting at 6.55pm, and the Chair informed her of the Governing Body's decision.)

b) Repayment of two College bank loans from College funds

In relation to the repayment of two of the four existing College loans from cash reserves the Finance Manager reported as follows:

- Lloyds have confirmed that they will not novate the College loans over to the new MAT.
- The outstanding balance on the Lloyds loans was £1,233k (28th February 2017).
- Capital repayments were all fixed amounts per annum for the duration of the loans (£132k this year).
- The cash flow model showed all 4 loans as being repaid on 31st July 2017.
- The Transaction Unit loan (approximately £700,000) for the balance of the two loans that will continue to be held, would be received on 1st August 2017.
- A cash reserve dip below £500k was predicted for 1 day during the changeover, with cash remaining above £500k for the rest of the future periods.
- Lloyds Bank penalty for early termination was expected to be around £11,000.

The Governing Body **approved** the repayment of two of the existing loans using current bank balances by the end of July 2017 as recommended.

c) Approve revised Pay Policy and add to College Framework

The Governing Body **approved** the revised Pay Policy as recommended.

d) Use of College Fund monies to fund the remainder of the College classroom and corridor refurbishments

In response to questions raised the Principal commented that areas left outstanding for refurbishment were the three old science labs and some performing arts facilities.

The Governing Body **approved** the use of College Fund monies, up to the sum of £60,000, to fund the remainder of the College classroom and corridor refurbishments, as recommended.

e) Approve Safeguarding Policy with minor amendments

The Governing Body **approved** the revised Safeguarding Policy with minor amendments as recommended.

f) Resources Committee to review provision of IT across the College for value for money

In response to questions raised in relation to this recommendation it was confirmed that:

- IT was the second largest non-pay cost at the college;
- The Deputy Principal had some benchmarking information that he could share with the Finance Manager;
- Additional costs incurred in relation to improving the broadband had been covered by the College Fund and an increase in student caution monies.

The Governing Body **approved** the addition of 'review of IT provision' to the Resources Committee terms of reference as recommended.

(ii) Finance update

The Finance Manager presented her financial update report for Period 7 and responded to questions raised:

- She confirmed that figures for period 7 had been supplied to the Resources Committee (and would be provided to the GB).
- A year end surplus of around £28,000 was anticipated.
- The Cafeteria continued to do very well with the Cafeteria Manager responding to requests from Students.
- A College shop, based within the Cafeteria was under consideration.

Staff and Student Governors spoke eloquently in support of the Cafeteria and the amenability of the Cafeteria Manager to students' ideas.

The Governing Body **noted** the information provided and **thanked** the Cafeteria staff and the Manager in particular for their hard work. Governors were impressed by the praise and accolades for the Cafeteria shared at the meeting. It was suggested that perhaps a video clip of the Cafeteria should be published on the College website.

The Governing Body **noted** the financial update information provided, in particular that the student numbers for 2015-16 and the scheduled removal of the formula protection will reduce the revenue available for 2017-18 by c.£0.7m next year.

8. **Closing Standing Items**

(i) Chair's Action:

The Finance Manager reported that the LGPS provider Worcestershire County Council had advised that there was a new percentage rate of pensionable payroll and deficit contributions payable from April 2017 to March 2020. The Council required a decision by the end of February as to how the College wanted to pay the LGPS additional contribution for the next three years. The Finance Manager established that if the deficit was paid as a lump sum it would save £10,957 in total compared to monthly payments over the three-year period.

The Chair reported that in February she had approved the payment of over £160,000 with regard to the LGPS as it was more beneficial to the College to pay the pension deficit contribution as a lump sum. She confirmed that the Chair of the Resources Committee had been consulted and the action had been recorded in the Chair's Action Register. The Governing Body **noted** the information provided.

- (ii) Health and Safety: No health and safety matters were identified.
- (iii) Risk Management:
The Governing Body reflected on their debate and agreed with reference to academisation, that there was a risk of slippage due to the new due diligence requirements which could delay the start date for the MAT.
- (iv) Impact: None.
- (v) Any Urgent Business: None
- (vi) Date of Next Meeting: Wednesday, 12th July 2017.

The meeting closed at 7.25 p.m.

Signed:

Gill Slater (Chair)

Date:

GB ACTION POINTS ARISING FROM MEETING ON 5TH APRIL 2017

Report Reference	Action Point	Person Responsible	Completion	Check
GB/5.4.17/3	Identify another MAT regarding roles and possibility of mentoring	MWK	Summer 2017	
GB/5.4.17/4	Chase Adam Brown for reply re due diligence scope	MWK	7 th April 2017	
GB/5.4.17/5	Invite governors, Trustees and Members to spring Concert	JJP	April 2017	
GB/5.4.17/6(i)	Invite Will Edmondson to Marketing Group meeting	JJP	April 2017	
GB/5.4.17/7(i) (f)	Share IT bench marking information with Finance Manager	EYS	April 2017	
GB/5.4.17/7(ii)	Share period 7 figures with GB	BJC	April 2017	
GB/5.4.17/7(ii)	Cafeteria video on website	MWK	May 2017	

ACTION POINTS BROUGHT FORWARD

Report Reference	Action Point	Person Responsible	Completion	Check
GAC/4.2.17	Investigate and report back on social space for students	MWK	GB 12.7.17*	

ACTION POINTS COMPLETED

Report Reference	Action Point	Person Responsible	Completion	Check
GB/14.12.16/	Update Annual Audit Report	BJC	December 2017	✓
GB/13.7.16/5	Report back on how the Q&D Plan and budget are linked	MWK/BJC	RC 15.3.17 GB 5.4.17*	✓
GB/13.7.16/5	Report back on IT provision, planning, budget and quality assurance	MWK/BJC	RC 15.3.17 GB 5.4.17*	✓
GB/13.7.16/7(iv)	Report on development of leisure facilities (3G etc)	MWK	RC 15.3.17 GB 5.4.17*	✓
GB/23.3.16/3	Report back on Y10 perceptions survey and marketing survey	MWK	RC 15.3.17 GB 5.4.17*	✓

* Denotes amended dates.