



## DIRECTORS' MEETING Minutes of the meeting on 11 March 2017

**Present:** Mr Vernon Amor, Ms Michelle Balcombe, Mr Martin Churchward, Dr Jonathan Godfrey, Dr Marion Hawkins, Mr Clive Hodgeman, Dr Ken Hopkins (Chair), Mrs Heidi Macdougall, Mr James Miller, Phil Tranter, Mrs Shirley Tully, Dr Helen Underhill, Ms Andrea Webb (13)

**In attendance:** Mr Peter Cooper (Deputy Principal), Mr Robert Gorman (Clerk), Mrs Sallyanne Griffiths (Finance Director), Miss Hannah Drury (Student Governor)

### 1. APOLOGIES FOR ABSENCE

Mr Andrew Parsons, Dr Amber Tahir, Mr Shubham Kulkarni (Student Governor) (2)

### 2. DECLARATIONS OF INTERESTS AND GIFTS

None.

### 3. MINUTES OF THE MEETING HELD ON 2 FEBRUARY 2017

The minutes of the Governors' meeting of 2 February were approved as an accurate record and signed. The minutes of the first Directors' meeting of the new Academy on 15 December 2016, already been agreed on 2 February, were also signed.

### 4. MATTERS ARISING FROM THE MINUTES

None.

### 5. CLERK'S REPORT

The Clerk confirmed that membership of the Board stood at 15, and 2 Student Governors. Directors were reminded to complete the Safeguarding training provided through an e-learning package on the NSPCC website.

### 6. PRINCIPAL'S REPORT

The Principal presented his report, mentioning, in particular, the recent mock inspection carried out by a team of staff from Richard Huish College, and the value of such peer reviews. Retention remained at high level. Referring to local issues, it had emerged that funding for the university project in Herefordshire had become available, and plans were coming together. The project was seen as a positive development for the College. 2018/19 would be a trial year, with students on a funded gap year. Nationally, the SFCA will be starting a major campaign on post-16 funding, and a copy of an SFCA funding committee discussion paper was circulated.

### 7. COMMITTEE REPORTS

#### (i) Audit Committee 21 February 2017

The Committee Chair presented the Minutes of the meeting, and outlined that the Committee had:

- received the Final report on the review of the College's Risk Management embedding and mitigation arrangements, and ICT Security, data processing arrangements
- reviewed the performance of the Financial Statements auditors
- reviewed the Committee's Terms of Reference with no changes, and recommended them to the Board
- reviewed the Risk Management Action Plan 2016/17.

The Committee was pleased with the level of information coming from the new internal auditors. The ICT Security review was particularly concerned with the security of data transfers to other, outside organisations, and highlighted a number of opportunities to further enhance the College's ICT security. The Finance Director

had confirmed that all points were in hand, and the payroll provider would be setting up a new portal for data transmission. In response to a Director's question as to any evidence of hacking, the Finance Director confirmed that there had been a few low level minor attempts in the past.

In relation to the review of the External auditors, the overall performance was 'very good'.

Late receipt of papers for the meeting had been an issue, and it was agreed that the Committee would look at the internal audit report again at its next meeting. The Clerk will ensure sufficient lead times when compiling the calendar of business for next year.

After a brief discussion, the Board accepted the Committee's recommendation and **AGREED TO APPROVE** the Committee's Terms of Reference with no changes.

The Committee's Minutes were then considered and **APPROVED AS A CORRECT RECORD.**

#### **(ii) Finance and Premises Committee 23 February 2017**

The Committee Chair presented the Minutes and confirmed that the Committee had:

- reviewed its Terms of Reference and recommended them to the Board with no changes from the previous year
- reviewed the Monthly Management Accounts for January 2017 which show the College's finances remain in a good position with Net Current Assets at £2.38m.

Forecasts had been revised to run for the period to 28 February, the conversion date to Academy status. The EFA had confirmed by letter the College's financial health grade as Outstanding.

After a brief discussion, the Board accepted the Committee's recommendations and **AGREED TO APPROVE** the Terms of Reference and Management Accounts for January 2017.

The Committee's Minutes were then considered and **APPROVED AS A CORRECT RECORD.**

### **8. (i) COLLEGE'S MISSION STATEMENT AND STRATEGIC OBJECTIVES**

The Principal presented the College's Strategic Development Plan 2017/18 to 2019/20, which included the Mission Statement and Strategic Objectives, indicating the only changes in the Objectives from the previous year were under Governance and Management:

- to support, review and renew the strategic vision of the College
- to support and review the Strategic Plan

The Board discussed the Mission Statement and various aspects of the Strategic Objectives, noting the changes that had been made, and then **AGREED TO APPROVE** the College's Mission Statement and Strategic objectives.

### **(ii) STRATEGIC DEVELOPMENT PLAN**

The Principal outlined the Challenges and Risks within the Plan, highlighting maintaining numbers in the face of falling rolls through demographic downturn, and the impact of funding reductions on viability. Other Key challenges and risks included:

- developing curriculum to meet needs of students as A Levels are reformed as 2 year courses
- maintaining quality of outcomes and experience for students despite funding cuts

- continuing to collaborate with other schools and colleges in the best interest of students despite competition
- maximising benefits of academy status but ensuring autonomy is maintained

The Principal went on to give a detailed presentation on 'HSFC as an Academy', covering governance structure, responsibility of members and directors and their statutory duties. The Board were given copies of DfE documents relating to academies: *Governance Handbook, Competency Framework for Governance, 16 to 19 academy: single funding agreement, Academy Articles of Association: Model One.*

It was noted that powers of the Trust include:

- to provide educational facilities to students of all ages and the wider community for the public benefit
- to borrow and raise money for furtherance of the objects
- deposit or invest funds of the trust not immediately required

In response to a question as to the level of interest in the College's conversion, the Principal confirmed that there had been some local interest arising from the consultation, some mentions in the national press and some good coverage in the Times Educational Supplement.

The 3 year Operating Plan contains detailed actions for 2017/18 and outline for the following two years. Referring to the 3 year financial strategy included within the Plan, the Principal confirmed that the forecasts took into account the conversion to Academy status from 1 March. In order that the Board might better understand the future strategy, key risks and assumptions on which the Plan is based and mitigating action, the Deputy Principal gave a detailed presentation entitled *HSFC the only way is down: winning the TES SFC of the Year Award was the easy bit.*

The Deputy Principal demonstrated how current systems must change as it will be hard to maintain current numbers and financial stability in a climate of funding reductions. The new management team at the College must look to continue to increase the cost effectiveness of delivery, as Linear A Levels require lots of consolidation and revisiting. Greater use of technology, making students do more and think for themselves, on a comprehensive variety of courses and keeping high quality enrichment will all contribute.

The Board asked questions about the timescale for introduction of new subjects, timing of assessment, mock A Level exams, directed learning time and T Levels. After a very broad discussion, the Board **AGREED TO APPROVE** the College's Strategic Development Plan 2017/18 to 2019/20.

**9. ANY OTHER BUSINESS**

None.

**10. DATE OF NEXT MEETING**

6.00pm on Thursday 18 May 2017