



GOVERNORS' MEETING Minutes of the meeting on 15 December 2016

Present: Mr Vernon Amor, Dr Jonathan Godfrey, Dr Marion Hawkins, Mr Clive Hodgeman, , Mr Martin Churchward, Dr Ken Hopkins (Chair), Mr Shubham Kulkarni, Mrs Heidi Macdougall, Miss Ella Mapes, Mr James Miller, Mr Andrew Parsons, Mr Phil Tranter, Mrs Shirley Tully, Dr Helen Underhill, Ms Andrea Webb (15)

In attendance: Mr Peter Cooper (Deputy Principal), Mr Robert Gorman (Clerk), Mrs Sallyanne Griffiths (Finance Director)

CHAIRMAN'S REMARKS

The Chair indicated that effectively two meetings were being recorded, as the first meeting of the Academy Trust Company would be included after item 7 of the Governors' meeting agenda. The Chair, taking **item 8** before the other business, went on to congratulate Peter Cooper, on behalf of the Board, on his success in the recent appointment process for next Principal of the College, to take over when Jonathan Godfrey retires. The process had been an open and transparent one, and the Chair thanked the current Principal for his enormous help in this, and also in the academisation process.

1. APOLOGIES FOR ABSENCE

Ms Michelle Balcombe, Mr Charles Davies, Dr Amber Tahir (3)

2. DECLARATIONS OF INTERESTS AND GIFTS

None

3. MINUTES OF THE MEETING HELD ON 13 OCTOBER 2016

The Minutes were approved as an accurate record and signed

4. MATTERS ARISING FROM THE MINUTES

None.

5. CLERK'S REPORT

The Clerk gave a verbal report and confirmed that the number of Board members now stood at 18, following the appointment of 3 new members. There was presently one co-opted member to the Curriculum Committee. The Clerk went on to thank Governors for completing the Skills Audit and Training Needs questionnaires circulated with the Board papers. A summary is planned to go to Staff and Students Committee in January. The Clerk indicated that a member had not attended a Board meeting for more than 6 months, and that his term of office was due to end on 20 January 2017. The Board **AGREED** that the Clerk contact the member and write to confirm the retirement date.

6. PRINCIPAL'S REPORT

The Principal presented his report, and indicated that Retention and Attendance remain at a very high level. UCAS applications had been made by 72% of current students, and 607 of all applications (87%) gained places, including 13 Oxbridge offers. National issues included the agreement of the national pay award to teachers at 1% as from January 2017. A 1% pay award to Support staff is from September rather than January.

Other items in the Report are dealt with under separate agenda items and Committee reports.

7. UPDATE ON ACADEMISATION

The Principal and Chair updated the Board on the status of the College's application. The Head Teacher Advisory Board and Regional Schools Commissioner had given approval, and the financial health requirement had been confirmed. In order to become an Academy the College must establish an Academy Trust Company (ATC), and the Academy will have the ATC as its proprietor. A new ATC named 'Hereford Sixth Form College' had been set up at Companies House, as number 10499174. This allows the Corporation to move forward while waiting for notification of formal approval, the Academy Order.

The conversion date is now projected as 1 February 2017 rather than 1 January. The delay being due to:

- ongoing work by EFA/DFE on a generic version of the Single Funding Agreement for Academies and General Annual Grant (GAG), which stipulates what funding can be spent on
- how SFCs use surpluses
- consultation period dates

HSFC has received £43k in grant to cover legal and other costs of academisation, and the College's legal advisors have been a great support in the process. Existing HSFC Governors will become Members and Trustees of the Academy. The DFE indicated a preference for a small number of Members, meeting once a term, to hold the Trustees to account, where Members are usually not Trustees, and appoint and remove Trustees. HSFC has agreed with DFE that 5 existing Governors, including the Chair, should be Members and Trustees, and the remaining Governors Trustees only.

In response to a member's question about liability, the Principal indicated that as the new ATC is limited by guarantee, the only liability falling on Members and Trustees would be for gross negligence. In response to a question about the status of Student Governors, the Principal confirmed that it had been traditional that students had been full governors of SFCs, and the DFE were considering how best to tackle this.

The Chair restated that HSFC Corporation would be dissolved on 31 January and the business of HSFC would transfer to the ATC on 1 February 2017. The Clerk confirmed that ATCs are 'exempt' charities: although they are charities, they have exempt charity status and so do not register with the Charity Commission. A charitable company is exempt from using the word 'limited' in its name, and the ATC must therefore state that it is a limited company on all business letters and order forms. The Finance Director confirmed that the College's bank account will retain the same name, and signatories.

In response to a member's question, the Principal, together with the Chair, confirmed confidence in transferring HSFC from one regime to another and joining the main stream of schools.

Members considered the above and then **AGREED** to proceed to the first meeting of the new Company.

8. REPORT ON NEW PRINCIPAL

Taken within Chairman's remarks.

9. COLLEGE SELF-ASSESSMENT REPORT ON THE ACADEMIC YEAR 2015-16

The Deputy Principal introduced the SAR report, explaining its purpose and the way it is constructed, through an annual evidence-based process stemming from the Mission Statement and 3-5 year targets and looking back at the previous year. It provides a narrative about the College demonstrating how it functions and its strengths and weaknesses. All departments, staff and Governors contribute to what is considered to be a valuable and robust process for the whole College.

The 2015-16 report headings draw on the Ofsted Common Inspection Framework, which gives Leadership and Management a high priority. Other sections cover:

- Quality of Teaching Learning and Assessment
- Personal Development, Behaviour and Welfare of Leavers (new section)
- Outcomes for Learners
- Departmental Grading
- Outcomes of previous year's development plan
- Development Plan for 2016-17

The Deputy Principal indicated that Departmental grading is drawn from value added performance of students, retention and success rates and observation feedback, which, in turn, all leads to areas for development and plans.

The College's overall effectiveness and Common Inspection Framework Criteria were all assessed as 'Outstanding', with the exception of Outcomes for Learners assessed as 'Good'. Key strengths and weaknesses were summarised. Raw and Value-Added performance were good in 2016. Improvement in the A Level value-added performance is targeted for this year. Success rates remain high, with high retention, attendance and progression.

Learners' views are taken into account in the report, and members noted that students liked the high quality of teaching, effective support provided by teachers, effective monitoring of their progress and excellent extra-curricular and enrichment activities amongst other things.

There are a number of Areas for Improvement, which the Board considered, including the need to:

- improve the success rates on a small number of courses
- embrace the continuing assessment and curriculum changes
- respond to the challenge of reduced funding per student impacting on financial forecasts and staffing levels.

Governors focused on SAR Development Plan outcomes from 2015-16, and in particular, the Development Plan for 2016-17 Outcomes for Learners. The Deputy Principal outlined the areas for improvement under Quality of Teaching and Learning. A balanced curriculum was required following the move to the new two-year A Levels, with more vocational style level 3 qualifications introduced, also over two years, leading to vocational certificates. In response to a member's question as to whether this competes with apprenticeships, the Deputy Principal stated that the majority of course time is spent in classroom study, and did not compete with FECs. Other key areas for improvement change included:

- new A level specification in Phase 2 subjects
- student time spent on studies in the form of Directed Learning and homework
- arrangements for delivery of General Studies/E4L/Careers
- assessment plan for residual modular and new linear A levels

Leadership and Management is also a key area of focus for Governors, where areas for improvement included: targeted intervention for underpinning Black British students, targeted intervention for all Ever6 students and effective conversion of the Governing Body to a Single Academy Trust.

The Board **AGREED** that the Self-Assessment Report is a robust and realistic summary of the College's strengths and weaknesses, and **NOTED** the outcomes of the previous plan and improvement changes for 2016-17. The Chair congratulated the Principal, and Deputy Principal, on the management of the self-assessment process and the Report.

The Board then **AGREED TO APPROVE** the Self-Assessment Report 2015-16 and the SAR Development Plan 2016-17.

Ella Mapes left the meeting at this point

10. COMMITTEE REPORTS

i. Finance & Premises Committee on 1 December

The Committee Chair reported that the Committee had discussed Monthly Management Accounts for October and looked in detail at the Financial Report and Accounts for 2015-16.

Financial Report and Accounts

The Committee had given detailed consideration of the Report and Accounts, which had been prepared in accordance with FRS102, the revised education SORP and the requirements of the EFA. The operating statement is now described as the Statement of Comprehensive Income, and recorded a Surplus for the year as £119k. The Balance Sheet remained strong with Net Current Assets of £1.76m, and General Reserves of £4.44m. The performance against financial targets for the year was strong, and the operating surplus was helped by close control on Payroll costs. The Financial Health grade of the College is Outstanding.

The Committee had recommended the Report and Accounts for approval, subject to the report from the Audit Committee.

The Board considered the Committee's Report but resolved to defer approval until after the report from the Audit Committee (see Minute 10ii).

Management Accounts for October

Payroll costs are running at slightly higher than budget, but income and expenditure are broadly in line with budget. A gross surplus of £450k (budget £328k) is forecast for the end of December at this stage. On the Balance Sheet, net current assets remain strong at £2.7m, with £2.1m projected at end of December.

The Board considered the Committee's report, and then **AGREED TO APPROVE** the College's Monthly Management Accounts for October 2016.

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

ii. Audit Committee on 6 December

In the absence of the Committee Chair, a Committee member reported that the Audit Committee had examined all aspects of the Annual Financial Report and Accounts, which had previously been examined by the Finance & Premises Committee (see previous Minute), and noted that both Audit opinions in the Statements are unqualified. The External auditors had praised the College's Finance team for their professionalism and contribution to the smooth running of the audit process in what had been a challenging year with the introduction of accounting changes.

Achievement against target for the College's strategic financial objectives and performance against financial targets for the year were largely met, but there were some movements due to the accounting treatment changes.

The Committee had also examined the Financial Statements Auditors' Findings Report, where no material funding or regularity issues were noted. The College's accounting policies are appropriate and are consistently applied, and net unadjusted misstatements were considered immaterial. The draft Letters of Representation and Regularity Audit had also been scrutinised.

After discussion, the Board then **AGREED TO:**

- adopt the Financial Statements, Report and Accounts for 2015-16
- approve the Letters of Representation within the Audit Findings Report
- authorise the Principal and Chair to sign off the above documents

The Committee had been notified of no movement from the risk analysis schedule and action plan presented at its previous meeting. The risk management action plan continues to be received and reviewed at all Audit Committee meetings irrespective of any new risks or information being added.

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

11. ANY OTHER BUSINESS

Governors were reminded of the date of the Carol Service at the Cathedral featuring the College's Academia Musica choir.

12. DATE OF NEXT MEETING

Thursday 2 February 2017, at 6.00pm