



GOVERNORS' MEETING

Minutes of the meeting on 9 October 2014

Present: Mr Neil Arlett, Mrs Carol Clapham, Mr Charles Davies, Mr Rob Doran, Mrs Diane Evans, Dr Jonathan Godfrey, Mr Joe Hamblin, Mr Clive Hodgeman, Mr Chris Hodson, Dr Ken Hopkins (Chair), Mrs Heidi Macdougall (Vice-chair), Mr James Miller, Ms Blair Priday, Dr Amber Tahir, Mr Ravi Tandon, Miss Christine Wright (16)

In attendance: Mr Peter Cooper (Deputy Principal),
Mr Robert Gorman (Clerk), Ms Sally-Ann Griffiths (Finance Director)

1. APOLOGIES FOR ABSENCE

Ms Michelle Balcombe, Mr Martin Churchward, Mr Peter Cooper, Mr Phil Tranter (3)

Chair's Opening Remarks

The Chair informed Board members of the death in early July of Katarina Blair, a Parent Governor from May 2009 till May 2013. A minute's silence was taken to remember her.

The Chair reminded members that this was Neil Arlett's last meeting as a Governor, and thanked Neil for his service to the College since May 1972 as a member of staff, and from October 1998 as a Governor. Neil said that it had been 'a wonderful gift to have been involved in the College. It required a flash of something very special to make the College go, and the three Doctors (he had served with) as Principals had had that.' The current Principal added his thanks.

2. DECLARATIONS OF INTERESTS AND GIFTS

None.

3. MINUTES OF THE MEETING HELD ON 3 JULY 2014

The Minutes were approved as an accurate record and signed.

4. MATTERS ARISING FROM THE MINUTES

There were no matters arising.

5. CLERK'S REPORT

The Clerk gave a verbal report, confirming that the number of Board members now stood at 19, shortly to be 18, as it was Neil Arlett's last meeting, but a new student governor would be joining the Board in December. The Clerk reminded Governors that two terms of office was the norm and completion of the second term is not necessarily notice to terminate office, but there needed to be compelling reasons put to Search Committee as to why an exception should be made. One member has a second term due for completion next year, but in 2016-17 there are 7 in that category.

Attendance figures for last year had been well above national benchmark, but would have been exceptional had there not been 4 and 5 apologies for the last two meetings of the year.

The Clerk reminded Governors to complete the recently issued Skills Audit and Training Needs return, and of the Ofsted Data Dashboard training event at Worcester Sixth Form College on 22 October. The Clerk also reminded Governors to look at the College's new website, on which it was planned to have a separate section for Governors, holding the Governors' Handbook and Governance Procedures.

6. PRINCIPAL'S REPORT

The Principal presented his report and began by confirming that the Audit Committee had overseen the production of the Self-Assessment of Governance. The only issue for development was the induction procedure for new governors, including co-opted committee members.

New enrolments in 2014-15 at 1087 are 9.5% up on the previous year, with College roll on 17 September at 2078 (last year 2013). Raw and Value Added results for the previous year had been maintained at a high level.

The College had retained its position amongst the top ten sixth form colleges as reported in national newspapers. Focussing on national issues the Principal stated that

- the SFCA's manifesto is currently being prepared. Governors will be sent a copy in due course.

- the Principal's term as Chair of the SFCA ends in November, when he will stand down
- pay negotiations have been concluded between the SCFA as employers and the unions with an agreed pay award of 1%.

7. COMMITTEE REPORTS

i. Remuneration Committee on 9 October 2014

The Principal left the room for this agenda item.

The Committee Chair gave a verbal report of the meeting of the Remuneration Committee which had preceded the Governors' meeting. The Committee had met mainly to consider the remuneration of the Senior Post holders. The Committee had also reviewed its Terms of Reference and recommended minor changes, and also recommended that the minutes of its meeting remain confidential in the sense of not being made public for 12 months.

The Committee, noting that the College now had above 2000 students on role, lifting the College to Group 6 status, and that the Principal has been an outstanding principal and leader of the College, recommended the Principal be awarded a 2% increase, to include the 1% cost of living increase.

Last year the Deputy Principal, in recognition of the change in responsibilities, had received a substantial increase to 80% of Principal's salary level. The Chair added that the 80% indicative salary level for deputy principals was guidance only, and the pay increase applied had, in fact, been slightly in excess of the amount which the Committee had recommended.

The Committee, mindful of the above, recommended a 1% increase this year.

The Committee had reviewed the communication of salary changes for Senior Post holders, and going forward a letter from the Remuneration Committee Chair will go to the post holder, copied to the Finance Director and Principal, as applicable, advising the agreed changes.

A 1.0% cost of living increase was also recommended for the Clerk, following satisfactory completion of first year in office.

After a brief discussion, the Board of Governors **AGREED** to:

- adopt the Committee's proposals for the salaries of the Principal, Deputy Principal and Clerk
- approve the Remuneration Committee's Terms of Reference with minor changes
- approve the proposal that the Committee's minutes remain confidential in the sense of not being made public for a period of 12 months

The Committee's Minutes will be considered at the next Board Meeting in December.

In response to a member's question on the issue of confidentiality of the Committee's minutes, the Clerk indicated that the confidentiality in this case was historic, and in regard to persons other than HSFC Governors.

It was emphasised that the Committee's minutes can be available to Board members alone, whenever required, and not be 'confidential for 12 months', but that in common with all Board and committee papers, the same standard of what should be made public and what should be regarded as confidential (or business sensitive) should apply. It was **AGREED** that the Chairs of Audit and Finance and Premises Committees should receive copies of the Remuneration Committee minutes.

The Principal returned for the remainder of the meeting.

ii. Staff and Students Committee on 23 September 2014

The Committee Chair confirmed that the Committee had discussed:

- staff changes – effectively no changes from 31 July position
- staff questionnaire – HSFC had highest number of positive responses
- staff absence – below national average for sector
- appraisal of Senior Post holders procedure – as last year
- Redundancy, Capability and Disciplinary procedures – no substantive changes other than splitting of previous procedure into three
- Equality & Diversity and Safeguarding – College's Code of Conduct for Staff currently being updated.

The Principal added, in respect of the three procedures above, that staff need to be made aware that even informal discussions need to be recorded in a formal manner.

After a brief discussion the Board **AGREED** that the same procedures as last year will be used for appraising Senior Post Holders in 2014-15. The Board also **APPROVED** the Redundancy, Capability

and Disciplinary procedures with no substantive changes.

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

iii. Finance and Premises Committee on 25 September 2014

The Committee Chair confirmed that the Committee had received and considered the updated Budget and Financial Forecast, and the Monthly Management Accounts for July and August 2014, reminding Governors that a deficit budget had been set for 2014-15.

The Finance Director confirmed that the curriculum model and staffing structure had been reviewed, and the impact of amendments is that the adjusted deficit budgeted for 2014-15 reduces from £564k to £542k, and for 2015-16 the forces deficit of £283k becomes a surplus of £97k.

The Monthly Management accounts to July 2014, which included year-end adjustments, indicated a surplus of £222k for the year, against a budget of £121k. The audit of accounts to 31 July 2014 was due to commence in a couple of weeks.

Management accounts for August were in a revised format, with more emphasis on monitoring key performance indicators, and making use of charts.

Members commented that the new layout was a big improvement and eminently more user-friendly.

In response to a member's question, the Finance Director confirmed that programme funding was based on lagged student numbers, which meant that no additional funding would accrue this year, even if more students were recruited, but next year's funding would be based on numbers recruited this year.

The Committee had also noted the College's overall insurance cost, which was 4.26% up on last year. A member asked if the premiums and increases were good by comparison with other colleges. The Clerk agreed to liaise with the Finance Director to clarify.

In relation to the College's capital project, completed demolition work had cost £18k and the tender process had identified William Powell and Sons (Builders) Ltd as main contractor, with work due to start in the next couple of weeks. The Finance Director confirmed that contract costs would be closely monitored and the Board would be kept informed of progress. A member noted that the College, as owners of the land, had responsibility for health and safety issues when contractors were working. The Principal confirmed that the Estates Manager was aware and was acting accordingly.

The Board discussed the Committee's report and then **AGREED TO APPROVE**

- The updated Budget 2014-15 and Financial Forecast 2015-16
- The Monthly Management Accounts for July 2014
- The Monthly Management Accounts for August 2014

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

iv. Curriculum Committee on 25 September 2014

The Committee Chair confirmed that the Committee had considered the College's retention and success rates, A Level and AS Level results and the analysis of enrolments of new students.

The Committee had discussed value-added analyses of AS and A2 results in considerable detail, and the performance by students in all subjects was examined. The Chair again praised the way College staff analyse results and take action, adding that analysing examination results is not straightforward, with three different sets of value added measures to take into account, and any significant changes will distort a measure's result.

The Chair highlighted that in value added terms, the Alps Data tables demonstrated that both AS Level and A Level results are significantly above national averages. AS Latin was to remain, with no commitment to A2, but AS Applied Science and PE, with below average results, may change next year to a BTEC offering, as students would be better off and better served by a BTEC approach, single award. In response to a member's question, the Principal confirmed that no cost increase would be involved in such changes.

The Committee recommended no changes to the Curriculum 2014/15 and Course Masterfile. After discussion of the possible course amendments, the Board **AGREED** to **NOTE** the planned future amendments. A member suggested that the Deputy Principal might present a training session to Governors on the direction of travel of the curriculum and the planned curriculum changes.

The Chair also highlighted that enrolments looked very positive, with an increase from 38 to 50 from Shropshire schools.

The Committee's Minutes were then considered and **APPROVED AS A CORRECT RECORD**. The Committee Chair noted that in Minute 4 'AS Latin should read 'GCSE Latin', and the amendment was duly noted.

v. Audit Committee of 30 September 2014

The Committee Chair explained that the External Audit Plan, agenda item V(d), was not for consideration until the next meeting. The Committee had considered three final Internal Audit reports on the agreed audits of 2013-14 from the College's Internal Audit Service:

- Risk Management – risk register review to be a regular Audit Committee agenda item
- Follow UP on Previous Recommendations – reasonable progress demonstrated in implementing actions
- Quality Assurance Systems – some lesson observations graded below Outstanding

The Committee Chair highlighted that College management did not accept that observations graded below Outstanding should necessarily lead to development action. In response to a member's question, the Principal commented that it was not always possible to express what would make a lesson Outstanding. Lesson observations informed the grade given, but results carried more weight. The Committee Chair commented that the Committee and the College looked to get value from Internal Audit, but in relation to this particular audit, he felt the value was questionable. A member felt that there was value where reports drew comparisons with other colleges.

The Committee had asked the Finance Director to prepare a tender document for External Audit provision.

The Chair indicated that Committee's own Annual Report gives assurance to the Board that the College has adequate and effective Risk Management, Governance and Internal Control systems which the Board can rely on in its statutory duties. The Committee recommended all the above reports to the Board.

The Chair went on to outline and recommend to the Board:

- the Self-Assessment of Governance, which was based on the Ofsted Common Inspection framework for Further Education and Skills, covering four questions to Governors
- the results of Governors' assessment of Board and Committee meetings

A member felt that the Assessment of Meetings document could be sent out with the Members' declarations. Another member thought it might be timely to revisit Governors' expertise and determine what Governors might offer the College.

The Board considered the various aspects of the Committee's report and then **AGREED TO APPROVE**

- the final Internal Audit Service Reports for the year to July 2014
- the Annual Report of the Audit Committee for 2013-14
- the Self-Assessment of Governance 2013-14

The Committee's Minutes as amended were considered and **APPROVED AS A CORRECT RECORD**. A member advised a minor typing amendment to Section 9 of the minutes, which was duly noted.

8. ANY OTHER BUSINESS

None. The Board congratulated Student Governor, Joe Hamblin, on raising more than £500 for Medecins Sans Frontieres' campaign against Ebola.

9. DATE OF NEXT MEETING

Thursday 11 December 2014, at 7.30pm