



## Board Meeting

Monday 31<sup>st</sup> October 2016

### Minutes

**Present:**

**Independent Members:**

Cindy Berman  
Lynn Blades  
Ben Charles  
Fernando Garcia  
Delia Goldring  
Peter Green  
Clive Hazlehurst  
Fenton Higgins  
Milton McIntosh  
Helen Pettifor  
Ian Phillips (Chair)  
Hem Savla

1.	Governance
2.	Minutes
3.	Matters Arising
4.	Principal's Report
5.	Financial Report
6.	Reports from Committees
7.	Strategic/Training Items
8.	Examination Results
9.	Safeguarding Policy
10.	Risk Management
11.	AOB
12.	Dates of Next Meetings

**Parent Member:**

Marco Macchitella

**Staff Members:**

Amanda Forshaw  
Peter Murphy

**Principal:**

John Rubinstein

**Clerk to the Governors:**

Beth Yap

**In Attendance:**

Katie Feld (Observer)  
Carol Kirkland  
Ian Hooper  
Rebecca Sharp  
Peter Thompson

<b>Minute</b>	<b>Decision</b>
1.6	<i>To appoint Fenton Higgins as Chair of the Finance &amp; Operations Committee.</i>
1.7	<i>To appoint Milton McIntosh as Vice-Chair of the Audit Committee.</i>
1.8	<i>To appoint Delia Goldring as an Independent Member for a further term of four years.</i>
1.9	<i>To appoint Cindy Berman as an Independent Member for a further term of four years.</i>
1.10	<i>To appoint Peter Green as Chair of the Strategy Committee.</i>
1.11	<i>To appoint Marco Macchitella as a member of the Quality &amp; Standards Committee.</i>
5.1	<i>To approve the 2015-16 year-end accounts, subject to audit.</i>
6.1	<i>To approve the Terms of Reference and Annual Report of the Audit Committee.</i>
6.2	<i>To approve the Terms of Reference of the Finance &amp; Operations Committee.</i>
6.3	<i>To approve the Terms of Reference of the Search &amp; Governance Committee.</i>
7.1	<i>To enter into a formal partnership with the Archer Academy and delegate authority to the Principal and Chair of Governors to agree the details, including publicity.</i>
7.2	<i>To re-examine merits of progressing a bid for a free school in Enfield and to assess the scope and content of an outline business plan for the project.</i>

## **1. Governance**

### **1.1 Apologies for Absence**

Nella Pignatelli, Shaz Saraf, Akash Varia and Gloria Wells.

### **1.2 Register of Interest**

All governors were asked to complete a register of interest form and return it to the Clerk.

All governors to complete.

### **1.3 Declaration of Interest**

Fenton Higgins declared an interest in item 1.6.  
Milton McIntosh declared an interest in item 1.7.  
Delia Goldring declared an interest in item 1.8.  
Cindy Berman declared an interest in item 1.9.  
Peter Green declared an interest in item 1.10.  
Marco Macchitella declared an interest in item 1.11.

### **1.4 Governor Attendance 2015-16**

The Board was presented with the attendance figures for the previous academic year. The Clerk explained that the average attendance for the Board was 82% and the sector average 80%.

### **1.5 Governor Self-Assessment Results**

The Board was presented with the results of the 2015-16 governor self-assessment and reminded that these had been considered at the Search & Governance Committee.

The Board was invited to suggest areas of training to the Clerk that would help assist them in their role as a governor.

Governors to suggest areas of training.

### **1.6 Chair of Finance & Operations**

The Board agreed to appoint Fenton Higgins as Chair of the Finance & Operations Committee.

### **1.7 Vice-Chair of Audit Committee**

The Board agreed to appoint Milton McIntosh as Vice-Chair of the Audit Committee.

**1.8 Delia Goldring**

Following the recommendation of the Search & Governance Committee, the Board agreed to appoint Delia Goldring as an Independent Member for a further term of four years. The Board noted that this would be Delia's third term given her specialist expertise.

**1.9 Cindy Berman**

Following the recommendation of the Search & Governance Committee, the Board agreed to appoint Cindy Berman as an Independent Member for a further term of four years.

**1.10 Chair of Strategy Committee**

Following the recommendation of the Search & Governance Committee, the Board agreed to appoint Peter Green as Chair of the Strategy Committee.

**1.11 Marco Macchitella**

Following the recommendation of the Search & Governance Committee, the Board agreed to appoint Marco Macchitella as a member of the Quality & Standards Committee for a term of two years.

**2. Minutes of the Previous Meeting**

**2.1** The minutes of the meeting of 4<sup>th</sup> July 2016 were approved, with minor amendments, and signed by the Chair.

BY to upload to web

**2.2** As no minute was deemed to be confidential, these could be published on the website in their entirety.

**3. Matters Arising**

4.0 The Principal has circulated an electronic version of the student services structure.

4.0 The Principal met with a number of students to discuss the comments received in the student survey and further meetings are planned.

JR to meet again with students regarding survey outcomes.  
BY to add to F&O agenda.

7.0 The Finance & Operations Committee will be reviewing the College's position regarding VAT and corporation tax in the new year.

7.0 The College has given notice to Capita and is exploring a number of options, which include alternative providers and bringing payroll in-house.

10.0 Delia Goldring thanked the Board for the tribute to her late husband David.

**4. Principal's Report**

The Principal informed the Board that the area review process has almost concluded, and that he and the Chair would be attending the final meeting next week.

All governors were invited to the College's CareerReady event on 29<sup>th</sup> November 2016.

The governors questioned the issue of value-added and discussed how this could be improved. Peter Thompson explained that, overall, the students are successful in their results but value-added shows that students could do better in some areas. The Principal explained that the restructuring of the College into faculties should help to improve value-added and ensure greater accountability. In addition to this, the two heads of department with the highest value-added have now conducted training with staff.

BY to add to Q&S agenda.

The Board discussed the recent power outage that was caused by the College exceeding its maximum power limit. The College is awaiting the result of relevant surveys and is consulting with a mechanical engineer to discuss the options available. Governors asked why the power usage has increased to this point; the Principal explained that this could be due to the new maths building.

BY to add to F&O agenda.

## **5. Financial Reports**

### **5.1 Year End Accounts 2015-16**

The Chair reminded members that the Finance & Operations Committee had reviewed the year-end accounts in detail.

The Principal explained that the main variance in these accounts was due to the old all-weather pitch being depreciated over 50 years; given its replacement by the David Goldring Memorial Pitch, this was therefore written off within the accounts.

In response to a question from governors, Carol Kirkland confirmed that the new pitch is being depreciated over 10 years and that this is shown as a separate line on the management accounts.

Therefore, the Board agreed to approve the year-end accounts, subject to audit.

### **5.2 Management Accounts 2016-17**

As the College is only month two into the financial year, a verbal report was received.

The Principal explained that the budget for this year is very tight with a predicted surplus of £4k. Staff have been informed of the need for prudence this year.

## **6. Reports from Committees**

### **6.1 Audit Committee**

The minutes of the Audit Committee of 19th September 2016 were noted and the terms of reference approved. The Chair of Audit drew attention to the recent health and safety risk assessment conducted by OfficeTest. It was agreed that this would be conducted every 3 years. A fire safety assessment has also been commissioned and is due to take place this week.

The Board approved the annual report of the Audit Committee, noting the work that has been conducted by the Committee this year. The Chair of the Committee confirmed that an arrangement has now been made with Capita regarding pensions.

Governors discussed the modern slavery act and the need for the College to comply with this, particularly regarding external contracts. It was agreed to discuss this at the next meeting of the Audit Committee, in particular whether a statement or policy is required.

BY to add to next audit agenda.

## **6.2 Finance & Operations Committee**

The minutes of the Finance & Operations Committee of 26<sup>th</sup> September 2016 were noted and the terms of reference approved.

The Board noted that the Committee approved three financial objectives for the College:

- To hold a minimum of 90 days cash-in-hand.
- Payroll/total income percentage to not exceed 73%.
- Capex should not exceed 80% of EBTDA.

The Board questioned how these figures were arrived at and the Principal explained that the Committee considered previous years' figures and the sector averages.

The Committee have appointed Hutt and Co. to conduct a feasibility study with regards to fundraising. Hutt and Co. has worked with a number of schools and will be focusing on fundraising from parents, alumni and the community.

## **6.3 Search & Governance Committee**

The minutes of the Search & Governance Committee of the 10<sup>th</sup> October 2016 were noted and the terms of reference approved.

## **7. Strategic/Training Items**

### **7.1 New Partner School**

The Board was informed that the Archer Academy, a free school in East Finchley that opened in 2013, failed in a bid to open its own sixth form and is now considering a partnership with Woodhouse College, with a first intake of their students in September 2018.

The Board discussed the advantages of setting up a formal partnership with the Archer and agreed that the 100-120 students taken would allow for potential further growth of the College or serve as a solid foundation to annual recruitment. In addition to this, the partnership would ensure that there are smooth progression arrangements for students and allow greater CPD for staff, particularly around the upcoming changes to GCSEs.

The Board went on to discuss the potential risks, noting that taking such a large number of students from one school could impact the College. In

addition to this the governors agreed that there is a possibility that the Archer could reapply to open its own sixth form in the future.

The Board reviewed the heads of terms, which included:

- Progression to Woodhouse (having met the required criteria)
- Pre-admission events
- Staff links and CPD
- Leadership and Governance
- Data Sharing.

Governors questioned whether this would impact the diversity of the College. The Principal explained that as East Finchley is a diverse area and the Archer has a number of free-school-meal students, the makeup of the student body should not change dramatically.

Governors asked whether this partnership would follow a similar model to the one already in place with Friern Barnet. The Principal confirmed that the partnership would be the same in principle but the Archer seem a lot more proactive and ambitious and want to create deeper links with the College.

One governor questioned whether the College could grow by 100 students with its current infrastructure. The Principal confirmed that the College could grow by around 50 students but any more than this might require additional resources. The Governing Body was also reminded that, given the upcoming changes to the curriculum, the College is reluctant to grow very fast at present.

In response to a question from governors, the Principal confirmed that the ethos and cultures of the two institutions are aligned. Both the Archer and Woodhouse look to empower their students and provide as many additional opportunities as possible. The partnership could increase this further by providing students from the College with volunteering opportunities at the Archer.

Therefore, the Board agreed to enter in to a formal partnership with the Archer Academy and delegated authority to the Principal and Chair of Governors to take this further.

Finally, the Board discussed the risk that students from other schools might feel less likely to apply to the College as a result of this partnership and that the College should consider ways to address this risk.

JR/IP to handle publicity. Contact other schools.

## **7.2 Confidential Item**

Confidential item.

## **8. Examination Results**

This was deferred to the next Board meeting.

**9. Safeguarding Policy**

This was deferred to the next Board meeting.

**10. Risk Management**

The Board noted the risk management plan, paying particular attention to the risks for which it had responsibility.

It also noted the addition of a new risk following the recent College-wide electrical outage. Governors pressed the College on what actions it was taking to identify the cause and future avoidance. The issue will be further discussed at the Finance & Operations Committee meeting.

The Board noted that the College exceeded its target of 1360 students by 23 and thanked SLT for its hard work on the admissions process. The Board also congratulated the College on the new reception, which has improved safeguarding on site. Governors thanked the staff and premises working party for the hard work which made this happen.

**11. AOB**

None.

**12. Dates of Next Meetings**

12 <sup>th</sup> December 2016	BOARD
9 <sup>th</sup> January 2017	Annual Strategy & Training Event
20 <sup>th</sup> March 2017	BOARD
10 <sup>th</sup> July 2017	BOARD

The meeting concluded at 9:17pm