



Board Meeting

Monday 4th July 2016

Minutes

Present:

Independent Members:

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

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Parent Member:

Sian Harris

Staff Members:

Amanda Forshaw
Peter Murphy

Student Members:

Emina Pignatelli
Akash Varia

Principal:

John Rubinstein

Clerk to the Governors:

Beth Yap

In Attendance:

Carol Kirkland
Ian Hooper
Rebecca Sharp
Peter Thompson

Minute	Decision
1.3	<i>To appoint Peter Green and Fenton Higgins to the roles of Vice Chair for a term of four years.</i>
1.3	<i>To move Peter Green to the Finance & Operations Committee, once a suitable replacement has been found for the Audit Committee.</i>
1.6	<i>To appoint Amanda Forshaw as a member of the Quality & Standards Committee for a full term of four years.</i>
1.7	<i>To appoint Heidi Dixon as a co-opted member of the Audit Committee for a term of four years.</i>
1.8	<i>To approve the amendments to the Governance Protocol.</i>
5.1	<i>To approve the Management Accounts for the first ten months of the academic year.</i>
5.2	<i>To approve the budget for 2016-17.</i>
5.3	<i>To approve the College's three-year financial plan.</i>
7.0	<i>To approve the 2015-16 Internal Audit Report.</i>
8.0	<i>To approve the 2016-19 Strategic Plan, with a number of minor amendments.</i>
9.2	<i>To approve the Risk Management Plan, with one addition, and Policy for 2016-17.</i>

All governors were issued with a governance folder.

1. Governance

1.1 Apologies for Absence

Delia Goldring, Shaz Saraf and Gloria Wells.

1.2 Declaration of Interest

Peter Green declared an interest in item 1.3.

Fenton Higgins declared an interest in item 1.3.

Amanda Forshaw declared an interest in item 1.6.

1.3 Election of Vice Chair

The Chair informed the Governing Body that Peter Green and Fenton Higgins have self-nominated for the position of Vice Chair and the Search & Governance Committee have recommended that the Board appoint two vice chairs until July 2018, when the current Chair's term of office comes to an end. Therefore the Governing Body agreed to appoint Peter Green and Fenton Higgins to the roles of Vice Chair for a term of two years.

The Governing Body also agreed that Peter Green should move to the Finance & Operations Committee once a suitable replacement is found for the Audit Committee.

1.4 Governor Self-Assessment

The Clerk requested that all governors complete the latest governor self-assessment and return it to her at the end of the meeting.

1.5 Governor Expenses Policy

The Clerk informed the Board that the Internal Auditors recommended that the College draft a policy for the expenses of governors. However the Clerk explained that this information is set out in the Financial Procedures. Therefore the Board reviewed the guidance on governors' expenses and agreed that a separate policy was not needed. The

Governing Body suggested one minor amendment to the wording of the Financial Procedures.

1.6 Amanda Forshaw

Following the recommendation of the Search & Governance Committee, the Board agreed to appoint Amanda Forshaw as a member of the Quality & Standards Committee for a term of four years.

1.7 Heidi Dixon

Since the resignation of Mary McHugh, the Audit Committee has expressed concern that there is no staff input at its meetings. Therefore, following the recommendation of the Search & Governance Committee the Board agreed to co-opt Heidi Dixon, MIS Manager, as a member of the Audit Committee for a full term of four years.

1.8 Governance Protocol

Following the recommendation of the Search & Governance Committee, the Board approved a number of updates to the Governance Protocol.

2. Minutes of the Previous Meetings

2.1 The minutes of the meeting of 21st March 2016 were approved and signed as a true and accurate record. As item 5.0 was deemed to be confidential, this would be removed prior to the minutes being published on the College website.

BY to upload to web

2.2 The minutes of the meeting of 25th April 2016 were approved and signed as a true and accurate record. The Board agreed that these minutes should remain confidential and would not be published on the College website.

3. Matters Arising

From the minutes of 21st March 2016.

3.11.0 Carol Kirkland informed the Board that she has received photos from all governors for ID badges.

From the minutes of 25th April 2016

2.0 The College has informed Haringey Sixth Form Centre that it would not be entering into a formal structural agreement with it.

3.0 The Board were pleased to note that work has now begun on the new reception area.

4. Principal's Report

The Chair invited the Board to question the Principal on any aspect of his report. Noting the recent developments with the Finches, governors questioned what the risks are should the College not receive signed paperwork from LBB. The Principal explained that if this were the case, the College would revert back to the 99-year lease, established in 1993. But this would mean that the College could invoice LBB for the past seven years.

Governors asked whether the target of recruiting 712 students was realistic this year. The Principal explained that this is a complex process but the College has made 1093 offers for new first-year students and is hoping to exceed the target.

The Board questioned the concerns around value added as a result of poor student progress. The Principal explained the plan to change to a 5-block timetable in 2017 would increase contact time with students.

Governors questioned whether the CareerReady Board is linking with a variety of sectors. Peter Green confirmed that the CareerReady Board is aware of the need to expand the scheme outside of the business sector.

Noting that around 11,700 exam papers have been taken at the College this year, the Board questioned how many of these were retakes. The Principal explained that around 1,800 of these are retakes.

Under admissions, the Board noted that the College is holding an introductory afternoon to which 902 potential students have accepted an invitation.

The Board requested an electronic version of the student services structure.

JR to circulate electronic version.

Under the report from the Student Governors, SLT noted some feedback from students regarding the quality of lesson planning. One of the Student Governors added that some students feel the structure of lessons is inadequate as they are not aware of the expectations around individual learning. The Principal highlighted that this issue has been discussed at the Quality & Standards Committee and the College is aiming to improve its induction, stressing the importance of independent learning. However, it was agreed that SLT would meet with the Student Governors to discuss these comments further. Amanda Forshaw explained that the new structure should address these issues, as currently some students are unsure of where to go to make a complaint.

JR to meet with student governors.

Governors questioned whether students would feel intimidated to go to the teacher directly if they have an issue. The students agreed that many of them do not feel comfortable talking to the teacher directly having come from a school environment.

Governors asked what the next steps would be if the College identified trends in poor teaching or lessons. Peter Thompson explained that the College has an open door policy and welcomes complaints. However, if there were serious concerns around teaching then a capability process would be triggered.

In response to a question from governors, John explained that the number of complaints has not changed over the past few years.

5. Financial Reports

5.1 Management Accounts 2015-16

The Chair reminded members that the Finance & Operations Committee had reviewed the accounts for the first ten months of the year in detail.

John informed the Board that the College is predicting an end of year

surplus of £132k and this is not likely to change by the end of the year. The Governing Body were informed that this is £42k less than indicated at the March Board. However, much of this is due to a provision of £40k made for a fundraising consultant to increase income generation.

Therefore, the Board agreed to approve the Management Accounts for the first ten months of the financial year.

5.2 Revenue & Capital Budget

John Rubinstein presented the Board with the proposed budget for the next academic year explaining that it will likely be a difficult time for the College.

The Board were informed that income is set to increase by 2% due to a small increase to student numbers, but operating costs are due to rise due to a large increase in employers' contributions; for example a rise of 25% in National Insurance contributions.

The Governing Body noted that the College is projecting an operating surplus of £4k and the College would retain its outstanding financial status.

Governors questioned how the College could be financially outstanding with a bottom-line deficit. Carol explained that this is due to the large amount of reserves but reminded that if these are eroded then the financial status would likely move to good.

Therefore the Governing Body agreed the budget for 2016-17.

5.3 Three-Year Financial Plan

John Rubinstein presented the Board with an overview of the three-year financial plan, explaining that this is an EFA generated report which the College is required to complete annually.

John explained that this report is populated from the 2015-16 management accounts, the 2016-17 budget and a number of assumptions for 2017-18, including student numbers of 1360 in 2016 and 1410 in 2017.

In response to a question from governors, John explained that there would be little impact if the College's financial health were to move from outstanding to good. However, if the College were to move down to satisfactory, this could trigger an Ofsted inspection.

The Board approved the three-year financial plan, noting that it confirms that the College should maintain outstanding financial health up until 2018.

6. Reports from Committees

6.1 Audit Committee

The minutes of the Audit Committee of 16th May 2016 were noted.

6.2 Strategy Committee

The minutes of the Strategy Committee of 23rd May 2016 were noted. The Chair of Governors informed the Board that all of London would undertake their area reviews at the same time, meaning that the completion of Woodhouse's review has been delayed until autumn 2016.

An FE college has approached Woodhouse to discuss outsourcing its A Level provision and meetings are taking place to discuss this further.

The Governing Body noted the proposal to increase class sizes to 21. Governors questioned whether there is an optimum class size and whether this varies depending on the subject. John explained that a large amount of external research has been done on this subject and no correlation has been found between performance and class size.

Noting the idea of Woodhouse 2, governors questioned how the College could be sure that another institution would attract the same type of student and generate the same culture. John explained that the College is right at the beginning of this project and there is no certainty that it would go ahead. The Chair of Governors agreed that these are vital questions and if there was any uncertainty in these areas, then the Governing Body would have to seriously reconsider the advisability of moving forward with the idea.

6.3 Search & Governance Committee

The minutes of the Search & Governance Committee 13th June 2016 were noted.

6.4 Remuneration Committee

The Board were informed that a meeting of the Remuneration Committee took place on 13th June 2016.

6.5 Quality & Standards Committee.

The minutes of the Quality & Standards Committee of 20th June 2016 were noted.

Governors questioned why some students are struggling to adapt to a College environment and what the College is doing about this. John explained that this is due to changes in the way schools work with the students prior to them joining the College. There are plans to tailor the induction for students to assist with this issue.

Noting that 'teaching has been good' had decreased from 93.6% to 89.2% in the student survey, the governors questioned whether this was a significant change. John explained that given the number of students this should be explored further.

6.6 Finance & Operations Committee

The minutes of the Finance & Operations Committee of the 27th June 2016 had not been circulated in advance but the Board had dealt with

the key issues addressed in this meeting such as the budget, three-year financial plan and developments with the Finches.

7. Internal Audit Report 2015-16

The Chair of the Audit Committee explained that one of the recommendations from the internal auditor was for the College to consider its position regarding corporation tax and VAT, given the increase in lettings. This has been delegated to the Finance & Operations Committee.

Payroll, pensions compliance and auto-enrolment were areas of serious concern within the internal audit as there were 16 recommendations, all of which were high or medium risk.

The Board expressed serious concern regarding the recommendations and responses from Capita, who is the College's payroll and pensions provider, and questioned whether the College is liable for these errors. The Chair of Audit confirmed that the College has a duty as an employer to rectify any incorrect figures that are presented to staff. The Audit Committee has recommended that the College write to the client-side of Capita to progress this further.

8. Strategic/Training Item: Strategic Plan

John Rubinstein presented the Board with the three-year strategic plan.

John explained that, in retrospect, it was not a good decision to reduce student contact time by increasing to a 6-block timetable in 2011. In addition to this, the College also made the decision not to increase its student numbers last year, which has made this year's budget extremely tight.

The Board approved the key targets for student enrolment, A Level high grades, attendance, value-added, overall effectiveness and financial status, agreeing that these are challenging.

Governors questioned the target for progression to Russell Group Universities and it was agreed that that an alternative target be examined for next year.

In addition to this the College also has a number of strategic aims:

- Introduce a new 5-block linear curriculum model and enhance opportunities for personal development.
- Improve quality of student progress and academic outcomes.
- Improve student support structures.
- Achieve more stable financial viability with annual surpluses of 3-5%.
- Intensify development of partnerships with other schools and colleges.
- Build leadership capacity and plan for succession and renewal.
- Consider expansion possibilities beyond existing campus.

Governors questioned whether the strategic plan would be reviewed in light of the uncertainty following Brexit and a potential emergency budget. John explained that the College has been in this position before, planning for potential cuts in funding, and remains in a better position than most institutions.

Following a number of small amendments, the Board agreed to approve the three-year strategic plan.

9. Risk Management

9.1 Risk Management Plan 2015-16

The Board reviewed the risks for which it had responsibility and was satisfied with the explanations given by the Principal. In particular, the Governing Body noted that the Audit Committee are now regularly reviewing IT services within the College.

9.2 Risk Management Plan 2016-17 and Policy

The Board reviewed and approved the risk management plan and policy for the next academic year, noting a new risk around the certainty of the Sixth Form College sector and an adverse outcome as part of the area review process. The Board requested that a risk on the pension fund is added back in to the plan.

JR to add risk on pension fund.

10. AOB

The Board were informed of the sudden death of David Goldring, who was the Chairman of the Old Woodhouseians for over 25 years and husband of governor Delia Goldring. After some discussion, the Board agreed to recognise David's service by renaming the new 3G pitch after him.

The Chair informed the Board that the annual governors' dinner would be taking place on 22nd August 2016 and menus would be sent out shortly. This event will also signify the departure of Peter Hammond who has served the College since 2002. Noting that this was Peter's last meeting the Board thanked him for his service and wished him all the best for the future.

Finally, the Board wished the students luck in their upcoming exam results.

11. Dates of Next Meetings

The Governing Body received the dates for the next academic year, noting that these had been checked against major religious holidays.

The meeting concluded at 8:44pm