



Board Meeting

Via Microsoft Teams

Monday 6th July 2020

Minutes

Present:

Independent Members:

Del Cooke
Delia Goldring
Peter Green (Chair)
Lucy Harrison
Angela Hille
Matthew Konneh
Marco Macchitella
Adrian Marrocco
James Marshall
Milton McIntosh
Helen Pettifor
Zubair Shaikh

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2.	Minutes
3.	Matters Arising
4.	Strategic Plan 2020-23
5.	Re-opening the College
6.	Confidential Item
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8.	Finance Report
9.	Reports from Committees
10.	Risk Management
11.	AOB
12.	Dates of Next Meetings

Parent Member:

Indira Warwick

Staff Members:

Aisha Adesanya
Jo Large

Student Governors:

Yasmin Jedidi
Olivia Opara

Principal:

John Rubinstein

Clerk to the Governors:

Beth Yap

In Attendance:

Ian Hooper
Lubna Hussain
Carol Kirkland
Claire Mugridge
Peter Thompson

Minute	Decision /Action	D/A
1.3	All governors to complete the 2019-20 self-assessment.	A
1.4	To appoint Helen Pettifor as an Independent Governor for a further term of 2 years. (Helen to continue as Vice Chair of Governors until the College's academisation on 1 st January 2021.)	D

1.5	To appoint Delia Goldring as an Independent Governor for a further term of 4 years, subject to academisation.	D
4.	Student governors to send marketing ideas to Aisha Adesanya that are not related to STEM subjects.	A
4.	To approve the 2020-23 Strategic Plan.	D
8.1	To approve the management accounts for the first nine months of the 2019-20 financial year.	D
8.2	To agree that the College would contribute £84k towards the CIF bids for the new boiler and fire safety equipment.	D
8.2	To approve the 2020-21 budget.	D
10.	To approve the 2020-21 risk management plan.	D
11.	To appoint James Marshall as Equality, Diversity and Inclusion governor.	D

1. Governance

1.1 Apologies for Absence

Lynn Blades and Funmi Esuola. Pamela Chowdhury remains on maternity leave.

1.2 Declaration of Interest

Helen Pettifor declared an interest in item 1.4.
Delia Goldring declared an interest in item 1.5.

1.3 Governor Self-Assessment

All governors were reminded to complete the 2019-20 self-assessment.

Action

1.4 Helen Pettifor

Following the recommendation of the Search & Governance Committee, the Board agreed to appoint Helen Pettifor as an Independent Governor for a further term of 2 years. The Board noted that Helen would continue to be Vice Chair of Governors until the College's academisation on 1st January 2021.

Decision

1.5 Delia Goldring

Following the recommendation of the Search & Governance Committee, the Board agreed to appoint Delia Goldring as an Independent Governor for a further term of 4 years, subject to academisation.

Decision

2. Minutes of the Previous Meeting

2.1 The minutes of the meeting of 23rd March 2020 were approved and would be signed by the Chair. As section 8 was deemed to be confidential, this would be removed prior to being uploaded to the College website.

2.2 The minutes of the meeting of 27th April 2020 were approved and would be signed by the Chair. As these minutes were deemed to be confidential, they would not be uploaded to the College website.

3. Matters Arising

- 6.4 Aisha Adesanya to contact alumni to understand what additional support would have helped them during their time at the College.
7. Carol Kirkland confirmed that the student toilet issues have now been resolved.
9. The Chair confirmed that no governors had contacted him with any concerns around the new governance structure post-academisation.

4. **Strategic Plan 2020-23**

Ian Hooper presented the College's strategic plan for 2020-23.

The Board was reminded that the mission of Woodhouse College is to be an inspirational and nurturing community that is committed to excellence and equips high achieving, ambitious students with the skills to thrive on their preferred university course and in the wider world of work.

The Board also noted that the College's long-term goals are to:

- Maintain and enhance the quality of provision.
- Continue to attract and retain good staff and students.
- Maintain and extend a strong reputation.
- Secure long-term financial sustainability.

Ian then reminded the Board of the key changes that are due to take place during the next academic year such as a funding increase and academisation, which would result in a move to the school sector and a change in governance.

The Board noted that recovery from Covid-19 is also a priority, with both the College and its students adapting to the 'new normal'. Ian reminded the Board that students have had significantly reduced education and social development with peers over the past few months.

Ian then presented the proposed College targets. The Board noted that the College does not plan to grow any further and the target of 1460 will likely be in line with the current student number (1473) on census day.

Ian informed the Board that, in previous years, retention was calculated in-year (from October to July). However, since the move to linear A Levels this is now measured across the full two-year period at the College, which accounts for the apparent drop in retention.

A Level high grades are an unknown for 2019-20, due to the way grades will be assessed. However, Ian explained that the College aims to return to 70% high grades in 2020-21.

The target for student attendance continues to be 95%, which is high for the sector. The College usually achieves attendance of 94.5% due to a few persistent absentees who pull down the average.

'Progression to Russell Group Universities' continues to be a target, as this is something that is of interest to parents and students. However, the target may in future switch to the Sutton Trust 30, which is a larger grouping encompassing the Russell Group.

Ian explained that both ALPS and value-added are not valid for this year, with the L3 VA not even published. The target for 2020-21 is to have an overall positive value-added (0.10) and an ALPS score of 3.

Ian reminded the Board that the College was expecting to receive an Ofsted inspection in the next year, but this is now less likely due to Covid-19.

Finally, the Board noted the College's objectives:

- Compensate for closure in 2020
- Improve academic standards
- Improve pastoral support systems
- Maths school and academisation
- Financial viability beyond 2020
- Attract and retain good staff
- Extend reputation.

The Board were then invited to ask questions on the 2020-23 strategic plan.

In response to a question from governors, John Rubinstein confirmed that the improvement of maths continues to be a priority for the College but explained that this is picked up in the quality improvement plan rather than explicitly in the strategic plan.

In response to a concern from governors, Ian confirmed that the College is aware of the government's prioritised funding for STEM subjects. Ian explained that the College offers a wide range of subjects but cannot influence students' decisions about which subjects to take. After receiving the view from one of the student governors that Woodhouse is known primarily as an institution to study science and maths, it was requested that she suggest alternative marketing ideas to Aisha Adesanya.

Action

In response to a final question from governors, Ian confirmed that the College continues to focus on improving students' employability skills and meeting Gatsby Benchmarks. The College plans to use alumni, Career Ready programme and external organisations to support this further.

Ian went on to explain that, as a result of Covid-19, formal work experience was not able to take place this year. However, the College contacted a large number of parents with the idea of having a telephone interview with students to discuss their own career. Around 150 parents agreed to take part. **In response to a question from the Chair,** governors from other educational institutions confirmed that they encourage students to seek their own work experience.

The Board approved the 2020-23 Strategic Plan.

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5. Re-opening the College

John Rubinstein presented the Board with the plans for the College's reopening in September 2020, following the guidelines received from the government last week. John reminded the Board that many staff and students are nervous about

coming back into College.

The Board noted that there will be no 'usual' results day; results will be emailed to the students, as normal, but no one will be expected at college in person. Following this, there will be online appointments available for students to discuss their career options with an advisor. John also informed the Board that the College is preparing to receive Subject Access and Freedom of Information requests following the results.

John reminded the Board of the success of last year's induction, which focused on socialising and getting students used to the College. John explained that this year's induction will be very different with only half of it taking place on site.

The Board noted the government guidelines around prevention and response to any infection. John explained that the College must minimise contact between individuals and maintain social distancing while delivering a full programme of study. This is being referred to in schools as 'bubbles' and the College is now creating a 'bubble timetable'.

John explained that the bubble timetable sees short frequent lessons replaced with longer lessons which last the whole morning or afternoon but include a short break. Students will only be in College when they have a lesson, meaning that there will be no directed study or free periods between classes. The College would also expect staff to work offsite when not in lesson. In addition to this, the College is also introducing staggered start times (coordinating with other local schools) and will hold tutorials via Microsoft Teams.

The guidance also states that learners must be seated side-by-side and facing forwards, so classrooms are being rearranged and staff are being asked to remain at the front.

John explained that the guidance also states that students should be encouraged to walk or cycle into College but reminded the Board that this is not realistic for Woodhouse given the large area that students are taken from.

The Board noted that the College currently has a risk assessment in place and this is being updated for September.

Noting that lunchtime arrangements will be made for the small number of students that are in College all day, **governors questioned** whether the College would make any financial saving on catering. John explained that the canteen will remain open with a limited provision of pre-packaged food. However, the contract states that if Caterlink make less income than expected, the College would then subsidise it. Therefore, it is unlikely that the College would make a saving on catering

In response to a question from governors, John confirmed that extra-curricular activities can take place as long as these are conducted online.

The College assumes that these measures will be temporary, and the Board agreed that the best should be made of this situation in preparing young people for the future.

The Board questioned how the College will be dealing with the GCSE results day. John explained that usually hundreds of potential students come onto site to discuss their offer. However, this will not be the case this year. Students will be encouraged to email their results, which will be processed by the admissions team.

The Board thanked the Senior Leadership Team for all its hard work during the pandemic.

6. Confidential Item
Confidential minute.

7. Principal's Report

John Rubinstein informed the Board that the College had its first staff meeting today, with 60 members of staff coming into College and a further 40 joining via Microsoft Teams. The Board agreed that this has been a difficult year with staff having to adapt quickly and get used to online teaching.

John explained that a survey was issued to students to allow the College to analyse its practices during the lockdown, in case this should happen again in the near future. Overall students were very positive about the work that took place during the lockdown and staff have agreed that some initiatives will remain in place even after the return to College.

John outlined the process for the assessed grades this year and reminded the Board that the College is constrained to the pattern of results from the past 3 years and cannot show any improvement. This means that not all students will get the grade that they deserve.

There are some concerns that the current year 12s (next year's year 13s) will not have time to cover the entire curriculum and Ofqual have confirmed that there are no plans to reduce the curriculum for the next year or delay the exams. John confirmed that departments within the College are not behind in terms of teaching but until students are assessed in September, there is no way of knowing how much a student has digested and learnt.

In response to a question from governors, John explained that the government is planning to offer funding to bridge the gaps in learning, but this is not available to sixth form colleges. Therefore, the College will have to assess students in September and adapt once the size and nature of the problem is known. The College could possibly call on Imperial College students for assistance in maths and science.

Ian Hooper updated his report, explaining that recruitment this term has taken place via Microsoft Teams and that members of staff have been recruited successfully without visiting or meeting anyone face-to-face.

In addition to his report, Peter Thompson explained that there will be an additional exams week in the autumn term and that the mocks week will be

pushed back from January to February in 2021.

In response to a concern from a student governor, Peter explained that students will need to be assessed on their return to College. However, each department has been given flexibility in how and when it chooses to do this. Therefore, students would have been informed if they are going to be assessed in a particular subject in their first week back at College. Peter confirmed that these are not mock exams but are an indication of what areas need to be covered by teachers.

In addition to her report, Lubna Hussain informed the Board that Delia Goldring, in her role as Safeguarding Governor, has completed a review of the Single Central Record but has not been able to conduct a full safeguarding visit due to Covid-19. The Board was informed that this visit will take place once the College has reopened.

In response to a question from governors, Lubna confirmed that the wellbeing of staff has been a priority for the College this term. Lubna explained that the pastoral team has been encouraged to work from College where possible. Weekly meetings and regular one-to-ones have taken place to ensure that staff are well supported.

8. Financial Reports

8.1 Management Accounts 2019-20

Claire Mugridge presented the management accounts for the first nine months of the 2019-20 financial year. Claire reminded the Board that this was always going to be a difficult year financially and the outbreak of Covid-19 has made it much less favourable. The EBITDA has reduced from £200k in the original budget to £100k. As some factors are still unknown, it is likely that additional savings can be made. However, the loss of income from lettings (£100k) has been a big setback.

The Chair assured staff that the Board is aware the College is doing all it can to manage its finances at this difficult time and acknowledged that many of the factors are out of the College's control.

Claire then drew attention to the capital budget and the projects taking place this year, including the replacement of the CCTV and hall floor.

The Board approved the management accounts for the first nine months of the 2019-20 financial year.

8.2 Budget

Claire Mugridge presented the 2020-21 budget explaining that this shows an EBITDA of £363k and an operating deficit of £73k. Claire explained that, based on this budget, the College is expecting to retain its 'outstanding' financial status. Claire also informed the Board that the budget is based on a number of assumptions, which include the increased funding rate, the receipt of the Teachers' Pension Grant and £200k of income from lettings. The budget does not take into account

Decision

any funding implications of academisation such as VAT rebate.

Claire then drew attention to the capital budget and reminded the Board that the College submitted two CIF bids at the end of 2019. The Board was pleased to note that both the bid for the new boilers and improved fire safety equipment had been successful. Therefore, the Board agreed that the College would contribute £84k towards this work, with the CIF financing the rest of the projects, as outlined in the proposed bids.

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Claire also informed the Board of the College's plans to create the Student House. This refurbishment of the Caretaker's Cottage would create a central location for student services. This project is in the early stages and the £300k is an estimated cost. It is anticipated that the project would commence in 2020-21 and complete in 2021-22.

Claire explained that it is unlikely that any of the medium priority projects would be completed next year, as the College could not execute these projects and meet all of its financial KPIs.

The Board noted that the College is in talks with Tottenham Hotspur Football Club with a view to commencing lettings during the summer on a trial basis.

In response to a question from governors, Claire confirmed that the College has taken advantage of the site being closed with a number of capital projects being completed, including the replacement of the CCTV systems.

The Board approved the 2020-21 budget and noted that, despite an increase of £900k in funding, the College has only been able to purchase 15% of the luxuries on its wish list.

Decision

9. Reports from Committees

9.1 Audit Committee

The minutes of the Audit Committee of 18th May 2020 were noted. Zubair Shaikh reminded the Board that safeguarding was the only area covered as part of the internal audit. The Board noted the recommendations as a result of the audit.

Zubair went on to inform the Board that, due to a change in legislation, Colleges can no longer use the same firm to conduct both internal and external audits. The Committee had discussed various options with Buzzacott and will go out to tender for an internal auditor next year. It was requested that the new auditor pay particular attention to the assurance and mitigations given by the College during the Covid-19 pandemic.

9.2 Search & Governance Committee

The minutes of the Search & Governance Committee of 1st June 2020 were reviewed. The Chair explained that in a question raised by the Committee, there is nothing in the Terms of Reference that prevents a

member of the Audit Committee also becoming a member of the Finance & Operations Committee. The Chair agreed that this is not best practice, but Imperial College have limited resources available to sit on the Board and would nominate the same Imperial finance team member to be a Trustee and member of both Audit and Finance & Operations sub-committees. Governors accepted this proposal.

9.3 Remuneration Committee

The Board was informed that the Remuneration Committee met on 1st June 2020 and another meeting is scheduled in November 2020 to finalise the salaries of the Senior Post Holders.

9.4 Finance & Operations Committee

The minutes of the Finance & Operations Committee of 15th June 2020 were noted. Adrian Marrocco explained that the budget was discussed at length and reminded the Board that this does not include the expected reduction of VAT post-academisation. Adrian also reminded the Board that, once pensions and depreciation are factored into the budget, the College continues to eat into its reserves. Therefore, a reserves policy and long-term financial plan are to be discussed.

9.5 Quality & Standards Committee

The minutes of the Quality & Standards Committee of 22nd June 2020 were noted. Marco Macchitella explained that the Committee discussed in detail the process around assessment grades this year, noting that this was a rigorous process with various levels of quality control.

10. Risk Management Plan

John Rubinstein presented the risk management plan for 2019-20, drawing particular attention to the risks for which the Board has responsibility. Student enrolment is a concern, as some students may choose to stay at their school as their education has already had so much disruption. In addition to this, some students may not want to travel by public transport as a result of Covid-19 but also due to the fact that free travel for students has been removed. However, John informed the Board that the engagement from potential students is in line with previous years.

Under safeguarding, John informed the Board that the safeguarding team has done a great job in reaching out to students and has received positive feedback.

The Board noted that the College has undertaken a large amount of online recruitment this term and ensured that it has stuck to safer recruitment practices.

Governors discussed the Covid-19 risk management plan but the majority of this had already been covered under item 5.

Finally, John drew attention to the 2020-21 risk management plan, explaining that many risks are carried over from this year along with the risks that Covid-19 has created, such as students being out of education for a long period of time. After considering this, the Board approved the 2020-21 risk management plan.

Decision

11. AOB

The Chair informed the Board that, in response to the recent Black Lives Matter movement, the College is looking to improve Equality, Diversity and Inclusion (EDI). Therefore, Lubna Hussain will be focusing on this in her role as Assistant Principal of Student Services, which will include the creation of a student-facing equality committee.

In addition to this, the Board agreed to appoint James Marshall as EDI governor. EDI will be discussed in detail at the Finance & Operations Committee under personnel, but James confirmed that he will be liaising with various committees and members of staff to ensure that this is captured from all areas. The Chair explained that there is no requirement to have an EDI governor, but many colleges are now choosing to appoint one.

In response to a question from governors, Lubna confirmed that Black History month will be the first main focus in this project with the aim being to open up conversations with students.

The Chair recommended the SFCA Board Effectiveness webinar to the Board as a reminder of what is required for the role of governor, including challenge and scrutiny. The Chair also informed the Board that the College has improved its induction process for governors and that he will be having one-to-one reviews with governors every 2 years.

Finally, the Board noted that this was the last meeting of Milton McIntosh, Indira Warwick and Carol Kirkland and wished them all the best for the future.

12. Dates of Next Meetings

The Board was presented with the meeting dates for the next academic year and informed that calendar invites would be sent by the Clerk.

The meeting concluded at 8:45pm