

## The Henley College Board

<b>MINUTES of the Meeting of the Board held on Thursday 14 March 2019 at 18.00 in Deanfield meeting room</b>			
<b>BOARD PRESENT:</b> <b>Trevor Watkins</b> Satwant Deol Stephen Forward Ruth Hubbard Mohammed Khaliel David Welch Jeni Wood	<b>Independent /Chair</b> Principal Independent Parent governor Independent / Vice Chair Independent Independent	<b>STAFF:</b> Robyn Vitty                      Support Staff  <b>CLERK:</b> Jacky Gearey  <b>SLT BY INVITATION:</b> Julian Brinsford                      Head of Faculty & Quality Manager Kathryn Caulfield                      Head of Student Services (HSS) Ashok Patel                              Director of Finance (DoF)  Brian Fennelly                          Prospective Governor	
Agenda Item	Minutes	Action by	
5.1	<b>Opening of Meeting and Welcome</b> The Chair opened the meeting at 18.06 and welcomed Brian Fennelly the prospective new governor.		
5.2	<b>Apologies for Absence</b> Apologies had been received from: <ol style="list-style-type: none"> <li>1. Catharine Darnton – school commitments</li> <li>2. Gavin Brooks – university commitments</li> <li>3. Martin Unsworth - personal</li> <li>4. Grace Noble – sick</li> <li>5. Natalia Demarchuk - unavailable</li> </ol>		
5.3	<b>Declaration of Interests</b> There were no declarations.		
5.4	<b>Minutes of Previous Meeting</b> (i) Board meeting of 31 January 2019  <b>Resolved: the Board agreed that the minutes were an accurate record of the meeting of 31 January 2019 the minutes were signed by the Chair.</b>		
5.5	<b>Matters Arising from the Minutes</b>  There were no matters arising.		
5.6	<b>Notification and ratification of:</b> The Chair had the following notifications following the recent Governance & Search committee meeting: <ol style="list-style-type: none"> <li>(i) Recommendation for Appointment to the Corporation of Brian Fennelly - the Board unanimously approved and Brian Fennelly was duly elected as a Board member.</li> <li>(ii) Additional notifications:                             <ul style="list-style-type: none"> <li>- Mohammed Khaliel was the new SEN specialist governor</li> <li>- Brian Fennelly to go onto the Audit and Governance &amp; Search committees</li> <li>- David Welch to be Brian Fennelly's mentor</li> </ul> </li> </ol>		
5.7	<b>Principal's Report</b> The Principal's report covered the following: <b>Applications Update</b> – applications clinics now introduced and acceptances to date were 618, an increase from this time last year and 582 away from target. <b>Marketing Update</b> - information event took place 5 March with 556 pre-registered students		

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	<p><b>Curriculum and Quality Assurance</b> – this covered the targets which had been discussed at length at the QS meeting the previous week and included:</p> <ul style="list-style-type: none"> <li>• Pass 93% (+0.7%)</li> <li>• ALPs target grade = 4</li> <li>• Attendance 90% - emphasis was placed on the fact that attendance should be at least 90% but the true figure was more likely to be around 88-89% as authorised absences are still absences.</li> </ul> <p>The Principal also spoke about the fortnightly curriculum and quality, continuous professional development and the English and Maths meetings that had each been set up to also address some of the above. Attention was also centred now on Promonitor (predicted achievement, progress against target, work experience and most importantly assessment completion), Prometrix (attendance, retention, learners leaving before 42 days, learners leaving after 42 days) and Proachieve.</p> <p>The key priorities for March and April were:</p> <ul style="list-style-type: none"> <li>• Head of Quality is chairing a fortnightly Ofsted Readiness meeting with managers from across the college</li> <li>• The College QIP has been written and includes 5 themes covered off by individual SLT members</li> <li>• Performance review meetings are taking place in March and will include apprenticeship provision</li> <li>• New approach to how staff development is delivered to be trialled, Jen Jackson chairs a fortnightly meeting solely focussed on how we support and develop staff</li> <li>• Development of Promonitor system to enable staff to access live data about learners' performance.</li> <li>• Fortnightly HoQ and the HoFs will attend a Curriculum and Quality operational meeting to discuss priorities and jobs that need doing over a four/six week period</li> <li>• Fortnightly English and Maths steering group will start this week</li> </ul> <p><b>Retention Data</b> – 89% (+2.0%) – this figure was based against a 2 year course and the census date (42 days after the start of the courses)</p> <p><b>Organisational Change</b> – announced 2 weeks ago with the staff subdued but accepting of the situation that has necessitated this – staff have commented that the communication and timelines are clear. It was commented that the parents should have been advised at the same time as information about this organisational change has been fed home by the students. The Board asked if the parents had commented on the restructure but as yet timetabling has not been confirmed.</p> <p><b>MIS</b> – still being upgraded as the system's patching had not been done due to costs</p> <p>The Chair then mentioned that the Further Education Commissioner's (FEC) team were at the College leaving on the 15<sup>th</sup> March after debriefing the Chair, Principal and Clerk on what they had found and their recommendations.</p> <p><b>Resolved: that the Principal's report was received by the Board.</b></p>	
5.8	<p><b>Student Governors' Report</b></p> <p>HSS secured a large office in Deanfield D5 for the students' use. The students had been busy organising the following: their Students Union's email box, workshop on anxiety and leaver's hoodies. The current student governors finish their term of office in April and the elections for the new members of the Students Union has begun with their manifestos for the next year. The Leadership Group have also put on an EDI event this term and raised £128 which the Board felt was to be congratulated.</p> <p><b>Resolved: the verbal report by the HSS on behalf of the Student Governors was received by the Board</b></p>	
5.9	<p><b>Safeguarding, Prevent and PDBW (i) Report</b></p> <p>The Head of Student Services presented the report:</p> <p><b>Safeguarding</b></p> <ul style="list-style-type: none"> <li>• 138 students with a badge SG (significant risk).</li> <li>• The majority of safeguarding referrals / walk-ins have been around anxiety</li> </ul>	

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	<p>There were now 3 other members of staff who are designated safeguarding leads.</p> <p><b>PDBW</b> Behaviour issues were much better and there was nothing to report.</p> <p><b>Prevent Duty Actions</b></p> <p>(i) Lock down procedure has been written and practice tests are to be carried out this term – date not yet determined. The initial lock down will be trialled with only staff first and then perhaps students at a later date.</p> <p>(ii) There had been no prevent issues at this time.</p> <p>As in previous reports the HSS said that there have been no staff safeguarding or prevent incidents during this reporting period.</p> <p>The HSS advised the Board of a new counselling app which is going to be trialled in the College. She explained the difference between the counselling service (which relied on the student attending x number of sessions and many did not after the initial visit) and the listening service which was an immediate service, the results of which were reported back to HSS.</p> <p><b>Resolved that the Safeguarding, Prevent and PDBW Report was received by the Board.</b></p>	
5.10	<p><b>Tennis Club Lease Overview</b></p> <p>The DoF explained that the College currently has a lease in place with the Henley Tennis Club, which expires in March 2033. There is a break-clause in March 2022, which can be exercised by either party with usual notices as described in the current lease. The current issue is that the College could not meet the 50% cost of maintenance which in total was £30k plus VAT (so £15k plus VAT from Henley College). There is already also a break clause at 31<sup>st</sup> March 2022 and if the College were to terminate the lease, then there is already a £40k compensation amount agreed to be paid to the Tennis Club. The £40k amount reduces by £3.3k year on year for each year thereafter unless the break is exercised. Also the Tennis Club wishes to install floodlights, at their cost, but would wish the College to support its planning application.</p> <p>In the interim the following points were agreed with the tennis club:</p> <ol style="list-style-type: none"> <li>1. The maintenance costs of £15k plus VAT, will be added onto the buyback amount of £40k in March 2022 if the lease break is executed;</li> <li>2. The yearly maintenance costs for the courts of £3,300 per year for the four years until 2022, will also be added to the buyback amount to avoid the tennis club having to keep coming back and asking for future maintenance costs or works throughout the year;</li> <li>3. After the four years, the buyback amount reduces by £3,300 per year as per the current lease;</li> <li>4. Regarding the flood lights, with the help of Peter Marsh Consulting Ltd the tennis club have confirmed they will be applying for permission for the lower courts, all costs to be covered by the tennis club; and,</li> <li>5. The internal steering group agreed to amend the lease based on points 1,2 and 3 above, the College will need to liaise with John Rice from Shakespeare Martineau (College's lawyers) to get the lease amended.</li> </ol> <p><b>Further Actions</b></p> <ul style="list-style-type: none"> <li>• These current negotiations had been undertaken during the early to mid-part of 2018 and whilst agreement in-principle was achieved, this was not referred to the Solicitors to deal with the changes required. The College professional advisors PMc, had recommended this to be concluded at the time and have been providing support with this matter;</li> <li>• The College to agree a limit to future maintenance costs within any revised lease amendment; and,</li> <li>• To amend the lease as noted above.</li> </ul> <p><b>Recommendations are:</b></p> <ol style="list-style-type: none"> <li>1. To agree the final changes based on the above scenario and appoint Shakespeare Martineau to complete the lease matter.</li> <li>2. To appoint PMc to support any final arrangements associated to this transaction.</li> </ol>	

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	<p>3. To support the Tennis Club planning application for floodlights based on the advice given by planners/PMC and ensure that the College's reputation is not damaged in any way. Most of the work on this matter is already done, so the overall cost is likely to be minimal.</p> <p>The Board asked if they had control of the costs and DoF said yes that the arrangement with the Tennis Club is a good partnership and that the existing lease arrangement required updating to ensure security on both sides. Moreover there was a joint press release some time ago and if the College fails to deliver on this, there would be some minor adverse publicity. The Board approved the amendment to the lease as above.</p> <p><b>Resolved that:</b>  <b>(i) The report on the Tennis Club Lease was received by the Board</b>  <b>(ii) That the amendment to the lease was approved by the Board</b></p>	
5.11	<p><b>Update on Finances</b> The DoF explained that F&amp;R committee meeting had to be changed to the 18 March but provided a verbal update on the general overview of the College, which was still operating a deficit planned for the year of £515k. This followed an operating deficit of £1.1million in 2017/18. The planned budgeted year to date deficit is £292k, but the actual position is a surplus of £62k. The currently assessed position is that the original budget was a 'worst' case scenario and the College is operating at a much improved level, especially in relation to expenditure. The monitoring and control of pay and non-pay expenditure will continue and it may be necessary to reassess the outturn position in April 2019, but the College should not be significantly adrift from the revised outturn assessment.</p> <p>The Chair thanked the DoF for his report</p> <p><b>Resolved: that the verbal report from the DoF was received by the Board</b></p>	
5.12	<p><b>QS Items</b>          (i) QIP – this was presented for information, the QS committee had gone through this previously in detail. The HoF said that there were some further updates on the reports regarding Promonitor Markbook and also that a Dashboard was to be introduced. He mentioned the following:         <ul style="list-style-type: none"> <li>• The mock results had just been upload and the HoQ will be looking at these and reporting back</li> <li>• Retention was at 89.2% - already discussed</li> <li>• A development plan for apprenticeships showing more modernisation of curriculum and a new direction.</li> </ul> </p> <p>The Board asked about the various areas for improvement and the HoF said that these were all now being addressed. The general comment was that the QIP was too wordy and needed more data and diagrams, moreover the FEC commented that they wanted to see fewer items in the QIP but these to have more detail. This will be developed for next year.</p> <p>The Board wanted to know:</p> <ol style="list-style-type: none"> <li>1. Why teachers were not consistently using Promonitor i.e. tracking of courses. The HoF explained that some of this has been due Promonitor's lack of suitability in tracking various BTEC courses.</li> <li>2. About the new action plan the HoF advised the Board of that this was in draft form.</li> <li>3. Why teachers were not always made aware of students with learning support requirements and why was this happening. The HSS said that all information was on the portal and that teachers were invited to come and speak to Student Services but that they did not necessarily come. However since this report there was now more information and that the issues raised by the Board were being addressed.</li> <li>4. About this this year's QIP compared to last year's namely whether the items in the report were a progression as many were shaded amber. The HoF explained that many will change to green once the cycle is finished in the summer term. The Chair of Audit said that from their recent audit meeting the committee had been reassured from an internal curriculum planning audit that there were processes in place to improve this.</li> </ol>	

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	<p>The Principal emphasised that there was a lot more work to do to improve the College's grading to 2 from the current 3 mentioned in the report and that the main focus is on quality and teaching and learning.</p> <p style="padding-left: 40px;"><b>(ii)</b> Update on in year attendance and retention already covered</p> <p><b>Resolved: that the QIP had been received by the Board</b></p>	
5.13	<p><b>Approval of the following policies and documents:</b></p> <p>The Clerk explained that each of these policies and documents had been through their respective committees and were recommended for approval.</p> <ol style="list-style-type: none"> <li>1. Policy for Appointment, re-appointment and removal of governor – this outlines the procedure to be adhered to for the appointment, re-appointment and removal of a member of the Board</li> <li>2. Policy for Mentoring of new governors - the aim of this policy is to advise on the mentoring arrangements available for new governors as effective mentoring makes an important contribution to a new Governor's capability to contribute to the work of the Governing Body and to enjoy the role.</li> <li>3. Policy and procedure for the induction and continuous development of governors - the College is aware of the time commitment required of Governors but believes induction and training is essential in order to support individual Governors, both new and experienced and the overall effectiveness of operation of the Governing Board of Governors and its committees. This policy is designed to lead on from the Policy and Procedures for the Appointment, Re-appointment and Removal of Governors.</li> <li>4. Code of Ethics – small textural changes to include the amended date of the new Data Protection Act to 2018</li> <li>5. Standing Orders – minor textural changes to titles and dates of meetings</li> <li>6. Code of Conduct for Governors – minor textural changes to titles and a revision of Appendix 6 regarding the new funding agreement with ESFA</li> <li>7. Corporation calendar of meetings</li> <li>8. QS Standing Agenda and Terms of Reference</li> <li>9. Policy – Special Education Needs (SEN)</li> <li>10. Policy – Looked After Children (LAC) – this policy complements the College's Safeguarding, Child Protection and Prevent Policy and identifies further responsibilities that the College believes it should undertake in relation to 'Looked After Children'</li> </ol> <p><b>Resolved that the following policies were approved by the Board:</b></p> <ol style="list-style-type: none"> <li><b>(i) Policy for Appointment, re-appointment and removal of governor</b></li> <li><b>(ii) Policy for Mentoring of new governors</b></li> <li><b>(iii) Policy and procedure for the induction and continuous development of governors</b></li> <li><b>(iv) Code of Ethics</b></li> <li><b>(v) Standing Orders</b></li> <li><b>(vi) Code of Conduct for Governors</b></li> <li><b>(vii) Corporation calendar of meetings</b></li> <li><b>(viii) QS Standing Agenda and Terms of Reference</b></li> <li><b>(ix) Policy – Special Education Needs (SEN)</b></li> <li><b>(x) Policy – Looked After Children</b></li> </ol>	
5.14	<p><b>Governors Strategic Risk Register</b></p> <p>The Board reviewed the inherent risk ratings and residual risk ratings as presented. The Chair of Audit advised the board that there had been some fairly significant adjustments to the risk ratings namely:</p> <ol style="list-style-type: none"> <li>1. Accommodation Plan Fails - reduced reputational impact from 3 to 2. The scale of the accommodation plan has been cut back for the next couple of years so risk to reputation is lower. If plan is scaled up again at some point then this risk would be revisited. The interest of the LEP in providing some funding also reduces the risk.</li> <li>2. Organisation &amp; Business Development Fails - increased people impact from 1 to 2. Further rationalisation/reorganisation is bound to have an impact on people's roles, morale and</li> </ol>	

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	<p>effectiveness. Continued dependency of a few key individuals exacerbates this. Function Risk increased from 2 to 3 for similar reasons.</p> <p>3. Financial Viability Compromised - reduced financial impact and likelihood from 3 to 2. The latest plans under the new DoF give a greater degree of confidence in financial stability and viability.</p> <p>4. Staff Relations/Development Breakdown - left unchanged. It could be argued that likelihood could have increased from 2 to 3 on the basis of further change but indications are that staff are still on-board to a reasonable extent and unions are being engaged and informed</p> <p>The Board said that as the student achievement rate was going down this should be added to the register together with Ofsted which had been removed after the last inspection in May 2016. The Chair of Audit said that this would be actioned.</p> <p><b>Resolved that:</b></p> <p>(i) <b>the Governors Strategic Risk Register was received by the Board</b></p> <p>(ii) <b>the Governors Strategic Risk Register to be amended to include both student achievement rates and Ofsted</b></p>	
5.15	<p><b>Committee Reports/Minutes:</b></p> <p>All papers had been presented for review and there were no comments.</p> <p>(i) Management Accounts 31 December 2018</p> <p>(ii) Management Accounts 31 January 2019</p> <p>(iii) Governance &amp; Search 6 March 2019</p> <p>The Chair of Governance &amp; Search briefly describing what had been discussed highlighting the panel interview of Brain Fennelly and the impending interview of another prospective governor. Discussion had centred on the training plan and the financial and HR skills shortage on the Board.</p> <p>Albeit that the minutes for the Audit committee meeting from the previous day had not been done, the Chair of Audit gave a brief on the subjects covered in particular the internal audit which covered curriculum planning and key person dependencies.</p> <p><b>Resolved that the following reports had been received by the Board</b></p> <p>(i) <b>Management Accounts 31 December 2018</b></p> <p>(ii) <b>Management Accounts 31 January 2019</b></p> <p>(iii) <b>Governance &amp; Search 6 March 2019</b></p>	
5.16	<p><b>Any Other Business</b></p> <p>There was no other business.</p>	
	<p><b>Confidential Agenda items</b></p> <p>The meeting moved to the confidential agenda at 19.30</p>	
5.21	<p><b>Items to be taken forward to next Board meeting:</b></p> <p>There were no items to be taken forward.</p>	
5.22	<p><b>Date and Time of Next Meeting:</b></p> <p>i. Thursday 27 June at 18.00</p>	
	<p><b>Close of Meeting</b></p> <p>The meeting closed at 19.50</p>	
	<p>MINUTES of the meeting held on <b>14 March 2019</b> were agreed and accepted as a true and accurate record and signed by the Chair</p> <p>..... on .....</p>	