

## THE COLLEGE OF RICHARD COLLYER

### MEETING OF THE GOVERNING BODY

held on Tuesday 10<sup>th</sup> July 2019 at 16.30

**Present:** Mrs Rebecca Aylett, Mr Karl Banister, Mrs Sally Bromley (Principal), Mr Tom Cox, Mrs Ann Donoghue, Mrs Barbara Hobday, Mr Graham Lawrence, Ms Emily Leddy, Mr Paul Mittendorfer, Dr Grant Powell, Mr Roger Raymond, Dr David Skipp, Mr Hugh Stafford-Smith

**In attendance:** Mr Ian Dumbleton (Finance Director), Ms Andrea John (Assistant Principal), Mr Dan Lodge (Vice Principal), Mr Steve Martell (Deputy Principal), Ms Ciara McMullan, Mr Dominic Wakefield, Ms Nicola Whitehead (Clerk)

**Apologies:** Ms Liza Karandeja, Mr Robert Yorke

**In the Chair:** Dr David Skipp

*The meeting was preceded by a short presentation from Mrs Di Dowling on the apprenticeships undertaken by College students. The governors thanked Mrs Dowling for her insights as well as her long service to the College, both in her academic and enrichment activities, most recently as Head of the Arts and Communications Faculty.*

*The Chair opened the meeting by advising governors of changes since the last meeting. Sadly both Mrs Patrice Mantey and – as of that week – Professor Melaine Coward, had stepped down owing to the pressures of work commitments. He thanked them both for their contribution. He welcomed Paul Mittendorfer, Karl Banister and Emily Leddy to their first Governing Body meeting as well as Ciara McMullan as a student observer and parent governor elect, Dominic Wakefield.*

Consent items: *Members confirmed that they were happy with the proposed consent items (largely minor policy updates) to allow sufficient time for discussion of more strategic issues.*

**1475) Declarations of interest and eligibility:** There were no declarations of interest in relation to the business of the day. The Clerk confirmed that the annually updated forms had been sent to all existing governors and issued afresh to new governors. She requested that any not yet returned be so as soon as possible.

**1476) Urgent Business:** None

**1477) Minutes** of the meeting held on 27<sup>th</sup> March 2019 were approved.

**1478) Matters arising**

**Item 1466:** The Principal reported that, further to the queries at the last meeting, she had shared a report on the bus from Worthing with the F&GP Committee informed by survey results. Due to the increase in costs in 2017 and 2018, the College was now subsidising the bus whilst recognising that it provided a valuable service. Further quotes were being sought to ensure this remained competitive and the provision would be kept under review.

**1479) The Principal's Report (including Strategic Plan progress and Forward look)**

*Paper: Principal's Report to the Governing Body Summer Term 2019*

The Principal commented in particular on the College's many enrichment activities, particularly the number of trips and visits to complement the College's academic offer. The international report demonstrated innovation in the development of a number of short courses. The College would be welcoming both Japanese students and Swiss students in September and a further Chinese short course in January. Faculty reports showed how busy they were and there had been a wealth of charity work and successes in competitions. T levels constituted a key aspect of progress against the Strategic Plan with Roger Raymond

taking over from Di Dowling. The offer would be launched at the forthcoming Year 10 open evening prior to the start of courses in September 2020.

In response to questions, the Principal confirmed that there was a prospectus for international students. The Vice Principal explained a number of new scholarships for high fliers covering industry placements and students from both partner schools and further afield. The Deputy Principal confirmed that the latter were designed, at least in part, to help offset travel expenses and would make a huge difference to some given the costs involved.

In response to the staff leavers' report, a question was raised on the turnover of staff. The Principal explained that the annual exit interview report shared with F&GP confirmed no areas of concern.

Turning to the KPIs, the Deputy Principal reported on the good prospects for admissions in September 2019. There had been 40 promotional events this year with 150 more potential students attending welcome days and applications up by 400. The numbers in smaller subjects such as Modern Foreign Languages (MFL) and Music were looking very positive.

Members thanked the staff for all their time and effort, both in preparing the reports and in their contribution to their contents.

#### 1480) The Student Voice

Members thanked the student governors for their clear report covering their early activities in the role. Ms Leddy commented on the recent S7 day which had been a success in bringing together union officers across the colleges (including one other student governor). One of the key challenges facing the RCU in the coming year would be communications. A video was being prepared to promote its activities alongside the continuing use of social media (Twitter and Instagram but not Facebook).

#### 1481) Two-year Financial Forecast

*Papers: Budget 2019-20, ESFA returns excerpts, Financial Forecast 2020/21, Capital Budget 2019-20 and Financial Objectives and Commentary 2019-21; Forward Look 2021 and beyond; Discussion Paper: Financial health*

The Finance Director explained that the **forecast surplus for the current year 2018-19** was now £64,863. This was ahead of the budget for the year of £6,847. Since its preparation, further income plus additional savings might help improve the situation by £65-100k. The **budget for 2019/20** reflected a more challenging picture with an anticipated surplus of just £2,065. This was however dependent upon a donation from the Trustees (yet to be agreed) as well as DfE funding of the increase (by £250k) in teachers' pensions costs (included in assumptions in common with other colleges). It reflected reduced income from the ESFA owing to lower lagged numbers than in the previous year and the loss of transitional funding. That said, EBITDA remained positive and the College had recently been promised additional funding of £82k for T levels, potentially reducing the amount to be requested from the trustees.

Looking ahead to **2020/21**, the Principal commented that 100 additional students in 2019/20 would make a significant difference, turning round a potential deficit. Growth assumptions were however necessarily cautious with the sector continuing to campaign for an increase in the 16-19 funding rate. The prospects for the CSR looked less promising than hitherto in spite of speculation over a potential Theresa May legacy. No increase had been factored into the budget and forecast.

Asked about capacity, the Principal explained that timetable changes – though unpopular - could relieve pressure on space in the short term but GBII would certainly be needed by 2023 to help address both classroom and study space. Staff recruitment was not expected to be an issue given the attractiveness of the College - and the good fortune that recent growth had been in areas where there was still some staffing capacity. The Chair of the Audit Committee commented that such issues were well documented in the risk register and that the College had managed its reserves well.

Turning to the discussion paper on **financial health** shared with the F&GP and Audit Committees, the Principal commented on the ESFA's financial grading system and the College's wish to remain 'outstanding'. Committee members had agreed that the revised ESFA's grading system changing 'requires improvement' from 'satisfactory' only served to strengthen this wish. Members endorsed this approach. The Finance Director demonstrated the levers available to the College using the ESFA software to include increasing income and/or paying off the College's capital loan. Members noted the significant impact on income of student retention as well as the pressure on pay expenditure. In spite of the pay grant and VAT rebate enjoyed by academies but not colleges, Collyer's was doing relatively well, thanks in no small part to increased lettings and international students. However a change in the £4k per student rate (unchanged since 2012) was needed. Asked why the College was not moving quickly to paying off the loan, the Principal explained the timing and external funding issues alongside the advantages of the current loan - low interest rates and no covenants - over any potential new loan for a capital build.

**Resolved: The Governing Body approved the:**

- i) **Budget for the year ending 31<sup>st</sup> July 2020;**
- ii) **Capital budget of £549,000 for the year ending 31<sup>st</sup> July 2020; and the**
- iii) **Financial Forecast 2020/21.**

**1482) Property Strategy update**

*Paper: Property Strategy Update June 2019*

The Principal reminded members of the MasterPlan and the **CIF Bid 2019** which had been unsuccessful. Given the need for extra space by 2023, the College could potentially apply twice more for funding although the scope of the project could be altered. Planning permission for the revised GBII and Phase 3 had now been received. The more modest **BFIG funding** bid for a Digicentre (as part of Phase 6) had however been successful with funding of £200k secured. A meeting with HNW in August would aim to refine plans prior to consultation with staff and students and a tender in September.

Members discussed the limited feedback on, as well as ability to appeal, the CIF bid, noting that the ESFA budget had been smaller than previously as well as the successful projects. Concerns about the College's investment in preparing bids were largely allayed by assurances that much of the work could be carried forward and particularly the wider MasterPlan. The demographics would put the College in a stronger position in a subsequent bid in December 2019 (and, if necessary, 2020) and the bid might focus solely on GBII. SFCA had raised the limited information available with the ESFA and was also lobbying for separate 16-19 funding. Criteria for the next round were expected in mid-October with a mid-December deadline.

**1483) Report from the Remuneration Committee (see 1490/ Part II minutes)**

The Chair delayed discussion of the pay recommendations until the end of the meeting, commenting that a further meeting looking at the new Committee's wider remit would be held in the autumn.

**1484) Report from the Finance & General Purposes Committee**

*Papers: Minutes of the Estates Sub-committee and Finance & General Purposes Committee meetings on 9<sup>th</sup> May, 11<sup>th</sup> and 24<sup>th</sup> June; Management Accounts to end May 2019; Policies: Pay, Staff Disciplinary and Staff Grievance policies, Appeals procedures (Staff).*

The F&GP Committee Chair drew attention initially to the F&GP and ESC discussions not covered in the Governing Body agenda – to include the Assistant Principal's plans to deploy, fully and fairly, the **Discretionary Support Funds** and the continued difficulty in settling the **GB1** final account and PI insurance claim. The Committee had also approved a revised Staff Recruitment Policy, addressing the Governing Body's earlier consideration of SPH and SMT recruitment procedures.

Turning to the agenda items, members noted the College's current solid financial position as reflected in the **management accounts**. The Finance Director's report demonstrated that,

with a surplus of c. £65k at the end of May, the financial situation was healthier than expected against the initial budget figure of c. £16k. There was a healthy cash balance. Staff costs as a percentage of *recurrent* income were in line with budget and slightly more favourable as a percentage of income. Outstanding loans were £633,638.

**Resolved: The Governing Body approved the management accounts to end May 2019.**

Members were content to approve the HR policies as a consent item with no further changes required.

**Resolved: The Governing Body approved:**

- i) Minor changes to **the Pay Policy**;
- ii) **Staff Disciplinary Policy**;
- iii) **Staff Grievance Policy**;
- iv) **Appeals procedures (Staff)**.

**1485) Report from the Nominations Committee**

*Paper: Summary and Full Minutes of the Nominations Committee of 7<sup>th</sup> June 2019; Committee membership proposal; Proposed Changes to the Rules and Byelaws and Scheme of Delegation;*

**a) Succession planning**

The Committee Chair commented that the recent premature resignations of several governors reinforced the need to ensure that **recruitment** was open and honest about the level of commitment required of governors. The Clerk confirmed that there had been ratification, by written resolution, of the appointment of the recently elected staff (*Clare Ruaux*), parent (*Dominic Wakefield*) and student governors (*Emily Leddy and Liza Karandeja*) as well as approval of the appointment of *Paul Mittendorfer* w.e.f. 24 June and *Karl Banister* w.e.f. 10 July with all 13 eligible governors in agreement.

Members were content that there should be no immediate changes in Chair/ Vice Chair roles but that some committee membership adjustments were advised. The Clerk circulated copies of associated changes in link governors (also on SharePoint).

**Resolved: The Governing Body approved the:**

- i) **Reappointment of Ann Donoghue and Graham Lawrence (noting that the Court of Assistants of the Mercers' Company were due to ratify Grant Powell's reappointment on 12<sup>th</sup> July), all for the usual four year term;**
- ii) **Continuation of the current Chairs/ Vice Chairs of the Governing Body and committees;**
- iii) **Proposals for committee membership for 2019/20.**

**b) Review of Governance documentation**

Members noted that no changes were necessary to the Instrument and Articles at the current time. Those to the Rules and Byelaws only reflected the decisions on appointments and clarification of the remit of the Nominations Committee. Those proposed to the Scheme of Delegation were minor to include new policies and reports to the most relevant committee.

**Resolved: The Governing Body approved the proposed changes to the Rules and Byelaws and Scheme of Delegation.**

The Chair thanked the Clerk for her efforts to ensure the effective deployment of skills to meet the governance needs.

#### 1486) Report from the Audit Committee

*Papers: Summary and Minutes of the Audit Committee meeting of 12<sup>th</sup> June; Risk Management Report 18/19;*

The Audit Committee Chair expressed confidence in the work of the Principal, SMT and Committee in ensuring the effectiveness of the College's many systems and controls. The substantial assurance given by the recent IAS audit of Applications and Recruitment as well as the implementation of the General Data Protection Regulations (GDPR) demonstrated clearly that the College had its 'finger on the pulse' with only limited low level recommendations for some fine-tuning. One IAS report remained outstanding as well as finalisation of the audit plan for the coming year once a new audit manager had been appointed. It was proposed however that this would cover the ILR, KFCs, staff succession planning and, at the Committee's suggestion, safeguarding and insurance cover. Discussions had been informed by the thorough risk management processes. The Principal drew attention to the preponderance of largely external financial and strategic risks as well as the increased profile internally of the 4As centre.

The cost of **the Financial Statements audit** had been agreed as £14,750 excl. VAT in response to additional disclosures required by colleges on executive pay. The regularity questionnaire (subject to any changes prior to signature of the accounts) was recommended to the Governing Body as well as continued reporting against the UK FRC Code of Governance (but with further consideration of use of the Charity Code for 19/20). The Risk Management Group had been active in reviewing risks and taking these into account in agreeing a provisional internal audit plan for 2019/20.

**Resolved: The Governing Body approved the:**

- i) **Regularity Self-Assessment Questionnaire** (updated to reflect Audit Committee comments);
- ii) **UK FRC Code of Corporate Governance as the basis for reporting in the 18/19 accounts;**
- iii) **Risk Management Annual Report including the College-wide top risks 19/20 and potential External Strategic Level Risks 19/20.**

#### 1487) Report from the Quality & Curriculum Committee

*Paper: Summary and Minutes of the Quality & Curriculum Committee meeting of 26<sup>th</sup> June 2019; Safeguarding and Child Protection Policy 2019; Substance Misuse Policy and Admissions Policy*

The Committee Chair reported on the June meeting including endorsement of the minor revisions to the Safeguarding and Child Protection Policy and Admissions Policy. He recommended the insightful **reports on Safeguarding, SEND and Wellbeing** (available on SharePoint) to the whole Governing Body.

Members noted the rationale for, and content of, the new Substance Misuse Policy and SMT's intention to review its operation in a year's time. In response to a question on its scope, the Principal confirmed that this policy applied to students but that the Staff Code of Conduct and Disciplinary Policy would cover any misuse by staff.

**Resolved: The Governing Body approved the:**

- i) **Safeguarding and Child Protection Policy;**
- ii) **Substance Misuse Policy;**
- iii) **Admissions Policy.**

More broadly, members noted that the KPIs looked promising in terms of attendance and potential impact on exam results (to be reviewed in the autumn), and in respect of financial and staffing indicators such as timely lesson observations.

The Vice Principal reported on the latest **QIP update** which gave a similarly positive outlook. There had been clear attention to the priority areas of high grades and BTECs and the College was well prepared on T levels. The inclusion of other local colleges in the second

wave of T levels from September 2021 would help to raise their profile. The Assistant Principal commented on the use of action plans in helping to formalise interventions and increase the visibility to parents. Such systems would be reviewed and refined as necessary. The Deputy Principal emphasised the remaining key priority in terms of the College's international strategy and entrepreneurial approach which had led to new markets and programmes.

Finally members noted the very positive staff and student **survey results** but disappointing response to the parents' survey. The Principal highlighted the feedback from the students suggesting greater incentivisation to them to chase parents. Members commented that there might be merit in a clearer statement on the anonymity of responses. Overall however they were cautiously optimistic that the limited comments might be a reflection of a generally positive experience of the College.

#### 1488) Chairman's Report

*Paper: Proposed meeting dates for 2018-19;*

The Chair commented that it was clear from the meeting that the staff had been working incredibly hard with their efforts paying dividends in the College going from strength to strength. The recent UMG Awayday had demonstrated once again what a fruitful occasion this could be for governors in both their link and wider strategic roles and he recommended it to all as a key event of the year.

The Chair commented on the challenges for governors in meeting their commitments to the College as reflected in the recent resignations. In spite of this, Governing Body attendance for the year was expected to be just on target at 80%, with Committees at 82% (and overall 81%). It would be helpful if governors could bear in mind that larger committees appeared to be more vulnerable to lower attendance as were all meetings prior to Christmas when there were nevertheless many important strategic items to be considered.

Dates for the next academic year were circulated with some changes to seek to resolve any problems raised. Estates Sub-Committee dates would be revisited in the light of the recent BFIG outcomes to ensure timely decision-making. Trustees meeting dates would also be reviewed to reflect S&W's reporting cycles. Members were asked to ensure that they recorded the latest dates in diaries (and to delete previous incarnations).

The Chair concluded that the College's students and dedicated staff made it a rewarding relationship with much thanks due - not only to the governors - but also to the Principal for her leadership as well as to the SMT and Clerk.

#### 1489) Trustees' Report

The Chair reported on the mid July meeting of trustees as follows:

- i) The Principal was reviewing **prizes** for the next meeting with a view to the trustees providing additional support;
- ii) In terms of **portfolio income**, the Trustees had targeted an income level of £60,000 with £61,017 achieved by the end of June, a 9.18% gain compared with a 10.48% benchmark between January and June following a messy handover in the autumn term;
- iii) Overall the endowment was in a healthy financial position with the potential request for a drawdown of £397k in whole or part in 19/20 affordable;
- iv) A new procedural document prepared by the Clerk was likely to be of interest to governors as well as trustees in helping to identify the relationship between the two bodies;
- v) Chris Clementi and Peter Lane were reappointed from the autumn term but Robert Yorke wished to stand down in March 2020 when he was due to relinquish his governor role.

**1490) Governance Quality Framework**  
*Paper: Meeting assessment*

Members agreed that the meeting had been fruitful with the consent items allowing fuller discussion of current strategic items. The Clerk reminded members that the annual assessment would be made through the SAR questionnaire to be issued before the end of term.

**Date of Next Meeting: Thursday 3<sup>rd</sup> October at 16.30** (and Wednesday 11<sup>th</sup> December 2019, also at 16.30, both at Collyer's.)

*The Chair thanked the outgoing parent and staff governors for their contributions to the Governing Body, and College as a whole, throughout their period of office.*

*[18.30 The Finance Director, Clerk, staff and student governors left the meeting for the discussion of pay as per 1483 above].*

**1491)The pay and conditions of service of the Senior Postholders, the Assistant Principals and the Director of Finance**

*Paper: SMT Performance and Principal and Clerk's Salary Reviews 2019/20.*

**Part II minutes ((Criterion a) Personal information relating to an individual)**

*[18.50 The Principal left the meeting].*

The meeting closed at 19.00

Chair.....

Date.....

NCW 20/07/2019