



**MINUTES OF THE ESHER COLLEGE CORPORATION
MEETING**

Held At Esher College

Tuesday, 13 December 2016, at 6.00 pm.

Present:

Terry Price (Chair)	David Lavarack
Darrell Bate	Ian Leigh
Paul Collyer (part-attendance)	Daniel Loughlin
Dan Dean	Tim Oliver
Jo Gardner (part-attendance)	Damian O' Malley
Jane Grenander	Karin Rowsell
David Irving	Fran Stewart
Robin John	

Helen Odhams, Deputy Principal (Advising Officer)
Stephanie Wiles, Director of Finance and Estates (Advising Officer)
Rebecca De'Ath, Clerk

1. WELCOME

The Chair welcomed new Parent Governor – Darrell Bate – to his first Corporation meeting.

2. REGISTER OF INTERESTS

There were no declarations of interest in items on tonight's agenda.

3. APOLOGIES FOR ABSENCE

Apologies were received (and accepted) from Peter Hickman, Clarissa Wilks and Emily Jeans.
Albert Berry did not attend.

4. CONSTITUTION

The Corporation unanimously approved the following matters:

- A new term of office for Robin John (his third term) and Paul Collyer (his second term).
- The co-option of Simon D'Arcy to the Estates Committee, where his expertise and contacts would be a valuable support to the Estates Planning process; this position to be reviewed in a year's time.
- The election of David Irving to the role of Chair of the Review & Search Committee.
- That the Corporation Chair would try to attend the next Environmental Sustainability meeting in the light of no Governor volunteering as yet to fill the Environmental Sustainability Link Governor vacancy.
- The change of date for the Governors' Training Morning to 19th June 2017. *[Clerk's note: Portal updated]*

5. MINUTES OF THE PREVIOUS MEETING (21st September 2016)

The minutes were approved as a true record.

6. MATTERS ARISING

C1-001 Action completed: There is no statutory requirement to refresh DBS checks of Governors. In any case, this is not a regulated activity. Consultation with S7 colleges revealed that they do not refresh these checks either; the College thus has no plans to introduce this in the future.

C1-002 Action completed. "Matters Arising from Staff/Students" would no longer be a standing agenda item for Corporation meetings; instead, the SU Report would continue to be separated from the Principal's Report and expanded to cover any issues that students had discussed with the College management.

7. PRINCIPAL'S REPORT

The Principal drew the meeting's attention to the following highlights of his Report:

- Admissions Analysis 2016 – the impact on the Guaranteed take-up rate of a new admissions category for schools without sixth forms was positive. The take-up from Chessington Community College, in particular was strong. There was no effect on the student numbers coming from Hinchley Wood, who gained entry for 2017 via other Guaranteed categories.
- Funding and Finance – EFA intend to remove the "flag" over the College's financial position and will do so once they have seen the audited accounts and the next set of management accounts.
- VAT charge should conversion go ahead – now estimated to be £293k. College will submit its own financial spreadsheet to EFA, in the absence of a model template.
- Curriculum reform – a linear curriculum will require a mind set shift for teachers which is being addressed by INSET days and robust new policies and procedures.
- Accommodation and Estates – bids had been submitted for Condition Improvement Funding for roof and electrical works.

Governors asked the following questions of the Principal:

Q: Do local schools and colleges exchange views about the new curriculum? Yes, primarily via the S7 network.

Q: How are the students faring with the new curriculum? It is too early to tell, but the first set of AS results were very strong.

Q: Do the Reports from External Quality Reviews come to Corporation? No – but they could be put on the Governors' Portal.

Q: Could the External Quality Review lead give a presentation to the Corporation? Yes.

Q: Can the estate cope with the increase in student numbers? Yes. We are delighted with the lack of impact on space observed this term.

ACTIONS:

Clerk to obtain EQR reports and upload to Portal.

Principal to arrange for EQR lead to give a presentation to the Corporation, following discussion at Review and Search.

The Corporation approved the Finance Reports. The Chair thanked the Principal for his Report.

Student Union Report

The meeting agreed that the SU Report was very useful and improved by the contributions from individual members of the team.

Q: The SU Report mentions a meeting between students and the caterers – what was discussed? Cheaper food; better signage for allergy-sufferers; food running out after Tutor Group meetings. It was a productive meeting.

Jo Gardner left the meeting at 6.30pm

8. REPORT AND FINANCIAL STATEMENTS (YEAR-END 31 JULY 2016)

The Director of Finance and Estates reported that the College had ended the year on-budget and was still rated “outstanding” on EFA’s financial record; the difference between the Management and the Statutory accounts remained the holiday accruals and pensions adjustment; the first three months of the new financial year saw the College on-target.

Q: How difficult is it to get good staff and are there any unfilled vacancies at the moment? All posts are filled; we have not had to recruit many staff this year, but difficulties with recruitment will depend partly on subject area.

Q: Is there an update on the pensions deficit issue? Four S7 college Finance Directors attended the Surrey LGPS AGM recently to challenge the assumptions used in determining the employer contributions. Their response is awaited.

The draft Statutory Accounts had been reviewed by the Audit and Finance Committees and minor amendments made as a result. The Accounts had been approved by the Auditors.

The Corporation approved the Financial Statements for the year ending 31 July 2016.

Audit Reports and Letter of Representation

The meeting noted that the Audit Findings Report contained only one minor recommendation; the meeting also noted the Annual Report of the Audit Committee.

Q: The Audit Findings Report suggested that there is no system in place to review the journals posted by you - the Director of Finance and Estates, and that this might be carried out by the Principal. Can you explain why you chose the Finance Manager – someone who you line manage – to do so? I felt that it was not appropriate for the Principal, who is also the Accounting Officer, to become involved.

The meeting noted that the involvement of two people in the process was better than one and that the Director of Finance and Estates posted few journals, as most were posted by the Finance Team, which was an arrangement they felt should be made more use of in the future. The auditors were happy with this management response.

Letter of Representation

Governors observed that the Letter was not specifically tailored to the Public Sector and hence some of the assurances asked of the Corporation were operational in nature and were therefore difficult for Governors to verify. The Principal and Director of Finance and Estates gave the Governors such assurance.

The Corporation approved the Letter of Representation.

The Chair thanked the Director of Finance and Estates for her work in producing the Report and Statements for the meeting.

9. COLLEGE SELF-ASSESSMENT REPORT (SAR)

The Deputy Principal summarised the SAR for the meeting and explained that it addressed the points raised by the Policy Committee. She answered Governors' questions, below:

Q: Can you expand on support offered to the Departments asterisked on page 6? A member of the senior team has met with the Head of Department and a proportionate approach adopted, partly determined by student review data.

Q: How do you decide what subjects to take through the External Quality Review process? Last year was a pilot exercise and we chose subject areas that would be open to scrutiny. This year we will add more Departments. We will also review themes, not just subjects.

Q: I see on page 12 that you have captured attendance and exam outcomes for different Groups of Learners. Have you thought of using numbers, not just percentages, which can skew results with such small cohorts? We will do that in future.

Q: Were you aware of a new element of data which will be published next week – the 16-19 RAISEonline inspection dashboards? Yes.

Paul Collyer left the meeting at 7.15pm

Governors congratulated the College on the positive impact of the academic literacy course and noted the impressive HESA data on page 17 of the SAR. They then reviewed the Quality Improvement Plan (QIP).

The Chair thanked the Deputy Principal for putting these documents together, especially as she had not been employed at the College for the period that it covered. The Corporation approved the SAR.

10. ACADEMY APPLICATION UPDATE

The Principal had met with officials from EFA yesterday to discuss the progress of Esher's application to convert. Clarification was being sought from them in terms of the consultation process and consistency of data required from the College. Approval in principle would not be forthcoming until late January 2017 at the earliest. This may impact on the timeframe for consultation.

It was explained that the Policy Committee was seeking the following outcomes from this Corporation meeting:

- a) Approval for a Working Group to be set up to look at aspects of governance that would be required should the College convert to becoming an academy (i.e. constitution, Articles);
- b) Confirm what had been agreed by Governors so far in terms of academisation.

Governors sought clarification from the Principal on the following:

Q: Has anything arisen recently to make us change our minds about academy conversion? No.

Q: Do you have a sense of whether the College will change if it becomes an academy in terms of taking on a school ethos and how it might detract from the College's mission? The College's culture, ethos and values will remain the same.

Q: Will there be an additional workload in preparing for conversion? It will mainly impact on the Director of Finance and Estates.

Q: Do we keep our Reserves? Yes.

Q: How does a proposed dissolution date of 30 September 2017 fit in with our accounting year? This will change as Academy financial years run differently to sixth form colleges. The accounting year end will change accordingly.

Q: Is the September deadline feasible? Yes, but we have alternative options if necessary. If the programme slips, we may have to call an extra ordinary Corporation meeting.

Q: Will you be meeting with staff about the process? I have already done so on numerous occasions.

Q: Do you need to put a start date for the academy in the consultation papers? We will have to put a provisional date in subject to the timing of approval in principle.

Q: How will the results of the consultations be conveyed to Governors? A summary will be given to the Policy Committee and then to the March and/or July Corporation meeting.

Q: Will comments made in the consultation process be made public? Not individual comments; there will be a summary.

Q: Should you re-order the reasons for the proposed change in the consultation papers? Yes.

Q: Could you re-word the 3rd bullet point on page 3 to remove "targeted"? Yes.

Governors agreed that it was important to obtain written comments from staff (and Governors) during the consultation phase, in order to evidence an audit trail in the decision-making process.

The Director of Finance and Estates sought agreement from the Corporation as to the approach that she would take for the financial plan that she intends to submit to EFA as part of the restructuring; She explained that she would merely be tweaking the assumptions made in the summer for an additional year, with a 1% pay increase across the board, and would add in provision for a Schools Engagement Officer. The EBITDA line would reflect these estimated payroll costs. The essence of the assumptions would not be changed.

The Corporation agreed to:

- Maintain the present position to pursue academy status with a provisional conversion date of September 2017, subject to any major and unforeseen developments. Keep the date of dissolution under review, with particular regard to the timing of approval in principle.
- A Working Party to develop governance models and a constitution for the proposed academy.
- The approach being taken by the Director of Finance and Estates for the preparation and submission of a financial plan based on current assumptions, subject to her providing a copy of the figures to the Corporation Chair and Chair of the Finance Committee to seek their approval in advance of the 5th January submission date.

11. REPORT BACK FROM COMMITTEES

Audit Committee

Other than reviewing the Financial Statements and Audit Reports (item 8. above), the Audit Chair reported that the few, minor incidents mentioned in the IT Disaster Recovery Report left the College in a good position.

Estates Committee

Two main items to report: the re-tendering of the catering contract is under way; a strategic review of estates requirements was being carried out to ensure that any growth in student numbers to drive further economies for the College was supported in the long-term.

Finance Committee

In addition to matters already dealt with under item 8. above, the Committee had determined that £1million should be the minimum that should be retained in the Reserves and anything over this amount could be used for developing the College's estate.

Policy Committee

This Committee had reviewed the SAR, progress on the academy application and data on the retention and progression of students.

Review and Search Committee

In addition to considering matters already covered in item 4. above, Committee members had suggested several topics for the Training Morning:

- Update on the linear curriculum 2017;
- Update on changes to governance for an academy and implications for Governors;
- Current government policy on Education.

The meeting agreed these suggestions.

Environmental Sustainability Group

The Group reviewed the Statement of Environmental Activities that took place last year and had held a discussion with student representatives about raising awareness of environmental matters during Green Week in March 2017.

The Corporation noted the minutes of these Committees.

12. LINK GOVERNOR REPORTS (by exception)**Safeguarding Link**

Damian O' Malley had officially taken over this post recently. He was in the process of receiving a handover from the previous incumbent and was speaking to the College's Designated Safeguarding Officers as part of his induction.

Environmental Link

See feedback at item 11, above.

Equality and Diversity Link

Nothing to report.

13. GOVERNOR ATTENDANCE AT COLLEGE

A list of Governors who attended College (and reasons for their visit) would be added to these minutes. Those who had visited the recent College Theatre Production reported that the show was up to its usual high standard and had been very enjoyable.

30 th August	Terry Price – meeting with Dan Dean
11 th October	David Lavarack and Tim Oliver for Joint Review meetings
12 th October	Ian Leigh and Fran Stewart for Joint Review meetings
13 th October	Peter Hickman and Daniel Loughlin for Joint Review meetings

1 st November	Clarissa Wilks for Joint Review meetings
2 nd November	Tim Oliver for Joint Review meetings
4 th November	Terry Price for Joint Review meetings
10 th November	Terry Price and Tim Oliver meeting with Dan Dean
11 th November	Darrell Bate – induction meeting with Dan Dean and Stephanie Wiles
30 th November	Terry Price – Environmental Sustainability Group and meeting with Dan Lodge
30 th November	David Irving and Fran Stewart – Dance Show
7 th , 8 th , 9 th December	Terry Price, Fran Stewart, Ian Leigh, Robin John – College Production
14 th December	Ian Leigh – Music Department Christmas Concert
13 th December	Damian O’Malley – meeting with Dan Hards as Safeguarding Link Governor

14. ANY OTHER BUSINESS

- An update was requested on the investigation into the untimely death of a student in the summer. The Principal had little to add to his previous briefing on this, except to say, that he was liaising with the SU over plans for a memorial bench, tree and plaque.
- The Chair wished everyone a Merry Christmas and a Happy New Year.

15. DATE OF NEXT MEETING – Wednesday 29th March 2017 (unless an extra ordinary meeting is required before then.)

The meeting closed at 7.47 pm.

Attendance was 79% (15 out of 19 members), but fell to 68 % (13/19)

Signed.....

Date.....

SUMMARY OF ACTIONS

C2-001	Item 7: Principal's Report - Clerk to obtain EQR reports and upload to Governors' Portal. Principal to arrange for EQR lead to give a presentation to the Corporation.
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SUMMARY OF GOVERNOR CHALLENGE [C] / SUPPORT [S]

C/S	Item	Topic
C	7	Principal's Report: challenge from Governors concerning the effect of the new curriculum on students, the exchange of teaching information with external institutions, the effect of extra student numbers on space, and a request for a presentation to Governors on External Quality Review outcomes.
C	8	Financial Statements/Audit Report: questioning about the ease or otherwise of recruiting quality teachers; request for update on the LGPS pension deficit; scrutiny of Management Response to a Finding in the Audit Findings Report .
C	9	College SAR: suggestions by Governors as to how the College may make more robust usage of data; further information sought by Governors to ensure that less well-performing Departments receive sufficient support.
C	10	Academy Status: probing questions about the effect on the College of a change of status - in terms of ethos, staff workload, the Reserves and the accounting period.
C/S		Support for the College demonstrated by suggestions that the consultation process requires written comments to provide an audit trail; seeking assurance that staff have been involved in the process; checking that the proposed timeline is realistic.
S	11	Committee Reports: recognition for the IT Department's role in minimising IT disruption for the College; support from the Finance and Estates Committee to ensure that there are resources (both financial and professional expertise) to support the plan to adapt the estate to accommodate student growth.
S/C	13	AOB: Governors sought an update on the investigation into the tragic death of a student in June.