

WOKING COLLEGE

Company Number:

10821223

MINUTES OF A MEETING OF THE DIRECTORS ("THE TRUSTEES") OF THE ACADEMY HELD AT WOKING COLLEGE, RYDENS WAY, WOKING GU22 9DL WEDNESDAY 29 NOVEMBER 2017 AT 6:00pm

PRESENT:

Mr R.Volo - Chair
Ms E. Bentley-Pattison
Mr B. Freeman - Principal
Mr M. Hearsum
Ms G. Mather
Mr J. Miles
Mr J. Moffat
Dr M. Mulheron
Mr T. Spraggs
Mr T. Stokes

IN ATTENDANCE

Mr N. Razaq - Assistant Principal
Ms R. Stratton - Assistant Principal
Mrs. H. Meredith - Clerk to the Trustees

	<u>PART TWO – NON-CONFIDENTIAL ITEMS</u>	ACTION
1	APOLOGIES FOR ABSENCE AND QUORUM	
1.1	Apologies were received from Ms Dhanjal. The clerk confirmed that the meeting was quorate .	
1.2	Mr Miles and Mr Spraggs were introduced to their first meeting as Parent Trustees and Ms Bentley-Pattison to her first meeting as a Staff Trustee.	
1.3	DECLARATION OF INTEREST BY MEMBERS AND SENIOR POSTHOLDERS	
1.4	There were no declarations of interest.	
2.	MINUTES OF TRUST BOARD MEETING OF 5 JULY 2017 and REPORT OF GOVERNOR CONFERENCE OF 20 SEPTEMBER 2017	
2.1	<u>Accuracy.</u> The Minutes were accepted as an accurate record and signed by the Chair.	
2.2	<u>Matters Arising.</u> In response to a question from a Trustee, the Principal reported that the planned visit to the College by Rt Hon Anne Milton MP, Minister of State at the Department for Education, to which the Godalming College Principal had been invited, had been cancelled without a reason being given. The Principal had written a joint letter with the Godalming College Principal to express disappointment in this second cancellation of a visit to the College.	

3.1	SELF ASSESSMENT REPORT (SAR) 2016- 2017	ACTION
3.1.1	<p>The Assistant Principal presented the SAR setting the context about the re-modelling of the format and content of the report to align this with the Common Inspection Framework (CIF). The Report Addresses the four key themes from the CIF, how effective the college is as a provider and in the detail of each of the departmental reports sets out the evidence to support the college's self-assessment ;</p> <ul style="list-style-type: none"> • Effectiveness of Leadership and Management • Quality of Teaching, Learning and Assessment • Personal Development, Behaviour and Welfare • Outcomes for Learners 	
3.1.2	<p>The Assistant Principal outlined the process undertaken by the College to produce the report starting in June each year when individual courses are reviewed, with the addition of the results data in August. A validation panel took place in early October and included two Trustees and an external moderator from Esher College. The reading guide for Trustees recommended focussing on the key performance data and the Quality Improvement Plan as well as looking at one sample departmental SAR. The whole document (360 pages long) containing each of the 15 departmental SARs was also sent to all Trustees electronically.</p> <p style="text-align: center;"><i>Mrs Mather joined the meeting at 6:15pm</i></p>	
3.1.3	<p>Trustees had also been allocated sections of the SAR to review and present to the committee so as to increase the in depth knowledge of the SAR by individual Trustees. Trustees took the opportunity to ask some questions specific to particular departments or curriculum areas including challenging questions about student progression through the college onto positive destinations, links with local employers, and outcomes for learners.</p>	
3.1.4	<p>Trustees asked about the use of specific terminology relating to judgements throughout the report such as good and very good and how these are judged. The Assistant Principal confirmed that a Guide to the use of this terminology, which is based on percentage results, is provided to all Heads of Departments so as to ensure consistency throughout the report. Many of the expressions and terminology come from the Common Inspection Framework. After discussion it was agreed that attending the SAR validation provided those Trustees with a much deeper understanding of the terminology and grading judgments.</p>	
3.1.5	<p>Trustees asked how the staff found the process and the Staff Trustee confirmed that the process is rigorous. The Assistant Principal confirmed that the move to the new reporting format involved a significant amount of work.</p>	
3.1.6	<p>The Assistant Principal explained that the Departmental SARs are a management tool to drive forwards the Quality Improvement Plan and so they contain a much greater depth of detail.</p>	
3.1.7	<p>The Chair concluded that the SAR is very comprehensive and commended the College and particularly Ms Stratton for the exceptional level of detail and clarity of this document.</p>	
3.1.8	<p>It was <u>resolved</u> to approve the College Self-Assessment Report 2016-17.</p>	

<p>3.1.2</p>	<p>TO RECEIVE AND NOTE REPORT FROM A GOVERNOR ON SAR VALIDATION PROCESS</p> <p>The SAR Moderation Panel included Mr Moffat, Mr Stokes, the Principal and the Assistant Principal and the Deputy Principal of Esher College as an external moderator. The role of Mr Moffat and Mr Stokes was to observe the process and they confirmed their confidence in the robustness and rigour of the process. Members received a written report from Mr Stokes supporting this opinion. They commended the staff involved the process for the transparent and thorough nature of the bottom up piece of work which positions the team very well for advancement. Mr Stokes commended the Principal and Assistant Principal for their balance between being supportive and challenging to the Heads of Department. The Chair also thanked Mr Moffat and Mr Stokes for attending the SAR validation event on behalf of the board.</p>	<p>ACTION</p>
<p>3.1.3</p>	<p>TO RECEIVE AND SIGN-OFF THE QUALITY IMPROVEMENT PLAN (QIP) 2016-2017</p> <p>Trustees agreed the review of the QIP for 2016-17.</p>	
<p>3.2</p>	<p>QUALITY IMPROVEMENT PLAN 2017-18</p> <p>The Assistant Principal presented the QIP 2017-18 explaining that below the QIP sits a set of management documents with more detailed and time bonded action plans. In response to a question from a Trustee the Assistant Principal confirmed that all ongoing actions from the Post Inspection Action Plan have been included in the QIP. Trustees commented that a number of actions are stated to be '<i>ongoing</i>' and asked that some of the ultimate deadline dates for these actions should be set out in the plan.</p> <p>It was resolved to approve the QIP.</p>	<p>Assistant Principal</p>
<p>3.3 3.3.1</p>	<p>CURRICULUM REPORTS DESTINATIONS OF LEAVERS AND PROGRESSION</p> <p>Members reviewed a report presented by the Assistant Principal on the analysis of the destination of students. The figures for 2016 are indicated in brackets. There were 514 (459) Advanced level students who completed their courses and of these, 88 (84) went into employment, 31 (44) students have been accepted into Apprenticeships, 310 (285) have commenced further or higher education, 81 (37) students have taken a Gap Year. If the assumption is made that those students taking a Gap Year will enter Higher Education next year, the total percentage of those entering Higher Education will be 73% (69%). If those on a Gap Year are excluded, it is 58% (61%).</p> <p>297 (279) students applied for higher education courses, and of these 73% (73%) gained their first choice, 8% (11%) gained their insurance choice. The rest went through the UCAS clearing system. 102 Level 2 students completed their courses and of these 75% continued with their education, 8% went into employment and 7% started apprenticeships. Of those who remained in education, 94% chose to do so at Woking College.</p> <p>The Chair commended the College for the range of universities to which students are progressing.</p> <p>It was resolved to note the report.</p>	

3.3.2	END OF YEAR STUDENT SURVEY RESULTS 2016-17	ACTION
	<p>The Assistant Principal presented an analysis of Student survey results for the end of year Survey (2016-17) and confirmed that the results were all very positive.</p> <p><u>Strengths</u></p> <ol style="list-style-type: none"> 1. Extremely high level of satisfaction with all aspects of subject teaching, learning and assessment and had increased from the previous year. 2. Student levels of satisfaction with all aspects of tutoring were extremely high and had increased from the previous year. 3. Student levels of satisfaction with support services were extremely high across all areas. <p><u>Areas for Development</u></p> <p>The LRC was most frequently commented upon by a significant number of learners. Learner comments reflected differences in opinion towards the changes introduced to the LRC in April 2017. Some learners found the changes to be helpful and positive whilst others requested a slight relaxing to the rules.</p> <p>It was resolved to note the report.</p> <p><u>Student Focus Group with Trustees</u></p> <p>The Chair and Vice-Chair reported that feedback from a recent student focus group which they held tied in exactly with the outcomes of the student survey. All students at the focus group made extremely complimentary comments about the College.</p>	
3.3.3	<p>ENROLMENT DATA AND REASONS FOR STUDENT WITHDRAWALS 2017-18</p> <p>The Assistant Principal presented a report from which it was noted that:</p> <ol style="list-style-type: none"> 1. Student enrolment has continued to increase with the college experiencing over 11% increase in student numbers over the last two years. This is likely to increase again in September 2018. 2. Student withdrawals have continued to reduce over the last two years and the Retention level is currently at 99.9%. <p>The reported detailed the reason for the 12 withdrawals since the Day 42 Census date. The overall number of withdrawals has declined significantly over the last few years as students are given greater guidance and support when selecting their courses during the interview and enrolment period.</p> <p>A number of students applied to move to Woking College from other colleges after the start of term in September, these applications were universally based on positive perceptions about the quality of the atmosphere and support offered by the Woking College environment.</p> <p>It was resolved to note the report.</p>	
3.3.4	<p>COMPLAINTS LOG</p> <p>Trustees received and reviewed the Complaints Log presented by the Assistant Principal and agreed that the Board has confidence in the process by which these were handled by the College noting that there had been just one formal complaint this academic year, which had been resolved.</p>	

3.3.5	EQUAL OPPORTUNITIES	ACTION
	<p>The Assistant Principal presented an update report showing progress towards meeting the college's Equality and Diversity targets.</p> <p>Emerging E&D Issues within the College Examination results from summer 2017 demonstrate that achievement at the College remains high across the board, regardless of ethnic group or gender. Where some departments have shown slight deviations from this trend, SAR targets have been set with clear action plans.</p> <p>Transgender issues have begun to become more important within the College, as a small increase in students who identify as transgender or as a differing gender to their birth gender or as non-binary is occurring. There is already a gender neutral toilet in the College, but further work is underway to review the trans element of the College E&D Policy, to ensure that this is up-to-date and improves the clarity of College procedures. This is being done with the advice of <i>Stonewall</i> and Brighton and Hove Council, who have an exemplary policy themselves.</p> <p>Staff Training All staff received refresher training on the importance of E&D within the College and the key areas of the policy during staff INSET on 6th-7th September. New staff have also been made aware of the E&D Policy during their Induction Programme.</p>	
3.3.6	<p>SAFEGUARDING</p> <p>The Trust Board received and noted an update summary report presented by the Assistant Principal reporting that:</p> <ol style="list-style-type: none"> 1. All designated safeguarding officers have undertaken updated training during the previous academic year and all staff responsible for safeguarding are fully trained, in line with the guidance requirements. The Clerk confirmed that all except one existing Trustee have completed the update training and this is being undertaken by the newly appointed Trustees as well 2. All College staff have successfully completed an online refresher training course in safeguarding. Individual results are held by the personnel officer and are recorded on the single central register. 3. Safeguarding and PREVENT are included as key features in the student pastoral curriculum across all years and levels. Staff and students have reported that they feel confident that they know what steps to take if they have a Safeguarding or PREVENT concern. 4. As has been the trend over the last few years, the College has seen a further increase in the number of students presenting with anxiety-related disorders and depression (often identified from school) which mirrors what is happening in the wider school and college sectors. The pastoral structure has been re-organised to add additional support to this area with the introduction of an additional Head of Year as well as extra counselling hours. <p>There are no significant safeguarding issues to report to the Board.</p> <p>The Chair asked whether any additional resources need to be allocated for this work for next year and noted that the SLT had reviewed the pastoral structure and added a member to the Head of Year team.</p> <p>Trustees asked whether students are taught coping strategies to help them deal with exam stress. The Assistant Principal confirmed that this is covered in the tutorial system, including exam preparation and support but that problems are arising due to outside issues that have been ongoing for a number of years without support, prior to students joining the College.</p>	

3.3.7	LINK TRUSTEE REPORTS / THEMED LEARNING WALKS FOR TRUSTEES / REPORTS FROM STUDENT FOCUS GROUPS	ACTION
	<p>The Board noted that prior to conversion to an Academy there were 19 Governors which meant that there were sufficient governors for each of the College's 15 departments to have a governor 'linked' to them. However on conversion to an Academy the board was reduced to 11 Trustees including the Principal and Staff Governor. It is therefore difficult to continue with the previous scheme of linking Trustees to specific departments. One other role which needs to be considered is the College's work on External Engagement and whether to appoint one or more Trustees to work with the Principal in an external liaison role.</p> <p>A trial was taking place of holding themed learning walks each term with a view to these replacing the former Link Governor Scheme. The first took place on 14th November when the theme of the walk was the embedding of English and Maths across the curriculum. Trustees who attended this reported on how useful this was following their attendance at the SAR validation to see the focus on English and Maths in practice in the classroom.</p> <p>After discussion it was agreed to review the Link Scheme if any Department particularly requested a Link Board Member. Otherwise it was agreed to replace the Link Scheme with themed learning walks with a view to aiming to visit each department during the course of a year.</p> <p>Following the recent Learning Walk Mr Stokes had helped the College to establish a link between health and social care and the Woking Hospice and is happy to continue to work with the Principal in an external liaison role. Mr Hearsom will continue as the nominated Board Member for Health and Safety.</p> <p>Learning walk dates were agreed for next term as follows with the details to be sent out to Trustees by email :</p> <ul style="list-style-type: none"> • Wednesday 31 January 2018 8:45am- - Pastoral • Monday 19 March 2018 8:45am - Student engagement / Stretch and Challenge <p>The Chair suggested repeating a previous training session for the board with videos of exemplar teachers- and this will be added to the February Board meeting if time allows.</p>	Clerk / Assistant Principal
<p>4.</p> <p>4.1.1</p> <p>4.1.2</p> <p>4.1.3</p>	<p>PRINCIPAL' S REPORT</p> <p>The Principal presented his report and invited comments and questions from Trustees. The Principal reported that the number of applications to university this year had increased from last year including 18 applications to Oxbridge. The Principal reported on this work developing positive relationships with schools including the Hoe Valley Free School where Ms Stratton is becoming a Governor and the College will be putting on STEM events for Year 9 Students.</p> <p>The report included a snapshot of trips, visits and speakers and extra events for students. Members asked about the learning trip to Disney and the benefits of that for learning experience and the Assistant Principal provided assurance as to the learning element of this trip.</p> <p>The board commended the comprehensive nature of the report and the Chair asked for the Board's thanks to be passed to Colin Barnard who is leaving at the end of next term.</p>	

4.2	<p>STRATEGIC PLAN 2017-20</p> <p>The Board received printed copies of the Strategic Plan 2017-20 which was agreed at the of the last academic year noting that the Principal had sent this to key stakeholders and received much positive feedback as a result.</p>	ACTION
4.3	<p>FIVE YEAR MAINTENANCE PLAN</p> <p>4.3.1 The Principal presented the Five Year Maintenance Plan showing planned maintenance and upgrading and some of the associated expenditure. The Board noted that Tony Robinson of Drum Management Ltd produced a full Survey and report on the maintenance priorities for the College; including recommendations that the College prioritise the upgrading of some of the College toilets, particularly in the top block. Mr Moffat asked for the plan to be tied into the Financial Year for future.</p> <p>4.3.2 The Board noted due to ongoing issues with leaks from the flat roof the College is submitting bids to the CIF fund to repair the roofs for the Health and Social Sciences and the Top Block. under the guidance of an external consultant.</p> <p>4.3.3 Trustees asked if the College has any solar panels. The Principal confirmed that it does not but have looked at it and that the College cannot afford to install these. In response to a question about reviewing utility suppliers the Principal confirmed that College keeps this under review.</p>	Principal
5.	<p>MINUTES OF THE FINANCE AND POLICY COMMITTEE OF 15 NOVEMBER 2017</p> <p>5.1.1 Mr Moffat moved the adoption of the minutes of the Finance and Policy Committee meeting of 15 November 2017. The following recommendations were discussed and agreed:</p> <p>5.1.2 The Committee recommends to the Academy Trust Board approval of :</p> <ul style="list-style-type: none"> • Its Terms of Reference which have been revised following academisation (attached to the Minutes); • Management accounts to October 2017 forecast surplus for the year is reducing due to loss of funding for high needs students and financial forecast remains financially healthy; • The Scheme of Delegation; • Delegation to the F & P Committee the approval of Finance and HR Policies (Item 8.4) subject to a list of policies being agreed by the Principal and Clerk; • The Disciplinary & Capability Procedure and Grievance Procedure. <p>5.1.3 The Minutes and these recommendations were adopted.</p>	
5.2	<p>MANAGEMENT ACCOUNTS</p> <p>The management accounts to October 2017 were circulated to all Trustees with the meeting papers. The October Management Accounts were unanimously approved.</p>	
5.3	<p>SCHEME OF DELEGATION</p> <p>5.3.1 A draft Scheme of Delegation was presented by the Clerk. The Finance and Policy Committee had reviewed the Scheme of Delegation and recommended this for approval.</p> <p>5.3.2 Subject to one small amendment the Scheme of Delegation was approved. It was agreed that this should be subject to annual review</p>	

6.	MINUTES OF THE AUDIT COMMITTEE OF 8 NOVEMBER 2017	ACTION
6.1.1	Mrs Mather moved the adoption of the minutes of the Audit Committee meeting of 8 November 2017. The following recommendations were discussed and agreed :	
6.1.2	The <u>Terms of Reference</u> of the committee which have been revised following academisation (attached to the Minutes); were agreed ;	
6.1.3	The <u>Annual Report of the Audit Committee</u> which reviews the work of the committee over the past year and gives an opinion to the Academy Trust Board (attached separately as Agenda Item 6.1 on the Trust Board Agenda)	
	and the opinion that :	
	The Audit Committee received all necessary assurances during the year to meet the needs of the Academy Trust Board. There are no matters that the committee wishes to bring specifically to the attention of the Academy Trust Board and the committee is satisfied with the financial reporting of Woking College and the performance of the external auditors.	
6.2	The <u>Financial Statements</u> for the year ended 31 July 2017 in which the college was given an unqualified Audit Opinion and an unqualified Regularity Audit Opinion were approved.	
	The Chair explained that for next year's Financial Statements need to set out a Reserves Policy and work on this will be carried out by the Finance and Planning Committee.	F & P Committee
6.2.1	<p><u>Dormant Accounts 15 June 2017 to 31 August 2017</u></p> <p>The Finance Director had prepared a set of dormant accounts for the Academy for the period 15/6/17 (when the company was incorporated) to 31/8/17 showing that no financial transactions took place during this period. The Board noted that there is some confusion about whether we can file dormant accounts for 2.5 months at Companies House, which the Finance Director was continuing to investigate. However, the ESFA had asked for dormant accounts for this period to be submitted by 31/12/17. It was noted that these were produced at the request of the ESFA although not thought necessary. (The Academy Trust would have otherwise extended its first set of accounts stating that company did not trade from 15 June 17 to 31 August 2017)</p>	
	It was resolved to approve the dormant accounts for the Academy for the period 15/6/17 to 31/8/17.	
6.3	<p><u>Management Letter</u></p> <p>The Board noted the audit highlights memorandum and management letter which had been reviewed by the Audit and Finance and Planning Committees noting that :</p> <ul style="list-style-type: none"> • The Report confirms that no adjusted or unadjusted audit differences were found • No control observations or recommendations were made. • The audit is substantially completed. 	

<p>6.4</p> <p>6.5</p> <p>6.6</p> <p>6.7</p> <p>6.8</p>	<p><u>Representation Letter</u> The version of the letter to the auditors confirming that the Chair and Principal are authorised by the Academy Trusts Board to sign the financial statements was recommended for approval by the Audit Committee. It was resolved to approve the Representation Letter.</p> <p><u>Engagement Letter</u> The engagement letter which establishes the terms of the agreement between KPMG and the College needed to be revised following academisation and was recommended for approval by the Audit Committee.</p> <p>It was resolved to approve the KPMG Engagement Letter.</p> <p><u>The Financial Management and Governance Self- Assessment Checklist</u> was approved for signature by the Chair and the Principal;</p> <p>Risk Register: <u>The Risk Management and Risk Management Annual report</u> presented to the Audit Committee was approved. The Register had been reviewed to include more information about the work being undertaken at college to mitigate the risks. A Trustee asked whether a process exists to link the Risk Register to how the college insures the risks. The Principal confirmed that there is a process for looking at the risks.</p> <p><u>Board assurance</u> The College dispensed with Internal Audit some years previously but the Audit Committee had requested some additional assurance work this year covering- Fire Safety and General Data Protection Regulations and the college's preparedness for the implementation of the GDPR.</p> <p>The Minutes were adopted.</p>	<p>ACTION</p>
<p>7.</p> <p>7.1</p>	<p>POLICIES FOR APPROVAL</p> <p>DISCIPLINARY & CAPABILITY PROCEDURE, GRIEVANCE PROCEDURE</p> <p>The Finance and Policy Committee had reviewed the Disciplinary & Capability Procedure and the Grievance Procedure and recommended this for approval. The Board agreed to make some further changes to the wording of the Disciplinary & Capability Procedure in relation to Gross misconduct. Subject to these amendments it was resolved to approve the procedures.</p>	
<p>8.</p> <p>8.1</p>	<p>GOVERNANCE MATTERS</p> <p>The Board noted the results of the recent elections of Parent and Staff Trustees. The three new Trustees were present at this meeting:</p> <ul style="list-style-type: none"> • Jonathan Miles – Parent Trustee appointed for 4 years with effect from 9th October 2017 • Trevor Spraggs – Parent Trustee appointed for 4 years with effect from 9th October 2017 • Elizabeth Bentley-Pattison – Staff Trustee appointed for 4 years with effect from 8th November 2017 	
<p>8.2</p>	<p>COMMITTEE MEMBERSHIP</p> <p>The revised list of Committee Memberships for 2017-18 was agreed</p>	

8.3	GOVERNANCE SELF-ASSESSMENT REPORT	ACTION
8.3.1	The Board discussed the draft Governance Self-Assessment Report in detail:	
8.3.2	In relation to the item in the Action Plan in relation to active engagement with students it was resolved that the Student President should be invited to attend the next meeting of the Academy Trust board as an observer.	Clerk
8.3.3	Trustees suggested adding meeting attendance targets for Trust Board and Committee meetings to the Governance QIP.	Clerk
8.3.4	Subject to this amendment it was resolved to approve the draft SAR on Governance.	
8.4	CODE OF CONDUCT FOR TRUSTEES The Clerk explained that the proposed Code of Conduct had been drafted by Eversheds (solicitors) for use by Trustees of an Academy. The Code of Conduct was approved, to be adopted with immediate effect to replace the previous Code of Conduct for governors.	
8.5	TO APPOINT A NOMINATED LEAD TRUSTEE FOR SAFEGUARDING Trustees discussed whether there is a legal requirement to have a nominated lead Trustee for Safeguarding and the Clerk thought that this was a matter of governance best practice. It was agreed that the Assistant Principal or Clerk would provide definitive guidance on this to the next meeting.	Assistant Principal / Clerk
9.	DATE OF NEXT MEETING	
9.1	The next meeting of the Corporation will be held on Wednesday 7 February 2018 at College at 6:30 pm.	
	The Part II Business closed at 8:10pm. The Principal, Assistant Principal, staff and student members and clerk left the meeting. Signed:.....Date.....	

Matters arising Action Log from meeting 29 November 2017

	ACTION REQUIRED	BY WHEN	BY WHOM	STATUS
1	Trustees asked that some of the ultimate deadline dates for actions in the QIP should be set out in the Action Plan rather than stated to be 'ongoing'	Feb 2018	RST	
2	The Maintenance plan in future is to be tied into the Financial Year	July 3028	BFR	
3	Work on the Reserves Policy to be carried out by the Finance and Planning Committee.	March 2018	Clerk / Finance Director	
4	The Student President should be invited to attend the next meeting of the Academy Trust board as an observer.	Feb 2018	Clerk/ Principal	
5	Trustees suggested adding meeting attendance targets for Trust Board and Committee meetings to the Governance QIP.	Feb 2018	Clerk	