



Prior to this meeting, Directors had attended their Awayday, where they had participated in the following discussions/activities;

- *Trialling on-line bitesize compliance training modules*
- *Presentation from Jonathan Duff, Deputy Director, Regional Schools Commissioner's office, South East England & South London with regard to 'Expectations of MATs'*
- *Discussion and input with regard to the OHC&AT Strategy, including presentations from Dr Allen, Mr Prior and Mrs Sherborne.*
- *Presentation from Mrs Goodsell on Directors' Portofino Activity for 2015/6 and participation in portfolio workshops (Teaching and Learning, Safeguarding, Finance, Business Development and Marketing, and Training)*

Minutes of the Orchard Hill College Family Board meeting held on Thursday 30th June 2016 at 4.45pm at Hilton Hotel, Purley Way

OHC Board Members: Darren Coghlan (Chair)
 Rama Venchard (Vice Chair)
 *Staynton Brown
 Eamonn Gilbert
 Dr David Watkins
 Dr Caroline Allen (CEO/Principal)

OHCAT Board Members: Jay Mercer (Chair)
 *Kevin Finnigan (Vice Chair)
 *Yolande Burgess
 *Mary Francis
 Roger Mills
 Stephen Lawes
 Dr Caroline Allen (CEO)

*Denotes absence

Also Present: Tracey Goodsell-Clerk to the Board
 John Prior-Executive Head (Quality and Development)/Assistant CEO
 Corrina Jenkins-Director of Finance
 Janet Sherborne -Executive Head OHC&AT Services

Part A

1. Welcome and Apologies

Directors **NOTED** that apologies for absence had been received from Staynton Brown (OHC), Kevin Finnigan (OHCAT), Mary Francis (OHCAT) and Yolande Burgess(OHCAT).

2. Any other Business

An urgent item of 'any other business' was tabled by Mrs Jenkins.

Mrs Jenkins explained that the utility (gas and electric) contracts for OHCAT Academies were due to expire on 30.9.16. Two of College contracts were already out of contract.

OHCAT is already in the process of procuring the contracts as part of the MAT conversion process, and an opportunity was taken to align all contract end dates and benefit from economies of scale.

Due to the unexpected EU referendum decision a lot of volatility emerged and the Strategic, Planning and Approval Group (SPA) had requested that the contracts be secured for a one- year term immediately, to protect both OHC and OHCAT.

Therefore, a contract has been entered into with British Gas, (except Bedelsford School, as Engie were the most competitive). The contracts have been procured and will be managed through Utilitywise. This will be reviewed in 12 months.

The total contract value is £79k for electricity (OHC & OHCAT) and £43.9k for gas, with expected annual savings of £20.9k.

Directors **APPROVED** this proposal.

3. Constitution and Appointments

a) OHC

i) Programme of Work 2016/7

Directors **APPROVED** the Programme of Work for the OHC Board and OHC Committee for 2016/17

ii) Board of Directors

Directors **NOTED** that there is currently one vacancy on the OHC Board. Following discussions with Board members, Dr Allen reported that she has approached Chris Scott, a current trustee at Hillingdon Youth Development Trust to join the OHC Board. Mr Scott is seeking approval from his manager. Subject to this being given, Directors will be asked to approve his appointment next term.

iii) OHC Committee

Directors **NOTED** that there is one vacancy.

b) OHCAT

i) Approval of OHCAT Documentation

Directors **APPROVED** the amendments to the Scheme of Delegation. They also **NOTED** that a full review of this document will be carried out over the summer and the amended version will be present to OHCAT Board for approval in the Autumn term.

Directors **APPROVED** the Programme of Work for the OHCAT Board and Academy LGBs.

ii) Board of Directors

Directors **NOTED** that Yolande Burgess has been appointed as an OHCAT Director.

iii) Kingston Schools LGB Appointments

Directors **APPROVED** the appointment of the new LGBs for Dysart, Bedelsford and St Philips schools.

iv) Carew Academy LGB

Directors **NOTED** that there are currently two vacancies. Two potential candidates have been suggested and the Clerk will report further next term.

Directors **APPROVED** the re-appointment of Janet Sherborne to the Carew Academy LGB for a further three year term of office.

Directors **NOTED** that Emmett Murphy's (teaching staff governor) term of office ends on 6.11.2016. Nominations will be sought in the Autumn term.

3. Declaration of Interests

The following interests were declared and **NOTED**:

Mr Venchard declared that he is the project manager for schools converting to academy status under OHCAT.

Mr Mills declared that he is Chair of the Board of Directors for Cygnet CIC, which uses OHCAT services for clerking and HR. He is also a Trustee on the Greenshaw Learning Trust Board.

Mr Gilbert declared that he works for Achieving for Children, Kingston.

4. OHCAT Chair's Action

Directors **NOTED** that Mr Mercer had taken Chair's Action to approve the cleaning contract for Bedelsford to Engie at an annual cost of £27,693.

5. Minutes

i) OHC

Directors agreed and signed the minutes of the Orchard Hill Family Board meeting held on 3.3.2016, together with the resolutions for OHC.

ii) OHCAT

Directors agreed and signed the minutes of the Orchard Hill Family Board meeting held on 3.3.2016, together with the resolutions for OHCAT.

iii) OHC&AT

Directors **RECEIVED** the minutes of the Audit Committee meeting held on 15.6.2016.

6. Matters Arising

- i) Further to minute 7, Directors **NOTED** that Quality Assurance Framework was included in the CEO's Report, Appendix 3.
- ii) Further to minute 7, Directors **NOTED** that the updated strategy document was included in the CEO's report, Appendix 2.
- iii) Further to minute 8i), Directors **NOTED** that Corrina Jenkins had confirmed that the mileage allowance rates in the Finance Regulations correlate with the HMRC Approved Mileage Allowance.

7. CEO's report

OHC&AT

1. Data Overview

Directors **RECEIVED** the consolidated OHC&AT dashboard. Directors **NOTED** that the safeguarding data, missing from this dashboard, had been presented earlier by Jackie Van-West in the Safeguarding portfolio workshop.

Mr Mills raised a query about the long term sickness at The Skills Hub (TSH). Dr Allen confirmed that this issue is being addressed by the school, through the appropriate OHC&AT HR processes.

Mr Mercer also asked about student attendance, noting that the current attendance is below average for special schools. Mr Prior said that this matter will be closely monitored, working with the attendance officer in the schools and making sure that the curriculum offer is right and attractive to students. Persistent absentees will be followed up robustly.

Dr Allen further commented that YPA and TSH are still in a transition stage and she is confident that the figures will improve. Mr Prior said that his full time role as Executive Head will enable him to focus more on these issues from September.

Mr Prior is working with the Headteacher to strengthen the School Evaluation Form (SEF) and School Development Plan (SDP) in both schools . The data for the quality of teaching and learning needs to be scrutinised to ensure its accuracy.

Mr Mercer requested a progress report on this matter next term.

Action: Mr Prior to present a progress report on these issues at the next Board meeting.

2. Strategy

Dr Allen explained that the strategy has not altered much since last term. However, she said the growth charts have been updated, in order to provide OHC&AT's plans for growth to the RSC, which are requested in June.

The strategy will be fully updated for the next Board meeting, including the KPIs.

Dr Allen said that she has used proxy schools for the growth charts with a mixed portfolio of maintained and special needs schools.

Mr Coghlan asked whether there is a number for the balance between SEN and mainstream. Dr Allen confirmed that the growth allows for 2 secondary schools, 4 primary school and the remainder SEN. The RSC will review the planned growth for the Trust and will confirm if they are satisfied with the projections. Once this

agreement has been received, the approval lies with the RSC Headteachers' Board.

Mr Gilbert asked whether there is an aspiration to take on colleges. Dr Allen said that the charts on page 9 of the document inflates the number of college centres to 8 by 2019/20. However, there are no plans to get directly into the mainstream FE sector at the present time but the College continues to work closely with specific colleges within our hub areas.

Mr Mills said that the College is currently extremely successful in community engagement and stressed that it is important that OHC doesn't lose sight of this as it expands its offer. Dr Allen said that Mr Jordan-Diaper, Head of College, has fostered excellent partnerships in each area. She suggested that Mr Mills should meet with Mr Jordan-Diaper to explore this further.

Action: The Clerk to arrange a meeting between Mr Mills and Mr Jordan-Diaper.

Directors **APPROVED** the draft strategy, noting that an updated version will be presented at the next Board meeting.

3. Teckal Company

Dr Allen reminded Directors that London Borough of Sutton had previously carried out a feasibility study to spin out their Learning Support Services. Orchard Hill College had been ranked highly in the study. However, Sutton has now been working on a Business Case for a Teckal company. Dr Allen sought Directors' approval to explore the possibility of entering into a Teckal company partnership. Further information and legal advice would be presented to Board for later decision, if appropriate.

Following discussion, Directors **APPROVED** in principle the exploration of entering into a Teckal company partnership, whilst recognising the complexities that could now be encountered following the 'Brexit' vote.

4. Assurance Framework

Following Directors' recommendations at the last meeting, Dr Allen presented an updated assurance framework.

Directors **APPROVED** the Assurance Framework.

5. Virtual Networks

Directors were advised that, under the direction of the Executive Head (Quality and Development)/Assistant CEO and the training School, it is proposed to establish virtual networks for leadership of curriculum and other initiatives.

Directors **NOTED** this information, which had also been discussed during the Awayday portfolio workshops.

6. Training

Directors were advised that training is underway for Directors and Governors with bitesize modules. Some of the Directors had already trialled these modules at the beginning of the Awayday. Longer online training will be available in the Autumn term. Directors were asked to notify the Clerk Manager of any relevant training and dates attended elsewhere and of any further training requests.

Directors **NOTED** this information.

OHC

1. Curriculum Review

Directors were advised that the SLT have reviewed the curriculum strategy and planned phased implementation over the next three years in particular to enhance, extend and make more explicit the vocational elements and to reflect the broader student cohort.

Directors also received a revised fee structure which will be circulated to LAs shortly to give them early notice of its implementation for 2017/18 enrolments.

Directors **NOTED** this information.

2. Hillingdon Youth Skills Development Trust (YSDT)

Directors were advised that YSDT charity will close in August. It intends to novate its motor vehicle equipment to OHC&AT. There are discussions with Hillingdon LA for OHC&AT to take over the lease at the YSDT premises, ahead of possible discussions regarding further use of the site as the free school sixth form and college vocational centre. Some of the YSDT are being employed by the Family from September.

Directors **NOTED** this information.

3. Pentland Fields School

Directors were advised that Dr Allen is in discussions with EFA and Hillingdon LA regarding a possible new build for the College in association with the proposed new free school sixth form & vocational centre. In the meantime, in response to demand from Eden Trust pupils and encouragement from Hillingdon LA, a small College centre will open this September in the empty sixth form block of Eden's new free school, Pentland Field School (Hillingdon).

Directors **NOTED** this information.

4. Teacher Training

Directors were advised that the College has been validated to offer the Diploma in Education with Canterbury Christchurch University. The first cohort of students will start in September 2016; 16 members of staff have applied from the College and places will be prioritised for unqualified teachers. The course will be advertised externally and to schools in the Trust who may have unqualified staff, such as TAs who are teaching in the sixth form.

Directors **NOTED** this information.

5. Risk Management

Directors **NOTED** the Risk Register and Movement Chart. They also **NOTED** that the OHC dashboard and College committee minutes are on the portal.

OHCAT

1. Academies

Carew Academy

Directors **NOTED** that Rob Watkins has been recruited as Principal of Carew Academy, following John Prior's appointment as Executive Head/Assistant CEO. Dr Allen said that Mr Watkins was an outstanding candidate and she has every confidence that he will be the best person to take the school to Outstanding.

Dr Watkins declared a potential conflict of interest as Rob Watkins is his son . Directors **AGREED** that as Dr Watkins is a College Director there is not a conflict of interest. However, Dr Watkins should step out of the any discussions relating to Rob Watkins, including remuneration.

At this point of the meeting, Directors passed on their thanks to Mr Prior for all his achievements as Principal of Carew Academy. They commented that the work he has achieved at the school, and now for the Trust, has and will continue to change the lives of young people. Directors also commented that Carew had been a benchmark as the first Academy in the Trust and because of its success, other schools had been keen to join the Family.

Nightingale School

Following review of the Due Diligence report, Directors **APPROVED** the transfer of Nightingale school to become Nightingale Community Academy, sponsored by OHCAT, expected transfer date of 1.9.2016.

Free School Applications

Directors **NOTED** that the Trust has been invited to an interview with the DfE in July, regarding the two Free School Proposals (Sutton Academy and Hillingdon Academy).

2. OHCAT Risk Management

Directors **NOTED** the Risk Register and Movement Chart. They also **NOTED** that the Academies dashboards and LGB minutes are on the portal.

Directors **RECEIVED** the CEO's Report.

8. Finance and Funding

OHC

i) Budget 2016/7

Corrina Jenkins reported that she had met with Dr Watkins, OHC Finance portfolio holder, to review the budget.

She said that the budget has been set prudently, assuming 195 pupils at September 2016. There are 9 learners whose applications are still in progress. Funding for these learners has been applied at £50k per learner for the year.

Particular points discussed and **NOTED** were;

SFA Contract:- The College is now classed as an Independent Training Provider and funding is provided on a monthly basis, based on the profile of delivery. This will be monitored. SFA Income has been adjusted by 2% as a precaution. Directors said that this could be positive for the College.

Staffing:- On-costs have been set at 36.2%. Recruitment has been frozen until learner numbers increase.

Facilities:- Notice has been given on the lease at Cambridge House from 31st August 2016. Old Town Hall peppercorn rent is being reviewed, budgeted at a contingency of £40k. The list of planned capital investment has not yet been put in the budget, as this cannot yet be supported.

Cash:- The target is a minimum of 45 days, currently set at 41 days based on total expenditure.

Creditors:- From 1.10.2016, OHC will cease the payroll contract with LBS and bring it in-house to improve the quality and efficiency of the service.

Reserves:-The in-year surplus is currently set at a modest 1.4% to ensure current pupils benefit from the funding allocation. In line with the target set by Directors,. the College plans to set a surplus budget over the next 2 years, set at a minimum of 2% and 3% respectively.

Directors **APPROVED** the Budget 2016/7.

ii) Management Accounts

Directors **RECEIVED** the management accounts and **NOTED** that the Internal Audit Findings Report and Finance Regulations had been approved by the OHC&AT Audit committee and are on the portal.

OHCAT

i) Consolidated Budget 2016/7

Corrina Jenkins reported that she had met with Mr Lawes, OHCAT Finance portfolio holder, to review the budget.

She advised that, for the purpose of this budget, no information has been included for Nightingale School as due diligence is still being carried out. It also does not include set- up costs for the Free School bids as it is assumed these will be covered by specific grants awarded.

The OHCAT Budget is expected to break-even. Budgets for Dysart, St Philips and Bedelsford were prepared on an April to March basis and approved pre-conversion. These budgets will be revised to reflect a September to August financial year and will be presented at their next LGB meetings.

Particular points discussed and **NOTED** were;

Core Services Contribution (CSC):-three separate charges are applied to academies based on the latest Ofsted grade, to reflect the level of support needed.. The charges are as follows;

'Good or Outstanding' schools	A fixed charge of 3.6%
'Requires Improvement' schools	A fixed charge of 4.5%
'Inadequate Schools	A fixed charge of 6.6%

Sponsor Fee:-OHCAT will retain 17.5% (20% prior year) of the CSC to cover any audit or legal fees and other costs directly attributable to OHACAT and will pass the remaining 82.5% (80% prior year) on to the Sponsor, Orchard Hill College.

The Skills Hub:-The Headteacher is currently in discussions with the LA regarding numbers over roll. Funding for the extra places has been agreed at Schools Forum. Teams are working to conclude this year and agree numbers for next year. This is expected to be resolved imminently.

LGPS:-This is due an independent tri-annual valuation in March 2017, revised rates will be applicable from March 2017. As with the College, This budget assumes all staff opt into the relevant scheme to allow adequate budget to cover any increases.

Carew:- Carew needs 3 new classes to accommodate growth in pupil numbers. Works are being carried out over the Summer, which are being funded by the Sutton LA.

Capital expenditure:-The Shared Services Team will work with schools to identify value for money and where economies of scale in group purchasing can be sought i.e. minibuses.

Cash:-Cash flow is healthy.

Pension:-Valuations of the pension liability are still outstanding for the three Kingston schools, assumption of £800k per academy has been included.

Reserves:-Mrs Jenkins confirmed that the £37m reserves includes fixed assets.

Directors **APPROVED** the consolidated budget 2016/17.

ii) Consolidated Management Accounts

Directors **RECEIVED** the consolidated management accounts and **NOTED** that the Internal Audit Findings Report and Finance Regulations had been approved by the OHC&AT Audit committee and are on the portal.

9. Policies

Directors were advised that the following policies have been reviewed and any comments from portfolio holders and other Directors have been incorporated;.

Child Protection and Safeguarding

SEN

Equality and Diversity

Admissions

Directors were advised that the following policies have been aligned and any comments from portfolio holders and other Directors have been incorporated;.

Families and Visitors Code of Conduct

Educational Visits

E-Safety

Photo Permission

Substance Misuse

Assessment and Examinations

Directors were advised that the Pay Policy has been updated to give more detail regarding all support staff across the Family. Inner London pay scales have also been included to ensure that any Inner London schools that join the Trust in the future are covered

Directors **APPROVED** all the policies for final sign off by the Chairs.

10. Resolutions

i) OHC

Darren Coghlan confirmed the resolutions made by the OHC Directors at this meeting (Appendix 1).

Directors **APPROVED** the resolutions.

ii) OHCAT

Jay Mercer confirmed the resolutions made by the OHCAT Directors at this meeting (Appendix 2).

Directors **APPROVED** the resolutions.

11. Dates of Future meetings

The following dates for future meetings were tabled and **AGREED**:

OHC&AT Family Board

- Friday 9th December 2016 at 1.00pm (lunch from 12.30pm)
- Friday 17th March 2017 at 1.00pm at VPC (lunch at 12.30pm, the Annual General Meeting for OHC&AT Trust members to be held at 10.00am on the same day, all Directors invited).

Apologies for this meeting were received from Mr Gilbert.

- Friday 30th June 2017 (Awayday-11.30am onwards)

OHC&AT Audit Committee

- Friday 9th December at 10.00am at VPC
- Friday 30th June 2017 at 9.30am

OHC&AT Remuneration Committee

- Friday 21st October at 2pm at VPC.

Chairs Forum

Action-The Clerk to circulate dates asap.

12. Confidentiality

See Part B.

Chair----- Date-----

