

Minutes of the Orchard Hill College Family Board meeting held on Friday 17th March 2017 at 1.00pm at the Vocational Progression Centre, Carshalton College Campus, Nightingale Rd, Carshalton, Surrey SM5 2EJ

OHC Board Members: *Darren Coghlan
 Rama Venchard (Designated 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)/Deputy CEO
 Corrina Jenkins-Executive Director, Finance
 Janet Sherborne -Executive Director Services
 Julia James-Headteacher, Bedelsford School-Observer

In Mr Coghlan's absence, Mr Venchard agreed to Chair this meeting.

1. Welcome and Apologies

Directors **NOTED** that apologies for absence had been received from Staynton Brown (OHC), Eamonn Gilbert (OHC) Mary Francis (OHCAT) and Roger Mills (OHCAT).

2. Constitution and Appointments

a) OHC

i) Board of Directors

Directors **NOTED** that there is one vacancy on the Board. A person with the right skills and experience is being sought to fill this vacancy.

ii) OHC Committee

Directors **NOTED** that there is a vacancy for a finance portfolio governor. Directors agreed to consider whether they know anyone with the appropriate skillset to fill this vacancy.

b) OHCAT

i) Board of Directors

Directors **NOTED** that the OHCAT members had approved the re-appointment of the following Directors, for a further four year term of office:

Jay Mercer-term of office finishes on 4.4.2017

Kevin Finnigan-term of office finishes on 4.4.2017

Stephen Lawes-term of office finishes on 5.8.2017

Dr Allen informed Directors, that due to ill-health, Mrs Francis will be resigning as an OHCAT trustee and as Chair of the Young People's Academy/The Skills Hub LGB. Dr Allen said that Mrs Francis had asked for her best wishes to be passed onto the members and trustees. Directors also recorded their best wishes to Mrs Francis. A replacement will be sought for the OHCAT Board and the LGB.

ii) Appointment of Academy LGB Governor

Directors **APPROVED** all the appointments to the LGBs,

3. Declaration of Interest

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

4. Email Approval

OHC

Directors **NOTED** that they had approved by email, the appointment of Winckworth Sherwood to represent the College with the legal challenge regarding the pension transferred at College conversion.

OHCAT

Directors **NOTED** that they had approved by email, the Tender Waiver request for Quadrant House, needed because of the specialist nature of the contract.

Directors **NOTED** that they had approved by email, the Academy Trust Accounts Return (AAR) and the letter of representation.

Directors **NOTED** that they had given by email their 'in principle agreement' to pursue the opportunity to sponsor The Link Schools subject to a formal due diligence process, (*see also minute 7, item 3.4*).

5. Minutes

- i) OHC Directors agreed and signed the minutes and the OHC resolutions of the Orchard Hill Family Board meeting held on 9th December 2016.
- ii) OHCAT Directors agreed and signed the minutes and the OHC resolutions of the Orchard Hill Family Board meeting held on 9th December 2016.
- iii) OHC&AT Directors **RECEIVED** the minutes of the OHC&AT Audit Committee meetings held on 9th December 2016 and 8th March 2017.

6. Matters Arising

There were no matters arising which were not covered elsewhere on the agenda.

7. CEO's Report.

1. OHC&AT

1.1 Strategy

Directors **APPROVED** the addition to the OHCAT strategy to include that, wherever possible and beneficial to the students, OHC&AT will consider the agreed use and/or co-location of academy and College premises.

1.2 Development Board

Directors **APPROVED** the Development Board terms of reference.

1.3 Shared Support Services Planned Relocation.

Directors **NOTED** that the OHC&AT shared support services will undertake phased relocation from Worcester Rd to Quadrant House, Sutton. Students will be given the opportunity to carry out work placements and apprenticeships at the new premises.

1.4 Overview of Quality and Finances

Directors **RECEIVED** a new snapshot overview table indicating the quality and financial status of each academy and College, following a recommendation from the Audit Committee.

1.5 In-House Staff Recruitment Agency

Directors **APPROVED** in principle, the In-House Staff recruitment Agency Business Case.

1.6 Capacity Planning

Directors **RECEIVED** the Capacity Planning report and **NOTED** that capacity planning continues to be reviewed.

2. OHC

2.1 OHC Risk Management

Directors **RECEIVED** the Dashboard, Risk Register and Movement Chart and **NOTED** that the OHC Committee minutes and dashboard are available to view on the governors' portal.

They also **APPROVED** the deletion of risk FPR5 on the Risk Register relating to VAT returns, as this is no longer a risk.

2.2 Skills Funding Agency Adult Skills Budget funding tender

Directors **NOTED** that In accordance with EU regulations, OHC has been required to re-tender for its allocation of £1.4m. The tender had been submitted by the Executive Director, Services on 24th February 2017.

2.3 EFA Audit

Directors **NOTED** that the Executive Director, Services, had co-ordinated information for an EFA funding compliance audit which took place on 9th March 2017.

The audit had recorded total funds at risk from error reporting was £0.00. Directors passed on their congratulations to the team.

2.4 Update on College centres

Directors were advised that the planned new Hillingdon College Centre in Uxbridge is awaiting change of use approval. The previously identified premises fell through and so it is now urgent to finalise the new accommodation as the temporary base at Pentland Field is no longer available next year.

Directors **APPROVED** in principle, for the College to finalise accommodation at the new Hillingdon College Centre in Uxbridge, noting that full details will be emailed to Directors as soon as possible.

2.5 College SLT

Directors **NOTED** that the current Deputy Head of College, Ben Walsh, has been appointed Head of OHCAT's St Philip's School, commencing April. Carew Academy's Head of Lower School, David Thomas, has been appointed Deputy Head of College, also commencing April. They agreed that both are very strong appointments resulting from an open competitive process but also reflecting the impact of OHC&AT's succession planning, coaching and mentoring programme.

2.6 College lecturers

Directors **APPROVED** the introduction of the linkage of increments to appraisals for OHC lecturers from September 2017, subject to consultation.

2.7 TUPE of Link Schools' staff (please also refer to 3.4)

Directors **APPROVED** the proposal that the transfer of the Link Schools to academy status into OHCAT will include the TUPE of 4 members of staff from their central team into OHC Shared Support Services.

3. OHCAT

3.1 OHCAT Risk Management

Directors **RECEIVED** the Dashboard, Risk Register and Movement Chart and **NOTED** that the Academies dashboards and LGB Minutes are available to view on the governors' portal.

Although safeguarding data had not been presented on this consolidated dashboard, Mr Prior explained that each LGB dashboard has its own set of safeguarding data, this is available to view on the Directors' portal.

3.2 OHCAT Academies Update

Directors **RECEIVED** an update on each of the academies in the Trust.

Mr Mercer asked Mrs James about her experience of being part of OHCAT.

Mrs James spoke about the strong partnership working and the responsive support provided by the central team.

Being part of OHCAT has resulted in opportunities being created, including the work with OHC with the sixth form at Bedelsford, to enable smoother pathways for students.

The 'family' model also enables the sharing of good practice and facilities, i.e. Bedelsford's hydrotherapy pool.

Directors agreed that this feedback from Mrs James was good evidence of the mutual benefits of the family approach.

Mr Lawes asked about the current challenges facing Nightingale Community Academy.

Mr Prior said the main challenge is around improving the poor reputation of the school. The school has already made rapid improvement under the excellent

leadership of the Principal, Andre Bailey. Underperforming staff are moving on and attendance, particularly at primary level, has improved.

The school currently admits pupils aged 5 and 6 who have a complex profile of needs. These pupils present with notable challenges and it is important to ensure that the curriculum is fit for purpose.

Data quality is also much improved and behaviour plans are being set in place to ensure consistent behaviour management.

Mr Venchard asked about the current status of OHCAT's discussions with the RSC regarding partnerships with mainstream. Directors discussed the possibility of offering a service to mainstream schools. There could be potential to offer a 'virtual' service, combining this with peripatetic staffing. Dr Allen said this is already happening to a certain degree but could be packaged and marketed as a service. Directors discussed how this might be funded through a bid or sponsorship, for example.

3.3 Radius Trust schools

Directors **NOTED** that Radius have named Aurora Group (a venture backed organisation mostly providing residential special needs services, established a year ago) as their preferred bidder. Radius withheld financial information until the interview stage, which meant that OHCAT was unable to secure EFA funding confirmation, other than in principle, within the timescale. The EFA and RSC were extremely supportive and helpful. Radius Trust held the view that the venture backed company could evidence the financing more strongly. OHCAT have indicated to the brokers that we would be happy to have further discussions at a later stage if the need arose.

3.4. The Link Trust Schools

Directors were advised that the Link Primary and Secondary Schools, in Sutton, are seeking sponsorship to Academy status into OHCAT. Both schools are NMSS (Non-Maintained Special Schools). The schools are near to each other and are located in close proximity to Carew Academy's proposed new site.

Dr Allen said the target date for transfer is 1st July 2017.

Directors **RECEIVED** the due diligence report, noting that there were no major issues arising from this report.

Mr Prior had recently sat on the panel for the substantive Headteacher's appointment for the secondary school.

Directors **APPROVED** the transfer of the Link Schools, **SUBJECT TO** the approval of the Commercial Transfer Agreement, when it is ready, and further due diligence.

3.5 Confidential item-see part B of minutes

8. Presentations/Strategy Discussion

a) OHC&AT Shared Services-Janet Sherborne

Mrs Sherborne updated Directors on the OHC&AT Shared Services.

She explained the data dashboard system and said that a dashboard for each of the services is also being developed, which will be added to the portal.

Data is being gathered monthly from headteachers via an automated MIS system and this data informs discussions at monthly monitoring meetings between the Heads and Mr Prior and also at LGB meetings.

The dashboard presented at Board is higher level and should enable Directors to recognise patterns/trends. These dashboards are on the portal for each school if Directors wish to view them.

Mrs Sherborne also spoke about the potential move of the Shared Services team to the Quadrant House in Sutton. This will improve the professional image but will also be accessible and include a creative area for students to utilise.

Approval was received this week to become an approved apprenticeship provider enabling OHC&AT to deliver apprenticeships from 1 May when the Apprenticeship Levy is introduced.

Directors thanked Mrs Sherborne for her informative presentation.

b) Discussion Item - Strategy for quality improvement and 'family' development within the context of decreasing public sector resource - Caroline Allen

Dr Allen set the context of this discussion item and asked for Directors thoughts/comments on how we can work with the schools and the College to identify savings whilst still improving quality.

She said that a key constraint at the present time is the size of some of the buildings. The College has already started to trial a different model of delivery by converting two small classrooms into a larger one. It will be important to build this into frame work planning for the year ahead, to enable the family to work together to protect the whole provision.

Directors acknowledged the tension between financial constraints and quality and discussed the importance of ensuring that the money that is available is being spent where it is making a difference to quality and outcomes.

They agreed that the family's strength is in putting personalised packages together for students and, as discussed previously, this could be a marketing tool to mainstream provisions. OHCAT is keen to enable appropriate support for SEN pupils who are in mainstream and benefit from mainstream, to remain there.

The Family has been proactive in managing the difficult financial climate up until now, but it must continue to ensure that there is a focus on quality and outcomes whilst planning carefully to manage anticipated funding issues.

It will also be important to access any available pools of money, including applying for bids/grants and the setting up of the development board to assist in attracting corporate support and sponsorship.

Directors also suggested a review of the curriculum at the College. Dr Allen said that the College SLT team have prepared a three year curriculum strategy plan and there are discussions about the impact this will have on premises. Further details on this will be brought to the next Board meeting.

9. Finance and Funding

OHC

3 year forecast

The 3 year forecast had been considered by the Audit committee on 8th March and recommended for approval by the OHC board.

Directors **APPROVED** the 3 year forecast.

Financial Regulations and Summary of Changes

The financial regulations had been considered by the Audit committee on 8th March and recommended for approval by the OHC board.

Directors **APPROVED** the Financial Regulations.

Appointment of External Auditors

Directors **APPROVED** the appointment of Buzzacott Chartered Accountants as the external auditors, following the recommendation of the Audit Committee. They **NOTED** that the contract for Buzzacotts will be a single contract across the College and the Trust, for a three year period, with the option to extend for a further two years.

Management Accounts

Directors **RECEIVED** the Management Accounts.

b) **OHCAT**

Consolidated 3 year forecast

The consolidated 3 year forecast had been considered by the Audit committee on 8th March and recommended for approval by the OHCAT board.

Directors **APPROVED** the 3 year forecast.

Financial Regulations and Summary of Changes

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Directors **APPROVED** the Financial Regulations.

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Consolidated Management Accounts

Directors **RECEIVED** the Consolidated Management Accounts.

10. Policies

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

NAME	TYPE	STATUS
Data Protection Policy	Core	Review (unscheduled)
Pay Policy	Core	Review
Critical Incident Business Continuity Plan	Core	New
Academies Admissions Procedures	Core	Review (unscheduled)
Exclusions Policy (Academies)	Additional	Review (unscheduled)
Missing Child Policy and Procedure	Additional	New
Adverse Weather Policy	Additional	New
Travel and Subsistence Policy	Additional	new

Dr Watkins said that the Critical Incidents Business Continuity Plan is thorough but asked how it would be rolled out to staff in all the provisions.

Mrs Sherborne explained that it will be tested in each centre/school with different scenarios for each setting. This will be conducted as a desk top exercise.

Mr Prior said that there will be a presentation on governance at the Heads' Awayday on 29th March, which will include OHC&AT's policy framework.

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

11. Resolutions

i) OHC

Mr Venchard confirmed the resolutions made by the OHC Directors at this meeting (Appendix 1).

Directors **APPROVED** the resolutions.

ii) OHCAT

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

Directors **APPROVED** the resolutions.

12. Dates of Future Meetings

Directors **AGREED** the following meeting dates:

i) OHC&AT Board Meetings Dates:

Friday 30th June 2017 (Awayday-Venue tbc)

Friday 15th December 2017 at 1.00pm

Friday 16th March 2018 at 1.00pm

ii) OHC&AT Audit Committee meeting Dates.

Friday 23rd June 2017 at 10.00am

Friday 8th December 2017 at 10.00am

Friday 9th March 2018 at 10.00am (if required)

i) OHC&AT Chairs' Committee

Friday 12th May 2017 10.30am-12.30pm

Friday 20th October 2017-Chairs' Committee to include Governors' Annual Conference (tbc)

Friday 11th May 2018 10.30am-12.30pm.

ii) OHC&AT Remuneration Committee

Friday 13th October 2017 at 2.00pm

13. Confidentiality

See Part B

The meeting closed at 3.15pm.

CHAIR----- DATE-----