

Minutes of the Orchard Hill College Family Board meeting held on Friday 15th December 2017 at 1.00pm at Quadrant House Boardroom, Sutton.

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
Barbara McIntosh
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
Janet Sherborne -Executive Head OHC&AT Services
Emma Neill-Financial Accountant –For item 11 only

Part A

1. Welcome and Apologies

Directors **NOTED** that apologies for absence had been received from Kevin Finnigan (OHCAT) and Eamonn Gilbert (OHC). Staynton Brown (OHC) was not present at the meeting.

2. Election of Chair and Vice Chair

i) OHC-Chair

Directors were advised that Mr Coghlan had indicated that he would be willing to stand as Chair of the OHC Board until autumn term 2018. Other nominations were invited but none were received. Directors voted unanimously in favour of Mr Coghlan being Chair until autumn term 2018.

ii) OHCAT-Chair

Directors were advised that Mr Mercer had indicated that he would be willing to stand as Chair of the OHCAT Board until autumn term 2018. Other nominations were invited but none were received. Directors voted unanimously in favour of Mr Mercer being Chair until autumn term 2018.

iii) OHC-Vice Chair

Directors were advised that Mr Venchard had indicated that he would be willing to stand as Vice Chair of the OHC Board until autumn term 2018. Other nominations were invited but none were received. Directors voted unanimously in favour of Mr Venchard being Vice Chair until autumn term 2018.

iv) OHCAT-Vice Chair

Directors were advised that Mr Finnigan had indicated that he would be willing to stand as Vice Chair of the OHCAT Board until autumn term 2018. Other nominations were invited but none were received. Directors voted unanimously in favour of Mr Finnigan being Vice Chair until autumn term 2018.

3. Constitution and Appointments

a) OHC

i) Board of Directors

Directors **NOTED** that there is one vacancy on the Board. A person with the appropriate skillset is being sourced to fill this vacancy.

ii) OHC Committee

Directors **APPROVED** the appointment of Dave Hobday as Chair and Michelle Humphries as Vice Chair on the OHC Committee until autumn term 2018.

b) OHCAT

i) Approval of OHCAT Documentation

Directors were advised that the Scheme of Delegation, Schedule of Responsibility and the Governors' Code of Conduct had been updated.

Mrs Goodsell explained that the Scheme of Delegation had been updated to clarify the constitution and remit of the LGB Pay Committee. Mr Mercer asked how the Directors can be assured that the schools are following the recommended practice. Mr Prior said that he has standardised the format for Headteachers to report their salary recommendations to the Pay Committee.

It was **AGREED** that Mr Prior should moderate the Heads' salary recommendation paper before it is presented to the Pay Committee.

With regard to the Schedule of Responsibility updates, Mr Prior explained that he has made subtle changes to this document to reflect the responsibility of the Principals/Heads e.g. website compliance.

The Code of Conduct has been updated with regard to the process to be followed if there is a breach of the code.

OHCAT Directors **APPROVED** the Scheme of Delegation, Schedule of Responsibility and Governors' Code of Conduct.

ii) Appointment of Academy LGB Governor

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

4. Declaration of Interest

- i) Mr Venchard declared that he is the Project Manager for schools converting to academy status under OHCAT.
- ii) Mr Mills declared that he is a Trustee for Cygnet IT Services, who provide SIMS support to some of the schools in OHCAT.
- iii) Dr Watkins declared that his son is the Principal at Carew Academy.
- iv) It was **NOTED** that Directors have completed their annual declaration of interest forms.

5. OHC&AT Skills Audit Analysis 17-18

It was **NOTED** that Directors have completed their annual skills audit forms and **NOTED** the skills audit analysis.

6. Email Approval

Directors **NOTED** the matters they had approved by email since the last Board meeting as follows:

OHC

- Approval to acknowledge the tender waiver at Wyvern House because it was a specialist contract.

OHCAT

- Approval that OHCAT will be considered as the matched sponsor for Arbour Vale
- Approval to submit 2 free school proposals by 24th November 2017. One is proposed in Croydon for ASD pupils and would sit with the Sutton and surrounding boroughs hub; the other is in Redbridge for SEN early years pupils and would sit with the Wandsworth, Southwark & surrounding boroughs hub.

- Approval to appoint Jamie Bean as Chair of Governors at Carew Academy LGB.
- Approval for the interim appointment of Roger Mills as Chair at the Link Secondary School LGB

7. Minutes

- OHC Directors agreed and signed the minutes and the OHC resolutions of the Orchard Hill Family Board meeting held on 30th June 2017.
- OHCAT Directors agreed and signed the minutes and the OHC resolutions of the Orchard Hill Family Board meeting held on 30th June 2017.

8. Matter Arising

- Further to minute 8a, it was **NOTED** that Mr Prior's presentation had been circulated and was available to view on the portal.
- Further to minute 13, Mrs Sherborne reported that there is an ongoing project to provide benchmarking data on the OHCAT consolidated dashboard. This is difficult, particularly with regard to teaching and learning, as the cohorts in the schools are so different.

Action: Mrs Sherborne to develop benchmarking data for the next Board meeting

9. CEO's Report.

1. OHC&AT

1.1 Family Strategy

Directors **NOTED** that the Strategy has been updated to include a specific section regarding OHC delivery. Dr Allen said that she would expand on this during the discussion item later on the agenda.

1.2 Overview of Quality and Finance

Directors **NOTED** the snapshot overview table indicating quality and financial status of each academy and the College. Mr Prior said he would provide more detail under time 3.2. of the CEO's Report.

1.3 Potential Merger of OHC and OHCAT

Directors **NOTED** the current position of the potential merger following dialogue with ESFA. Dr Allen said that she will provide further information in the discussion item.

1.4 Training School

Directors **NOTED** the College's successful revalidation event with Canterbury Christ Church University for the Award & Diploma in Education. In 2016/17, 19 students completed Yr1 and 18 Yr2. There are plans to recruit more experts for the delivery team.

Directors also **NOTED** that a Head of Apprenticeships has been appointed and there are plans to utilise levy funds to deliver apprenticeship programmes in Supporting Learning & Teaching, Healthcare Support and Customer Services.

2.OHC

2.1 OHC Risk Management

Directors **NOTED** the snapshot overview table indicating quality and finance, risk register and movement chart, and Dashboard. Directors also **NOTED** that the OHC committee minutes and dashboard are available on the governors' portal.

Mr Venchard asked whether any destinations were more popular for the students. Mrs Sherborne said that the distribution of destinations varies with cohorts as they are individualised pathways. Student numbers are already being secured for next year.

Dr Allen said that with regard to the safeguarding data, in addition to information already available on the portal, the Safeguarding portfolio holders on the Board (Mr Gilbert for OHC and Mrs McIntosh for OHCAT) will receive all the LGB dashboard reports to enable them to have direct access to the safeguarding data in the individual schools/College.

Mr Mills commented that an interesting benchmark for Directors would be the increase cost of staff turnover and recruitment . Mrs Sherborne agreed and said that it may be helpful if a separate HR and Finance dashboard is produced for Board.

Action: Mrs Sherborne to explore the possibility of providing separate HR and Finance dashboards.

2.2 Update of College Centres

Directors **NOTED** that Dr Allen has been meeting regularly with OHC SLT to move forward a review of curriculum, delivery, demand/admissions and costs with the policy and LA commissioning context. Lack of funding to meet High Needs demand creates significant risk to OHC since LAs prioritise pre-19 provision and are seeking to reduce costs due to significant overspends. OHC is working with LAs on a solution and a new post at OHC has been created to move forward this work.

2.3 Change in operational management arrangements

Directors **NOTED** the change in operational management arrangements. Dr Allen said she would provide further information in the strategy discussion.

2.4 Ofsted Support and Challenge Safeguarding Visit.

Directors **NOTED** the positive Ofsted safeguarding visit that took place on 13.9.2017.

In light of the comments from the Ofsted inspector, Mr Mercer asked whether the communication with the Sutton LADO has improved. Dr Allen said that she has now met with the Head of Children's Services, Adrian Williams, who has put her in touch with the correct contact in Sutton. Jackie Van-West, OHC&AT Safeguarding lead has also been in contact with him. However, she said it should be noted that both of these posts are only interim so it is important for the College to have contacts for all levels of staff in the LA. She said that she is looking at the possibility of bringing in another ESLT member to manage communications with LAs as this relationship management role is crucial. Directors **NOTED** that an extra risk has been added to the risk registers this term regarding LA commissioning.

2.5 Devolution

Directors **NOTED** the London Skills Strategy contains strong reference to SEND, NEET and vulnerable people. The College will respond to the consultation (deadline is 2nd January 2018).

3.OHCAT

3.1. OHCAT Risk Management

Directors **NOTED** the snapshot overview table indicating quality and finance, risk register and movement chart, and Dashboard. Directors also **NOTED** that the LGB minutes and academy dashboards are available on the governors' portal. Mr Prior said that 6 of the schools and the College are in the Ofsted 'window' for inspection. He said that, as well as Ofsted monitoring, he is using an Ofsted consultant to carry out 'health checks' on these provisions to ensure they are well-prepared. Mr Prior also said that across OHCAT, 28% of teachers are unqualified but most of these are undertaking the 'Assessment Only' or DET qualification to become qualified. It is particularly hard to recruit to special schools and also to retain staff, so it is important to develop staff within the organisation.

3.2 OHCAT Academies Update

Directors **RECEIVED** an update on all the academies.

Dr Allen reported that there is a consultation running for Grafham Grange to admit girls to the school and one at Brantridge to change the age range. St Dominic's recently had an Ofsted inspection and received a Good judgement. The expertise in

that school will be used to support the other two schools. Angela Drayton, the interim Executive Headteacher is effective. With regard to Brantridge School, Dr Allen said that Mrs Sherborne and Mrs Van-West have been supporting the school, particularly in terms of HR and safeguarding matters, and the school is safe and stable. Mr Dafydd Roberts, the interim Head, is effective. There will be one local governing body covering all three schools. Each school will have a safeguarding governor, a parent governor and a staff governor represented on the joint LGB.

With regard to Arbour Vale, Dr Allen reported that the due diligence exercise will be completed in the new year, with an anticipated transfer date of 1.4.2018. The recent advert to appoint a new Head did not result in any candidates who were suitable for shortlisting. Another advert will be placed next year but there are strong interim arrangements in place.

Mr Venchard referred back to the dashboards at this point and asked where pupils from Nightingale are placed if they are permanently excluded. Mr Prior said that the dashboard reports on fixed term exclusion, which are exclusions that are for up to five days. The school tries to keep these to a minimum. The Trust has a comparatively low exclusion rate. Dr Allen said that the very nature of the Trust is to support children they do not fit the mainstream model, as far as possible.

Action: Mr Prior to amend the key on the dashboards with regard to exclusions.

3.3 Radius Schools

Mr Venchard gave an update on the transfer of the Radius schools to OHCAT. There have been some issues with the lease for Brantridge school. This is now with members in Greenwich for signing. Interim arrangements are being made to draw up a Tenancy at Will and the date for transfer for all three schools is still anticipated to be 1.1.2018.

Directors **APPROVED** the Commercial Transfer Agreement and noted the support offered by OHCAT to the three schools.

Clerk's note: The transfer of the three Radius schools to OHCAT was completed on 1.1.2018.

3.4 Free Schools

Mr Mercer asked about the DfE's views regarding submitting several Free School bids at the same time. Mr Venchard said that these Free Schools would not open until 2020. The Trust will need to demonstrate capacity. Dr Allen said she would talk about capacity under the next item. Mr Mercer also asked about capital for these projects. Mr Venchard explained that these bids fall within the Category 5 challenge areas and therefore the money is already available. Land has also been identified for all three schools.

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

10. Presentations/Strategy Discussion

Directors **RECEIVED** a presentation from Dr Allen regarding the strengthening of the hubs to create smoother transitions and greater opportunities for pupils and students.

She explained that there is considerable expertise in SEND across the Trust, and it is imperative that OHC&AT continues with its culture of keeping the students at the heart of everything it does.

OHC&AT operates a multi-faceted approach to maintain this culture, using the expertise of external advisers and consultants, i.e. David Scott, Ofsted Inspector and Marylyn Smyth, HR adviser to support the work of permanent staff. Good interim staff are being used when needed e.g. the 2 interim Headteachers at Arbour Vale.

Dr Allen said she that the next step in this process is to strengthen the hubs, so that the majority of the hubs have a college centre and a cluster of schools. The schools in that hub will become a feeder for the College, enabling smoother transitions for pupils and families. There is now volume in the hubs for them to operate autonomously, with back-up support from the OHC&AT team. It is planned to have a Regional Lead in each hub for both College and Schools. These Regional Leads will work together and will report into Dr Allen and Mr Prior.

Ms Burgess commented that the Executive Senior Leadership Team will also have to grow exponentially as the Trust grows.

Dr Allen said that she continues to be Principal of the College, and she will be carrying out a more operational role in this period in order to gain a deeper understanding of the College. There has been a change to the edlveyr roles of the OHC SLT. Mr Jordan-Diaper has been appointed as Director of Post 16 Strategy, CPD and Partnerships. Mr Thomas has been appointed as Deputy Principal of College. Mr Prior will continue to monitor quality with the College SLT and Mrs Sherborne and Mrs Van-West will continue to support with data and safeguarding matters. Mr Mercer said that this model will be attractive to Local Authorities. The model will make for smoother transitions. The College is a known provider with a known framework of costs.

Mrs Burgess said that as this model becomes more established, it can be offered to the wider local offer, supporting students to get back into mainstream.

Mrs McIntosh asked how the strengthening of the hubs would be mirrored in the infrastructure. Mrs Sherborne said that the Shared Services teams are reviewing their structures and Service Level Agreements to ensure that the costs reflect the offer. Dr Allen said that there is a strong working culture within the teams, who work effectively together.

Mrs McIntosh also asked whether LAs are trying to negotiate a reduced fee in light of the financial pressures they are facing. Dr Allen said there are a number of approaches but stressed the importance of ensuring that OHC&AT offers value for money for better quality. Savings are already being identified through the hub model. It is imperative that money is spent on recruiting good Headteachers, particularly schools that are on the fringe like Young People's Academy, so funds are focussed in the necessary areas.

Directors were keen to understand the reporting lines for the OHCAT Regional Leads. Mr Prior said that he is currently drawing up job descriptions and person specifications. Dr Allen said that there are number of factors to take into account, e.g. Mr Bailey, the Principal at Nightingale Community Academy is an excellent leader, but he cannot be taken out of his current role whilst his school is still in special measures. Mr Mercer said that ultimately, MATs will be held accountable for poor performance. Mr Mercer suggested that Directors could be appointed as Governance Leads in the hubs and volunteered to lead the Surrey and West Sussex hub.

Action: Dr Allen to consider the suggestion from Mr Mercer to have Regional Governance Leads.

Directors commented on how helpful and informative they had found this discussion item. Dr Allen said that those Directors that had not been able to attend this meeting had contributed their thoughts outside of the meeting.

11. Finance and Funding

Emma Neill joined the meeting.

a) OHC

For Approval

Audited Accounts 2016-17 and Letter of Representation

The audited accounts and financial statements had been considered by the Audit committee who had discussed them directly with the auditors and had been recommended for approval by the Board

Directors **APPROVED** the audited accounts, financial statements and letter of Representation, for final sign off by the Chair, Darren Coghlan.

For Information

Audit Findings Report

Directors **RECEIVED** the Audit Findings report.

Management Accounts

Directors **RECEIVED** the Management Accounts

b) OHCAT

For Approval

Audited Accounts and letter of Representation

The audited accounts and financial statements had been considered by the Audit committee who had discussed them directly with the auditors and had been recommended for approval by the Board.

Directors **APPROVED** the audited accounts, financial statements and Letter of representation, for final sign off by the Chair, Jay Mercer.

For Information

Audit Findings Report

Directors **RECEIVED** the Audit Findings report.

Consolidated Management Accounts

Directors **RECEIVED** the consolidated management accounts.

Directors thanked Mrs Neill and her team for their work on the two successful audits.

Mrs Neill left the meeting.

12. 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, Adult Protection and Safeguarding
- Fire Policy
- Missing Child Policy (Academies)
- Missing Student Policy (College)
- Relationships and Sex Education Policy (Academies)

Mrs Goodsell reported that all relevant policies reflect that staff should not use their personal mobile phones to take photos of students.

Mr Prior said that at their Awayday this term, the Principals had discussed how they could be more involved in policy making. Mr Prior had suggested that Heads would be given a two week window to have input on any new policy or update.

Action: Mr Prior to ensure that any new/updated policies are circulated to the Principals within a two week window each term.

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

13. Resolutions

i) OHC

Mr Coghlan 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.

14. Dates of Future Meetings

Directors **AGREED** the following meeting dates:

Board Meetings Dates:

Friday 16th March 2018 at 1.00pm (Trust members' Meeting in the morning, all Directors invited)

Friday 29th June 2018 (Awayday details tbc)

Friday 14th December 2018 at 1.00pm

ii) Audit Committee meeting Dates.

Friday 9th March 2018 at 10.00am

Friday 22nd June 2018 at 10.00am

Friday 7th December 218 at 10.00am

i) Chairs' Committee

Friday 11th May 2018 at 10.00am

Governor conference to be planned for the autumn term.

ii) Remuneration Committee

TBC

15. Any Other Business

Joint INSET Day

Mr Prior informed Directors that the first OHC&AT joint INSET day is being held on Wednesday 3rd January 2018. The focus of the day will be student and staff well-being. The day will include workshops, discussion groups, demonstrations and activities. All Directors were invited.

Confidentiality

There were no confidential items.

The meeting closed at 3.00pm.

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