



# Minutes of the Full Governing Body Meeting held on Tuesday 5 December 2023 at 6pm in the College Conference Room

<b>Present:</b>	Patrick Alcantara	Foundation Governor
	Sarah Carroll	Foundation Governor ( <i>via Teams</i> )
	Mark Dawson	Parent Governor
	Janet Gater	Principal
	Susan Jarvis	Co-opted Governor
	Andrew Jones	Co-opted Governor
	Sam Johnstone	Staff Governor
	Mick Martin	Foundation Governor
	Tracy Mawson	Co-opted Governor
	Andrew Rannard	Foundation Governor
	Helen Stevenson ( <i>Chair</i> )	Foundation Governor

**In attendance:** Mike Benson (*Partner, Murray Smith LLP*) – up to item 6.2 (*via Teams*)  
Michelle Williams (*Vice Principal, Finance, Resources & Systems*)  
Laura Forsyth (*Acting Vice Principal, Curriculum, Quality & Pastoral*)  
Ruth Potter (*Clerk to Governors*)

## PART 1

*The Chair of Governors welcomed all attendees and opened the meeting in prayer.*

### 1. ROUTINE AND STANDING ITEMS

#### 1.1 Declarations of interest

Governors were invited to declare whether they had any direct or indirect personal, prejudicial or pecuniary interest or conflict of interest in any matter which formed part of the agenda for this meeting or was likely to be discussed at the meeting. The following interests were noted:

Item 2.5 – National Pay Agreements – Sam Johnstone

#### 1.2 Apologies for absence

Apologies had been received and accepted from the following board members:

- John Fogarty – Foundation Governor
- Graeme Slater – Foundation Governor
- Harrison Zysiak Tobin – Student Governor

The meeting was quorate.

#### 1.3 Items to be included under any other business

There were no items submitted for inclusion under any other business.

#### 1.4 Minutes of the Governing Body meeting held on 10 October 2023 (*previously circulated*)

The minutes of the Full Governing Body (FGB) meeting held on 10 October 2023 were (a) approved and the Chair authorised to sign them in accordance with Article

12(3) of the Articles of Government and (b) publication was authorised in accordance with Article 13.

1.5 **Matters arising from the minutes** (*previously circulated*)

The Governing Body noted the action log prepared by the Clerk. In addition, it was noted that actions 6 and 8 had been completed.

**2. FINANCE, RISK & AUDIT**

2.1 **Audit Completion Report** (*previously circulated*)

Mike Benson (Murray Smith LLP) presented the Audit Completion Report for the year ended 31 July 2023 and explained that the report contained all audit findings and regularity assurance conclusions. An overview of each section of the report was provided and key findings highlighted for governors.

The External Auditor advised that the audit had been completed without issue and had resulted in a clean report with no significant findings or recommendations.

The Chair of the Audit Committee reported that the Audit Completion Report had been scrutinised by the Audit Committee at its meeting on 28 November 2023 and had been recommended for approval to the full Governing Body.

Governors' comments and questions were invited following which the Governing Body **approved** the Audit Completion Report and the letter of representation to be issued to Murray Smith LLP in connection with the financial statements for the year ended 31 July 2023.

**ACTION – Chair to sign letter of representation on behalf of Governing Body**

*Mike Benson left the meeting at this point.*

2.2 **Financial Statements for the year ended 31 July 2023** (*previously circulated*)

The Vice Principal (Finance, Resources & Systems) presented the College's financial statements for the year ended 31 July 2023 and provided an overview of the headline financial data. She highlighted the following key points:

- deficit for the year of £(277)k
- total comprehensive income for the year of £2,307k
- net reserves of £9,072k
- key financial ratios for the five years to 2023
- difference from September management account position to financial statements due largely to change in accounting treatment of CIF funded roofing project and movement from Balance Sheet to Income and Expenditure account
- increase in income of 14%
- increase in staffing costs of just over 5%
- increase in other operating expenditure of just over 44%
- strong cash balance and liquidity.

The Vice Principal confirmed that the College's financial health grade would be reported as Good.

It was reported that the financial statements had been scrutinised by the Finance and Resources Committee at its meeting on 16 November 2023.

The Audit Committee had also considered the financial statements at its meeting on 28 November 2023 during which the External Auditor was present. The recommendation arising from the Audit Committee was for the full Governing Body to approve the financial statements.

The Chair thanked the Vice Principal and wider Finance Team for their work throughout the year and invited any comments or questions.

The Governing Body **approved** the Financial Statements for the year ended 31 July 2023. The Financial Statements would be signed accordingly by the Chair of Governors and College Accounting Officer via a secure electronic system following which they would be submitted to the ESFA and published on the College's website.

**ACTION –**

- (a) Chair and Accounting Officer to sign financial statements upon receipt from External Auditor**
- (b) signed financial statements to be submitted to ESFA by 31 December 2023**
- (c) signed financial statements to be published on College website by 31 January 2024**

### 2.3 **Internal and External Audit Services** *(previously circulated)*

The Vice Principal (Finance, Resources & Systems) presented this paper and reported on the discussion that had taken place at the Audit Committee meeting held on 28 November 2023. It was explained that the College's current five-year contracts with both the internal and external auditors were due to expire at the end of July 2024. Reference was made to the requirements set out in the Post-16 Audit Code of Practice regarding the regular re-tendering of external audit services. The Vice Principal highlighted the potential difficulties in proceeding with tender activity when the length of contract was uncertain due to the potential for academisation to change the College's legal structure. Given these extenuating circumstances, the Audit Committee had recommended that the possibility of a one-year extension to the current contracts be explored to ascertain value for money prior to the initiation of a full tender process.

Following discussion, the Governing Body **approved** this approach in principle and requested that the Vice Principal contact the incumbent providers to request further information.

**ACTION – Vice Principal to ascertain costs associated with potential one-year extension to current contracts**

### 2.4 **Risk Register and Risk Management Action Plan** *(previously circulated)*

The Vice Principal (Finance, Resources & Systems) presented the College's updated Risk Register and associated action plan. It was reported that the Register had been considered in detail by the Audit Committee at its meeting on 28 November 2023 and had been recommended for approval. Significant and contingent risks were highlighted and governors were provided with updates on the mitigations in place to reduce the impact of these key risks.

Governors' comments and questions were invited. Discussion ensued on the issues that had been experienced with the reporting functionality on CEDAR and the impact this had had on availability of student progress data. Governors challenged the Senior Leadership Team (SLT) on the contingency arrangements in place until this systems issue was resolved. It was confirmed that all progress data had been

uploaded onto the system successfully, but the functionality to pull off the system-generated reports had not yet been enabled. Work to address this issue was explained in connection with an update on appointments to key roles within the College's MIS team. External consultant support was in place until these key personnel had taken up their posts. Full reports to governors on student progress at Common Assessment Points (CAPs) would be presented in the Spring Term.

The Governing Body **approved** the updated Risk Register and assessment of key risks.

## 2.5 **National Pay Agreements** *(previously circulated)*

The Vice Principal (Finance, Resources & Systems) referred governors to her report and confirmed that the National Joint Council (NJC) for Staff in Sixth Form Colleges had reached pay agreements for 2023-24 for both teaching staff and support staff.

For teaching staff, the agreement represented a 6.5% pay award across the board and an increase of 8.44% to those on pay point 1. For support staff, the agreement was for a 6.5% pay award across the board with assimilation of the Support Staff Standards Payment (SSSP) into basic pay. The Vice Principal confirmed that this pay award was within the approved budget and, as such, had been implemented in the November payroll. Finance and Resources Committee had considered the pay agreements when it met on 16 November 2023 and recommended approval to the Governing Body.

A point of clarification was sought on the implementation of the SSSP and the Vice Principal confirmed that this had been assimilated into basic pay backdated to 1 September 2023 and hence no standalone payment would be issued in December.

The Governing Body **retrospectively approved** the Teaching Staff and Support Staff pay awards in line with the NJC agreements for 2023-24.

## 3. **PRINCIPAL'S REPORTS**

### 3.1 **Principal's Termly Report** *(previously circulated)*

The Principal presented her report and highlighted the following points:

#### Key performance indicators (KPIs)

Update on performance against KPIs. Student numbers and destinations headline figures were reported.

#### Quality improvement

College self-assessment review (SAR) process had taken place during the Autumn Term resulting in the validation of the Whole College SAR the previous week. Governors, employers and universities had been well represented on a wide range of SAR panels, providing staff with additional support and challenge to drive improvement. Quality improvement actions would continue to focus on high volume departments and underperforming subjects. Full progress updates would be reported through the Quality and Standards Committee.

#### Student recruitment

Marketing and liaison activity with feeder schools was reported and the data for the top ten schools by applications for 2024 was compared with the top ten schools by enrolment for 2023. Updates on recent open events and guidance interview evenings were provided.

### Finance update

Performance against headline KPIs as at end of October 2023 was flagged and no concerns were noted.

### Student welfare and wellbeing

Update on Safeguarding Team arrangements and staff training. Increase in complex safeguarding incidents noted.

### Student, staff and parent/carer voice

Updates on staff 'Carmel Pulse' survey and arrangements for ongoing feedback from staff. Actions arising as a result of staff feedback reported back at staff briefings. Student focus group had taken place for General RE and one was planned for Safeguarding before the end of term.

### Mission and ethos in action

Wide range of College activities reported including 'speed faith' event, Foundation Learning coffee morning, remembrance service, solidarity soup kitchen and a number of masses held in the College chaplaincy.

### Student update

A new schedule of 'Inspire Me' talks had been developed to raise awareness and aspiration amongst students of potential career paths. These had proved very successful so far. In addition, a number of other external speakers had visited College to engage with students and a variety of trips had taken place to support specific curriculum areas.

### Future look

Detailed discussion regarding academisation had taken place at the Strategic Planning Session earlier that day, so no additional updates on this strategic priority were provided.

Governors' comments and questions were invited on the Principal's Report.

**Q** – In terms of applications for 2024, what level of interest has there been for newly introduced subjects?

**A** – Strong level of interest so far, but viability of courses to be determined closer to Easter.

**Q** – How are good news stories shared beyond College?

**A** – Social media channels, parents' half-termly newsletter, weekly student bulletin.

**Q** – Did Marketing Team capture social media engagement data?

**A** – Yes

**Q** – Top 10 schools by application/enrolment: key differences between 2023 enrolment data and 2024 applications data to date. What were the drivers behind this?

**A** – Often driven by individual school approach to post-16 options, targeted school assemblies and timing of these during the year. Get more accurate picture as year progresses.

The Governing Body thanked the Principal for her report and **noted** the contents.

### 3.2 **Whole College Self-Assessment Report (SAR)** *(previously circulated)*

The Vice Principal (Curriculum, Quality & Pastoral) reported that the annual cycle of self-assessment reports had been completed during the Autumn Term, culminating in the Whole College SAR validation panel that had taken place the previous week. The validation panel had consisted of five governors and an external consultant. Scrutiny and challenge during the meeting had resulted in some final amendments to the document. The format of the document had been re-designed this year to include greater narrative, celebrate success and provide evidence against the Education Inspection Framework. All areas had been self-assessed as outstanding.

The resultant Quality Improvement Plan (QIP) for 2023-24 was presented to governors highlighting the priorities for action to ensure continuous improvement over the coming year. Alongside specific subject areas identified for formal subject review (Sociology, Computer Science and BTEC Performing Arts), other areas targeted for improvement included student attendance at 10:10 Ethics and Values sessions, and parental satisfaction with communication home. In addition, a number of areas were identified for continued development or sustained focus. The Vice Principal reported on all identified actions and confirmed that future progress reports against the QIP would be presented to governors through the Quality and Standards Committee.

Governors' comments and questions were invited.

**Q** – With regard to the action to further enhance the College's reputation as an ethical and prestigious employer, was the College HR department adequately resourced to ensure progress against specific action points?

**A** – Do not anticipate an issue with completion of these actions, but resourcing was subject to constant review.

The Chair thanked all SLT members and governors who had been involved in the SAR process and, following final discussion, the Governing Body **approved** the College SAR and QIP 2023.

## 4. **STUDENT VOICE AND STAKEHOLDER ENGAGEMENT**

### 4.1 **Student Governor Update** *(previously circulated)*

In the absence of the Student Governor, remaining members of the Governing Body noted the content of his report. No comments or questions were raised.

## 5. **GOVERNANCE**

### 5.1 **Membership and succession planning** *(previously circulated)*

The Clerk updated the Governing Body on the latest developments with regard to its membership and succession planning.

#### Committees

Tracy Mawson had been elected as Chair of Search Committee at its meeting on 6 November 2023. At the same meeting, members recommended that she join other Committee Chairs as a member of the Remuneration Committee.

The Governing Body **approved** Tracy Mawson's appointment on Remuneration Committee with immediate effect.

#### Foundation Governor vacancies

Three vacancies remained on the Governing Body and these had been considered by Search Committee in the context of the annual skills audit results. The vacancy

advert was on the College's website and had also been circulated with the St Helens Chamber newsletter. A targeted recruitment campaign to local audit and accountancy firms would be undertaken as soon as possible in an attempt to attract individuals with key skills to strengthen the board. The challenges faced in attracting individuals who met the Archdiocese's Foundation Governor requirements and also helped to complement the breadth of skills and diversity on the board were noted. Should renewed attempts to fill these vacancies yield no suitable candidates, further discussion would be required with the Archdiocese to ascertain alternative options.

#### Associate Member

Following discussion at Search Committee, additional education sector expertise had been identified as part of the succession planning strategy for membership of Quality and Standards Committee. Since then, Kieran O'Sullivan from the University of Liverpool had expressed an interest in serving on this Committee following his engagement in the College SAR process as a critical friend. The Clerk reported that standard documentation had been received from Kieran and an interview conducted with the Vice Chair, Principal and Clerk. An overview of his professional background and governance experience was provided. The Governing Body was asked to consider the appointment of Kieran O'Sullivan as Associate Member assigned to the Quality and Standards Committee for a term of four years.

**Q** – Did Kieran meet the Archdiocese requirements for appointment as Foundation Governor?

**A** – No. Therefore, in order to bring this expertise onto the Committee the Associate Member route had been explored.

The Governing Body **approved** the appointment of Kieran O'Sullivan as Associate Member assigned to the Quality and Standards Committee for a four-year term from 5 December 2023 to 4 December 2027 subject to satisfactory completion of DBS check.

**ACTION – Clerk to arrange standard checks, documentation and induction for newly appointed Associate Member.**

#### 5.2 **Governance Quality Improvement Plan (QIP)** *(previously circulated)*

The Clerk presented this report and referred members to the QIP progress update and RAG rated action log. It was noted that the Governance SAR and QIP 2022-23 had been approved later than usual in the cycle. The action log highlighted that good progress had been made with a number of actions, however some remained ongoing. As an external governance review was due to take place this academic year, there was no formal requirement to conduct an annual governance self-assessment. However, in order to drive forward the improvement actions previously identified – and respond to more recent quantitative and qualitative evidence – Search Committee had recommended that the Governance SAR from 2022-23 be rolled forward and the QIP updated.

The draft updated Governance QIP for 2023-24 had been circulated for consideration and approval.

Following discussion, the Governing Body:

- **noted** the QIP progress report
- **approved** the updated Governance QIP for 2023-24.

### 5.3 **External Governance Review** *(previously circulated)*

The Clerk updated governors on arrangements for the external governance review scheduled to commence in the Spring Term. The Association of Colleges (AoC) consultant reviewer had been identified as Ron Matthews and his biography had been circulated for information. Reference was made to the indicative timeline for review activity, however this would be finalised following the initial scoping meeting with the AoC that would take place before the end of term. Likely resource requirements and governor involvement during the review process were highlighted and it was noted that the next full Governing Body meeting on 26 March 2024 would be observed in person by the reviewer.

The Clerk highlighted the specific areas of review focus that had been suggested by Search Committee and invited further suggestions from remaining board members. No further areas were identified and the Governing Body confirmed its agreement with those already suggested.

The Governing Body **noted** the update on arrangements for the external governance review and the indicative timetable for review activity and engagement.

### 5.4 **Governance meetings 2024-25** *(previously circulated)*

The Clerk presented the draft schedule of governance meetings for 2024-25 which had been developed following liaison with SLT, the Chair of Governors and Committee Chairs. Meetings scheduled for the Autumn Term were highlighted for specific consideration as it was proposed to remove the Autumn Term 1 meetings for Finance and Resources and Quality and Standards Committees and instead have an earlier full Governing Body meeting at which key reports would be presented directly to the board. All remaining reports for these Committees would be deferred to Autumn Term 2.

Following consideration, the Governing Body **approved** the schedule of governance meetings for 2024-25.

## 6. **CONSENT AGENDA**

It was noted that no questions had been raised in advance of the meeting with the Clerk regarding the papers listed under the consent agenda. The Chair advised the Governing Body that there remained an opportunity to raise any queries if required. None were raised.

### **Policies and other documents** *(previously circulated)*

- 6.1 **Risk Management Policy**
- 6.2 **Health and Safety Policy**
- 6.3 **Health and Safety Annual Report**
- 6.4 **Value for Money Annual Report**
- 6.5 **Student Council Constitution**
- 6.6 **Governing Body Handbook 2023-24**
- 6.7 **College Holiday Pattern 2024-25**

The Governing Body **approved** all the documents without revision.

### **Committee minutes and reports** *(previously circulated)*

Committee Chairs were invited to highlight key points of interest arising from the recent round of Committee meetings.

- 6.8 **Search Committee draft minutes from 6 November 2023**
- 6.9 **Quality and Standards Committee draft minutes from 7 November 2023**
- 6.10 **Finance and Resources Committee draft minutes from 16 November 2023**
- 6.11 **Audit Committee draft minutes from 28 November 2023**

The Governing Body **noted** all committee minutes and reports.

**7. OTHER MATTERS**

**7.1 Any other business**

None

**7.2 Date of next meeting**

The Chair confirmed that the next scheduled meeting on Tuesday 26 March 2024 at 6pm would be observed in person by the external reviewer and requested that all governors ensure their attendance.

There being no further Part 1 business to discuss the meeting concluded at 7pm.

Signed by the Chair:  \_\_\_\_\_

On this day: \_\_\_\_\_ 26 March 2024 \_\_\_\_\_