

THE BOARD OF TRUSTEES OF GODALMING COLLEGE

Minutes of the meeting of the full Board of Trustees of Godalming College
held at the College on Monday, 10th December 2018 at 4.30pm

Present:

Elizabeth Graham (Chair)	Douglas Jack	Hannah Roberts
Adam Duce	Nick Poulter	Hamish Cameron Blackie
Geoff Howes	Shirley Price	Emma Young (Principal)
Zoe Marsden	Justin Knight	

Apologies:

Julia Roberts	James Fargus	Marcus Isherwood (SU Vice President)
Tristan Selvage (SU President)		

In attendance:

Sharon Harmon (Clerk)		
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1.	Apologies for Absence
	Julia Roberts, James Fargus and Marcus Isherwood had sent their apologies for the meeting.
2.	Declarations of Interest
	There were no declarations of interest.
3.	Draft minutes of the meeting held on 17th September 2018
	The minutes of the last meeting on 17 th September 2018 were approved and signed as an accurate record by the Chair.
4.	Matters Arising from the previous minutes
	<p>Item 5 Emma Young updated the Board on the outcome of the review of moderation in Art and Design and Textiles. As a result of the review 84 grades have increased. This increase takes the overall A*-B rate to 58.9%. These are still not the results the College would expect in these subjects. Given the difficulties experienced with the current exam board the College will be changing exam boards for these subjects.</p> <p>Item 7 Elizabeth Graham noted that James Fargus has been appointed as Parent Trustee and Kate Hart has been appointed as External Consultant on the Audit Committee.</p> <p>In relation to Board attendance figures, Emma Young reported that the National Colleges average attendance figure for governors' attendance at meetings is 80%. As a further benchmark, it was noted a similar institution in Surrey reported an attendance figure of 77% for the same year.</p>

5.	<p>Chair's Update</p>
	<p>The Chair reflected on the first year of the College becoming an Academy. It was noted that there has been no notable change to the operations of the College as far as students are concerned. However, there has been a large piece of work to complete to update procedures and documentation in relation to the conversion.</p> <p>The Chair reported that Julia Roberts' term of office is due to come to an end on 31st December and that Julia will be stepping down as a trustee. The Chair recorded her thanks on behalf of the Board for the valuable contribution Julia has made during her term of office.</p> <p>The Chair reported that she had attended the SFCA regional meeting in London. Two of the main topics discussed at the meeting were the increasing difficulties of teacher recruitment and the challenges of continuing underfunding in the sector.</p> <p>The Chair reported that she meets regularly on a Monday with the Principal and the Clerk to keep abreast of College and Board matters.</p> <p>It was noted the first meeting of Financial Planning Group was held on Friday 7th December. This group will continue to meet regularly.</p> <p>It was noted that going forward both the Full Board and the Audit Committee meeting agendas will include a standing item 'confidential item' which is in line with best practice for good governance.</p>
6.	<p>Principal's Report</p>
	<p>The Principal drew the Board's attention to the fantastic array of extra-curricular activities taking place across the college and gave her thanks to all the staff who have contributed. The Principal noted the following points from the report:</p> <ul style="list-style-type: none"> – Raise the Rate campaign spearheaded by the SFCA in conjunction with school Sixth Forms. The College will launch a campaign seeking support in the New Year. – A large body of work has been carried out in the review of the College's +1 curriculum offer with the aim to expand enrichment options and build capacity into the system. – Overview of recent meeting with the Regional School Commissioner. – Congratulations to 5 of the College's student hockey team who have been selected for the National GB Colleges Team.
7.	<p>Committee Reports</p>
	<p><u>Finance and Estates</u></p> <p>In the absence of Julia Roberts, Douglas Jack reported on the meeting of the Finance and Estates Committee on Monday, 12th November. The following discussions and actions from the meeting were noted:</p> <ul style="list-style-type: none"> – Increase in pension contribution for college staff was discussed. – The Report and Financial Statements to 31st August 2018 were reviewed. – The Management Accounts to 30th September 2018 were reviewed. – The College's Financial Regulations and Procedures were reviewed for recommendation to the Full Board for approval. – A Financial Planning Working group has been convened. – Student parking issues were discussed and it was reported that a small number of additional parking spaces have been created on site.

Audit

Nick Poulter reported on the meeting of the Audit Committee on Monday, 12th November. The following discussions and actions from the meeting were noted:

- The new structure to Audit Committee, with mostly new members, provides the opportunity to review and look at practices afresh.
- It was noted the external auditors were present at the meeting to discuss outcomes of the audit.
- The Report and Financial Statements to 31st August 2018 were reviewed. It was noted there was a challenge this year with the compiling of the report and financial statements with a unique set of circumstances, involving a shortened accounting period and a change in accounting model. However, the committee are confident in the report and statements, which were compiled in direct consultation with ESFA.
- It was noted the Audit Report highlighted some areas to be considered including the treatment of VAT and a review of the Audit trail.
- It was agreed internal controls are to be reviewed to demonstrate independence in the system.

Curriculum and Quality

Shirley Price reported on the meeting of the Curriculum and Quality Committee on Monday, 19th November. The following discussions and actions from the meeting were noted:

- The College examination results were very good again this year. Thank you to all staff.
- The College scored valued added ALPs figure of 3 for which is consistent with the previous academic year and is a very good score.
- The College has introduced a Level 2 Health and Social Care course and a Sociology GCSE this year.
- A great deal of extracurricular activities are on offer across the College which are of great benefit to students.
- The Self-Assessment Review panels went very well. These panels are a good opportunity for Trustees to talk to staff and taking part was highly recommend.

Governance and HR

Douglas Jack reported on the meeting of the Governance and HR committee on Monday, 3rd December. The following discussions and actions from the meeting were noted:

- Kate Hart appointed as external consultant on Audit Committee.
- Julia Roberts' end of term of office on 31st December.
- Advertisement for new trustee will be circulated at end of January.
- Update to committee's structure was proposed, Doug Jack to become chair of the Finance and Estates committee and Elizabeth Graham to chair the Governance and HR committee.

The Board of Trustees approved the proposed new committee structure.

- Full discussion of the role of members.
- Trustees notified of the requirement to complete online safeguarding training. Sharon Harmon will ensure all trustees are contacted with full details.
- The committee reviewed a model code of conduct for the Board of Trustees produced by Eversheds which the committee recommends the Board adopt.
- The committee reviewed the updated Risk Register.
- The committee reviewed the Terms of Reference for the Governance and HR committee.

8.	<p>Documents for approval from the Committee Meetings</p> <p><u>Report and Financial Statements to 31st August 2018</u> The Board reviewed the Report and Financial Statements to 31st August 2018.</p> <p>The Principal noted on page 34 under the heading ‘Restricted fixed asset funds’ the terminology ‘At period start’ will change to read ‘Balance on conversion’ which is a more accurate description. At note 15 ‘Analysis of Net Assets between Funds’ these figures will be separated into two tables to show August and December. Finally, the note ‘As restated’ will be removed from accounts as no longer relevant.</p> <p>The Board sought clarity on the wording on page 16 explaining the role of trustees. It was confirmed this wording is a direct extract from legislation and Coke Town wording to satisfy requirement under Companies Law.</p> <p>The Board of Trustees approved the Report and Financial Statements to 31st August 2018 with proposed updates.</p> <p>Noted: the Board thanked Nick Poulter for his support in putting the report and statements together.</p> <p><u>Financial Regulations and Procedures</u> The Board reviewed the college’s updated Financial Regulations and Procedures. It was noted the Finance and Estates Committee have reviewed the Financial Regulations and Procedures and recommendation to the Full Board for approval was agreed.</p> <p>The Board sought further clarity on the procedures relating to accepting gifts and the procedure for claiming travel expenses. After a full discussion, the Board was satisfied these procedures are correct.</p> <p>The Board further discussed the potential for offering incentives for car sharing for travel for College related activities. Emma Young agreed the College would research and consider this as a potential option in the future.</p> <p>The Board of Trustees approved the Financial Regulations and Procedures.</p> <p>Noted: 17:30 - Zoe Marsden left the meeting.</p> <p><u>Safeguarding Policy</u> The Board reviewed the College’s updated Safeguarding Policy. It was noted the Curriculum and Quality Committee have reviewed the policy and recommendation to the Full Board for approval was agreed.</p> <p>The Board confirmed the policy was in line with statutory guidance ‘Keeping Children Safe in Education’ updated in September 2018. Additionally, the Board confirmed all staff and trustees are required to complete safeguarding training and an up to date register is kept to ensure this requirement is met.</p> <p>A minor correction on page 4 was noted - reference to the Data Protection Act should read ‘2018’ not ‘1998’. Action: Sharon Harmon to ensure correction is made.</p> <p>The Board of Trustees approved the Safeguarding Policy pending agreed minor correction.</p>
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Learning Support Policy

The Board reviewed the College's Learning Support Policy. It was noted the Curriculum and Quality Committee have reviewed the policy and recommendation to the Full Board for approval was agreed.

The Board of Trustees approved the Learning Support Policy.

The Board then discussed the merits of providing detailed heading on each board approved policy. It was agreed this approach was sensible.

Action: Sharon Harmon / Emma Young - Establish process of including detailed heading on each Board approved policy.

Code of Conduct

The Board reviewed the model code of conduct for the Board of Trustees produced by Eversheds. It was noted the document had been reviewed by the Governance and HR committee who recommend the Board adopt the model pending appropriate adaptation for the Board.

The Board of Trustees agreed to adopt the model Code of Conduct pending appropriate adaptation.

Action: Sharon Harmon to review the model Code of Conduct document and make appropriate adaptations in line with current statutory guidance. The revised document to be returned to the Full Board meeting on 25th March for Board approval.

Terms of Reference for Committees

The Board reviewed the Terms of Reference for each committee of the Board. It was noted all the Terms of Reference had been reviewed each of the respective committees and recommendation for Full Board approval agreed for all.

Audit

The Board reviewed the Terms of Reference for the Audit committee.

One amendment was agreed. At point 2.3 (f) change 'Board of Trustees' to 'Members'.

The Board of Trustees approved the Terms of Reference for the Audit Committee with agreed amendment.

Chairs' Forum

The Board reviewed the Terms of Reference for the Chairs' Forum.

The Board of Trustees approved the Terms of Reference for the Chairs' Forum.

Curriculum and Quality

The Board reviewed the Terms of Reference for the Curriculum and Quality Committee.

The Board of Trustees approved the Terms of Reference for the Curriculum and Quality Committee.

	<p><u>Finance and Estates</u> The Board reviewed the Terms of Reference for the Finance and Estates Committee.</p> <p>One amendment was agreed. Under heading ‘Terms of Reference’ point 1, change to read ‘The committee shall:’.</p> <p>The Board of Trustees approved the Terms of Reference for the Finance and Estate Committee with agreed amendment.</p> <p><u>Governance and HR</u> The Board reviewed the Terms of Reference for the Governance and HR Committee.</p> <p>One amendment was agreed. The sentence relating to quorum should read ‘A quorum will be three members at least two of which are non-staff’.</p> <p>The Board of Trustees approved the Terms of Reference for the Governance and HR Committee with agreed amendment.</p> <p>Noted: Zoe Marsden returned to the meeting 6.00pm</p>
9.	Strategic Documents
	<p><u>College Self Assessment Report 2018</u> It was noted the Board had reviewed the College Self Assessment Report 2018 at the Trustees Annual Conference on 5th December and recommended updates. Emma Young confirmed the changes agreed at the Annual Conference had been embedded into the document. The Board reviewed the updates to the document.</p> <p>The Board of Trustees approved the College Self Assessment Report 2018.</p> <p><u>Risk Register</u> The Board reviewed the College Risk Register. It was noted the relevant sections of the Risk Registered had been reviewed at committees. It was noted updates to the document are highlighted in red.</p> <p>The Board of Trustees approved the College Risk Register.</p>
10.	Terms of Reference for Board of Trustees
	<p>The Board reviewed the Terms of Reference for the Board of Trustees.</p> <p>The Board of Trustees approved the Terms of Reference for the Board of Trustees.</p>
11.	Annual Accounts Return (AAR) Letter of Engagement
	<p>Nick Poulter gave the Board an overview of the purpose of the Annual Accounts Return engagement letter. The Board reviewed the letter of engagement.</p> <p>The Board of Trustees approved the Annual Accounts Return (AAR) Letter of Engagement.</p>

12.	Review of Annual Conference
	<p>The Board thanked the Principal and team for the work they had put in pulling together an interesting and useful programme for the Trustees Annual Conference.</p> <p>The Board had a full discussion of the day and made the following observations:</p> <ul style="list-style-type: none"> – Holding the event onsite at the college was beneficial and offered a great opportunity to view the college in operation. – The tour around the college and interaction with students were much appreciated. – The half day programme is preferable to a full day. – Excellent opportunity for staff and students to engage with Trustees. – Lunch with staff worked well. – The programme was well put together. – Trustees would like more information about events taking place around the college. – The timing in December works well for the majority of trustees.
13.	AOB
	<ul style="list-style-type: none"> – On behalf of the Board, the Chair thanked the Principal and all staff for their hard work this term. – The Board had a brief discussion about the timing and format of the Student Ball. It was agreed the current timing works best for college students. <p>Noted - 6.20pm - Adam Duce and Justin Knight left the meeting.</p> <ul style="list-style-type: none"> – It was noted the University of Surrey project had won the cedar award. Shirley Price thanked all who had been involved with the project.
14.	Dates of future meetings
	<ul style="list-style-type: none"> • Monday, 25th March at 4.30pm • Monday, 8th July at 4.30pm
15.	Confidential Item
	<p>The Chair confirmed that this would become a standing item on the agenda going forward.</p> <p>Noted - Hannah Roberts left the meeting for this item.</p> <p>The minutes of this item are recorded in a Confidential Note.</p>

The meeting closed at 6.39 pm

Signed Date.....