

**Minutes of a Meeting of
the RHC Corporation**

**on Monday 13 January 2020 at 5.30pm at Nerrols Primary and Nursery, Nerrols
Road, Taunton**

Governors in Attendance: David Griffin (Chair from agenda item 1.3), Barbara Barratt (Vice-chair), Jonathan Langdon (Vice-chair), John Abbott (Principal), Guy Adams (Foundation Governor), Sasha Burns, Nicola Reid, Moira Reynolds (part), Anthony Smith, Karuna Tharmananthar, Mary Tighe (Foundation Governor) and Dave Tomaney (Parent Governor).

Also in Attendance: Xanne Blythe (Clerk) and Ann Helsby (Co-opted Governor/Remuneration Committee Chair).

Action

Barbara Barratt (Vice-chair) presided and welcomed Governors to the meeting.

Governors had previously been informed electronically that Duncan Alexander had resigned as Chair of the Corporation and had taken a sabbatical as a Governor. Victoria Sadler had also taken a sabbatical as a Governor. Both Governors were applying for the Chief People Officer post and the need for independence on the selection panels was emphasised.

Min Apologies for Absence (agenda item 1.1)

**COR
33**

Apologies for absence were received from Governor Pat Flaherty.

This additional Corporation meeting was convened to continue the discussion from the Corporation meeting on 2 December 2019, to enable decisions on the two confidential agenda items: (i) New SLT & Group Management Structure, subsequent changes to the RHC Instrument and Articles, and (ii) Senior Postholder Remuneration.

External Governors, on 2 December 2019, under clause 13(9) and 13(d) of the Instrument of Government, had agreed that both Student Governors and Staff Governors should withdraw from the meeting for the two confidential agenda items. Therefore, Student Governors and Staff Governors had been informed of the meeting's agenda and were not present at the meeting as the discussion covered staff matters relating to an individual member of staff at the College and holding posts senior to the staff governor's post.

COR Declarations of Interest by Governors (agenda item 1.2)

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Guy Adams, Jonathan Langdon, John Abbott and David Griffin having dual membership with both the College and the Trust declared an interest for agenda items 2.1 and 2.2.

COR RHC Chair of Corporation Appointment from 13 January 2020 (agenda item 1.3)

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Following the resignation of the RHC Corporation Chair on 17 December 2019, the nomination process for a new RHC Chair had been followed electronically. All Governors had been included and had had the opportunity to nominate and second the nomination electronically. A single nominee, David Griffin, had been nominated and seconded. The period of office of the Chair was normally from 1st September 2019 to 31st August of the following year. In this instance, due to a mid-year resignation, the Chair's term of office was from 13 Jan 2020 to 31 August 2020.

At this point the Vice-chair asked the nominee to withdraw from the meeting to allow Governors the opportunity to make any comment.

RESOLVED: that David Griffin be appointed as RHC Chair of Governors with immediate effect to 31 August 2020. Governors would be asked to nominate and elect a Corporation Chair in the summer term for the term 1st September 2020 to 31 August 2021.

David Griffin was invited to return to the meeting, was congratulated on his appointment, and presided as Chair. Governors noted that the RHC Chair of Corporation was an ex-officio Richard Huish Trust Member, in accordance with the RHT Articles of Association.

Governors noted that the Academy's legal adviser had been consulted on the RHT Member composition. There were four RHT Members, David Griffin, having been appointed RHC Corporation Chair, would automatically become a RHT Member and would, for the foreseeable future, remain as a RHT Director. The Academy's legal adviser had confirmed that this was permissible as there was still a majority of other Members (three). David Griffin confirmed that he was no longer the Chair of the RHT Finance and Audit Committee.

COR 36 Minutes of the Previous Meeting and Matters Arising (agenda item 1.4)

RESOLVED: that the minutes of the Corporation meeting dated 2 December 2019 be agreed and signed as an accurate record, with confidential sections to be withheld.

COR 37 CONFIDENTIAL: New SLT & Group Management Structure including any subsequent changes to the RHC Instrument and Articles (agenda item 2.1)

At the request of the Clerk, Governors noted the email dated 8 January 2019 from Pat Flaherty, circulated with comments and points raised on the matters contained within the agenda.

At the request of Governors, more information had been circulated, to fully understand the implications of the new group management structure. The Principal thanked Governors for forwarding questions to be included in the presentation, along with recommendations, a timeline and job descriptions for both the CEO and Principal roles. The Principal contextualised the report reiterating the plan to increase senior management capacity across Huish in order to address the previously acknowledged workload issues with members of the Senior Management Team (SMT).

In response to detailed questions and challenge, further information and clarification was provided on the following:

- externally the RHC College and RHT schools were collectively called Richard Huish Group, however they were two separate distinct legal entities with different accountabilities,
- building adequacy and competence below the senior management team was essential,
- the removal of the Deputy Principal role and the appointment of one new Vice Principal: Curriculum and Quality. The DP was in place to deputise for the Principal, this wouldn't be necessary within the new structure, as there would be a Principal and CEO in place,
- the role of the HR Director/Chief People Officer was split 50:50 between RHT and RHC, while RHC remained the employer, the rationale for the role to be designated as a Senior Postholder was discussed. There would be no difference in salary banding for a SPH role, however, it was the highest tier of seniority and provided Governors with greater control. Therefore, SPHs in the new structure would be the CEO, Principal, VP-F and the Chief People Officer (CPO), this varied across colleges. A SPH position was seen as a career step and would attract senior candidates. The meeting noted that by recruiting a more senior role for the CPO, the legal retainer cost could potentially be reduced,
- the recommendations in the report were seen as a solution to build the capacity issues,
- the time split across the Trust and RHC for the CEO role was discussed, it was suggested that as the Trust grew the time allocation would need to be revisited,
- the RHC Chair of Governors and the RHT Chair of Directors would meet with the CEO

- together on a regular basis,
- the VAT implications for both the College and the Trust were covered,
 - the affordability of the new structure was discussed, with the reduction in employment liability for RHC, the increase in the National Funding Rate for 16-19, and a specific uplift for students carrying STEM subjects,
 - the Education Secretary had recently announced that the Ofsted inspection exemption for outstanding schools would be lifted from September this year, subject to consultation and a Parliamentary vote,
 - the CEO would be the Chief Accounting Officer and therefore responsible to the ESFA, accountability implications would be clear in the job description,
 - Governors discussed the revision to the Instrument and Articles in relation to Article 12 and SPHs, as agreed on 2 December 2019. The Corporation would need to decide whether it was in the best interests of both the Corporation and the College to advertise the Principal's and the SPH's vacancies nationally, before proceeding with the appointments,
 - the timescales for going externally were discussed, following a robust internal selection process,
 - during the debate around whether the Principal's post should be advertised internally initially before going externally, the Vice-chair was in favour of the Principal's vacancy being advertised nationally to assist in getting the best candidate for the post,
 - given the current recruitment difficulties facing the sector, it was imperative that more opportunities were provided to nurture the College's own talent,
 - the meeting recommended speeding up the recommended recruitment timeframe,
 - the independence of the selection panel was reiterated,
 - the revised management structure would be discussed with Governors, following each senior appointment.

RESOLVED:

1. that the current combined arrangement of the Principal and CEO of Richard Huish College and the CEO of Richard Huish Trust, be split into a Principal of Richard Huish College, and a CEO of Richard Huish College and Richard Huish Trust,
2. that the College's Chief Accounting Officer role and responsibilities remain with the CEO role,
3. that the Instrument and Articles of Government revisions be approved, to allow for the CEO role and the RHC Principal role to be split, subject to RHC Foundation Trustees approval,
4. that the revised Instrument and Articles of Government be forwarded to the RHC College's legal adviser for a final review,
5. that the recruitment of a new RHC Principal commence to enable the role to start from September 2020,
6. that the Richard Huish College Principal's vacancy be advertised internally initially,
7. that the selection panel consisting of at least five members of the Corporation, including the Chair or Vice-chair, or both, for the Principal's vacancy be appointed by the Corporation electronically,
8. that the Chief People Officer be delegated as a Senior Postholder with immediate effect, with the role split 50:50 between RHT and RHC, with RHC remaining as the employer,
9. that the Chief People Officer role be advertised externally, within the designated timeframe,
10. that the selection panel, consisting of at least three other members of the Corporation, for the Chief People Officer vacancy, be appointed by the Corporation electronically,
11. that using the suggested timeline and working with the newly appointed Principal, the SMT management structure be reorganised in order for this to also be in place for September 2020,
12. that the removal of the Deputy Principal role and the appointment of one new Vice Principal: Curriculum and Quality be put on hold,
13. that the RHC strategy day be postponed to later in the 2019-20 academic year, and that the original date 7 February 2020, be held for the appointed selection panels to meet to decide on the arrangements for the interviews.

The Vice-chair wished for his vote against the decision to only advertise internally for the Principal role to be recorded.

A RHC Governor asked for greater communication from the RHT, in addition to the verbal updates from the RHT Chair at Corporation meetings. A brief summary to show the overall annual performance was recommended.

With no further business the meeting concluded at 7.20pm

The minutes were agreed and signed:

Chair..... Date.....