

Minutes of Virtual Meeting of the

RHC Corporation

on Monday 6 July 2020 at 5.30pm using Microsoft Teams

**Governors in Attendance:** David Griffin (Chair), Barbara Barratt (Vice-chair), Jonathan Langdon (Vice-Chair/F&GP Chair), John Abbott (Principal), Guy Adams (RHT Board Chair, RHC Foundation Chair of Trustees and RHC Governor), Sasha Burns (Governor/Audit Committee Chair), Dave Tomaney (Governor), Pat Flaherty (Governor), Nicki Reid (Governor), Moira Reynolds (Parent Governor), Victoria Sadler (Governor), Anthony Smith (Governor), Karuna Tharmananthar (Governor), Mary Tighe (Foundation Governor/AP&Q Chair), Nikki Lewis (Staff Governor), Matt Morgan (Staff Governor)

**Also in Attendance:** Emma Fielding (Deputy Principal), Paul Lonsdale (Vice Principal – Finance), Sarah Gardner (Clerk)

**COR Apologies (agenda item 1.1)**

**Actions**

51

Apologies were received from Daniel Maycock (Governor).

The Student Governors were not in attendance at tonight's meeting.

**COR Declaration of Interests (agenda item 1.2)**

52

Guy Adams, Jonathan Langdon, John Abbott and David Griffin having dual membership with both the College and the Trust declared an interest, as recorded in the register of interests.

**COR Minutes of the Previous Meeting and Matters Arising (agenda item 1.3)**

53

**RESOLVED:** that the minutes of the Corporation meeting dated 18 May 2020 be agreed and signed as an accurate record with the inclusion of the following amendments:

- that David Tomaney's title be changed from Parent Governor to Governor;
- COR 41 to have the words 'key workers' changed to 'vulnerable workers'.

Matters Arising will be covered on today's agenda or have been covered previously.

**COR Incorporation of a Subsidiary company (this item was moved from item 7.1.1)**

54

The VP-Finance shared a report prior to the meeting on the Incorporation of a Subsidiary Company due to being unable to secure an alternative provider for the College catering provision. Following questions raised, a revised paper was sent electronically to address concerns.

An external company have provided their professional judgement on whether the College can successfully deliver a financially viable catering service to students via an 'in house' option. The consultant's assessment of the potential financial performance was shared with governors.

- Chartwells staff will be TUPE'D over into the new subsidiary company.
- The VP-Finance confirmed that in order to set up the subsidiary company, one Director has been appointed in the first instance but it is hoped that two additional Directors,

preferably with a background in catering in a non-executive capacity will be appointed. The Vice-Chair and Chair of the F&GP Committee confirmed that the appointment of one Director initially was normal procedure in the short term.

- It will be impossible to predict how September will look due to COVID-19 but if there are no sales due to the timetables of students on campus, the College will carry some staff costs. The intention is to retain furlough in August with the exception of the Manager and Chef so some costs can be offset but the VP-Finance cannot guarantee that there will not be a financial risk to the College in September.
- The VP-Finance was asked if there is any way that risk could be limited but risk will potentially be the staffing bill if the furlough scheme does not continue and costs will be largely variable. The Chair added that staffing is fixed in the short term and there are very few other costs involved, such as leasing equipment. The VP-Finance is also mindful of purchasing perishable goods and is looking to source fresh produce from local suppliers to minimise wastage.
- The VP-Finance was asked if benefiting from the furlough scheme is a possibility for staff who are going through the TUPE process and transferring to a new company as this company would not have existed prior to the furlough scheme being implemented. The VP-Finance will check if the organisation had to be in existence prior to 23 March to benefit from the furlough scheme.
- The VP-Finance was asked if there is an alternative to this proposal. As a bidder cannot be found, the only other option would be to shut down catering on site completely with students then asked to bring in their own food. This is not a workable solution.

**PLO**

It was noted that for reasons of commercial expediency and operational effectiveness that the catering provision for the College would best be managed by bringing the service within the control of the College. Upon reflection of the relevant financial and legal advice it was proposed:

1. that the College should incorporate a wholly owned subsidiary company from which to operate the service;
2. that the existing catering staff would be transferred to the subsidiary by operation of regulation 3(1)(b) of the Transfer of Undertakings (Protection of Employment) Regulations 2006;
3. that any necessary contracts and agreements between the College and its subsidiary for the provision of the service and the use of the College's assets be implemented in line with best practice.
4. That any necessary bank account and other ancillary banking services be established
5. That the company be incorporated with Paul Lonsdale as sole director with a view to securing two further director appointments in the near future, one of whom not being connected to the College.

(together the '**Proposals**')

**RESOLVED:** After due and careful consideration it was resolved that the Proposals be approved and that Paul Lonsdale, VP-Finance be authorised to instruct such parties and sign such documents on behalf of the College as may be required to effect the Proposals.

**COR RHC Chairs' Strategy Meeting Update from 12 June 2020 (agenda item 2.1)**

**55**

*Minutes for this item were kept confidential*

**COR Verbal update on the Richard Huish Trust (agenda item 2.2)**

**56**

The RHT Board Chair confirmed that the Trust has been very busy despite the pandemic and that all Risk Assessments had been completed across Trust schools to ensure that they are fully operational in the current circumstances.

- Two very successful Headteacher appointments have been made, despite the COVID-19 difficulties. West Buckland's Headteacher appointment was conducted entirely over Zoom and an appointment made following the retirement of the existing Head.
- A further appointment has been made to replace the Headteacher at The Taunton Academy. The Deputy Head has been appointed and will take up the post in September. Interviews were held virtually with the latter stages being conducted face to face at The Taunton Academy.
- Work is continuing with a local primary school who are looking to join the Trust. Due diligence and consultation with staff and unions are ongoing with the transfer date being unlikely before January 2021.

**COR RHC COVID Risk Register Update and Implementation Plan (agenda item 3.1, 3.1.1 and 3.1.2)**

**57**

The RHC Risk Register and Implementation Plan had been sent out to Committee members prior to the meeting. The VP-Finance reported on both documents and agenda items 3.1, 3.1.1 and 3.1.2 were discussed as a single agenda item.

- The VP-Finance and Director of IT and Facilities have collectively spent a lot of time on pre-opening to prepare the campus for September. Teaching staff have also undertaken some brilliant work around online learning and this has been really positive in the current circumstances. Whilst it is difficult to know what September will look like in terms of the pandemic, the VP and Director of IT and Facilities have been working to ensure that the site is compliant with government guidelines going forwards. The Principal thanked the Director of IT and Facilities in their absence as he and his team have worked tirelessly on site safety and preparations and this was endorsed by the Committee.
- The Vice-Chair queried an item in the reopening plan that allowed fire doors to be propped open to allow air to circulate. The VP-Finance confirmed that all corridor doors are operated with automatic locks that shut when the fire alarm is activated. It was felt that there would be more risk to students and staff from touching door handles, hence the decision to allow them to be propped open. Although designated fire doors should not be left open in this way, it was important to balance the risk. It was also pointed out that propping open doors that are in place for a clear process could invalidate insurance. The VP-Finance agreed to look into this.

**PL0**

**COR RHC Management Accounts – May 2020 (agenda item 4.1)**

**58**

This report had been shared with the Committee prior to this meeting.

- The VP-Finance confirmed that this report had been reviewed and scrutinised by the F&GP Committee at their meeting on 22.06.20 and was also discussed at AP&Q on 29.06.20.
- The VP-Finance talked through the report and confirmed that the base budget presented at the F&GP meeting had been for a surplus of £22K and this small surplus is now being worked towards. The VP-Finance explained that the College is close to achieving a financial health score of good. The VP-Finance confirmed that next year would have been a challenge before the pandemic so to be able to finish the year without financial concerns will be helpful. The VP-Finance pointed out that there are issues in the budget due to potential refunds for international students but it is hoped that this can be reasonably contained and the VP-Finance is not aware of any other issues that may arise this month.

There were no questions from governors on the RHC May Management Accounts.

**COR 59 RHC Final Budget 2020-21 and RHC Budget Forecast 2021 – 24 (agenda item 4.2)**

The RHC Final Budget 2020-21 and RHC Budget Forecast 2021-24 had been sent to the Committee prior to the meeting.

- The VP-Finance confirmed that this agenda item had been discussed in broad terms at AP&Q. The 2020/21 budget is not a certainty but will have potential positives and negatives. Apprenticeship activity and 16 – 19 funding is confirmed so there are few concerns aside from meeting recruitment targets with international recruitment in line with expectations. The political climate in Hong Kong may have an impact in the short to medium term with parents keen for their children to be educated overseas.
- Apprenticeship delivery costs continue to be an issue with some cost efficiencies in this area currently being looked into.
- The F&GP Chair gave some background on the budget and the reason that this had been brought to Corporation for approval. The F&GP Chair reported that the F&GP Committee had asked for a budget of either a £50K or £100K surplus for next year but that the VP-Finance had put forward a surplus of £22K due to concerns over reaching a £50K or £100K surplus. Catch up funding has not been secured and it is still not known if this will be received.
- The F&GP Committee were happy to recommend to Corporation the current budget showing a surplus of £22K. AP&Q were also happy to support this level as a paper written by the Deputy Principal provided reassurance that the right level of support could be provided to students within this budget.
- The AP&Q Chair confirmed that this had been discussed at length at the AP&Q meeting and felt reassured by the F&GP Chair's background information and AP&Q are happy to support this budget.

The Chair commented that the budget had clearly been thoroughly researched and scrutinised by the F&GP and AP&Q Committees and with the Deputy Principal happy with the level of educational provision the budget was approved.

**RESOLVED** that the RHC Final Budget 2020-21 and RHC Budget Forecast 2021 – 24 be approved.

**COR 60 Colleges' COVID-19 Specific July 2020 Financial Return (agenda item 4.3)**

- This agenda item is for information and for the Corporation to note. The Financial Return needs to be completed from July 2020 and the VP-Finance will be completing this report for submission by the end of the month.

**COR 61 Summary of Key Points from Committee Meetings – Verbal Update from Committee on key areas (agenda item 5.1)**

The Chair of Governors asked Committee Chairs for their comments on the key areas discussed at recent meetings.

- F&GP Committee: 22.06.20  
The F&GP Chair confirmed that items discussed at the recent F&GP meeting are on today's agenda.
- AP&Q Committee: 29 June 2020  
The AP&Q Chair reported that the Committee had received an excellent summary of Centre Assessment Grades. The Student Support Team have been providing fantastic support and will benefit from the addition of two new DSLs from September. The Committee are very happy with the targeted RAG rating for students who are struggling

due to the COVID situation. It was suggested that a letter could be prepared for students to present to prospective employers in the future explaining that the grade that they were awarded was due to the COVID situation. This could make a significant difference if grades achieved are not as hoped. An update on Teaching and Learning was also shared. The AP&Q Chair also shared information on Huish Headstart with student numbers being almost at the same level as last year despite the current upheaval. Oak House staff have done a significant amount of work around preparing for international students and potential quarantine. They have offered to move into Oak House for 14 days if necessary to ensure that students are safe and this move was applauded by the Corporation. The Health and Wellbeing Lead gave an excellent summary on staff wellbeing and it is clear that the needs of students and staff are being very well catered for.

- Audit Committee: 8 June 2020

The Audit Chair confirmed that the Committee had received a really good update on Apprenticeships. This area has really moved forward in the last few months.

**COR Update on the Richard Huish College Clerk (agenda item 5.2)**

62

The Committee had been provided with copies of the Clerk's Job Description and Job Specification ahead of the meeting (agenda items 5.2.1 and 5.2.2).

- The Principal confirmed that preliminary work has been done on both the Job Description and Job Specification for the new Clerk appointment and that responsibilities have been reviewed. The previous Clerk had responsibilities across both the group and the Trust but the new appointment will be a part-time 3 days/25 hour per week, term time only plus 3 weeks College appointment and the new Clerk will work solely to College governors.
- The Vice Chair asked if supporting governors with agenda setting should be added to the Job Description but the Chair is keen for Chairs to be involved in the setting of agendas with the Clerk's involvement being to ensure compliance. The Vice-Chair also queried item 5.7 'To take responsibility for safeguarding and promoting the welfare of all students that you come into contact with'. The Principal confirmed that all Job Descriptions carry this phrase but will check this point.

**JAB**

**COR RHC Corporation and Committee Calendar of Meetings 2020-21 (agenda item 6.1)**

63

The Corporation and Committee Calendar of Meetings had been shared with the Committee prior to the meeting. There are no comments from this Committee and the calendar has been noted.

**COR RHC Committee Terms of Reference for 2020-21 (agenda item 6.2)**

64

The Chair confirmed that this item would be deferred until September and this was seconded by the Vice-Chair.

**RESOLVED** that RHC Committee Terms of Reference for 2020-21 be deferred until September.

**COR RHC Financial Regulations 2020 (agenda item 6.3)**

65

The Chair confirmed that no amendments were suggested at F&GP and that this item will be rolled over to next year.

**RESOLVED** that RHC Financial Regulations 2020 will be rolled over to next year.

**COR Fees Policy (agenda item 6.4)**

66

- The VP-Finance confirmed that a review of the Fees Policy has not been done. As the College now has no HE provision there is very little provision where fees are applied. PLO
- The Fees Policy will be presented at the next F&GP meeting for review.

**COR 67 RHC Draft Audit Committee minutes dated 8 June 2020 (agenda item 6.5)**

Draft Audit Committee minutes dated 8 June 2020 were shared with the Committee prior to the meeting. The Chair confirmed that this agenda item is for information only. There were no comments from Committee members.

**COR 68 National Minimum Standards (NMS) Annual Report 2020 for residual Accommodation (agenda item 6.6)**

The Vice-Chair reported that the NMS for Oak House had been through various stages and that the Audit Committee recommended the addition of columns to demonstrate the current status and whether targets had been exceeded. The Principal explained that one of the reasons for using the word 'exceeding' was that Ofsted use a 4 point scale and that it had been suggested previously this might be a way of demonstrating where practice goes beyond basic compliance with NMS. The Chair will ensure that an internal audit plan to take into account strategic risks is considered at the next meeting. There were no questions on the NMS report. DG

**COR 69 RHC Draft Finance and General Purposes Committee minutes dated 22 June 2020 (agenda item 6.7)**

Draft F&GP minutes dated 22 June 2020 had been shared with the Committee prior to the meeting. The Chair confirmed that this agenda item is for information only. There were no comments from Committee members.

**COR 70 RHC Draft Academic Planning and Quality Committee minutes dated 29 June 2020 (agenda item 6.8)**

Draft AP&Q minutes dated 29 June 2020 had been shared with the Committee prior to the meeting. The Chair confirmed that this agenda item is for information only. There were no comments from Committee members.

**COR 71 Information Circulated since last Corporation Meeting (agenda item 6.9)**

The Chair confirmed that this agenda item is for information only. There were no comments from Committee members.

**COR 72 AoB and Date of Next Meeting (agenda item 7.1)**

- The Chair confirmed that the Chief People Officer will be taking up their role on the 1 September and that the Curriculum VP will start on 24 August following a relocation to Somerset at the end of July. The Deputy Principal confirmed that the new VP: Student Support has made a brilliant start in their new role and with also carrying out their existing duties as an Assistant Principal. The new Assistant Principal is an internal appointment and also commences on the 21 August. The Principal and Deputy Principal are very much looking forward to welcoming all new post holders to their roles.
- The Chair has spent some time looking at committee structures and will speak to individual Chairs in this regard. There is a need for one or two additional governors within search and governance.
- The Chair confirmed that the Audit Committee Chair has come to the end of their term and will be stepping down due to work commitments. The Audit Committee Chair was thanked for their huge contribution.

- The Principal directed the committee to the external College website and the Huish Headstart page where there are some brilliant videos created by teachers to welcome new students virtually. These are well worth watching and the Deputy Principal, Assistant Principal, teaching staff and the marketing team have done a wonderful job in putting these together.
- The Chair hopes that the next meeting in September can be held on site but this will depend on the situation at the time.
- The Chair confirmed that a letter of thanks had been sent to the previous Chair of Governors following their resignation as a governor on 25 February 2020.

With no further business the meeting concluded at 7.19pm.

The minutes were agreed and signed:

Chair ..... Date: .....

