

**Minutes of the Virtual Meeting
of the RHC Corporation
on Monday 29 March 2021 at 5.30pm via Microsoft Teams**

PRESENT: David Griffin (Chair), Barbara Barratt (Vice-chair), Jonathan Langdon (Vice-chair), John Abbott (CEO), Guy Adams, Nic Blunsum, Ian Brown (Parent Governor), Yuqi Cao (Student Governor), Nikki Lewis (Staff Governor), Dan Maycock (part), Matt Morgan (Staff Governor), Nicola Reid, Moira Reynolds, Karuna Tharmananthar, Mary Tighe, Dave Tomaney and Ella Tonge (Student Governor).

In Attendance: Emma Fielding (Principal), Steve Chattell (Chief People Officer), Paul Lonsdale (Chief Finance Officer)

Observers: Sandra Prail (Consultant undertaking Governance Review)
Grace Howard (Student Governor elect)

Clerk: Bettina Walker (Clerk to the Corporation)

Action

Items marked with * had a paper previously circulated.
Item marked with ^was a presentation

MINUTES

1. MEETING FORMALITIES

The Chair reported that he had decided to step down as a Director of the Richard Huish Trust, as he considered that his role as Chair of the Board of the Corporation conflicted with his role as a Director of the Richard Huish Trust now that the plans for the College to academise as part of the Trust were moving ahead.

COR 1.1 Welcome New Governors and Apologies for Absence

40 The Chair welcomed the following new Governors to their first meeting: Parent Governor: Ian Brown, Student Governors, Ella Tonge and Grace Howard, and Governor with Education background, Nic Blunsum.

The Chair also welcome Sandra Prail to the meeting. Sandra was the Consultant from the Education Training Foundation, who was undertaking the current review of governance.

Apologies for absence were received from Pat Flaherty, Victoria Harrison and Aaron Reid (Parent Governor). Dan Maycock left the meeting after item3.

1.2 Declarations of Interest by Governors

Jonathan Langdon, Guy Adams, John Abbott, Mary Tighe and David Griffin having dual membership with both the College and the Trust declared an interest for agenda Section 4 – Financial Matters.

COR 1.3 *Minutes of the Previous Meetings

41 **RESOLUTION:** The minutes of the extraordinary meeting of the Corporation held on 5 February 2021 were agreed as a true and accurate record.

The minutes of the meeting held on 7 December 2020 were corrected to read:

COR 23: "Governors noted that the redesignation to Academy would be more or less cost neutral, with, as an academy, the ability to reclaim VAT, but possibly not being able to provide for international students"

"The lease on Oake House was due to run out in ~~September 2022~~ August 2024."

COR 25: Resolved 3 to read: "that the Richard Huish College Letter of Representation 2020 be approved, *and signed by the Chair of the Corporation and the CEO as Chief Accounting Officer.*"

COR 27: "the revised Terms of Reference pending ~~some discussion on the make-up of the amendment~~ that the interview panel for potential governors *should be composed so that the majority of panel members are external governors.*"

RESOLUTION: The minutes of the Corporation meeting held on 7 December 2020 were agreed as a true and accurate record, subject to the amendments stated being made.

COR 1.4 Matters Arising Report and Electronic Resolutions

42 The Corporation noted the matters arising that had been completed.

The following electronic resolutions had been passed:

- The F&GP Committee had unanimously approved the report on the 2020-21 Outturn for submission to the ESFA, and the remaining members of the Corporation had approved this by electronic resolution before formal submission in January 2021.
- Following the February meeting of the Corporation, Nic Blunsum's appointment as a Governor from March 2021 to March 2025 had been approved using electronic resolution.

2. STRATEGIC DEVELOPMENT OVERVIEW

COR 2.1 ^Principal's Update including Academic Matters

43 College Re-opening

Re-opening the College on 8 March had been easier than in September 2020, as resources and the majority of the processes were in place. The College had successfully completed national Covid testing requirements as students and staff returned, with well over 5000 tests carried out the weekend before and on re-opening. The testing operation had now been scaled back as students and staff moved to using home testing kits.

There had been 21 updates to Covid related risk assessment since July 2020, with the latest being to comply with the national regulations to wear masks in classrooms. Although there had been some anxiety from students and staff about returning to face to face classes, things had now settled, and staff and student wellbeing had generally improved by being back.

The Corporation noted that the overall attendance rate for the year to date was strong at 94.3%. The attendance for Level 2 at 84.7% and GCSE at 78.7% was more of a challenge and was being monitored. Retention was also better than in previous years and an analysis of why students were leaving was taking place.

Teacher Assessed Grades (TAGs) – Summer 2021

Teacher Assessed Grades (TAGs) were replacing GCSE and A' level exams for summer 2021, and the College's general approach to TAGs was that they:

- ensured students had a continued valuable and enjoyable educational experience.
- enabled ample opportunities for students to demonstrate their full potential without overshadowing the hard work and commitment they had already demonstrated.
- supported students' successful progression and transition to their chosen destination.

A staff day to look carefully at evidence being used for the TAGs had taken place. The full guidance had only been published by JCQ and the Awarding Bodies on 26 March, giving staff just six weeks to put things in place.

For each student there would be a basket of evidence which could be used to determine the TAG from assessments and units already completed over the last 18 months, to using a variety of assessments before the summer including those that would allow students an opportunity to demonstrate their current level of learning. In answer to a question the Principal stated that there was no national or central guidance on weighting for various types of assessments, and that this was up to individual teaching teams to determine.

Each student would be given information on how their TAGs would take place for each of their subject areas before the Easter break. Student and Parents were being updated regularly. Student Governors reported that they appreciated having some assessments and/or exams taking place after Easter to add to the evidence for TAGs.

Governors thanked staff for all the hard work they were doing to comply with the TAGs.

Pilot Ofsted Inspection – May 2021

The Principal reminded Governors that the College had been due an Ofsted Inspection in Spring 2020, but that this had not taken place due to the pandemic. The College had now volunteered for a pilot Ofsted Inspection to take place in the week beginning 17 May. The Pilot would not be graded and there would be no formal report. Ofsted were carrying out pilots to look at the impact of the pandemic on colleges and to formulate the new Common Inspection Framework.

The FE consultant, Julie Skinner, would help to prepare apprenticeship staff for the Inspection and was planning work with Programme Leads in the coming weeks. A briefing session for Governors was also planned with Consultant and Ofsted Inspector, Lyn Bourne. The Pilot Ofsted Inspection would provide good feedback for the College's 2021 Self- Assessment Report later in the year.

Quality Improvement Priorities QIP

Good progress was being made with the Quality Improvement Priorities which were refreshed in January 2021. A review of the impact of the QIP would take place in June.

Apprenticeships

The Principal reported that David Watson, the Director of Apprenticeships, had resigned his post. The College had put in contingency plans, which involved appointing Julie Skinner, an experienced FE Consultant who previously carried out a review in March 2020. She has started assisting with the Apprenticeship Improvement Plan on a three day a week basis and would do so until July 2020.

The Corporation was pleased to see that a clear and robust contingency plan was in place for Apprenticeships and noted that a full written progress report would be made to the AP&Q Committee in May.

Strategic Development Plan Update 2019-2022

The Senior Management Team had revisited the Strategic Development Plan, as much had happened since it was written in 2019. Reflections on the pandemic and its associated challenges were being taken into consideration, as well as any practices that had emerged that could be kept post pandemic. The action plan was therefore also being reviewed.

Governors were pleased to see the good news stories shared by the Principal.

COR 2.2 *Richard Huish Trust and Richard Huish College (RHC) Academisation

44 The Chief Executive Officer (CEO) presented the proposed governance structure for the Richard Huish Trust (RHT) if RHC joined the Trust. This had been discussed with the RHT Board of Directors, and although the Structure was the responsibility of the RHT, the Directors wanted to give RHC Governors an opportunity to comment on the proposal.

The proposal was that some of the core corporate functions such as Governance, Audit and People would move to be sub-committees of the RHT Board of Directors, with responsibilities across all the schools in the Trust. The proposed functions and responsibilities of these committees had also been circulated to the Corporation.

The Local Governing Board (LGB) of the College would retain the responsibility for the quality of provision, with a similar remit to the current Academic Planning & Quality Committee, but also including Safeguarding, Equality & Diversity, College finances and some other functions. A College Finance & General Purposes sub-committee was likely to remain to overlook College finances, estates and property. This would report to the LGB, but also to the RHT Finance Committee. On joining, the College would represent half the turnover of the Trust and the Corporation noted that a robust Scheme of Delegation would have to be in place to clarify responsibilities amongst the various levels of the Structure.

In order to move from the existing governance structure to the new one, a Governor Skills Audit would take place, so that the new Boards and Committees could be populated with Governors and Directors with the most appropriate and relevant skills and experience.

The Corporation reviewed the Action Plan and was happy to note the progress being made on academisation. Further progress would be reported to Governors between meetings, with an update at the May meeting of the Corporation. Governors were reminded that the final decision to academise could be made up to the proposed date of academisation.

COR 3. FOCUSSED AGENDA ITEM- PEOPLE STRATEGY

45 The Chief People Officer (CPO) presented the Huish People Strategy and RAG rated progress against the various areas of the strategy's action plan. This was a working document, which was kept under constant review, updated and regularly reviewed by the Huish People Committee. A number of policies had been updated since the circulated copy and were now rated green.

A Staff Governor asked about the staff turnover of 15%, and if there were any national benchmarks. The CPO stated that, when taking away staff that had been managed in the 'best interests of the College', the turnover rate was at 8%, which was low for the education sector. The staff turnover across the whole of the Multi Academy Trust was lower than in previous years, indicating that staff were staying in current jobs during the pandemic.

The document didn't show many red rated areas. The CPO commented that the key priorities were being worked on at present and therefore moving to green, but that more metrics would be added in future.

The Corporation noted the report and commented that it was a useful document for getting an overview that the People function in the College was working well.

COR 4. FINANCIAL MATTERS

46 4.1 RHC Management Accounts February 2021

The RHC February 2021 Management Accounts report had been fully scrutinised by the Finance and General Purposes Committee and had been circulated to all Governors.

One of the main risks was the apprenticeship income where the forecast was based on 90% of apprentices completing on time, the 50% achievement bonus being achieved and £25K of New Starts between February and July 2021. 20% of the income for apprentices was paid when they achieved, so more apprentices achieving would result in an increase of income.

Other significant reductions in income streams included tuition fees from international students. All but one international student had now returned to College, which reduced the risk of the refunding of tuition fees. However, refunds for boarding costs such as accommodation and food, could be expected, especially from UK based flexi boarders.

The original budgeted pay award for teachers was 2.5% from January 2021. The negotiated award was 2% backdated to September with a further 1.25% being payable from May: the cumulative effect of the two created a slightly higher pay settlement than that agreed with support staff unions, and this was now being matched. The support staff award was 2% from September, 0.5% from January and a further 0.75% from May. This would increase the baseline budget for future pay.

The Non pay cost savings were mostly due to the College being closed for much of the year. There was an assumption that examination bodies would discount their fees by an average of 15% as they did for 2019-20.

The Corporation noted that a full mid-year review had taken place. The current forecast outturn was a £36K surplus, and the forecast outturn meant that the College would be in the Education and Skills Funding Agency (ESFA) "good" category.

The CEO reported that recent meetings with the Regional ESFA had confirmed that, as the College's financial health score for 2019/20 and 2020/21 was now graded as "good", the College was no longer in ESFA "early intervention" category.

COR 4.2 *RHC Baseline Planning Assumptions 2021-22 and Forecast 2022-24

47 The Corporation noted that the primary baseline assumption was that the College would join the Multi Academy Trust on the 1st October 2021.

The positive impact of the increase in student numbers and retention rate in the 2021/22 forecast had been incorporated and the assumption was that these improvements would carry through to future year projections. Another assumption was that both the employer TPS and Teacher Pay Grant would continue to be paid.

In the context of the forecast deficit in 2023/24, Governors noted that the margins between generating a surplus or a deficit each year were very tight and could fluctuate with income from just a few student numbers.

Apprenticeships income was forecast to remain at similar levels to the present. Adult apprenticeships might be outside the College's charitable activities once it joined the Richard Huish Trust, and the College was looking at the most appropriate delivery vehicle for apprenticeships and adult fee-paying work. The Principal commented that the Apprenticeship provision would also be reviewed more generally towards the end of the year in terms of mapping the curriculum, quality of provision as well as finances.

COR 4.3 *Key Risk Register and COVID Risk Register Assurance Report

48 The Senior Management Team had reviewed the risks and was also discussing how risks would be presented in the future with the Chair of Audit Committee, as they currently contained too much detail.

COR 4.4 *Summary of Risk Monitoring by Committees

49 Each Committee had reviewed the risks allocated to it during the Spring term. The Corporation noted the discussions and that the recommendation from each Committee was that the risk ratings remained as present.

COR 5. GOVERNANCE REPORT
50 5.1 * ETF Governance Review

In February, the College learned that the ESFA had strongly recommended that the College took up the offer of the ETF Governance Review as recommended by the FE Commissioner's Office, and would take the College out of the ESFA early intervention category.

The CEO, Chair, Principal and Clerk had spoken to Sandra Prail at the Education Training Foundation in February to try and make the scope of the governance review suitable and helpful to the College's position of transitioning from a Corporation to an Academy. As the ETF Governance Reviews were in a pilot phase, Sandra had gone back to the ETF with the College's particular needs, and the ETF had agreed a modified scope which would look at current governance but would also be forward looking.

The timetable for the Review was noted, and the majority of the College's input such as providing documents, completing questionnaires and the undertaking interviews had taken place. A recording of the March Finance and General Purposes Committee had been sent to the reviewer and Sandra Prail was attending this meeting of the Corporation today.

Further discussion between ETF and the College to formulate of an action plan would take place in April. It was hoped that, by engaging with this Governance Review, there would be external and helpful input into a governor skills audit and guidance with moving towards putting the new governance structure in place.

COR 5.2 * Corporation Membership

51 The Corporation noted that the following members were nearing the end of their terms of office: Nikki Reid in March 2021, Jonathan Langdon in May 2021 and Yuqi Cao in July 2021

Student Governor, Yuqi Cao, would be completing her studies in July 2021, and Grace Howard has already been appointed to replace Yuqi from July onwards.

Following the discussion at the recent Corporation Strategy Day about the stability of the Board's membership during the transition period between Corporation and Academy, it had been recommended that Nikki Reid and Jonathan Langdon's terms of office be extended until the new Academy governance structure and membership has settled, and then be reviewed again.

RESOLUTION: The Corporation agreed to extend the term of office of Nikki Reid and Jonathan Langdon to 31 December 2021, just beyond the expected academisation date, at which time their membership would be reviewed again.

COR 5.2 *Committee Membership

52 The Search & Governance Committee had reviewed the Committee Membership, and there was a vacancy to be filled on the Audit Committee, whilst the Academic Planning and Quality Committee had a large membership. The Committee had proposed some changes to committee appointments, noting that some would be temporary pending the new governance structure being put into place when Governors would be placed according to their skills and experience.

RESOLUTION: The Corporation approved the following appointments to Committees:

In order for the Audit Committee to become quorate for the remainder of the academic year:

Dave Tomaney	- to temporarily come off AP&Q and F&GP to join Audit Committee
Ian Brown	- to join Audit Committee
Nicki Reid	- to temporarily remain on Audit Committee

Nic Blunsum	- to join AP&Q
Aaron Reid	- to join AP&Q
Ella Tonge	- to join AP&Q
Grace Howard	- to join AP&Q taking over from Yuqi Cao in July 2021, attending as an observer until then

**COR 53 5.3 * Terms of Reference Annual Review
RESOLUTION**

The Corporation noted and approved the amendments to the Terms of Reference of the Huish People Committee, the Finance & General Purposes Committee and the Academic Planning & Quality Committee.

5.4 * Summary Reports from Committee Chairs

The Corporation noted the key discussions reported by Committee Chairs.

6. CONSENT AGENDA - Policies and Other Documents

Matters in this section were taken as a single agenda item with each proposal being agreed without introduction or discussion.

COR 54 6.1 RHC Policies

The Corporation noted the following policies amended and approved by the Huish People Committee: Probation Policy
Allegations Against Staff Policy
Redundancy Policy

COR 55 6.2 Register of Interests Update

During January, the Clerk had asked Governors for any updates on their Register of Interest entries and Mini biographies. The Corporation noted the revised Register of Interests.

COR 56 6.3 to 6.6 Committee Minutes

The following draft minutes were noted:

- RHC Search and Governance Minutes dated 12 January and 8 March 2021
- RHC Huish People Committee minutes dated 22 February 2021
- RHC Academic Planning & Quality Committee draft minutes dated 18 January and 23 March 2021
- RHC Finance and General Purposes Committee minutes dated 25 January and 22 March 2021

7. ANY OTHER BUSINESS and DATE OF NEXT MEETING

COR 57 7.1 Other Business: Climate Change

Karuna Tharmananthar had brought Climate Change as another business item with three objectives in mind:

- To bring discussion about Climate Change up the agenda
- To ensure that leadership on the issue was visible and
- To promote engagement with the issue with staff and students

The Principal reported that some work had taken place on a strategy prior to the pandemic, and that more recently discussions had been taken up again with the Director of Estates and Environmental Studies teacher. There was some good work already happening around the College, but this could do with pulling together in one central place.

A Staff Governor commented that the timetabling introduced during the pandemic had had a positive effect by lowering the amount transport needed, and this was being taken into consideration for timetabling in the future.

The proposal was to set up a Steering Group with staff and student members, which could be joined by a Governor too. This Group could pull together practices already in place, work on refreshing the strategy and put together short, medium and long term targets.

Following a discussion, Governors considered that developing a Richard Huish Trust Environmental Strategy might be a way forward.

7.2 Meeting Dates

The meetings for the remainder of 2020/21 would take place on:
Monday 17 May 2021 and Monday 5 July 2021.

8. CONFIDENTIAL MATTERS – Staff and Students withdrawn

Governors, under clause 13(9) and 13(d) of the Instrument of Government, agreed that Student Governors and the Staff Governor should withdraw from 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.

At this point College Managers, the Student and Staff Governors left the meeting

Confidential Minutes of 7 December 2020

RESOLUTION: The confidential minutes of the meeting of the Corporation held on 7 December 2020 were agreed as a true and accurate record.