

Board of Governors MINUTES Meeting held on 14th DECEMBER 2022

Attendance and Apologies		19/10/22	14/12/2022
Governor	Role/Governor Type		
Mary Heaney (Chair) (MH)	Foundation Governor	√	√
Michael Jaffrain (MJ)	Principal	√	√
Shelly Bowers (SB)	Co-Opted Governor	√	A
Victoria Dolan (VD)	Foundation Governor	√	√
Stephen Gabriel (SG)	Foundation Governor	√ remote	√
Sean Gaughan	Foundation Governor	√	√
Dr John Gibbons (Dr JG)	Foundation Governor	√	√
Sr Patricia Goodstadt (PM)	Foundation Governor	√	A
John McNerney	Foundation Governor	√	√
Janet Nevin (JN)	Foundation Governor	√	A
Stuart Robinson (SR)	Staff Governor	√	√
Julian Skyrme (JS)	Co-opted Governor	√	√
Niall Wright (NW)	Foundation Governor	√	√
Ann Wilkinson (AW)	Foundation Governor	√	√
Geraldine Vesey (GV)	Parent Governor	√	√
In Attendance			
Alison Gould (AG)	Clerk	√	√
Tracey Livesey (TL)	VP: Planning and Resources	√	√
Andrea Pritchard (AP)	Deputy Principal	√	√
Cate Carr (CC)	VP: Curriculum and Standards	√	√
Mohammed Amara (MA)	U6 Student Governor	√	√
Merab Malik (MM)	L6 Student Governor		√
Karen Musgrove	RSM (External Auditor)		√ (remote)

Opening Prayer

1. PRELIMINARIES

1.1 Apologies

Apologies were received from JN, PMG and SB. The Clerk reported that MA would join the meeting late. The Clerk confirmed that the meeting met its quorum. The Chair noted that the agenda had been re-ordered to allow presentation of the financial reports by the External Auditors.

1.3 Declarations of Interest

There were no additional declarations were made.

1.3 Items of a confidential nature

The following items were identified for confidential discussion: Minutes, Committee Matters and Update on OFSTED Inspection. The Chair confirmed that student governors would leave the meeting during discussion on these matters.

2. NOMINATIONS, RE-NOMINATIONS AND RESIGNATIONS

The Chair reported that:

- John Gibbons was resigning as a governor effective from the end of the meeting.
- Julian Skyrme's re-nomination had been considered and approved by the Search and Governance Committee.

RESOLUTION R1 **Julian Skyrme to be re-appointed as a Co-Opted Governor for a period of three years.**

3. FINANCIAL AND AUDIT MATTERS

Karen Musgrove (KM) joined the meeting remotely via Zoom to present the accounts and associated reports on behalf of RSM, the external auditors.

3.1 End of Year Reports

(i) Financial Statement and Report

KM reported that the audit went very positively with no significant matters of concern. The Auditor confirmed that the report had been thoroughly reviewed by the Finance and General Purposes Committee. Governors discussed the reports and statement.

RESOLUTION R2 **The Financial Statement and Report were accepted and the Chair and Principal were authorised to sign the relevant sections.**

(iii) Audit Findings Report

KM confirmed that the audit findings report outlined the statutory assurances provided on various matters and that no concerns had emerged and had been thoroughly reviewed by the Audit Committee.

RESOLUTION R3 **The Audit Findings Report was accepted.**

(iv) Letters of Representation

KM advised that the Board should authorise the Chair to sign the letters, conditional that the Board was assured that there are no material matters which the Auditors are not aware of. Governors discussed the letters and raised no additional matters.

RESOLUTION R4 The Chair of Governors was authorised to sign the letters.

(v) FMCE

Governors raised no questions.

RESOLUTION R5 The Principal was authorised to sign and submit the FMCE.

(vi) Report on Performance against financial objectives

Governors raised no material matters and noted the positive measures reported.

(vii) Annual Report from the Audit Committee

NW, Chair of the Audit Committee, confirmed that the committee was assured of the adequacy and effectiveness of the College's assurance arrangements, subcontracting arrangements, framework of governance, risk management and internal controls. NW also outlined the internal audit reports received and reviewed.

RESOLUTION R6 The report was noted and approved for submission.

KM left the meeting.

3.3 Risk Register

The report was noted. TL reported that the risk register had been reviewed by the Audit and F&GP Committees and had been updated accordingly. Governors discussed the risks and recommended no further amendments

4. BOARD OF GOVERNORS MEETING

4.1 Minutes of the Meeting of 19/10/2022

The minutes of the last meeting were reviewed and agreed to be an accurate record of the meeting, subject to minor typographical changes.

RESOLUTION R7 The minutes of the meeting of the Board of Governors held 19/10/2022 were approved.

4.2 Matters Arising

The report was noted and verbal updates were made on the status of actions, noted below:

Reference	Action	Report/Status	Status
AP1 20/10/21	The business cycle for the Standards Committee to be reviewed with a view of	Further refinement required to allow committee to focus on strategic issues.	Ongoing.

	re-scheduling business in 2022/23 to even out workload (Clerk/JN/MH)		
A2 23/3/22	Search and Governance Committee to consider Linked in Alumni Group for governor recruitment	Shortlist to be drawn up for consideration by Search and Governance Committee.	Ongoing
A2 7/22	Suitability of Dick Camplin nominees as potential governors to be investigated	Shortlist to be drawn up for consideration by Search and Governance Committee.	Ongoing
A4 7/22	MJ/MH/JS to consider how to develop scenarios for discussion which reflect greater inflation and costs and the impact on staffing, delivery and estates and longer term environmental and sustainability strategies, building on the current decarbonisation plan.	Meeting to be scheduled in Term 3.	Ongoing
A5 7/22	Continue to explore options for academisation and update the next Board meeting (MJ/PMG)	Reports on developments to be made to the next meeting.	Ongoing
A6 7/22	Invite Chair of Oldham Academy MAT to present to the Board to inform discussion (MJ/PMG)	Chair of Oldham Academy should be invited to attend at a later date, once guidance on academisation is finalised.	Ongoing

5. COMMITTEE MEETINGS

5.1 Minutes of the Committees and Matters Arising

(i) Finance and General Purposes Committee 10/10/22

The minutes were reviewed and noted the verbal report given at the last meeting.

RESOLUTION R8 The minutes of the F&GP Committee held on 10/10/22 were adopted.

(ii) Standards Committee 5/10/22

The minutes were reviewed and noted the verbal report given at the last meeting.

RESOLUTION R9 **The minutes of the Standards Committee held on 5/10/22 were adopted.**

5.2 Reports and Unconfirmed Minutes from Committee meetings

(i) Search and Governance 3/11/22

The Resolutions and Actions from the meeting were noted and governor vacancies and recruitment activities were noted.

(ii) Finance and General Purposes Committee 21/11/22

The Chair reported that the committee had discussed energy cost projections, with projections being four-times the cost of last year. The Principal reported:

- a decarbonisation plan had been developed
- the plan had been discussed at Staff Briefing
- the newly appointed Environment and Sustainability Manager is tasked with implementation of the plan.

Governors commented that more detailed discussion on long-term strategies, contracts, energy efficient arrangements, such as PPA (Purchase Power Agreements), reduction of gas usage in the College should take place and reflect the College's longer term growth and development plans.

(iii) Audit Committee 23/11/22

The Chair reported that the committee had discussed the auditors' reports and had raised no concerns relating to the findings.

(iv) Standards Committee 7/12/22

The Chair reported that this meeting focussed on reviewing and approving Validation judgements.

MA and MM joined the meeting.

The Chair welcomed MA to her first meeting as student governor

6. PRINCIPAL'S REPORT

6.1 Principal's Report on Performance

The executive summary report circulated with the papers and the full report circulated separately were noted. The Principal highlighted the appointment of an Environment and Sustainability Manager. Governors suggested that the ESM should network as much as possible within the sector and locally.

ACTION A1 **Investigate possibility of ESM shadowing appropriate staff at University of Manchester. (MJ/Clerk)**

6.2 Verbal Update on OFSTED Inspection

The Principal gave a verbal report, noting that the inspection was progressing well, although the timetable for meetings had been revised by inspectors as late notice.

7. SELF-ASSESSMENT VALIDATION REPORT 2022

The report, Summary of the Validated Judgements of the Self-Assessment, was noted.

CC reported that the Validation process had been a very positive process and that the Standards Committee had discussed the proposed grades thoroughly, recommending validated grades as below;

Overall Effectiveness	1
Quality of Education	1
Behaviour and Attitude	1
Personal Development	1
Leadership and Development	1

The Chair confirmed that ten governors had attended Validation events and had found it a very positive experience.

The Staff Governor reported that the enhancements to the process had strengthened the rigour (and support) of the process and that it had been generally well received.

Governors suggested some training or briefing regarding documentation and key terms would be helpful to enable them to access the documentation as fully as possible, in particular those governors who are not members of the Standards Committee.

ACTION A2 **CC to provide online/recorded briefing on key terms and the role of governors in the SAR process.**

RESOLUTION R10 **The Board approved the self-assessed validated judgements for submission.**

8. REPORT FROM THE DEPUTY PRINCIPAL ON SAFEGUARDING

The report was noted. AP highlighted:

- the new duty for governors in assuring filtering and monitoring online activity and the new report that provides the data on the College's measures.
- Recent mental Health review which indicated a plateauing of need, which may be a reflection of a stabilising of the situation.
- significant activity from Chaplaincy

Governors commended the work of the Safeguarding and pastoral teams.

9. GOVERNANCE MATTERS

9.1 Report from the Chair

The Chair made a verbal report highlighting:

- finalisation of guidelines for academisation for Catholic Sixth Form Colleges
- academisation briefing from James Kewin (SFCA)
- ongoing consultation with the Diocese in February 2023 regarding implementation

9.2 Report from Clerk

There were no matters to report

9.3 Self-Assessment Review of Governance

The report was noted. Governors discussed the actions for improvement, which had been updated following Validation and noted that the Search and Governance Committee was monitoring implementation of the action plan.

9.4 Loreto Education Trust

VD reported that the Trust had reviewed Mary Ward Reviews, discussed academisation, the integration of St Michaels into the Trust and longevity for the Trust structure.

10. POLICIES

10.1 Policies Referred from Finance and General Purposes Committee

(i) Disciplinary Policy

The report and the recommended updates were noted. The Principal outlined that the policy had been reviewed by Finance and General Purposes Committee and that there were only minor updates recommended.

RESOLUTION R11 The Disciplinary Policy was approved.

(ii) Pay Policy

The report and recommended updates were noted. Governors reviewed the amendments and recommended minor typographical changes.

RESOLUTION R12 The Pay Policy was approved.

10.2 Policies Referred from the Audit Committee

(i) Whistleblowing Policy

TL reported that the policy had been reviewed by F&GP and Audit Committees and that there had been changes made to the appropriate contacts for whistle-blowers.

RESOLUTION R13 The Whistleblowing Policy was approved.

10.3 Policies Approved by Delegated Authority

The report was noted. The Clerk confirmed that the following policies had been approved by appropriate delegated authority:

Redundancy Procedures	Finance and General Purposes Committee 21/11/2022
Careers Policy	Standards Committee 7/12/2022
Counselling Policy	Standards Committee 7/12/2022

11 ANY OTHER BUSINESS

11.1 Retirement of John Gibbons

The Chair thanked John Gibbons for his contribution to the Board over his 10 years as a governor (serving as Parent Governor, Foundation Governor and SEND Lead Governor) and wished him well for his retirement.

Closing Prayer

The meeting closed at 8:15pm

MARY HEANEY

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Chair of the Board of Governors

22 March 2023