

St FRANCIS XAVIER 6th FORM COLLEGE

MEETING OF THE FULL BOARD OF GOVERNORS

Wednesday 21st March 2018, 6pm

MINUTES

PRESENT:

Mr Colin Garvey, Foundation Governor. Chair	Mrs Stella Flannery, Principal
Mr Michael Belfourd, Foundation Governor, Vice-Chair	Mrs Sue Long, Staff Governor (non-teaching)
Fr Gerry O'Shaughnessy, Foundation Governor	Ms Jessica Town, Staff Governor (Teaching)
Mr Somayina Ebele, Foundation Governor	Ms Paddy Rowe, Co-Opted Governor
Mr Paul Barber, Foundation Governor	
Mrs Simona Spazzini, Foundation Governor	
Ms Claire Ezekwe, Foundation Governor	
Mr Richard Vianello, Foundation Governor, from 6.35pm)	

NOT PRESENT:

Ms Sharon Bannister, Parent Governor; Ms Sandra Jones, Co-opted Governor; Mr Kevin Bonsu, Student Governor; Mr Emmanuel Siwoku, Student Governor

IN ATTENDANCE:

Mr G Thompson, Associate Principal, Curriculum
Mr A Taylor, Strategic Director Financial & Physical Resources
Mrs E Lewis, Clerk to the Governors

The meeting was opened at 6.04 pm by the Chair, Mr Garvey. It was quorate throughout.

- 1. OPENING PRAYER:** Offered by Mrs Flannery
- 2. APOLOGIES FOR ABSENCE:** Mr Ciaran Graham, Associate Principal, Ethos; Mr Nader Sheta Foundation Governor; Mr John Opara, Foundation Governor (retrospectively)
- 3. MEMBERSHIP OF GOVERNING BODY**
 - 3.1. Mr Somayina Ebele was introduced and welcomed as Foundation Governor appointed on 15th January 2018 to a four year term of office.
 - 3.2. The expiry of the term of office of Ms Patsy Cummings, Foundation Governor, on 23rd January 2018 was noted.
- 4. SAFEGUARDING, CHAPLAINCY & THE LIFE OF THE COLLEGE:** It was noted and accepted that this item would be deferred to the summer term meeting when Mr Graham would be in attendance to present the report.
- 5. MINUTES OF PREVIOUS MEETINGS:**
 - 5.1. **14th December 2017:** Included in the papers and previously circulated 10th / 16th January 2018 were agreed to be a true and accurate record and duly signed by Mr Garvey.
 - 5.2. **Review of Confidential Minutes:** It was confirmed that the minutes of the confidential part two of 4th December 2012 remain confidential as they contain reference to two specific individuals.
- 6. MATTERS ARISING (if not covered by agenda items):** Mr Barber provided clarification in regard to item 7.5 of the minutes of the previous meeting. He explained that there was no **requirement** for

DBS clearance for governors as governors to be recorded on the single central record. The majority of governors are appointed by another body¹ which is responsible for checking the DBS before appointment is confirmed.

7. REVIEW OF ACTIONS CARRIED FROM PREVIOUS MEETINGS:

7.1. Governors email addresses – Mrs Lewis reminded governors that the process was underway to equip each governor with an @sfx.ac.uk email address to provide some data protection and freedom of information protection.

8. INFORMATION / DATA COMMUNICATED SINCE DECEMBER 2017 MEETING: the following list was acknowledged:

- 5th March 2018: Ofsted Report
- Monthly Management Accounts December 2017 – January 2018 inclusive
- 10th & 16th Jan 2018 Draft minutes, full Board held 14th December 2017
- 30th Jan 2018: Investors in People report

9. CHAIR'S REPORT /ACTION: Mr Garvey confirmed there was no action to report.

10. OFSTED INSPECTION REPORT: The published report had been included in the papers for the meeting. It was introduced by Mrs Flannery. The judgement of “Good” for overall effectiveness was confirmed. The reference to the Catholic identity of the college was noted from the summary of key findings on the front page of the report. The experiences of inspection week were discussed and how the outcome had evolved from observations and the range of 30 plus meetings was reviewed. The meeting reflected on the focus on improvement since the 2016 inspection comparing the two reports.

Mr Thompson stressed that despite the overall judgement being “good”, “outcomes for learners” had remained “Requires improvement” and would be monitored for progress.

Mrs Flannery outlined the potential timescale for re-inspection alerting governors to a change of inspection framework due in 2019. Mr Belfourd observed that the shift in balance towards a greater number of students studying vocational programmes had been noted by inspectors in the summary of information about the college.

The review of the report concluded that a clear direction had been set for the college. Mr Garvey extended thanks, on behalf of the governing body, to Mrs Flannery, the leadership team and all the staff

11. STUDENT GOVERNORS' REPORT: The two student governors were not present. It was noted that it was end of term exams week.

12. PRINCIPAL'S REPORT TO GOVERNORS: Mrs Flannery introduced her report, no 76, which had been included in the papers for the meeting. The report began with a digest of the inspection process and outcome. Mrs Flannery referred governors to the paragraph in her report which set out the clear steer given by the inspection towards improving learning outcomes, including Value Added for A Levels. She added that the college would also prioritise improving punctuality and GCSE maths.

Mrs Flannery announced that the nursery had been inspected the previous day and retained the “good” outcome from Ofsted. The nursery team was commended.

Mrs Flannery referenced the meeting governors had had with two inspectors and commented that the effective impact of the CSQ Committee had been acknowledged. Mr Garvey commented that governors' understanding of what is happening at departmental level was a theme that he would wish to pick up. The CSQ Committee had established the practice of inviting a Head of Department to its meetings but Mr Garvey proposed further development of the involvement by attaching individual governors to subject departments from September guided by clear protocol and

¹ The Education Commission administering appointments made by the Archbishop of Southwark

objectives. Mrs Flannery confirmed that this should be introduced.

ACTION: Mr Garvey / Mrs Flannery / CSQ Committee

- 12.1. **Achievement Data:** Mrs Flannery presented the summative data for 2017 outcomes in two tabulated reports.
- 12.2. **Value-added Achievement:** Comparative performance tables of value-added achievement in London Colleges and at course level at SFX were scrutinised. Mrs Flannery and Mr Thompson outlined risk-assessed strategies and plans for improvement in the subjects with the lowest negative Value Added in year 2 in 2017.
- 12.3. **GCSE Maths and English (Performance Tables 2017):** GCSE English and Maths progress scores were reviewed. Notably strong performance at Christ the King Catholic Sixth Form College was acknowledged and factors in achieving that success would be garnered if possible.
- 12.4. **KAPP System: Changes to Progress and Monitoring.** Mrs Flannery described the development of creating a more progressive and responsive tracking and monitoring system for tracking, monitoring and flagging steps student progress against targets.
- 12.5. **BTEC Quality and Monitoring Review (QMR):** Mrs Flannery noted a good review visit on 20th February and had appended the report on the successful outcome endorsing the quality of the delivery of the programmes.
- 12.6. **Data Analysis of Prospective Student Body 2018 / 19:** It was noted that the target for student recruitment had been set lower at 1297. Mrs Flannery reflected on the reasons for this including the demographic “flat lining” and increased London competition for educational opportunities for 16 – 19 year olds. The Ofsted “Good” judgement would have an impact. Mrs Flannery reviewed the marketing strategies that were being deployed to counter the lower number of applications so far received. Mr Garvey commented that applications should still be encouraged with re-doubled efforts.
- 12.7. **Analysis of Current Students by Programme and Level 2017 / 18:** The tabulated data summarised curriculum movement and showed that A Level provision had fallen by 4% to 31% whilst, led by demand, General Applied delivery (Level 3 vocational) had increased by 6% to 56%. Analysis of students by gender showed the continuing increase in male students. There was no significant movement in ethnicity (the number of BAM students) which was 87%.
- 12.8. **Retention - In Year Progress:** Mrs Flannery commented that current retention showed some progress towards improvement and said it would continue to be tracked and monitored.
- 12.9. **Strategic Planning:** Mrs Flannery reviewed the strategic in year objectives relating to curriculum, financial health and standards. She noted that the three year plan would be due for renewal at the end of the current academic year. Time would be allocated to discussion on this at the next meeting. Mr Taylor explained the award of funding to trial extended work experience provision as a prelude to T-Levels. Mrs Flannery advised that the strategic plan would set the direction of where the college is positioned in curriculum and structure for the next three years.
- 12.10. **Destinations:** Mrs Flannery noted that destination is a good story recognised by the Ofsted inspection report. She summarised the position and had appended a digest to the Principal’s report.
- 12.11. **Update on the London Sixth Form Partnership:** A digest of activities produced by the Partnership Director had been appended to the report. A strength of the partnership was agreed to be the opportunity to work honestly together and swap ideas as a group of sixth form colleges facing similar Ofsted outcomes and challenges. The work so far had provided a useful management and teaching resource. Ms Rowe outlined the developing Governance group which had met twice. The next meeting would be hosted at SFX on 16th May 2018. Ms Rowe and Ms Town were currently the two governors representing SFX. Ms Rowe announced that governors in the group had been set a written assignment to *describe how they discharge*

their responsibility to oversee the educational direction of their college and ensure that they are reliably informed about how the quality of teaching and learning is managed, directed and, where possible, improved.

Sixth Form College Ofsted Inspections: Mrs Flannery introduced a summary of the outcomes of Sixth Form College inspections since September 2017 had been appended to the report for note.

- 12.12. **Academisation:** Mrs Flannery discussed extracts from a recent briefing document prepared by Christine Fischer of the CES (Catholic Education Service) which set out the red lines for governors of Catholic Sixth Form Colleges. She said that the document advises that the position remains that the CES awaits the next legislative opportunity to reinstate the legislative protections for Roman Catholic colleges wishing to become 16 – 19 academies. Mrs Flannery would provide a copy of the full paper to governors who wished to have a copy. She reminded governors that the two key benefits of conversion would be the savings gained from exemption from VAT (worth £250 - £300k) and systems leadership opportunities. Mr Barber endorsed the summary that Mrs Flannery had written and explained. He confirmed the CES advise that it is not currently possible to become an Academy and remain Catholic and stressed that the charitable objectives have to be fulfilled. He felt that legislative provision which had been requested would be unlikely to happen in the near future. Mr Taylor commented that the transactions unit which provides grants to support the conversion to an academy would closed in March 2019. Mr Barber confirmed that the effective denial of that opportunity had been pointed out. Mrs Spazzini clarified with Mr Barber that the college would require the permission of the Diocese and he explained that the Diocese owns the college as a charity for Catholic faith and the guardians of that are the Diocesan Trustees. Mr Garvey concluded that the situation was one of watching and waiting.

- 12.13. **Staffing Update:** Mrs Flannery reviewed a summary of staff changes appended to the report. She paid tribute to Ms Toni Galante who had passed away during half term and had been the longest serving member of staff in the college having started working at the Malwood Road site in 1980. She would be buried the following week and sadly missed.

- 12.14. **Financial Position:** Mrs Flannery reflected on the impact of the under-recruitment of students which would cut income by £707k in the coming academic year. She reviewed progress with the agreed reduction of staffing costs through a programme of voluntary severance, non-extension of fixed term contracts and curriculum review. She advised that the process of compulsory redundancies would now commence focussing at this stage on protecting the student learning experience as far as possible. Mrs Flannery described how this had been resisted for as long as possible and said that SFX was one of the few remaining colleges who had avoided staffing reduction through redundancy thus far. Ms Town enquired about the time scale in relation to planning. Mrs Flannery advised that the process of identification of a pool of posts at risk and subsequent selection would take place early in the summer term. Mr Taylor explained that a two year financial plan was being worked on and would require a range of strategies to operate savings going forward, potentially including some of the college reserves to buffer the losses. He emphasised that the financial planning was predicated on maintaining the planned level of student recruitment. The financial plans and attendant assumptions would be examined and discussed with the F&R Committee. Mr Garvey stressed the commitment of the governing body and senior management to process the programme of reduction of staffing with as much sensitivity as possible.

- 12.15. **College Events and Life of the College:** Governors agreed that the summary and appendices provided a wonderful menu of what has been happening during the spring term. The enjoyed a screening of a short video of the Model United Nations' delegation team visit to New York.

Mr Garvey extended thanks to Mrs Flannery for her report and congratulations to all staff for their contribution to the life of this Catholic college.

13. ORAL REPORTS FROM GOVERNORS COMMITTEES:

13.1. **Audit Committee:** Mr Vianello, Vice Chair, reported that since the previous meeting of the governing body the committee had:

- 13.1.1. Met on 6th March 2018, chaired by Mr Vianello and welcomed Mr Ebele to the committee.
- 13.1.2. Received the College Risk Register for Spring 2018 supported by a verbal risk management monitoring report from Mr Taylor and Mrs Flannery. There had been an adjustment in the ranking of the control risks: Student Recruitment / Competition had moved to rank number 2. Quality had moved from joint number 1 to number 3. The spring term risk register and policy had been included in the papers for the meeting for information.
- 13.1.3. Received the report of the Internal Audit Assignment in January 2018 presented by the Head of IAS² (RSM UK). Two areas, Bursary fund and Learner Number Systems, had been reviewed. Two medium recommendations had arisen from the Learner Number Systems audit which were scrutinised by the committee and the action plan confirmed. The audit assignment report had been included in the papers for information.
- 13.1.4. Received the plan for the GDPR readiness assignment scheduled for May 2018. The assignment would take place after the next meeting of the Audit Committee. It was agreed that the report would be circulated to the committee for review at full Board on 10th July 2018. Mr Vianello explained that the audit would advise and support college managers and governors that everything would be in place in readiness for the new regulations coming into absolute effect on 25th May 2018. Mr Taylor confirmed that policies and procedures were being reviewed. Contingency would be built in to the audit plan for further support.
- 13.1.5. Begun discussion on the Internal Audit Strategy Plan for 2018 – 19 to be scoped by RSM UK for decision at the summer term meeting. The committee recommended review of the marketing and recruitment area in response to the elevated risk. It had been the view of the committee that a specialist advisor should be considered for this beyond a review of processes to explore and recommend strategies and ideas to enhance what is being done to attract applicants.
- 13.1.6. Reviewed the BAF³ which would be re-ordered to map the risk register and note dates of assurances where applicable.
- 13.1.7. Reviewed the performance of both audit firms: Buzzacott LLP, Financial Statements and Regularity Auditors and RSM Risk Assurance Services LLP, Internal Auditors with complete satisfaction. **On behalf of the committee and on the strength of the performance reviews, Mr Vianello recommended both firms for continued appointment. Unanimously agreed.**

The Audit Committee will meet next on Tuesday 8th May 2018.

13.2. **Finance and Resources Committee:** Mr Belfourd, Chair, with reference to appendix B of the agenda reported that since the last Governors meeting the Finance & Resources Committee has cross referenced its business to the BAF and had:

- 13.2.1. Met on 27th February 2018, chaired by Mr Belfourd. Ms Town and Mr Garvey joined the committee. Ms Cummings left the committee. Ms Town was elected vice chair for two years.
- 13.2.2. Been updated by Mr Taylor on current and planned capital projects, accommodation and premises works. Expenditure was expected to be within budget. The main challenge

² Internal Audit Service

³ Board Assurance Framework

to the estate remains the care home development in Nightingale Lane. Demolition of the original building was complete and construction would rapidly lead to loss of light to teaching rooms. Right to light negotiations between the Diocesan officers and the developers remained ongoing. The committee was aware of the significant and challenging logistical impact on costing and planning.

Progress with planning permission for floodlighting an outdoor pitch and the two bids for funding had been reported. The outcome of a CIF bid for roofing works was expected to be known at the end of March 2018.

- 13.2.3. Been advised on the process for re-tendering the college insurance using “Risk 2 Value” as consultants to compose the tender document to go to companies on the Crescent Purchasing Consortium framework. Mr Belfourd emphasised that the process ensures conformity with EU regulations.
- 13.2.4. Received the annual health and safety report prepared by the College Health & Safety Co-ordinator. **The report had been included in the papers for the meeting and was accepted.**
- 13.2.5. Scrutinised the monthly commentary; management accounts; cash-flow and current ratios up to the end of January 2018 which had been circulated to all governors. Mrs Searle, Head of Finance, had confirmed to the committee that all areas were on profile except apprenticeships. Agency staff costs remained high. A pay award to teaching staff of 1% (2% for points 1 to 6) had been announced and would be backdated to September 2017 putting additional strain on the staffing budget. Provision had been made in the budget for a 1% increase. Mr Belfourd noted that the monthly commentary and accounts to the end of February 2018 had been sent round to governors the previous day.
- 13.2.6. Reviewed banking arrangements and the outstanding loan. Mr Belfourd recapped the history of this. Review of the loan had been prompted by the technical breach of the covenant highlighted in the end of year financial statements audit. On behalf of the committee, Mr Belfourd recommended that the loan be cleared by repayment of the outstanding £94k funded from investment money on deposit with Scottish Widows. A £50 settlement fee and three months’ interest (£800) would also be payable to clear the loan. **Unanimously agreed.**
- 13.2.7. Monitored investments and interest rates and agreed to leave deposits unchanged apart from the eventual withdrawal from the Scottish Widows account to repay the loan (in 13.8). Deposits currently totalled £1,573,549. Mr Belfourd reported that it would be unlikely that a drawdown from deposits would be necessary this year to sustain cash flow.
- 13.2.8. Noted the balance in the St Francis Xavier Friends Fund would not quite cover one final Keohane Fund Prize. Mr Vianello asked what steps were being taken to identify a potential new funder for the awards. Mr Taylor outlined some ideas and advised that budget would be allocated to cover the prizes pending new sponsorship. The level of award may be reduced.
- 13.2.9. Received a detailed illustrative written funding / financial projections update report from Mr Taylor (appended to the Principal’s report in the papers for this meeting) – presented and explained by Mr Taylor and Mrs Flannery. Mr Taylor reported progress with cost-cutting plans since the previous meeting in November 2017 and the committee discussed the process and phasing of moving from voluntary severance to compulsory redundancy of staff posts. The cut in ESFA funding for next year would be £707k (initially anticipated to be £600k). The commitment to protecting a “Good” financial health status remained and was affirmed. The financial plan and budget setting would be complex and would need to convince the ESFA that the shortfall in student recruitment – a key assumption in the plan - was being addressed robustly. Mr Belfourd and Mr Taylor both assured governors that expenditure was being controlled prudently in response to the dropping income.
The F&R committee would meet for an additional meeting on 4th June for a preliminary

review of the financial plan. Financial plans, forecasts and budgets would be agreed at the summer term meetings.

- 13.2.10. Received a detailed written report and income summary of the activity and performance of the Trading Subsidiary, SFX Corporate Services Ltd, incorporating all non-core areas of income generation. Mr Taylor had noted that the profile and income of activity was down against the target for the year and set out reasons for this. A slightly increased profit was predicted. The Apprenticeship provision would be closed once all the apprentices had completed their apprenticeships. All income streams would be reviewed early in the summer term as part of the budget-setting process.
- 13.2.11. Approved the Charging Policy, which had been included in the papers for the meeting, noting minor amendments to wording but no change in contributions. **On behalf of the committee, Mr Belfourd recommended ratification of this policy for 2018 – 19. The policy was duly unanimously ratified.**
- 13.2.12. Noted that Community Education course fees would not be increased for 2018 – 19.

It was noted that the F&R Committee will hold an additional meeting on Monday 4th June 2018 for early review of financial planning in addition to the main meeting on Thursday 28th June 2018⁴ rescheduled from 21st June 2018 which would deal with the agreed schedule of business.

13.3. Curriculum Standards & Quality (CSQ) Committee: Since the previous meeting of the full Governing Body, the CSQ committee had met on 22nd February 2018 co-chaired by Ms Rowe and Mr Garvey. Draft minutes of the meeting had been included in the papers for this meeting. Mr Garvey confirmed with governors that these would be taken as read and reviewed the key points. The committee had cross-referenced its business to the BAF and had:

- Accepted a revised Disciplinary Procedure (staff). This had been included in the papers for the meeting and was recommended to the full Governing Body. **It was duly, unanimously, approved for immediate adoption.**
- Agreed a revision of the arrangements for obtaining the views of staff and students on the preservation and development of the educational character and mission of the college and the oversight of its activities. [Article 5 (2) (b)]. The statement had been included in the papers for the meeting and, on the recommendation of the committee, was **unanimously approved for publication on the college website to replace the current version.**

The CSQ Committee will meet next on Wednesday 13th June 2018.

13.4. **Appeal Committee:** had not met.

13.5. **Remuneration Committee:** had not met.

13.6. **Governance Committee:** had not met.

14. GOVERNANCE:

14.1. **Committees:** The following appointments to committee were formally approved:

14.1.1. Mr Ebele member of CSQ and Audit Committees

14.1.2. Ms Town member of F&R Committee

14.1.3. Mr Garvey member of F&R Committee

14.2. **Routine review of Conduct of Business (Standing Orders).** A draft update had been included in the papers for the meeting. A revision made was to the number of committees at 3.1 adding Governance to the list of five. Mrs Lewis informed governors that the Charity Commission had published a code of governance which recommended a maximum term of office for a governor of 9 years. Mr Barber advised that a specific code for Catholic Sixth Form Colleges might be produced by the CES. The Governing Body resolved not to define a limit on the number of terms of office which may be served by governors appointed by them.

⁴ Since re-scheduled again to Monday 25th June 2018, 6.30pm

Updated Conduct of Business (Standing Orders) approved to take effect immediately. Next routine review would be March 2020.

- 14.3. **Role description for Chair of Governors:** It was agreed that this would be referred to the Governance Committee
- 14.4. **Confirmation of date for Remuneration Committee, Summer 2018:** It was noted that a foundation governor was required to be the third member of the committee. Meeting date in the scheduled was confirmed as Wednesday 6th June at 2pm. **ACTION: Clerk**⁵
- 14.5. **Agreement of date for Governance Committee, Summer 2018:** Clerk to co-ordinate a suitable date.⁶
- 14.6. **Dates of full governing body meetings for 2018 – 19:** A provisional schedule had been included in the papers for the meeting. Governors discussed the possibility of changing the time of some meetings to secure fuller attendance. It was suggested that convening during the college day might facilitate some useful contact with students. The dates and times would be confirmed at the next meeting.
- 14.7. **Governor Engagement: Feedback from meetings / conferences:**
- 14.7.1. Mr Garvey confirmed his expressed interest in developing the attachment of individual governors to individual departments, interacting with Heads of Department under the guidance of Mrs Flannery and the leadership team. Mr Garvey expressed interest in Religious Education department.
- 14.7.2. Ms Town announced that the London Sixth Form Partnership Governance group had proposed that governing observe meetings of other governing bodies. SFX had been paired with Havering SFC for this purpose. It was agreed that this would be a useful tool for developing good practice.

15. ANY OTHER BUSINESS:

- 15.1. Mrs Spazzini explained that regrettably she would stand down as a foundation governor after the meeting of the Audit Committee on 8th May 2018. Thanks were extended to her for her service and contribution.
16. Governors confirmed that they were satisfied that the information received and all decisions taken at this meeting had been centred on improving the experience and levels of achievement of students at St Francis Xavier College in a safe environment that embraces the prevent duty and promotes equality, diversity & inclusion.

With thanks extended to Mrs Flannery and all staff the meeting closed at 8.15pm

The date of the next meeting of the full Board of Governors would be Tuesday 10th July 2018

SIGNED: _____

DATE: _____

⁵ Mr Sheta subsequently assigned to the Remuneration Committee and to accompany Mr Garvey for performance reviews with the Principal and the Clerk

⁶ Date subsequently set for Monday 25th June 2018, 5pm