

**Minutes of the Board of Directors' Meeting held on Tuesday 8 December 2015
at 5:40pm in the Board Room, Silverstone UTC**

Present: Doug Newman (DN) Chair (from minute 6)
 Stuart Pringle (SP) Vice Chair
 John Sinclair (JS)
 Stuart Banks (SB)
 Neil Patterson (NP) (Principal)
 Paul Atkinson (PA)
 Nik Ives (NI)
 Stuart Wesselby (SW)
 Simon Evans (SE)
 Becky Midgley (BM)
 Ian Rock (IR)

In attendance: Kirstan Boynton (KB) Clerk to the governors
 Vanessa Stanley (VS) Deputy Principal

1. Welcome, apologies and quorum

- 1.1 Apologies for absence were received from Zoe Spavold, Daniel Hyman and Julia Schumacher.
- 1.2 It was reported that the Chair was delayed, it was agreed that SP take the chair until DN arrived. The meeting was declared quorate.

2. Declarations of interest

- 2.1 The Principal declared an interest, stating that a close relation was employed by the UTC from time to time in a counselling role. The role was managed by another member of staff and the Principal had no input into the terms of employment and rates of pay.

It was noted that the register of directors' interests was due to be updated.

2.2

- Action:** The Clerk reported that a number of director's interest forms had been returned but that a number were outstanding. The clerk would email those governors whose declarations were outstanding.
- 2.2.1

3. Safeguarding update

The Principal reported that there were a number of live cases currently being dealt with, all requiring a significant increase in work load. There was no link in the types of cases being dealt with.

4. Health and Safety update

There was nothing further to report.

5. Le Mans enrichment trip

5.1 Due to the parents evenings taking place in the UTC, this item was postponed to later in the meeting.

DN arrived at 5.45pm and took the chair thanking SP for stepping in in his absence.

6. Minutes of the previous meeting

6.1 The minutes of the meeting held on 29 September 2015 were approved and signed by the Chair.

7. Matters arising from previous minutes

7.1 *(M6.1/15.2) Governor evaluation* – NP would circulate the governor evaluation forms for all the governors to complete and return.

7.2 *(M6.2) New Governor training* – The clerk reported that training was being arranged in conjunction with Daventry UTC for a day's training to be held either at Silverstone or Daventry UTC. Further details would follow.

7.3 *(M6.3) 2017 Admissions policy* – **Action:** this item will be discussed at the next FGB meeting.

7.4 *(M6.4) Safeguarding monitoring: Provide a template of what things governors should be looking for when monitoring.* This item had been completed. It was reported that a governor had carried out a visit using the template and found it useful.

7.5 *(M6.5) Work experience* – This item had been completed.

7.6 *(M6.8) Parent voice forums.* This item was carried forward. A governor asked if there was a target with regards to parent communication e.g. once a term be it a forum or parent questionnaire?

7.6.1 **Action:** feedback would be provided to the next FGB meeting.

7.7 *(M6.15) Board and committee dates:* FGB dates had been confirmed and circulated. This item was discussed later in the meeting.

7.8 *(M7.1/7.2) Appointment of directors at Companies House* – This had been completed with the exception for the new governors which was dealt with later in the meeting.

7.9 *(M8.7) Le Mans trip presentation* – This item was discussed later in the meeting.

7.10 (M10.4) Meeting with Silverstone's digital marketing team – NP reported that he had contacted the team but was still awaiting a reply.

7.10.1 **Action:** SP would follow this up with the team.

7.11 (M12.5) 2015/16 Budget – This had been completed and submitted to the EFA and a response from them was still awaited. Item carried forward.

7.12 (M15.1) New Governor induction packs – This item was a work in progress. Item carried forward.

7.13 (M16.2) Committee membership update – This was discussed later in the meeting.

8. Appointment of new governors

8.1 The Principal reported that Rebecca Midgley had been nominated as a staff governor and Ian Rock had put himself forward as a parent governor.

8.2 It was noted that article 46(d) of the Company's articles of association allowed a minimum of two parent governors, and that there was currently only one parent governor on the board. It was further noted that articles 53-58 set out the procedure for the election of parent governors. As there was only one parent standing for election for one vacancy it was noted that article 57 allowed the governing body to appoint the parent governor.

8.3 IT WAS RESOLVED THAT Ian Rock, having consented to act be appointed as a governor and, for the purposes of the Companies Act 2006, a director of the Company with immediate effect.

8.4 It was noted that article 50A allowed the members of the Company to appoint staff governors through such a process as they may determine. The members have determined that the full governing body may approve the appointment of staff governors.

8.5 IT WAS RESOLVED THAT Rebecca Midgley, having consented to act be appointed as a governor and, for the purposes of the Companies Act 2006, a director of the Company with immediate effect.

8.6 **Action:** The Clerk was instructed to make the necessary filings at Companies House.

8.7 The Chair welcomed IR and RM to the board of governors.

9. Principals report and KPIs

9.1 The Principal presented his report and the KPI report.

- 9.2 In Curriculum and Quality, NP highlighted the removal by the government of A Level ICT qualifications and a change in the options process within the UTC, increasing student choice when choosing GCSE's. It was noted that the changes would not restrict students to choosing EBACC subjects.
- 9.3 A governor asked how the increase in choice would affect the ratios and staffing levels. NP reported that the number of places available in each subject would be based on availability of staff not the number of students who opted for that subject. This would mean that some students may not get their first choice.
- 9.4 It was also highlighted that a Netball team had been established and that they were looking for a kit sponsor. The Principal asked if any of the Governors had any contacts they could approach.
- 9.4.1 **Action:** The governors would explore the opportunity further with their contacts.
- 9.5 The Principal reported that the Children in Need fun run arranged by the pupils had been very successful and he thanked Silverstone Circuits for the use of the track for this event.
- 9.6 It was noted that two parental complaints were currently being dealt with, with the latest concerned with the early finish at Christmas. DN & NP would follow these up.
- 9.7 A governor requested an update on the behaviour on buses that had previously been reported. NP explained that behaviour had improved since Stagecoach, the bus company, had issued temporary bans to certain students.
- 9.8 A Governor expressed concern, although he understood the reasons why, that the punishment was more on the parents rather than the pupil when issuing transport bans. NP explained that the UTC did try to work with parents around the timing of bans to minimise disruption.
- 9.9 The Chair requested that a session on 'bus etiquette' be delivered to new students to try and pre-empt any future disruption.
- 9.10 The KPI report was presented by the Principal. It was noted that a significant number of pupils had left the UTC citing changes in career aspirations, travel issues and insufficient grades. It was felt that more needed to be done in the recruitment stage to ensure that pupils were fully aware of what to expect once they had started in order to minimise the number of leavers in the first term.
- 9.11 A Governor asked for clarification around the homework policy. The Principal confirmed that pupils were given homework but that less reliance was placed on homework as a study method.

- 9.12 The Principal highlighted that although the attendance summary showed levels were around 92-95%, the low numbers of pupils mean that 1 or 2 pupils can skew the figures. Using the 'National performance figures for the age group' could demonstrate that its unauthorised absences were lower than the national average.
- 9.13 The Principal also highlighted that the levels of bad behaviour were consistently being lowered across the year groups with the exception of the "respect" category. A governor asked if there was any correlation between this and attainment levels. The Principal explained that there was not enough data at this time to track this but it would be expected that as bad behaviour decreases, attainment would increase. The Chair requested an update on this once the data had become available.
- 9.13.1 **Action:** Principal to monitor attainment levels vs behaviour and report to the board once the data was available.
- 9.14 The principal highlighted that the student application figures were the best to date for this point of the year. There was a sixth form open evening coming up to which 200 people had signed up to attend. The aim is to get double this.
- 9.15 It was further reported that of the 115 Y10 applications, 12 had siblings in the UTC already. The rest had heard about the UTC by word of mouth. Both of these measures were very encouraging.
- 9.16 Radio and social media advertising was scheduled ahead of the sixth form open evening but no further marketing was planned at this current time. This would be reviewed in the New Year.

10. Audit committee report

- 10.1 It was reported that the last meeting of the audit committee was not quorate but that a consensus on the agenda items had been reached by electronic communication subsequently.
- 10.2 It was highlighted that there were a number of high value budget items that had been authorised and processed out of line with the scheme of delegation. However these items were utility bills for example. It was agreed that the scheme of delegation would need to be reviewed.
- 10.2.1 **Action:** Audit committee to review the scheme of delegation and recommend amendments to the next full board meeting.
- 10.3 There was a discussion around the VAT status of the academy trust and it was agreed that the Company should remain VAT registered for the time being.

10.4 A governor commended Neil Hopkins, Business manager, on the work done on the statutory accounts.

10.5 It was highlighted that the asset register needed to be maintained and monitored.

11. Finance committee report

11.1 It was reported that the last meeting of the committee was inquorate but that the financials had subsequently been agreed by members via electronic means.

11.2 The budget for 2015/16 was showing an in year deficit however there was enough surpluses from previous years to cover this. The budget had been sent to the EFA and a response was awaited.

11.3 It was noted that cash flow was good largely due to good money management however the budget was assuming full numbers which had yet to be achieved.

11.4 It was recommended that further investigation into the delivery of apprenticeship modules would help supplement "other income" either through the DfE or commercially. It was agreed that this should be a priority.

11.4.1 **Action:** The finance and remuneration committee would follow this up.

11.5 A governor asked when the numbers was likely to exceed the building size and if there was a short term plan to manage any excess whilst new buildings were constructed. The Principal reported that there was no pressing need at this time for further accommodation but that this would need to be monitored as the pupil recruitment progressed.

11.6 It was reported that the auditors had commended the financial management of the UTC and had found no financial irregularities.

11.7 The director's report and accounts for the year ended 31 August 2015 produced to the meeting were approved for signature and for submission to the Company's members.

12. Safeguarding report

12.1 The safeguarding report was taken as read. The Principal highlighted that the student voice in this area was very strong and that the main action is ensuring the physical child protection files are stored adequately. This is in addition to storing them electronically.

13. Governor administration

13.1 It was noted that the appointment dates of directors at Companies House were incorrect. The Clerk explained that at the time of filing she did not have the actual dates to hand. The clerk explained that the filing at Companies House was a notification rather than proof of appointment which was the minutes and the register of directors, both of which were correct.

13.2 A number of Skills audit questionnaires were still outstanding and governors were requested to complete and return these to Nicola Woodhead, PA to the Principal as soon as possible.

13.2.1 **Action:** Governors to complete and return skills audit questionnaires

13.3 The next finance and remuneration committee meeting was scheduled for 28 January 2016 and the current members were confirmed as SE, NP, SP, JSc, SW and JS.

13.4 The next audit committee meeting was scheduled for the 2 February 2016 and the current members were confirmed as PA, DH, NI, SP & ZS.

13.5 A governor asked if there should also be a health and safety (“H&S”) committee. After discussion it was decided that the Principal would arrange for an annual H&S report to be submitted to the audit committee and that two lead directors would review any matters in between.

13.5.1 **Action:** The Finance and remuneration committee to nominate two lead directors to monitor H&S throughout the year.

14. Policy review and approval

14.1 The following policies were tabled for approval following a full review by the audit committee:

- a) Bribery, Fraud and Corruption Policy
- b) Business Continuity Plan
- c) Charging and Remissions Policy
- d) Curriculum & Quality Policy
- e) Disciplinary Procedure
- f) E Safety Policy
- g) Finance Policy
- h) Gifts & Hospitality
- i) Grievance Procedure
- j) Inclusion Policy (D-SEN)
- k) Maternity
- l) Professional Review (Teachers Appraisal Policy)
- m) Recruitment Policy

- n) Safeguarding and Child Protection Policy
- o) Sickness Absence
- p) Teacher Capability / Performance Management

14.2 A governor noted that there had been no increase in facility hire charges for the current year. Governors requested that the rates are benchmarked against other establishments and a rate review for 2016/17 be added to the agenda of the next FGB meeting.

14.2.1 **Action:** SP agreed to look at what other establishments charged and report back at the next meeting.

14.3 All of the policies in 14.1 were approved.

19. Any other business

New term dates

19.1 The Principal reported that he had revised the term dates calendar and this had been issued to parents. However it has come to light that under the delegated authorities' policy the authority to do this laid with the governors not the principal. The principal requested that the board formally ratify the new term dates which included a small reduction in teaching days to allow more effective teacher training and to align with other teaching establishments in the area.

19.2 A governor challenged the reduction in teaching days, highlighting the low attainment achieved in the results last year. The Principal explained that the UTC still had more teaching days than was required but that by utilising teacher training days rather than evenings, staff training would be more effective and would maximise the impact on teaching. Whilst the UTC desired to set itself apart from other establishments in terms of its work orientated ethos it had to take into account the patterns of the area it was located.

19.3 The changes to the term dates were approved and ratified by the governors.

Baker Dearing funding report

19.4 A draft of the Baker Dearing funding report was tabled at the meeting for information. NP & the business manager had inputted heavily into the report commissioned by Baker Dearing to lobby for additional EfA funding for UTC's in general because of the nature of their educational offering. SW highlighted that the FE funding in the report was incorrect. NP would feed back the actual figure to the report authors.

Big Bang fair

19.5 JS highlighted the BIG Bang Fair scheduled for 16-19 March 2016. They were currently offering UTC's a heavily discounted rate to exhibit on the 19 March 2016.

19.5.1 **Action:** NP would evaluate the opportunity.

Le Mans enrichment trip

19.6 The Principal presented the Le Mans enrichment trip proposal.

The governors expressed concern that the UTC was being requested to fund the transport. It was agreed that the UTC was unlikely to be able to commit to this given the low number of pupils concerned. Although there is educational value as the trip is not open to all pupils it was felt that any subsidy would be inappropriate. The Governors requested that a student fully funded option be costed out and submitted via email to the board for their consideration.

Action: The Principal would arrange for the trip organiser to submit a full and robust cost breakdown to include transport as soon as possible.

There being no further business the meeting closed at 7.40pm.

.....
Chair
Signed

.....
Date