

Minutes of the Board of Directors' Meeting held on Tuesday 26 September 2017 at 5.30pm in the Board Room, Silverstone UTC

Present:	Stuart Pringle	(SP)	Vice Chair
	Stuart Banks	(SB)	
	Julie Dark	(JD)	
	Nik Ives	(NI)	
	Becky Midgley	(BM)	
	Neil Patterson	(NP)	Principal
	Crispin Robinson	(CR)	
	Zoe Spavold	(ZP)	
In attendance:	Jenny Harte	(JH)	Observer
	Miriam Lakin	(ML)	Clerk
	Vanessa Stanley	(VS)	Deputy Principal
Apologies:	Doug Newman	(DN)	Chair
	Paul Atkinson	(PA)	
	John Sinclair	(JSi)	

1. Welcome, apologies and quorum

SP welcomed those present and explained that in the absence of Doug Newman due to illness, he would be chairing the meeting.

2. Declarations of Interest

2.1 The Board noted the duties and obligations of the SUTC about trading with connected parties, as set out in the Academies Financial Handbook 2017, section 3.2. A trust must pay no more than cost for services provided by connected persons. The definition of 'connected persons' includes relatives and business partners.

2.2 There were no further declarations of interest in addition to those already submitted to the Clerk.

3. Election of Chair and Vice Chair of the Board of Governors

3.1 The Board agreed the appointment of Doug Newman as Chair and Stuart Pringle as Vice Chair.

4. Safeguarding Report

4.1 There were no safeguarding incidents to report.

5. Health and Safety Report

5.1 It was reported that the terrace had been closed that day following a report of pupils sitting on the wall. The pupils in question were from 6th form and

were therefore allowed unsupervised access. It was reported that an email had been sent to pupils about the dangers of the terrace, and that those involved in the incident had immediately identified themselves and apologised. Governors stated that they hoped that a means could be found to manage access so that it could continue to be enjoyed. NP reported that additional signage had been added which pointed out the risk of fall, and instructed users not to stand on the shingle border of the terrace.

- 5.2 ZS agreed to confirm to SP a suitable time for a health and safety walk around.

Action: ZS

6. Minutes of Previous Meeting

- 6.1 The minutes of the meeting held on 11 July 2017 were approved as a true record.

7. Matters Arising

7.1 Safeguarding Training (Item 3.1)

The safeguarding link governors and one member of staff would attend training, subject to confirmation from the provider. It was confirmed that when internal training took place, governors would be invited.

7.2 Board Membership (Item 7)

There would be a discussion about members later on the agenda. The other actions identified in Item 7 had been closed.

7.3 Student Voice (Item 8.7)

VS reported that on three occasions in the previous academic year the Teaching and Learning Prefects had had a series of questions which they used to interview other students. This information was collated and reported back. It was used to assess good points, areas for improvement and action points. The action points were followed up, and there was feedback to Heads of Department. It was agreed that a summary of this activity would be included in the standard paperwork for all Board members. It was also noted that pupil panels interviewing members of staff were a further useful vehicle for feedback.

7.4 BT Connectivity (Item 9.6)

It was reported that additional costs were due to the increase in student numbers and therefore the additional bandwidth that was required. SP noted that there may be some economy to be achieved through the SUTC and Silverstone Circuits working together on connectivity, and agreed to follow this up by putting the relevant staff in touch with one another.

Action: SP

8. Governance Matters

Membership of the Academy Trust

8.1 The members of the Academy Trust are the signatories of the Memorandum of Association. They are akin to shareholders in a company limited by shares. Instead of shareholdings they offer a guarantee of £10 and, in the event of an insolvent winding up, their liability is limited to this amount. One of the most important functions of members is the appointment of those directors who are not *ex officio* or elected. They may also remove directors and vote to amend the Articles, thereby changing the constitution of the company. Whilst the members have strategic oversight, the general power to manage is vested in the governors, also known as trustees, who are the directors of the company.

8.2 It was reported that following its merger with Bedford College, Tresham College no longer existed and therefore the current members were:

- Doug Newman
- The University of Northampton
- Silverstone Circuits.

There was also provision to include a successor institution to Tresham College. It was noted that to pass a special resolution of the company a majority of 75% of members would be required, and that having three members made this difficult. It was reported that the DfE recommendation was for five members, but that in previous discussions, it had been agreed that four was the right number for the SUTC.

8.3 It was therefore proposed that Bedford College, as the successor institution to Tresham College, was added as a member. It was noted that this would preserve the useful link on the provision of IT services at cost, and also provide some potential academic synergy around the development of the National College of Motorsport. NP reported that he had met the Principal and Chair of Governors of Bedford College who were supportive, understood the aims and ethos of UTCs and had affirmed that the relationship between the two institutions was important to them.

8.4 There was some potential for conflict of interest in that Bedford College had a relationship with a university and the SUTC may wish to develop a relationship with a different university. However, it was felt that this could be managed appropriately.

Articles of Association

8.5 It was proposed that the SUTC adopt the model Articles of Association as published by the DfE in March 2015. If accepted, these would replace the existing Articles adopted in March 2012.

- 8.6 A summary of the differences between the proposed new Articles and the existing Articles had been prepared. The new Articles included a number of improvements such as additional flexibility to appoint further members if necessary, and clarification of how members could be removed. The word 'governors' had been replaced by 'trustees'. This reflected more accurately the position of responsibility of trustees with regards to the Trust, making a distinction from the role of governors in a maintained school.
- 8.7 It was agreed that the Audit Committee should assess the proposed new Articles to ensure that they were fully fit for purpose. Subject to the confirmation of the Audit Committee, the Board agreed to recommend to the members the adoption of the new Articles. This would require a 75% majority, and a vote would take place at the Annual General Meeting on 27 February 2018.
- 8.8 It was agreed that, subject to the adoption of the new Articles by the members, it would be recommended that Bedford College was appointed as a member under the new Articles. This would mean the signature of a new Memorandum of Understanding which would include Bedford College as a signatory.
- 8.9 It was agreed that in the interim, Bedford College would be invited to send either their Principal or Chair of Governors as an observer to the next Board meeting.

Action: NP

Number of Trustees

- 8.10 It was reported that under both the existing and the proposed new Articles, the trustees were appointed by the members, and should ensure that nominees of the Employer Sponsor (Silverstone Circuits) and University Sponsor (University of Northampton) formed a majority of the total number of trustees. There must also be a minimum of two parent trustees. The total number of trustees was left open in the 2015 model Articles. NP reported that the current number of trustees was 15, including two parent trustees.
- 8.11 It was noted that increasing the current number of trustees would:
- Spread the workload for trustees in terms of committee memberships and participating in panels such as staff disciplinary panels
 - Allow the appointment, if desired, of further governors with specific expertise, including additional experience of academy governance and connections with industry.
- 8.12 It was therefore agreed to recommend to the members that new Articles included provision for 20 trustees in total, including two parent trustees.

JH left the meeting.

Appointment of Trustees

8.13 The valuable advice and input provided by JH in her role as an observer was noted. It was agreed that she would bring significant experience to the Board at a time when the SUTC was developing. It was agreed that JH should be invited to become a trustee. SP in his role as Vice-Chair agreed to recommend to Silverstone Circuits as a member that JH was appointed by them as one of their trustees.

Action: SP

8.14 It was reported that NI was approaching the end of his term as a parent trustee. His re-appointment as a parent trustee would not be possible as he no longer had a child in the SUTC. NI confirmed his willingness to continue as a trustee. SP stated that he or DN would therefore approach NI about his re-appointment as a trustee by either the employer sponsor or the University sponsor.

Action: DN/SP

8.15 It was noted that under the Articles, parent trustees were appointed by the Board following an election. Other trustees were appointed by the members.

8.16 NP agreed that an election of an additional parent trustee to replace NI would therefore be organised shortly. It was agreed that it would be desirable for the incoming parent trustee to attend the next Board meeting as an observer.

Action: NP

8.17 It was noted that the University of Northampton as University sponsor wished to appoint Dr Mark Cusiter, Deputy Dean in the Faculty of Business and Law, as a trustee. This would be subject to ordinary resolution by the members. The Board agreed to recommend this appointment to the members subject to receipt of a CV and the necessary application details.

Action: ML

Re-appointment of Trustees

8.18 It was reported that PA's term of office ended on 27 October 2017, and that he was eligible for re-appointment for a further term of office. SP agreed to raise this with DN so that PA's intentions could be established.

Action: SP

8.19 It was reported that SB's term of office had ended on 2 July 2017. SB confirmed that he was willing to continue for a further term of office. The Board agreed to recommend this appointment to the members for decision by ordinary written resolution.

Action: ML

- 8.20 The importance of succession planning for trustees was noted. It was agreed that a spreadsheet would be prepared showing terms of office and committee membership in order to help with succession planning.

Action: ML

Term Dates for 2018-2019

- 8.21 The Board received and approved term dates for 2018-19. It was noted that closure dates due to the British Grand Prix were correct, and that because the SUTC would be closed on a staff training day, Stowe School had kindly agreed to host the staff training on their premises.

Committee Membership

- 8.22 The Board received for information a paper setting out the current committee membership.

9. Principal's Report

- 9.1 The Board received a report from the Principal which included updates on the following matters.

9.2 Pupil Destination Data

The UTC Hub website was now being used to track alumni data, and as an alumni network, and was generating useful data. According to the SUTC's internal data, there were no pupils not in education, employment or training (NEET). However, the official national data would be released three years after pupils finished at the SUTC.

9.3 Pupils on Roll

There were 26 pupils on roll who had not attended. This meant that there were 144 pupils on roll. It was not possible to drop a class as five classes would accommodate 138 pupils, and all of the logistics had been put in place for six. It was reported that it was not a normal transition to a UTC as pupils stayed on roll at their previous school until they attended the UTC. It was noted that it was very difficult to predict recruitment numbers. There was a rigorous process in place designed to ensure that pupils were committed to attending. In addition, consideration was being given to asking pupils and parents to take action to confirm the place.

- 9.4 The Admissions Policy had been updated earlier that day so that pupils who did not attend on the first day would be treated as absent. The Board ratified this change.

9.5 Overseas Trips

The trip to Disneyland Paris had been moved a week earlier than had originally been planned and would therefore take place in term time. It was reported that the reason for moving the date was a mistake by the tour

operator. The Board noted that it would not be usual to approve a trip during term time, and that parents should be made aware that this was an anomaly rather than the result of a plan. It was confirmed that NP had distributed information about the educational aspects of the trip to the Board.

9.6 **Enrichment**

Enrichment would now take place on two different days, and would start the following week.

9.7 **Facilities**

An issue with the activation of the fire alarm had now been resolved.

9.8 **Funding**

The next tranche of transitional funding from the DfE was expected in November, however, the conditions on which this grant would be made were not yet known. A cash flow projection was being prepared to verify that the cash situation remained healthy. In spite of fewer pupils than expected on roll, the budget continued to balance, and an updated budget with the new pupil numbers had been submitted to the DfE the previous week. The ESFA had confirmed an indicative 1.4% increase in funding for 2019/20 under the New Funding Formulation.

9.9 **Open Evening**

Around 600 people were booked to attend an open evening on 18 October. It was reported that 1400 people had attended open evenings in 2016/17. On an estimate of three attendees per family, this had yielded 250 pupils. It was noted that from 1st December the Technical Education Bill gave UTCs the right to go to other schools to talk to their pupils, and this option could be exercised with care as in some cases it may jeopardise good relationships that had been built between the SUTC and other schools.

9.10 **Transport**

The service for former Daventry UTC pupils was now operating well and the cost was covered by the DfE. It would become a public service from 2018/19. The contracted bus services were full, so that the cost to the SUTC was lower than previously. SP noted that it would be helpful to discuss with Silverstone Circuits the provision of public bus services as part of the development of the site master plan.

9.11 **Media Coverage**

A pupil who was about to begin an apprenticeship at Aston Martin was featured in positive coverage on BBC Breakfast.

9.12 **Key Performance Indicators**

The Board noted the latest statistics on attendance. It was reported that there were already some very high levels of absence in isolated cases, and this decreased overall percentages.

- 9.13 NP reported on some bad practice by some other schools seeking to remove problem pupils from their rolls without considering the best interests of the pupil involved. NP reported that the SUTC could work with pupils of all types, but that they must be committed to attending the SUTC. Governors asked if there was more they could do to support the SUTC in ensuring that its value was recognised by other schools and their governing bodies. NP stated that in one case, it may be advisable to write to the governing body if the situation could not be resolved effectively.
- 9.14 There had been four exclusions to date, none of them permanent. One pupil in Year 11 was at risk of permanent exclusion, and a meeting with DN would be arranged.
- 9.15 The Board noted the latest statistics on the rate of application and conversion. It was noted that there had been fewer internal applications from Year 11 into Year 12, leaving a bigger proportion to be found externally.
- 9.16 The Board noted the latest pupil numbers, and in particular the gender balance of pupils. Whilst the majority of pupils were male, the SUTC continued to be gender neutral and to ensure that girls were featured in its advertising.
- 9.17 It was noted that compliments received had been circulated. Board members were asked to destroy this document to ensure compliance with data protection requirements.
- 9.18 The Board viewed data on progression based on baseline testing and GCSE results which tracked levels of progress. It was reported that two or more levels of progress was deemed good, and that 70% of pupils had achieved this. It was noted that previously the baseline testing could have been open to challenge, but that testing which was also used externally had now begun.
- 9.19 The Board also viewed data on the attainment and progress of pupils whilst at the SUTC. It was reported that every subject had made more progress this year than the previous year. The results achieved in particular subjects were noted.
- 9.20 NP reported that the result in the national Progress 8 measure had not improved. He showed a progress comparison of pupils from the end of primary school to the end of Year 13. Typically, pupils who came to the SUTC

had not made as much progress prior to joining as other pupils. During GCSE, they made slightly faster progress than their counterparts in other schools. During Years 12 and 13, they progressed faster and caught up with their counterparts. Had they continued on the trajectory they had been on in their previous school, they would not have achieved such good grades and been ready for further study.

10. Parent Forum Update

10.1 NI reported that he had sent a draft communication about the parent forum, the terms of reference of the forum having already been agreed. NP agreed that the communication would be sent out at the same time as recruitment information for a further parent governor. It was noted that as NI would no longer be a parent governor, responsibility for chairing the forum would pass to JD.

11. Policies for Approval

11.1 It was reported that the Maternity Leave policy had been updated to add an obligation to return for 13 weeks or to pay back additional maternity pay. This had been taken from the standard Pay and Conditions document for teachers. In updating this, the Adoption Leave and Paternity Leave policies had also been updated so that all three policies were complementary.

11.2 The Board approved the following policies:

- a. Adoption Leave
- b. Maternity
- c. Paternity Leave.

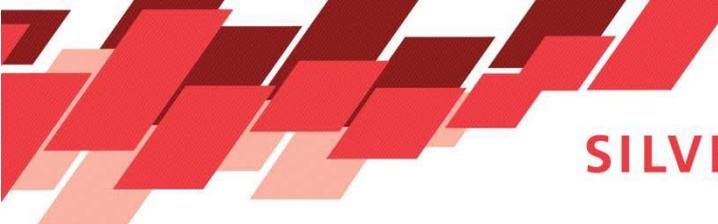
11.3 It was noted that there were references to Tresham College in some policies as they had been adapted from those of Tresham College. Subject to the approval of new Articles of Association, references to Tresham College would need to be altered.

12. Any Other Business

12.1 Geneva Motor Show Trip

A day trip was proposed in March 2018, flying from Luton. It was reported that the event was small and a five minute walk from the airport, most of which was undercover. The aims of the trip were for pupils to understand the importance of a motor show, recognise the importance of different types of exhibit, where those different elements fit in the product life cycle, and understand the influencing factors on products. The trip would be open to Years 12 and 13 only and there had been plenty of interest. Estimated numbers currently stood at 63 plus staff.

12.2 The board approved the trip to the Geneva motor show.



13 Date of Next Meeting

Tuesday 5 December at 5.30pm at the SUTC.

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Chair
Signed

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Date