

Draft

North Hampshire Education Alliance

NHEA Board of Trustees - Board meeting

Minutes of a Meeting held on 9th April 2020 at 4.00pm
Meeting held using video conferencing via Microsoft TEAMS

Trustees	Mr Jon Soar - Chair of Trustees Mrs Ali Foss – CEO, Principal of QMC Mr Steve Lutener Ms Julie McLatch Dr Janice de Sousa Mr Pete Stagg Mrs Jean Thorpe Mr John Wright	(8/9 quorate)
In Attendance:	Mr Mark Henderson, Deputy Principal Dr Toni Baldwin, Company Secretary	

37. WELCOME AND APOLOGIES FOR ABSENCE

Jon Soar welcomed Trustees to their first Board meeting to take place via video conferencing and explained that this meeting had been rescheduled from 2nd April 2020 due to staff illness.

There were no apologies for absence, however, Ali Foss reported that Jane Coleman was hoping to join the meeting later following her meeting with Civica regarding issues with submitting VAT returns using the 'making Tax digital' module.

[Secretary's note: Mike O'Dwyer was expected to join the meeting but was unfortunately unable to connect due to technical difficulties with the circulated connection route].

38. DECLARATIONS OF INTEREST

There were no declarations of interest.

39.1 QMC RESPONSE TO COVID-19 PANDEMIC

The Board noted three additional papers that had been circulated prior to the meeting:

- A summary of the QMC response to the Covid-19 pandemic
- An annex to the Child Protection and Safeguarding Policy in light of Covid-19
- An updated Bereavement Policy -

Ali Foss and Mark Henderson expanded on the information in the summary and explained the arrangements that had been put in place for the different groups of students. The Board was very pleased to hear that all QMC students were continuing with their current curriculum using a mixture of online taught classes and assignments. The Board also noted that the College Management Team and the Directors of Learning were meeting though video conferencing and that the College was continuing to function despite the site being closed. Ali Foss praised the College staff for all their efforts in keeping all aspects of the College running.

39.2 Vulnerable students –

- a small group of vulnerable QMC students were continuing to receive face to face teaching, however, as only a few QMC students were attending these lessons, the QMC students had been joined by a couple of students from BCoT and the sessions were currently being held at Bishop Challoner Catholic Secondary School. This arrangement had enabled both the QMC and BCoT sites to close to students. At Bishop Challoner, the students were being supported by QMC/BCoT staff in a separate area to the secondary school pupils. Ali Foss reported that the DfE required regular reports on the numbers of students being taught face to face. QMC staff were in the process of encouraging other students who might benefit from this way of working to join the face to face sessions and it was hoped that the number of students being supported at Bishop Challoner would increase after the Easter break.
- Other vulnerable students, such as those with learning difficulties or mental health issues were being support through regular contact with members of QMC staff. Some students were being phoned each day and others at less frequent intervals.

39.3 Trustees asked a number of questions about the support of vulnerable students:

- The learning support team had each been allocated a ‘case load’ of students and were working with the counselling team to monitor and support students.
- All QMC students were currently in contact with the College.
- Case conferences with social workers etc. were continuing to take place and were working very well via video conference so it was hoped that this option would continue when face to face contact resumed.
- Ali Foss was very concerned about level 2 students disengaging with education, however, the College was using ‘Century tech’ to continue online learning for GCSE Maths and English students.

The Board put on record their thanks to John Wright, Head Teacher at Bishop Challoner and a NHEA Trustee for enabling QMC students to be supported on the secondary school site.

39.4 2nd year students

Ali Foss reported that 2nd year students were currently having online lessons and would be having at least 1 week of lessons after the Easter holidays in order to ensure that they had all completed the syllabus for each subject and understood about the grading process which was replacing examinations for summer 2020. Mark Henderson reported that QMC had produced predicted grades for summer 2020 prior to the examinations being cancelled (using ALPS connect software) and therefore had good data to underpin the grading process. Ali Foss reminded the Board that, based on their GCSE results, the current 2nd year students had been a strong cohort and that data on these students had also been analysed using the six dimension process for Sixth Form students developed by Nick Allen at Peter Symonds which would also back up the College’s predicted grades.

The College was now waiting for further details of how the grading process would work from the examination boards. Concerns included how the College would produce one set of rankings for students taking the same subject but being taught in different classes by different teachers and the process for grading applied general qualifications when students had not finished their continuous assessments.

John Wright reported that similar conversations were taking place regarding grading in secondary schools but, like QMC, Bishop Challoner had also already produced predicted grades for their students. However, the Board noted that each year some students achieved above their predicted grades. Jean Thorpe reported that HCC had been meeting with MPs and Government officials to report on the range of on-line education taking place and had reiterated the complexity of the grading process facing teachers and schools/colleges.

1st year students

Ali Foss reported that 1st year students would be continuing with their lessons on-line for the foreseeable future.

39.5 Prospective students (year 11's)

Mark Henderson reported that the College was keeping in touch with prospective students and that teachers were being creative in the ways that they were working to engage year 11 students. Information had also been sent to all the local schools for their year 11 students. The Board noted that a video had been produced and circulated in place of the usual high achievers evening and that others were planned. The Board noted that other local colleges were also working to engage year 11 students but that this was not the case in all areas of the country.

39.6 Turing to the circulated policies:

The Board **resolved to approve the Covid-19 annex to the Child Protection and Safeguarding Policy and noted the revised Bereavement Policy.**

40. **INTERIM GOVERNANCE ARRANGEMENTS**

The Board noted a paper setting out proposed delegated powers and the formation of an Exceptional Circumstances Committee (paper NHEA 31/19 circulated with the agenda). Jon Soar reported that these terms had been drafted at the start of the Covid-19 pandemic as the College was in the process of moving on-line to set out routes for approval and governance should anyone involved in the management or governance of the College be incapacitated for any period of time or if quick flexible decision making was required. Jon Soar reported that these powers and/or the proposed committee (consisting of two members of CMT and 4 Trustees) may not be required but should be held in reserve, for example, if needed when the College site reopens.

The Board **resolved to approve the delegated powers for use if needed and the terms of reference for an Exceptional Circumstances Committee to be set up if required in due course.**

41. **REPORTS FROM PREVIOUS BOARD MEETINGS**

The Board approved the minutes from their meeting on 11th December 2019 as an accurate record for signature by the Chair (paper NHEA 32/19 circulated with the agenda). The Board noted that confidential minutes and minutes from confidential meetings would be covered in the confidential meeting following this meeting.

42. **LOCAL GOVERNING BODY MEETINGS**

The Board noted the minutes of two Local Governing Body meetings that had taken place since the last Board meeting, 21st January 2020 and 11th March 2020 (papers NHEA 33/19 and 34/19 circulated with the agenda). The Board noted the main items covered at the meetings:

Local Governing Body – 21st January 2020

Focus on Special Educational Needs and Disability as well as Learning Support – the LGB received a detailed presentation from two members of the Learning Support team covering all areas of their work. This area of the College's work

reviewed and discussed and the LGB had been impressed with the improvements made by the new team since September 2019.

Local Governing Body – 11th March 2020

Focus on Careers and Destinations – the LGB received a detailed presentation from Beth Linklater (Vice-Principal with responsibility for this area) as well as a short presentation from Shashank Kansal (M3 LEP Enterprise Adviser) who had attended the meeting. Destination data and trends had been reviewed and discussed and there were no matters of concern.

- Mark Henderson had presented the initial predicted grades for the summer 2020 examinations which had been derived from the marks and information stored in ALPS connect.

43.1 **REPORTS FROM COMMITTEE MEETINGS**

Search and Governance Committee – 5th February 2020

The Board noted minutes from the Search and Governance Committee meeting that had taken place on 5th February 2020 (paper NHEA 35/19 circulated prior to the meeting). Jon Soar highlighted from the meeting:

- Following recommendations by the Search and Governance Committee and the Board, Pete Stagg had been appointed as Trustee and Director by the NHEA Members and his appointment registered at Companies House.
- The Search and Governance Committee recommended the re-appointment of Suzanne Cooper as Community Local Governor for the remainder of her term of office thus enabling two new Parent Local Governors to join the LGB.

The Board **resolved to appoint Suzanne Cooper as Community Local Governor w.e.f. 1st March 2020 to 31 October 2021.**

- The Board of Trustees noted that, following a discussion at the Search and Governance Committee meeting, Jon Soar the current Chair of Trustees had agreed to allow his name to go to the Board for re-appointment as Chair for 2020/21 should the Board approve.

43.2 Finance Committee – 5th March 2020

The Board noted minutes from the Finance Committee meeting that had taken place on 5th March 2020 (paper NHEA 36/19 circulated prior to the meeting). In the absence of Mike O'Dwyer, Jon Soar and Jean Thorpe reported on the meeting. The Board noted the revised Finance Policy including a new scheme of financial delegation that had been reviewed by the Finance Committee (paper NHEA 37/19)

The Board approved the Finance Policy and scheme of financial delegation with two amendments:

- Page 8, section 5.1: to read Company Directors not Company Secretaries
- Page 11, section 5.11 to read 2% of contract **or** £7,000

43.3 The Board noted from the minutes of the Finance Committee:

- The Committee had reviewed a revised forecast for 2019/20, the first draft budget for 2020/21 and initial forecasts to 2024/25 – the Committee reviewed in detail a number of the assumptions that had been used to prepare these forecasts.
- The Teachers pay award had not yet been confirmed – negotiations were currently underway between the SFCA (employers side) and the appropriate unions – an estimated figure had been included within the management accounts and the draft budget/financial forecasts.
- Due to a number of new Government initiatives such as Level 3 Maths and English programme weighting the Trust's annual revenue funding for 2020/21 would be higher than 2019/20 despite slightly lower forecast student numbers.

43.4 The Board noted that, due to the timescale for decision making (31st Jan 2020), the Chair of the Trust had previously approved the recommendation of the College Management Team that the NHEA join a Hampshire County Council pooled academies pension group for the LGPS (Local Government Pension Scheme). The Board noted that this opportunity was only available to academy trusts and that due to the lower risk profile of the academies pension group the NHEA would benefit from lower contribution rates.

43.5 Audit Committee – scheduled for 17th March 2020

The Board noted that the Audit Committee scheduled for 17th March 2020 had been cancelled as there had been no internal audit reports to consider. The Board noted the risk register which had been revised by CMT and circulated to the Audit Committee prior to circulation to the Board. The Board approved the Risk Register (paper NEAH 38/19 circulated with the agenda) noting a number of changes including the removal of several minor risks suggested by CMT.

44.1 **FINANCIAL ISSUES**

The Board noted the Management Accounts to the end of February 2020 along with an executive summary (papers NHEA 39a/19 and 39b/19 circulated with the agenda). The Board also noted the Management Accounts to the end of March 2020 along with an executive summary which had been circulated prior to the meeting. In the absence of Jane Coleman, Ali Foss reported that there were no issues of concern in the March accounts. The Trustees asked a number of questions regarding the impact of the Covid-19 pandemic on the Trusts finances. Ali Foss reported that the biggest risk to the Trust's finance was the lack of income from income generating areas. The Trustees also noted that:

- It was hoped that a number of sports centre staff could be furloughed
- It might be possible to claim funding for additional security measures relating to the pandemic from the DfE
- The catering and bus contracts were being reviewed for potential cost savings as both organisations had been able to furlough some of their staff.

The Board noted that Jane Coleman would be preparing a revised in-year budget for the next Board meeting.

44.2 One of the Trustees raised an issue relating to the presentation of the accounts. Ali Foss reminded those present that there had been a number of teething problems with the new Civica finance system. However, Civica had responded to the various issues and NHEA was currently acting as a Guinea pig for Civica to help make improvements to their system. Jon Soar asked for specific questions on the finance system to be taken up with Jane Coleman outside the meeting.

45. **ANY OTHER BUSINESS**

Jon Soar reported that the current intention was to run the schedule of NHEA/QMC Trustee/Local Governor meetings as originally set out using video conferencing when necessary.

Jon Soar asked to put on record the Trust's thanks to Ali Foss and her staff for the way that they had responded to recent events.

46. **DATES OF FUTURE BOARD MEETINGS**

Wednesday 20th May 2020 at 6pm

Wednesday 8th July 2020 at 6pm

47.1 **CONFIDENTIAL ITEMS – Part 1 Future Options for NHEA**

The Board noted confidential minutes relating to future options for the NHEA (papers NHEA 40/19 and 41/19 circulated prior to the meeting). The Board approved for signature the confidential minutes relating to Future Options from the Board meeting on 11th December 2019 and the minutes of the Extraordinary Confidential Board of Trustees meeting on 18th December 2019.

47.2 The Board noted the Confidential notes from the Strategy Meeting held on 1st February 2020 (Paper NHEA 42/19). The Board of Trustees put on record the decision made during the strategy day discussions, [REDACTED]

47.3 The Board noted the Confidential minutes of the most recent meeting of the Future Options Working Group on 5th February 2020 (paper NHEA 43/19). Ali Foss reported that CMT had held a meeting on 24th February to review current and potential interactions with local schools. However, the Board noted that the start of the Covid-19 pandemic had required schools as well as QMC to prioritise their individual responses to the pandemic. Ali Foss reported that CMT would return to this issue in due course with the aim of putting further activities in place from September. Mark Henderson reminded those present that, as discussed earlier in the meeting, QMC was increasing its interactions with current year 11 students that had applied to the College as well as providing information to local schools to pass on to their year 11 pupils.

48. **CONFIDENTIAL ITEMS – Part 2 Senior Post Holders Employment**

The Board noted the confidential minutes relating to Senior Postholder employment from the Board of Trustees meeting on 11th December 2019 (paper NHEA 44/19 circulated prior to the meeting). The Board of Trustees approved the minutes for signature later.

Jon Soar thanked the Trustees and the meeting ended at 5.30pm.

Signed in the presence of the Board on 2nd April 2020 by Jon Soar (Chair of Trustees):

.....

SUMMARY OF ACTIONS	Timescale	Responsibility
Minute 34.2: review proposal with CMT	Before 1 st Feb	AFS

Toni Baldwin
Company Secretary, North Hampshire Education Alliance