

## **CARDINAL NEWMAN COLLEGE**

### **BOARD OF GOVERNORS**

A meeting of the Governing Body was held at **2.00 p.m. on Friday 30 June 2017 at Preston Marriott Hotel, Broughton Preston.**

#### **Members present:**

Richard Ainscough, Chair (F)  
Nick Burnham, Principal  
Matthew Ainge  
Charu Ainscough  
Canon Vianney Poucin de Wouilt (F)  
Penny Dineen (F)  
Bob Eastwood  
Len Hampson (F)  
Father Luiz Ruscillo (F)  
Adrian Metcalf (F)  
Bill Noblet (F)  
Matthew Sane  
Peter Towers  
Andrew Wygladala (F)

#### **Officers in attendance:**

Bob Deed, Clerk  
Justine Barlow, Vice Principal  
Katie O'Reilly, Director of Corporate Resources  
Paul Vaughan, Deputy Principal

### **MINUTES**

#### **1 Opening prayer**

The meeting commenced with a prayer.

#### **2 Welcome, introductions and apologies**

Apologies were received from Bill Noblett, Peter Halpin, John Calvert and Barbara Smith.

#### **3 Declarations of interest**

There were no declarations of interest.

#### **4 Minutes of the previous meeting**

The minutes of the meeting held on Wednesday 22 March 2017 were accepted as a correct record.

#### **5 Matters arising from the minutes**

The Clerk updated governors on:

- The Diocesan Briefing – this had been received from the Diocese and uploaded to the Governors’ Office 365 site; it will be shared with governors in the future.
- Governor training – there is no current Catholic Education Service governor training; the Diocese does not have a current programme but future details will be circulated if and when received.
- Governors’ Office 365 site – the site has been de-cluttered but a training session could be run if still required.

## **6 Confirmation of decisions made during the SMT/Governors’ Conference**

**The Governing Body agreed to confirm:**

- **A working party would be constituted to generate options and outline strategic implications for the October 11 meeting.**
- **Maths Free School – the Principal will discuss with the New Schools Network.**
- **An Extra Finance and Premises Committee meeting on 4 October to consider the new build project.**
- **Consultation with Chair and Vice Chair on financial contribution towards the new build project.**

## **7 RE and Chaplaincy Report**

The Principal introduced the Report. The Principal apologised that the timings of the Staff Retreat and the SMT/Governors’ Conference had clashed. This had arisen from the need for the Conference to be after the City Deal Board meeting in case decisions were required relating to the new build.

The Chair noted the excellent work outlined in the report and previous reports.

## **8 Governing body and committees**

The Clerk informed the Governing Body that Canon Vianney Poucin de Wouilt had been appointed by the Bishop as a Foundation Governor. He also informed the Governing Body that Barbara Smith had been the sole nomination for Teaching Staff Governor so an election was not required.

**The Governing Body welcomed the appointment of Canon Poucin as a Foundation Governor and Barbara Smith as Teaching Staff Governor after confirming Barbara Smith's appointment.**

The Clerk highlighted the Governance and Search Committee's recommendation that Peter Towers be appointed as a co-opted governor and that Helen Seechurn be nominated for re-appointment as a Foundation Governor when their current terms end subject to their agreement. He confirmed that both governors wished to continue serving on the Governing Body.

**The Governing Body approved the Governance and Search Committee recommendation for the appointment of Peter Towers as a co-opted governor and the nomination for re-appointment of Helen Seechurn and Bill Noblett as a Foundation Governor when their current terms expire.**

The Clerk introduced the papers setting out the proposed membership of committees and the draft calendar of meetings. He noted that he was reviewing the arrangements for the ad hoc committees as this had been flagged by the governance assurance report and the inflexibilities had been demonstrated when he needed to plan a meeting of the appeals committee.

**The Governing Body approved the proposed membership of committees and the draft calendar of meetings subject to the inclusion of the extra Finance and Premises Committee on 4 October.**

## 9 Governance documents

The Clerk introduced the draft new policy on recruitment and renewal of the Governing Body and noted in particular:

- The inclusion of equality and diversity in appointment processes.
- The procedures for staff and student governors.
- The term of office for parent governors with a two year term matching the time most students would be at the college.

The Chair outlined the Governance and Search Committee's discussion of term limits for governors in the light of the governance assurance report and the procedure being recommended by the Association of Colleges' governance code. He highlighted that the proposed policy incorporated other mechanisms to maintain the quality and contribution of Governing Body membership.

**The Governing Body approved the proposed *Governing Body – recruitment and renewal policy*.**

## **10 Principal's report**

The Principal responded to questions about capacity for recruitment. The senior clerical representative asked about whether the College had a view of target size. The Principal noted that demographic growth was likely to allow the College to grow to about 4000. He noted that the College would need to review its strategy after reaching that point. The Chair noted that the College's mission and ethos was strong after several years of growth.

The Principal highlighted the change in the timetable which would benefit learners and allow the College to operate more effectively.

The Principal explained the background to the legal case involving the Sixth Form College Association and the NASUWT union with the NASUWT winning their case at the Supreme Court. The College was addressing the limited consequences for the College.

[Charu Ainscough left the meeting.]

The Principal noted that the College had responded positively to the problems of St Mary's College Blackburn but that the Sixth Form Commissioner's Advisers considered Liverpool Hope University as best placed to support St Mary's through its difficulties.

## **11 Risk management: update report**

The Chair of Governors introduced the update report on risk management. There was a discussion about whether the whole risk register needed to be considered at every meeting of the Governing Body as the elements of the register were considered by the relevant lead committees. The Governing Body did not agree any change to the current arrangements.

## **12 College finance update**

The Director of Corporate Resources presented the College Finance Report showing a forecast operating surplus of £278k. She explained to governors that the sport lettings were now being accounted for through the College since the management of these lettings, and associated staff, had transferred from the City Council.

The Chair noted the healthy cash flow shown in the Finance Report.

## **13 Budget 2017/18 and financial forecast**

The Director of Corporate Resources noted the good and improving financial health shown in the proposed 2017/18 Budget and the forecast for the next two years. She noted the operating surpluses throughout the forecast period. She informed governors that the draft considered by the Finance and Premises Committee had been updated for the income and expenditure associated with the successful Sports England bid.

The Governing Body asked about pay rises assumed. The Director of Corporate Resources explained that a 1% pay rise had been assumed.

**The Governing Body resolved to approve the proposed budget and financial forecast**

#### **14 Property strategy update**

The Director of Corporate Resources noted the presentation at the morning session.

The Governors asked about planned maintenance. The Director of Corporate Resources confirmed that there was a planned maintenance programme with elements of which had been accelerated when the College was able to afford this.

The Governors asked about whether the College had the cladding used on Grenfell Tower. The Director of Corporate Resources confirmed that the College cladding was rendered rather than comprised of aluminum panels.

The Chair noted the hard work of the Director of Corporate Resources and the College's property consultant, Kerrie Norman, on the property strategy.

#### **15 New build procurement**

The Chair noted that the new build procurement options had been discussed at length in the morning session when the nature, benefits and disadvantages of alternative approaches had been explained by Kerrie Norman of Flinders Chase.

**The Governing Body resolved to agree that the College engage Willmott Dixon Construction through the SCAPE Major Works Framework on a no-obligation basis until a Project Order is required to be signed.**

#### **16 Audit Committee minutes of 24 May 2017**

In the absence of the Audit Committee Chair and Vice Chair, Peter Towers fed back from the Committee. The positive conclusions from the governance assurance review were noted. The Chair highlighted that the governance assurance review assessed processes, procedures and practices in terms of good governance. It was not intended to give an Ofsted style opinion on leadership and management.

**The Governing Body resolved to accept the Audit Committee minutes and agree the recommendations contained where not already adopted.**

#### **17 Finance and Premises Committee minutes of 21 June 2017**

The Chair of the Finance and Premises Committee introduced the Finance and Premises Committee minutes

**The Governing Body resolved to accept the Finance and Premises Committee minutes and agree the recommendations contained, including the Fees Policy.**

**18 Governance & Search Committee minutes of 10 May 2017**

The Chair introduced the minutes which included consideration of the draft governance documents.

**The Governing Body resolved to accept the Finance and Premises Committee minutes and agree the recommendations contained where not already adopted.**

**19 Quality, Curriculum and Staffing Committee minutes of 10 May 2017**

The Chair of the Quality, Curriculum and Staffing Committee introduced the minutes. The Chair looked forward to the governors participation in the SAR panels in the autumn.

The Clerk apologised and noted that the minutes were mis-dated and should have said 10 May 2017.

**The Governing Body resolved to accept the Quality, Curriculum and Staffing Committee minutes and agree the recommendations contained, including the Stress Management, Quality Assurance and Staff Development policies.**

**20 Determination of any items to be treated as Confidential**

There were no items deemed to be confidential.

**22 Date and time of the next meeting**

The next meeting of the Board of Governors will be held on is scheduled to be held on Wednesday 11 October.