



MINUTES OF THE TRC CORPORATION MEETING

MONDAY 3 JULY 2017

PRESENT

Mr P Jagger MBE (Chair); Ms M Allen; Mr R Gray; Dr P R Williams; Mr S Kirk; Mr T Grice; Ms B Reynolds; Mr R Leith; Mr T Mulroy; Mr M Chaudhary; Cllr D Roche; Mrs A Todd

In Attendance:

Mr M Patterson, Vice Principal Finance & Resources; Mr A Amery, Assistant Principal Curriculum & Quality, Dr C Walls, Assistant Principal Curriculum & Systems; Mrs S Martin, Clerk.

PRE-MEETING UPDATE

- **Arthur Prust**

With great sadness the Principal reported the death of TRC's first Principal, Arthur Prust, at the age of 93. Mr Prust was appointed as the last Head of Rotherham Grammar School in September 1966 with the specific task of setting up Thomas Rotherham College to open in September 1967 as one of the country's first Sixth Form Colleges. He retired in December 1981 by which time he was the longest serving Sixth Form College Principal in England. He was a founding member of the Standing Conference of Sixth Form and Tertiary College Principals and served on that body throughout his time as Principal. He will be remembered as a giant figure in Rotherham and in the history of post-16 education in England. Mr Prust was looking forward to attending and speaking at the 50th anniversary celebrations in September. He will be much missed at that event and in general and much thought of and remembered on that day and in the future.

Being ex-RGS or TRC students during Arthur Prust's time as Head and Principal, Mr T Grice and Mr T Mulroy both expressed their condolences, remembering Mr Prust fondly and with great respect.

- **Dr Richard Williams**

The Chair reported on the announcement that the Principal of TRC, Dr Richard Williams, will retire on 31st December 2017. The Chair gave his thanks to Dr Richard Williams, stating that he fully understood and supported the reasons for this decision.

Dr Richard Williams thanked everyone and explained that, whilst his preferred leaving date was 31st December 2017, there is flexibility to delay the retirement date if the circumstances prevailing at the time were such for this to be beneficial to the College.

APOLOGIES

16.166 Apologies were received from Mr J Ellis.

DECLARATIONS OF INTEREST

16.167 Members were reminded of the need to declare any interests and reserved the right to declare an interest at any stage of the meeting. No interests were declared.

MINUTES

16.168 The Minutes of the Meeting held on 23 May 2017 were agreed as a true and accurate record and were signed by the Chair.

MATTERS ARISING

16.169 The Corporation received a list of actions arising from previous meetings.

Item 16.59

Action - Mr Mamoon Chaudhary to provide a summary of his common-law legal argument re: the nomination/appointment of foundation governors

Update – Mr Mamoon Chaudhary explained that, following the additional information received about this process there was no further information he could add.

Members noted the current status of all other items as being complete, ongoing or covered elsewhere on the agenda.

MANAGEMENT ACCOUNTS

16.170 The May 2017 management accounts were presented to members. The VP F&R confirmed that income had been on target except for the actual Funding Body Grants being 78,357 less than in the original budget. This is a result of the high needs student numbers being less than expected.

Referring to the variation in staff recruitment costs the VP F&R explained that this was due to increased maternity cover costs but staff savings are higher and overall the outturn forecast is a healthy surplus of £220k. This is, however, based on the 2015/16 student numbers and therefore, the impending demographic downturn will have a negative impact on the budget in future years.

Mr T Grice queried what the impact would be for the college if the government agreed to remove the public sector pay cap, and it was explained that additional funding would in this case probably be received to help cover the costs.

The management accounts were noted.

BUDGET AND FINANCIAL PLANS

16.171 The VP F & R referred members to the TRC financial plans for 2017/18 – 2019 /20, explaining that these are based on a position of no change in the legal status of TRC. Separate financial plans have been produced to show the position if TRC join the Inspire Trust MAT. The following key points were highlighted for information:

- Student numbers and funding rates are based on the final funding body allocations and student applications as at 1st April, with future student numbers and rates based on estimates. Whilst the main adult provision at the college ended in 2011/12, the college has continued to enrol a small number of 19-20 year olds who are completing level 3 courses. Therefore, a limited amount of adult ESFA funding will remain for 2017/18 but this will be the final year as the cost of this provision is greater than the ESFA funding.

- The college has generated over £2m (with pay inflation added in) of payroll savings since 2008/09, which represents around 28% of what payroll would have been if no savings had been made.
- Estimated figures for capital projects are included but it is too early to specify what the exact costs would be.
- Salaries for all staff show the impact each year of the pay rise, apprenticeship levy and the employment pension increase in 2018. The rates identified are dependent on funding rates and will be reduced if the funding rates are reduced further i.e. salary cuts. The National Living Wage has initially only affected cleaning staff, but will affect catering, sports centre, site and some administration support staff from 2018/19 onwards.
- 2016/17 and 2017/18 both show a surplus outturn forecast with the following two years then forecasting a deficit year end position due to the predicted demographic downturn. The VP F&R commented that the demographic downturn has long been known but circumstances will improve in the 2020s with a predicted increase in student numbers.
- In the Statement of Comprehensive Income, 2017 shows a total figure of £232k, reducing to £76k in 2018 followed by a deficit of £202k in 2019.
- The EFA Financial Health Grade (both EFA automated and College self-assessed) for 2017 and 2018 is outstanding, with 2019 predicted as being satisfactory. The VP F&R commented that 2020, although not shown in the document, would be graded as inadequate if no savings were made.

Mr T Grice queried whether the capital expenditure projects could be delayed further. The VP F&R responded that the work required cannot be delayed much longer than it has been already, in particular the need to upgrade the CCTV system.

Discussion followed about the capital reserves if TRC decide to join the Inspire Trust MAT, with confirmation provided that these reserves will remain with TRC and an explanation of how this will work in practice. Following further queries, it was explained that if in future the MAT takes on a failing school with financial failings then the Local Authority will provide financial support prior to them joining the MAT. Therefore this shouldn't have any impact on the existing reserves within the MAT.

Mr T Grice asked about the 'unspecified staff savings' included in the plans. The VP F&R explained that with the reductions in student numbers there would be a consequent reduction in teaching hours needed. Every year there are staff requests for reductions in hours or redundancy (there are also some temporary contracts) so the College should be able to make these savings in 2018-19 by these means, but as deficits grow larger with the ongoing demographic dip for the next 2 years this would prove more difficult if outside a MAT as the scope for management cuts was now very small.

The Chair suggested approval of the financial plans presented to which members agreed.

RESOLVED: 16. To approve the budget and financial plans for 2017/18 – 2019/20

AUDIT COMMITTEE BUSINESS

16.172 Verbal feedback from the Audit Committee meeting held on 3 July 2017

Having been held just prior to the Corporation meeting, Mr T Grice (Vice Chair, Audit Committee) with input from the VP F&R gave a verbal report of the discussions that had taken place during the audit committee meeting drawing attention to the key recommendations.

16.173 Risk Management Monitoring Report 16/17

The Risk Management Monitoring Report 2016/17 was noted.

16.174 Risk Management Action Plan 17/18

Mr T Grice referred to the Risk Management Action Plan which was recommended by the Audit Committee for Corporation approval, highlighting each of the points discussed during the Audit Committee meeting.

The VP F& R confirmed that the departure of the Principal due to his retirement will be added to the Risk Management Action Plan.

There were no further comments on the content of the action plan, but it was acknowledged that 'Mr T Dowling' was still incorrectly listed within the report and this will be amended.

RESOLVED: 16.174 to approve the Risk Management Action Plan 2017/18

16.175 Annual Health & Safety and accidents report

Mr T Grice reported no discerning issues and noted that in the two cases where management action was required, this was now complete.

The Chair requested clarification on the meaning of 'no distinguishable cause' to which a response was provided by the VP F&R.

The report was noted.

16.176 Audit Plan 2017/18

Having been circulated with the agenda, the VP F&R explained that the Audit Plan 2017/18 was similar to previous years and followed a generic format. It was explained that if the decision is made to proceed with the MAT then following the accounts up to 31st July 2017, an additional set of accounts will have to be produced for August and September 2017, the final two months before conversion.

The Audit Plan was noted.

ANNUAL SAFEGUARDING REPORT & SAFEGUARDING POLICY

16.177 The Principal referred to the Safeguarding Policy, highlighting all the amendments. This was approved.

RESOLVED 16.177 To approve the Safeguarding and Child Protection Policy.

16.178 The Annual Safeguarding Report 2016/17 was also considered by the board, with the Principal presenting the statistics within the report and noting that governor safeguarding training undertaken at the Away Day needs to be added to the report.

The Principal updated on the number of cases reported to the Local Authority Designated Officer during 2016/17. CONFIDENTIAL ITEM - minuted separately.

The Report was noted.

MAT UPDATE AND FINAL DECISION

16.179 Prior to the meeting the following papers had been circulated to governors:

- The revised academy application form
- The Inspire Trust Governance and Executive Framework (draft)
- Public consultation outcome – summary and individual responses
- TRC revised MAT budget forecast
- Legal query responses -TRC sixth form status protection
-Foundation status

Having been received that morning, an additional paper was tabled at the meeting. This was a letter from the Feofees of the Common Lands of Rotherham (the Foundation), supporting proposals for TRC to become an academy. The Chair thanked the Foundation for their support and, referring to concerns raised within the letter, gave assurance that as much as possible would be done to maintain the relationship between TRC and the Foundation in the future. The Chair commented on the skills and the commitment foundation members brought to the board, acknowledging the added value this contributed.

The Principal referred to the ‘in-principle’ decision to convert to an academy made in January 2017, reminding members that this had been subject to a number of caveats. An update was provided for each of these as follows:

- **Further negotiation with the Inspire Trust**
The governance and management arrangements resulting from the negotiations were confirmed.
- **Due-diligence**
The process is complete with no issues identified.
- **Investigation into the constitutional status of the foundation**
Legal investigation has resolved the issue.
- **Public consultation**
The process is complete, with all individual responses and the outcome of meetings reported in the document provided along with a summary of the main concerns.

The Public Consultation summary was used as the framework for discussions before voting on a resolution, with the following key points arising from those discussions:

- An unstable political climate could result in better funding for Sixth Form Colleges in the future but a decision has to be made now, working with existing timescales that have already been extended to allow more time for the decision making process at TRC. Only a fundamental political change ahead of the dissolution meeting could impact on the decision made. Any funding increase also seemed most likely to be to fund a public sector pay rise. It was also acknowledged that the decision to be made isn’t solely about finances and the likelihood that, within a few years, virtually all Rotherham schools will become academies within a MAT is likely to have a negative impact on student numbers for TRC if it was to remain standalone and within a significantly reduced sector of sixth form colleges.
- Considering the imminent demographic downturn, the VP F&R explained the difficulties facing any college with less than 1600 students and commented that even with student numbers of 1600 or more in the 2020s, financial challenges in other areas would still

create difficulties.

- Staff governors raised concern about the lack of current TRC membership within the proposed Operations and Education Executive for the MAT, noting that only the TRC Principal would have a position with all other posts being occupied by existing Inspire Trust staff. Further concern was raised that, due to the impending retirement of the current TRC Principal and VP F&R that, in the long term, there will be no TRC representation amongst senior management from those that have been the driving force behind the MAT proposals. The concern is that over time, the identity and ethos of TRC that makes it so attractive to both potential staff and students, will be weakened.

Numerous members responded, with a reminder that the current Principal and VP F&R will still be in post during the transitional period and offering re-assurance that with 5 existing TRC governors becoming trustees of the MAT board, commitment to the ethos and identity of TRC will remain. It was also noted that it will be governors that have a role in appointing the new Principal of TRC, so the requirement of being a strong advocate for the College can be taken into account during the recruitment process.

The VP F&R added that there has been no discussion at any point in the process of negotiation with the Inspire Trust about the latter wanting to make fundamental changes at TRC.

- Having considered discussions up to this point, Mr M Chaudhary raised a number of points:
 - Dissatisfaction at the response from Eversheds regarding the possible inclusion of a clause within the legal documentation to state that the TRC site must remain as a Sixth Form College. Mr M Chaudhary stated that Eversheds hadn't actually answered the question.

The VPF&R explained that the Articles of Association for the academy sector are standardised and generally cannot be altered.

- Concern that following the TUPE process there could be a re-structure that will have a negative impact on TRC staff, suggesting that their current position isn't being protected.

It was pointed out that any such change would need to be via consultation with unions and that Inspire Trust had not made changes to national terms and conditions at Oakwood and Sitwell.

- Concern that no figures have been presented to show the cash reserves of the other proposed MAT institutions.

The VPF&R responded that the financial statements of all the other MAT institutions had been presented at a previous meeting.

- Lack of clarity about what happens to failing academies and what this would mean for TRC if it was to happen with Inspire Trust.

Cllr D Roche clarified what the arrangements would be if an organisation was failing

within a MAT and likewise if there was a failure of the MAT as a whole. Also discussed were the arrangements if TRC were to remain standalone and then subsequently have a poor Ofsted inspection outcome.

- Mr M Chaudhary suggested a Memorandum of Understanding / Letter of Comfort as an alternative if it wasn't possible to include specific clauses within the legal documentation. Cllr D Roche suggested that there may be a possibility to include specific requirements in the Articles of Association and this should be established. The VP F&R agreed to follow this up, requesting that Mr M Chaudhary provide him with the full details of his request in writing so that his legal argument can be presented to Eversheds for consideration.
- It was explained that staff and student governor posts will most likely sit within the local governing body.
- The potential movement of staff across organisations within the MAT was queried with the Principal suggesting that it would be unlikely, except where it was beneficial to students and the staff involved. The CEO of Inspire Trust recognised the importance of specialism in subjects and age-range.
- Ms B Reynolds queried whether Oakwood High School students would have access to TRC resources following conversion to a MAT. The VP F&R explained that there are some existing arrangements in place with Oakwood for sharing facilities, but confirmed there are no plans for high volumes of Oakwood pupils regularly attending TRC to use facilities.
- The VP F&R stated that, if the decision is made to proceed with that MAT, he would be seeking approval to spend £20-30k of the additional income at the point of conversion. This would be used for essential front line services e.g. books.
- The Principal confirmed that the MAT application form had been submitted and was due to be considered by the headteacher board. Governors are to be informed of the outcome once this is received.

Before voting, the Chair ensured that everyone had been given the opportunity to make their comments and thanked all involved for the time and the effort put into the decision making process. It was explained that, whilst this would be the final decision on whether or not to proceed with the MAT, if any significant issues were to arise over the next two months, there would still be the opportunity to change that decision right until the moment of signing the legal documents.

Members were asked to vote, by show of hands, on the following resolution:

That on the proposed date of 1st October 2017, TRC convert to an academy and join Inspire Trust upon conversion and completion of the legal and regulatory processes.

The outcome of the vote was 7-5 in favour of the resolution with no abstentions.

RESOLVED: 16.179 that on the proposed date of 1st October 2017, TRC convert to an academy and join Inspire Trust upon conversion and completion of the legal and regulatory processes.

CALENDAR OF MEETINGS AND SCHEDULE OF BUSINESS 2017/18

16.180 In light of the MAT decision, it was agreed that this item would be deferred and considered at a future meeting if required or as part of Local Governing Body discussions.

GOVERNANCE AND SEARCH COMMITTEE BUSINESS

16.181 Draft minutes of the G&S meeting held on 27 February 2017

Due to the cancellation of the Governance and Search meeting that was due to be held in June 2017, the Clerk requested that all Governance and Search Committee members present review the minutes for approval.

RESOLVED: 16.181 that the Minutes of the Governance and Search Committee Meeting held on 27 February 2017 were agreed as a true and accurate record and were signed by the Chair.

MEMBERSHIP AND VACANCIES UPDATE

16.182 Foundation Governor - vacancy

The Clerk reported that Mr John Bingham has been contacted to arrange a date for him to meet with the Chair and Vice Chair to discuss his nomination as a foundation governor but a date hasn't yet been arranged.

Mr Jonathan Ellis – External Governor

The Clerk confirmed that Jonathan Ellis does not wish to be considered for a second term of office but that he has enjoyed his time at TRC.

In the absence of Mr J Ellis, the Chair acknowledged that this would have been his last meeting with his term of office due to expire on 14th July 2017. On behalf of the Corporation, the Chair thanked Mr J Ellis for his service as a TRC governor and wished him well for the future.

APPEAL HEARINGS

16.183 Confidential item, minuted separately.

ACCOMMODATION PROJECTS

16.184 Having been circulated with the agenda, the VP F&R presented a paper outlining proposed accommodation projects that would enhance the usability, safety and appearance of the site. It was suggested that all projects should be delayed until 2018 to enable TRC to access the 20% VAT savings resulting from academy conversion.

The following projects were considered:

- All weather pitch fencing
- All weather pitch LED flood lights
- Traffic flow and H&S risks
- Server rooms and Oakwood IT connections
- CCTV system upgrade
- Main entrance refurbishment

It was explained that only estimated figures for capital projects were identified as it is still too early to specify what the exact costs would be. The exception to this is CCTV for which a quote of £95k (+VAT) has been received as this is an urgent project. It was suggested by the VP F&R that early autumn 2017 is being considered for installation of a new CCTV system.

The proposals were noted and agreed for future consideration.

Cllr D Roche left the meeting

LEARNER SURVEY

16.185 The AP C&Q reported that the results overall had been positive and provided the summary headlines:

- Student engagement with this year's learner voice activities was good with a 62% completion rate, reflecting the willingness of students to participate and provide constructive feedback.
- Feedback confirmed high levels of learner satisfaction have been maintained overall and across all qualification types, with no significant differences in levels of satisfaction across different cohorts of learners (gender or ethnic background).
- Feedback on teachers and progress tutors identified that they are friendly and approachable, offering engaging lessons with a good variety of activities and clear feedback on assessed work to help students to further improve their performance. The significant majority of students felt challenged to extend their learning outside of the classroom.
- Students at TRC feel safe and know where to go for advice and guidance.

Areas for improvement were summarised as follows:

- To continue supporting students in their study skills (including folder management and presentation of work) as part of their wider personal development.
- Ensuring that variations on levels of learner satisfaction across specific subject areas are addressed positively as part of the 2016/17 department quality improvement plans.
- Continue to develop and refine the tutorial programme to meet the needs of students so that they all recognise its importance and relevance to their next steps.
- Further support students in their transition to TRC by helping in the key areas they identify, these being time management and the management of workload, and motivation through target setting. Also, ensuring student taster days are informative and set realistic expectations to inform their choice of study programme.

Members commended a thorough report and were encouraged by the positive outcome whilst acknowledging the areas for improvement.

Ms B Reynolds raised some concerns about a technical issue with the application used by students to complete the survey and also gave some feedback on the student taster days. It was agreed that, as it this would be useful student feedback, more in-depth discussions would take place with the relevant staff outside of the meeting.

FINAL RETENTION FIGURES 2016-17

16.186 The Principal reported on the retention of students, including the year on year comparisons of monthly retention over the past 13 years. Overall drop-out from census date to the end of the academic year (4.4%) is the highest since 2012-13, though the past 3 years have been particularly low.

At level 2 the drop put is fairly average, having been lower on 5 occasions and higher on 7. For Upper Sixth students the drop-out is the lowest ever except for one year when it was lower and another year when it was the same.

In the Lower Sixth drop-out has increased with only 3 years out of the previous 12 having a higher drop-out for this cohort. The most likely explanation for this is the new linear, 2-year nature of most A levels, with the incentive to see out one year and achieve an AS now having been much reduced, although further investigation is required.

The report was noted.

TEACHING, LEARNING AND ASSESSMENT STRATEGY UPDATE

16.187 The VP C&S updated on progress within each of the priority areas, highlighting those areas still showing as red within the RAG rating system which means they are 'yet to get under way'.

- Learning walks have produced mixed evidence regarding the introduction of mixed seating plan arrangements, intended to allow students the opportunity to work with a variety of their peers.
- Learning gaps were present between students of different ethnicity, with Pakistani and white students showing contradictory patterns e.g. AL/AS achievement lower in Pakistani students by 9%, whilst at the same time the high grades of Pakistani students were higher by 9%.
- There has been inconsistent evidence to prove that the checking of learning has variety, occurs regularly and involves all students.

Members understood that at this stage of the TLA Strategy it is unlikely there would be many complete objectives and acknowledged the areas identified as red, for consideration of progress at a future meeting.

The report was noted.

APPRAISAL CHANGES

16.188 The Principal presented a report identifying the changes to the policies relating to appraisal, performance management and pay progression, providing the background history for the changes and the practical implications for performance management.

The method of using student outcomes should now ensure accountability on a fair basis with due regard to contextualized data.

RESOLVED: 16.188 to approve the required changes.

DATE AND TIME OF NEXT MEETING

16.189 The date of the next meeting is to be arranged for September 2017.

The meeting closed at 7:50pm and remained quorate

Signed:



Date: 2 October 2017