



Confirmed Minutes of the Full Governing Body Meeting held on Tuesday 7 December 2021 at 6pm via Microsoft Teams

Present:	Mark Dawson	Parent Governor
	John Fogarty	Foundation Governor
	Mark Harvey	Foundation Governor
	Mike Hill	Principal
	Susan Jarvis	Co-opted Governor
	Andrew Jones	Co-opted Governor
	Oliver Maddock	Foundation Governor
	Michael Martin	Foundation Governor
	Tracy Mawson	Co-opted Governor
	Andrew Rannard	Foundation Governor
	Sarah Savage	Staff Governor
	Helen Stevenson (<i>Chair</i>)	Foundation Governor
	Katelyn Willock	Student Governor

In attendance:	Mike Benson (<i>Partner, Murray Smith LLP</i>)
	Nicola Tucker (<i>Director, Murray Smith LLP</i>)
	Karl Smith (<i>Vice Principal, Curriculum & Quality</i>)
	Michelle Williams (<i>Vice Principal, Strategy & Resources</i>)
	Ruth Potter (<i>Clerk to Governors</i>)

PART 1

The meeting was opened in prayer by the Principal.

1. DECLARATIONS OF INTEREST

Governors were invited to declare whether they had any direct or indirect personal, prejudicial or pecuniary interest or conflict of interest in any matter which formed part of the agenda for this meeting or was likely to be discussed at the meeting. No other interests were declared other than those that were already recorded on the College's register of interests.

2. APOLOGIES FOR ABSENCE

No apologies for absence had been submitted. It was noted, however, that two governors would be joining the meeting late. The meeting was declared quorate.

3. ITEMS FOR INCLUSION UNDER ANY OTHER BUSINESS

The following item was submitted by the Principal and **accepted** by the Board:

- National Joint Council (NJC) Support Staff Pay Agreement 2021-2

4. GOVERNING BODY MINUTES (*previously circulated*)

- 4.1 The minutes of the Full Governing Body (FGB) meeting held on 12 October 2021 were (a) approved and the Chair authorised to sign them in accordance with Article 12(3) of the Articles of Government and (b) publication was authorised in accordance with Article 13.

5. MATTERS ARISING FROM THE GOVERNING BODY MINUTES

5.1 To consider any matters arising from the minutes (previously circulated)

The Board noted the items on the action log which had been completed or were on the agenda for further discussion during the meeting.

6. FINANCIAL MANAGEMENT

6.1 Financial statements for the year ended 31 July 2021 (previously circulated)

The Vice Principal (Strategy and Resources) presented the College's financial statements for the year ended 31 July 2021 and provided an overview of the headline financial data. She highlighted the following key points:

- deficit for the year of £(64)k
- total comprehensive income for the year of £454k
- net reserves of £1,420k
- increase in income of just over 3%
- increase in staffing costs of just over 4.5%
- decrease in other operating expenses of just over 3%
- strong cash balance and liquidity.

It was explained that the financial statements had been scrutinised by the Finance and Resources Committee at its meeting on 18 November 2021. In addition, the Audit Committee had considered the financial statements at its meeting on 23 November during which the External Auditor was present. The recommendation arising from the Audit Committee was for the Full Governing Body to approve the financial statements.

The Board accepted the recommendation made by the Audit Committee and **approved** the Financial Statements for the year ended 31 July 2021. The Financial Statements would be signed accordingly by the Chair of Governors and College Principal via a secure electronic system.

ACTION – Chair and Principal to sign financial statements upon receipt from External Auditor.

6.2 Audit Completion Report (previously circulated)

It was explained that the External Auditors were presenting their findings directly to the full Board in response to a new requirement set out in the Post 16 Audit Code of Practice.

Mike Benson (Murray Smith LLP Audit Partner) presented the Audit Completion Report for the year ended 31 July 2021 and explained that the report had been re-designed this year to ensure that all audit findings and regularity assurance conclusions were presented clearly and understood by governors. It was noted that an on-site audit had been completed at the College and resulted in a clean report with no significant findings or recommendations.

It was noted that the Audit Committee had scrutinised the Audit Completion Report at its meeting on 23 November 2021 and recommended approval to the Full Governing Body.

Governors' comments and questions on the Audit Completion Report were invited.

Q – What is the guidance regarding related party transactions between the College and governors' employers (for example, a higher education institution)?

A – The notes to the financial statements provide a statement on related party transactions that is in line with the ‘Casterbridge’ model used by colleges. In addition, governors are required to declare interests and any arising conflicts must be managed and recorded appropriately.

The Chair thanked Murray Smith LLP for presenting their findings to the Board and also extended the Board’s appreciation to the Vice Principal (Strategy and Resources) and the Finance Team for their work throughout the year.

The Board accepted the recommendation made by the Audit Committee and **approved** the Audit Completion Report.

Mike Benson and Nicola Tucker left the meeting at this point.

7. PRINCIPAL’S REPORTS

7.1 Principal’s Termly Report *(previously circulated)*

The Principal presented his report to the Board which provided a summary of all the main areas of the College’s operations and highlighted the following key aspects:

- Student attendance – this had not been included in the report, so the Principal provided a verbal update. Student attendance stood at 93.57% which was down slightly from 2020 (94.1%). Persistent absentees were being contacted by the Pastoral Team.
- Interim Assistant Principals – these were now in post and working to drive forward improvements in the areas of high achievers, timetables and wellbeing.
- Annual review of 10:10 programme – this had been considered by the Quality and Standards Committee at its meeting on 9 November 2021 and was presented to the Full Governing Body for consideration and approval in accordance with the Instrument and Articles of Association.
- Student destinations 2021 – full report had been considered by the Quality and Standards Committee. The college’s progression score stood at +6 which put it in the top 13% of all post-16 providers nationally (including both publicly funded and privately funded institutions).
- Whole College Self-Assessment Report (SAR) 2021 – the annual cycle of self-assessment reports had been completed and thanks were extended to those governors who had attended College to sit as critical friends on a variety of subject panels. In addition, the Principal and Vice Principal had been involved as critical friends for other colleges and this had proved a useful benchmarking tool. Overall effectiveness of provision at Carmel had been self-assessed as outstanding. A summary of the College’s SAR was included within the Principal’s Report with the full SAR available on Connect.

A discussion ensued and the increased number of students progressing to Oxford and Cambridge was noted. The Principal referred to the support available to high achievers to ensure that ambitions were stretched and realised. Focus was placed on the Sutton 30 group institutions where appropriate.

Andrew Rannard joined the meeting at this point.

Governors’ questions were invited.

Q – Student destinations data shows a large proportion of students progressing to Liverpool John Moores University (LJMU). Is any analysis undertaken of whether these students are always fulfilling their potential?

A – Yes. Popularity is reflective of a range of factors: proximity, affordability, and extensive proactive support and engagement from LJMU liaison team. Students were signposted to Sutton 30 group institutions as appropriate.

Q – What does a post-pandemic timetable look like?

A – Students currently have two-hour lessons twice a week per subject. Following review with staff and students, intend to increase this to three times a week per subject. More shorter lessons of 80 minutes and one longer lesson at the start of the day. Common lunchtime and enrichment window on Wednesday afternoon to facilitate extra-curricular activities.

Q – How are other Catholic colleges approaching delivery of RE programme?

A – Know that some colleges have a very similar approach to Carmel's 10:10 programme. Next year, plan to de-couple the general RE content from the pastoral element of the programme to ensure that students are clear about the RE aspects.

The Board:

- **noted** the contents of the Principal's Termly Report
- **approved** the College SAR 2021, and
- **approved** the annual review of the 10:10 Programme.

7.2 **College Holiday Pattern 2022-23**

The Principal presented for approval the holiday pattern for the 2022-23 academic year. Holiday dates for St Helens and Liverpool schools had been considered when drafting the College's own holiday pattern.

The Board **approved** the College Holiday Pattern 2022-23.

John Fogarty joined the meeting at this point.

8. **STUDENT VOICE**

8.1 **Student Governor Update** (*previously circulated*)

The Student Governor presented her report which had been uploaded to Connect. She highlighted the following points:

- Student Council sub-committees had been established as follows: Catering, Transport and Prom.
- Elections were underway for the Student Council's lower sixth representative.
- Student Council had identified the Daniel Fox Foundation as the chosen charity for its support this year. This had been decided upon following a visit to the College by representatives of the charity to raise awareness about the impact of knife crime.

A discussion ensued on the training provided to students by the Daniel Fox Foundation during the Autumn Term.

The Board thanked the Student Governor for her report.

9. **STRATEGIC PLAN**

9.1 **Strategic Plan 2022-25** (*previously circulated*)

The Principal reported that since the last Board meeting, a governors' working group meeting had taken place on 24 November 2021 to discuss the draft plan in greater detail and refine its content. The outcome of that meeting was the amended draft three-year Strategic Plan which was now presented for Board approval. The Principal explained that when reporting to governors, cross-reference would be made to the relevant section of the Strategic Plan so that there was a golden thread running through all reports that linked back to the Board's overarching strategic priorities and provided governors with progress updates against these.

The Chair thanked all those who had been involved in the development of the Strategic Plan and commended the document. Governor comments and questions were invited.

The Board **approved** the Strategic Plan 2022-25.

10. RISK MANAGEMENT

10.1 Risk Register and Risk Management Action Plan *(previously circulated)*

The Vice Principal (Strategy and Resources) presented the updated Risk Register and Risk Management Action Plan. She highlighted the following points:

- Risk Register was based on the previous Strategic Plan and would be updated to reflect the newly approved Strategic Plan for 2022-25.
- All risks associated with the annual operating plan had been analysed and mitigating actions identified.
- Residual risk rating for College key priorities during 2021-22 indicated seven housekeeping risks and two low risks.
- Risk Register was subject to continual review to ensure any new or changing risks were captured appropriately.

The updated document had been considered by the Audit Committee at its meeting on 23 November 2021 and was recommended for approval by the Board.

Governor comments and questions were invited.

Q – How are updates to the Risk Register reported back to the Board?

A – Revised Risk Register would be presented to the Audit Committee in the first place and reported back to the Board via this governance structure.

The Board **approved** the Risk Register and Risk Management Action Plan.

10.2 Disaster Management Plan *(previously circulated)*

The Vice Principal (Strategy and Resources) presented the updated Disaster Management Plan which had been subject to review. The Plan described the types of potential disaster and the actions required in order to ensure an appropriate College response. The Vice Principal explained that work was underway on a more detailed lockdown response which would be added to the Plan for consideration at a future meeting.

The Plan had been considered by the Audit Committee at its meeting on 23 November 2021 and was recommended for approval by the Board.

Governor comments and questions were invited.

Q – How were staff and students trained on the more likely scenarios in the Plan? Were any scenarios practised?

A – Focus initially is on staff training to ensure that they are confident in how to respond to scenarios.

It was noted that references in the Contents Page of the Plan to Vice Principal and Assistant Principal roles required revision to reflect the correct job titles.

The Board **approved** the Disaster Management Plan subject to the required amendment to reflect accurate job titles.

ACTION – Update Plan to reflect accurate job titles

11. GOVERNANCE UPDATE

11.1 Education and Training Foundation (ETF) Board Review Action Plan (previously circulated)

The Clerk presented the ETF Board Review Action Plan log which had been updated with Autumn Term 2 progress. It was noted that a number of actions had been closed out and would now revert to business as usual within the annual governance cycle. In addition, good progress had been made on other areas which appeared later in the agenda for approval.

The following points were highlighted in relation to the areas with a red RAG rating:

- Governor Recruitment Policy – it was intended to develop a comprehensive Governor Handbook which would include a revised recruitment policy. Some progress had been made with this and one new element of the handbook (Governor Induction Policy) appeared later on the agenda for approval. Timeline for approval of complete handbook would be delayed to Spring Term.
- Code of Governance – a review of compliance requirements and a comparison exercise across the three relevant codes was due to take place in the new year. The outcome of this piece of work would be reported to Audit Committee and then brought to the Full Governing Body.
- Link governors – a review of link governor roles and clarification of expectations was due to take place in the new year.
- Governor appraisal process – determining and implementing a governor and Chair appraisal process was due to be led by the Chair of Governors and was also directly linked to planned developments in the governance self-assessment process for 2021-22.

Governor comments and questions were invited on the report, action log and reported progress.

Q – In terms of red RAG rated actions, what were the implications to the Board and the College of slippage in these areas?

A – There were no immediate risks arising from limited slippage in these areas given that action to address these would be taken in the new year. It was important to take meaningful and comprehensive action and this required time and research.

The Board **noted** the progress recorded in the action log and thanked the Clerk for her work on this.

11.2 Governance SAR (previously circulated)

The Principal referred to the whole College SAR and explained that this included a section on Leadership and Governance in line with the Ofsted Inspection Framework. Feeding into this had been the Governance SAR which had been led by the Search Committee and presented to an internal panel the previous week. Some revisions

had been made following this panel meeting and the final draft was presented to the Board for approval. It was noted that the Governance SAR process was in its formative stages and would be subject to continuous improvement and development each year. However, the overarching objective remained to embed an annual governance self-assessment process that aligned with that of the whole College and resulted in a focussed Quality Improvement Plan.

The Chair commended the College on a robust self-assessment process. Governor attendance at individual subject SAR panels had been illuminating and highly useful in providing strong assurance over the quality of the process. A number of governors had participated in these and it was suggested that next year this attendance could be expanded and strengthened.

A discussion ensued. Reference was made to the assessment of performance against Committee key performance indicators each year and how this could usefully feed into the Governance SAR if documentation were aligned accordingly.

The Board **approved** the Governance SAR.

11.3 **Membership Review** *(previously circulated)*

The Clerk presented the updated Governing Body Membership 2021-22 document and also referred governors to the revised Governance Structure 2021-22 document which set out the Committee structure and membership.

The following points were highlighted by way of update since the last meeting:

- Resignations – David Lawson (Foundation Governor), Thomas Mitchell (Foundation Governor) and Michelle Dutton (Associate Member) had resigned since the last meeting, all citing increased work/personal commitments.
- Vacancies – There were currently three Foundation Governor vacancies on the Board and steps were being taken to advertise this role with a view to identifying suitable candidates.
- Re-appointments – Mick Martin (Foundation Governor) was due to finish his term of office in March 2022 and had indicated that he would like to be considered for re-appointment for a second term. Search Committee had considered this and – whilst unable to make a formal recommendation to the Board due to lack of quoracy – were supportive of this application. It was explained that appointment and re-appointment of Foundation Governors was at the ultimate discretion of the Episcopal Vicar
- Committee membership – Following the resignation of Michelle Dutton, membership of the Audit Committee needed to be strengthened. Mark Dawson had observed a recent meeting and – due to his skills and experience – had been recommended for appointment to this Committee. He would continue to serve on the Quality and Standards Committee.

Discussion ensued regarding the board vacancies and committee membership.

Mick Martin and Mark Dawson withdrew from the meeting at this point.

The Board:

- **noted** the membership update

- **approved** the re-appointment of Mick Martin for a four-year term of office running from 1 March 2022 to 28 February 2026 subject to Archdiocesan approval.
- **approved** the appointment of Mark Dawson to the Audit Committee with immediate effect.

Mick Martin and Mark Dawson re-joined the meeting at this point and the Chair updated them on the Board's decisions.

11.4 **Calendar of Governance Meetings 2022-23** *(previously circulated)*

The Clerk presented the draft calendar of Board and committee meetings for the academic year 2022 to 2023 for consideration and approval. Governors indicated that it was useful to agree dates two years ahead and it was agreed that the draft calendar for 2023 to 2024 would be brought to the Board for consideration at its next meeting.

The Board **approved** the Calendar of Governance Meetings for 2022-23.

ACTION – FGB Spring Term agenda item – Draft calendar 2023-24

12. **CONSENT AGENDA**

Further to one of the recommendations arising from the ETF Board Review, it was explained that the agenda had been re-structured in order to trial the effectiveness of the consent agenda model. It was noted that no queries or questions had been submitted in advance of the meeting to the Chair or Clerk regarding the papers listed under the consent agenda. The Chair advised the Board that there remained an opportunity to raise any questions if required.

Policies and other documents *(previously circulated)*

- 12.1 **Terms of Reference**
- 12.2 **Governor Induction Policy**
- 12.3 **Remuneration Policy for Senior Postholders and the Clerk**
- 12.4 **Tendering Policy**
- 12.5 **Health and Safety Policy**
- 12.6 **Health and Safety Annual Report**

The Board **approved** all the documents without revision.

Committee minutes and reports *(previously circulated)*

- 12.7 **Quality and Standards Committee draft minutes from 9 November 2021**
- 12.8 **Search Committee approved minutes from 18 October 2021**
- 12.9 **Search Committee draft minutes from 15 November 2021**
- 12.10 **Finance and Resources Committee draft minutes from 18 November 2021**
- 12.11 **Audit Committee draft minutes from 23 November 2021**

The Board **noted** all committee minutes and reports.

13. **OTHER MATTERS**

13.1 **Any other business**

- (a) **National Joint Council (NJC) Support Staff Pay Agreement 2021-22**
(previously circulated)

The Principal referred governors to the paper circulated the previous day and uploaded to Connect which contained confirmation from Graham Bird and Ben Thomas (National Joint Council for Staff in Sixth Form Colleges), of the NJC Support Staff Pay Award for 2021-22. The agreement reached between the Employers' Side and the Staff Side – due to take effect from 1 September 2021 – was as follows:

- 1% increase on all pay points
- deletion of pay points 1, 2 and 4 on the NJC pay spine
- increase to the NJC Support Staff Standards Payment (SSSP) from £320pa to £370pa.

The Principal confirmed that the pay award was within the budget and advised governors that the SSSP payments could be processed in time for December pay, however the increments on pay points would most likely be processed in time for January pay.

A discussion ensued on the impact to the College of the deletion of pay points 1, 2 and 4 on the NJC support staff pay spine.

The Board **approved** the support staff pay award for 2021-22.

13.2 **Date of next meeting**

Tuesday 29 March 2022 at 6pm.

There being no further Part 1 business to discuss the meeting concluded at 7pm.

Signed by the Chair: _____



On this day: _____ 29 March 2022 _____