**Meeting Summary and Action Sheet**

**Subject:** Governors’ Meeting – Thursday 9 June 2022 at 4.30 pm.

**Present:** Matthew Griffiths (MG) Chair, David Stansell (Vice Chair), Nick Fryars (NF), Becky Heyes (BH), and Stephen Willoughby (SW).

**Absent:** Nicki Quarterman (NQ) Principal, Jimmie Gray (JG), Mona Vadher (MV) and Paul Hull-Tullah (PHT).

**Associate Member** David Ainsworth (DA) (not present).

**Also Present:** Carmel Miedziolka (CM) CEO, and Agnieszka Bell (AB) Finance Officer,

**Clerk:** Andreas Adamides– Haringey Education Partnership.

**Part 1**

1. **WELCOME, INTRODUCTIONS, APOLOGIES & UPDATES**
	1. The Chair opened the meeting and welcomed everybody present online including Agnieszka Bell the Finance Officer, and Stephen Willoughby.
	2. The Clerk confirmed that the meeting was quorate. Apologies were received from Nicki Quarterman, Paul Hull-Tullah and Mona Vadher (MV).
2. **DECLARATIONS OF BUSINESS INTERESTS, PECUNARY OR OTHERWISE IN RESPECT OF ITEMS ON THE AGENDA**
	1. A standing declaration of interest was noted from Paul Hull-Tullah as a singing tutor for some of the students.
3. **CHANGE CHAMPIONS**
	1. CM advised that there were two change champions with ‘challenge’ being the focus this year, and staff will need to elect two new change champions. **There will be a Change Champion update for the next meeting.**
4. **MINUTES OF THE MEETING OF 24 MARCH 2022 AND ANY MATTERS ARISING**
	1. The minutes of the meeting dated 24 March 2022 were agreed as a true reflection of the meeting. NQ to send the minutes to MG to sign.
	2. The following matters arising were noted:
* 3.1 NQ will ensure that the change champion concept continues, and they will present at a future meeting. Ongoing.
* 4.2 **NQ/MG/DS to meet as the Ofsted WP, to circulate key characteristics for governors. Ongoing.**
* 4.2 MG will contact Richard Cloudsley to set up a cycle of joint meetings, once a term and will present the outcomes for the students at a future meeting. MG reported that he has contacted RC and keeps updated about the P19 project which has a record of positive outcomes. P19 moved to a new site to Lough Road (which is fully adapted for the students’ needs). Overall, there is a positive relationship with Islington.

Q= How are the links with Hackney?

A= We have students from Hackney including at P19.

* 5.1 New Staff Governor**.** Governors noted that anelection took place, andthe new staff governor will be invited to the July FGB.
* 5.3 CM to send out a skills audit to governors and present the gaps and how they should be filled. **CM advised that the skills audit will be ready for the July meeting,** to identify any skills that are needed for new and current Governors.
* 5.10 CM to circulate the draft scheme of delegation to governors. Completed.
* 10.1 Final draft accounts to be circulated for 5 working days for any comments, before the Directors sign them. Completed, the accounts were sent to Directors, and submitted.
* 11.2 MG and NQ to discuss setting up an education committee. Completed, this will be progressed in the new term, when new governors are recruited.
1. **Membership (Staff Governor Vacancy)**
	1. Governors **elected** Stephen Willoughby (SW) as a Governor for 4 years. SW gave a summary of his background as a SEND, TA and EAL education consultant, and his work with Durham University with 5 schools on the TA voice.
	2. **Governors noted that a new staff governor will be elected by the next meeting.**
2. **DRAFT STRATEGIC PLAN UPDATE**
	1. CM advised that the Strategic Working Party meet monthly, and there is a governor leading each of the 5 themes. A number of staff are interested in the People and Community themes.
	2. Governors noted the governors who lead on the 5 pillars of the action plan are:
* BH- Curriculum
* PTH – People
* MV – Community
* NF – Finance
* DS - Centre of Excellence.
	1. Governors noted that a soft launch will be arranged for the People theme. The Community theme included potential cafes (the college was short listed for a community café). Plus, was working on print works experiences for students, which will be the first step into trading.
	2. Governors noted that there will be a maximum of 20 external visitors on 21 July including the local mayor, to raise awareness of John Dewey.
	3. Governors noted that the GB meeting on 21 July, will be hybrid after the open day.
1. **PREMISES UPDATE**
	1. CM advised that NQ and CM have been working on premises, including the potential new build and consultation, the two potential sites were not viable.
	2. The neighbouring demolition was noisy, and the piling in July will be disruptive.
	3. CM contacted Haringey about another site (the current ADA College) in Broad Lane, which has space for 180 students, and will have a 3-year lease which will need to be extended for 10 years by Haringey. Staff will visit the site, which will not be ready until September 2023.
	4. Governors **agreed** that the Broad Lane college site should be looked at as a possible future site.
2. **PRINCIPAL’S REPORT (INCLUDING SUMMER TERM TASKS)**
	1. **NQ will report at the next meeting.**
3. **CEO’S REPORT**
	1. CM sent the draft scheme of delegation in advance and reported that there should be two new board members and one new governor.
	2. MG advised that the Directors of Area 51 will be responsible for the umbrella charity. The college, social enterprise and adult learning should have their own Local Governing Bodies (LGB) responsible for the quality of the work, and the implementation of activities. Policy decisions should be approved at the Board level. The new structure is required to grow the charity and to monitor the quality of the provision.
	3. Governors agreed that the proposed structure made sense and that it would be good to focus on the 3 individual areas. Governors questioned if as many as 7 directors were needed, plus discussed the need to look at the composition of local boards. Plus, discussed the need to outline the steps needed to get to a new structure there.
	4. **Governors approved the proposed structure in the scheme of delegation and would like a project management outline about the steps to achieve this.**

Q= Do we need a LGB for non-education related activities?

A= Yes, but it is valuable to have a responsible body for each area if it is large enough to warrant it.

* 1. Governors noted the three LGB would cover the college, social enterprise, and adult learning.
	2. CM advised that the building of community relationships is key to the social enterprise work, which could expand this area.
	3. CM advised that the accounts have been filed, and that AB is working well through the finances.
	4. CM advised that adult learning (social care) was historically underfunded, and they needed to think about the finances of adult learning to ensure it is funded correctly. The funding is based on spot contracts, and it needs to be fully funded by commissioners, Barnet are paying more, and Haringey are positive.
	5. CM reported that Palmer House closes in November, 25 adult learning students will need a home. CM is working on a possible site in Alexandra Palace and other temporary sites. Half the students could use a community space, but the team are hoping to locate all the young people together.
	6. CM reported that the consultant working on the new brand, website and marketing has 12 potential new names. CM to share the 12 or final 3 potential names for a vote. Staff have been positively engaging with the process of changing names and the brand. A student at P19 will do the digital work.
	7. The College engaged with the Haringey School for Entrepreneurs for the Enterprise café.
	8. Governors noted that the impact report was sent to MV, and the final report will be sent to members.
1. **Finances**
	1. Agnieszka Bell (AB) introduced herself as the new Finance Officer. AB is tracking the finances, moving records to be digital and monitoring cashflow.
	2. AB presented the cashflow up to June 2022, which showed the costs and projected balance by the end of July. The budget assuming increases in wages this year.

Q= What has changed?

A= We have spent more on agency staff; agencies are charging more. Permanent staff costs are similar.

Q= When was the balance of £360K from?

A= This was the surplus reconciled in July 2021.

Q= Why are we assuming a deficit? We need to understand the reasons for that.

A= Currently a deficit is assumed for the year-end in July 2022, but this could change with adult social care funding, holiday funding etc.

* 1. **CM, AB, NF will meet to look at the budget and send a summary of the finances to members.**

Q= Can we see a simple quarterly finance report sent in advance to be able to discuss this.

A= AB will create a simple finance report and send to governors.

* 1. Governors commented that they were pleased that the college has presented the detail and wishes to **receive quarterly finance summaries. The finance Governors to receive monthly reports.**
	2. CM advised that overall, there was an overspend on agency staff and the new budget will include paying the London Living Wage from 1 August. The insurance company has a 33% price increase for next year, the budget will be difficult and there is a need to separate the non-education and education work.
	3. The Board **agreed** to update the list of Bank Mandate signatories to the following people:
* Matthew Griffiths
* David Stansell
* Nicki Quarterman
* Agnieszka Bell
* Carmel Miedziolka.
	1. The Bank Mandate signatories were previously, Rebekah Tunster, Matt Goldsmith, and Nicki Quarterman.
	2. Governors advised about the need to make sure that there is a four-eye check, that the person who is making payment is separated from the administration. **NF to advise about the Bank Mandate issue.**
	3. **Governors noted that a Health and safety report was due PHD.**
1. **DATES OF GOVERNING BODY MEETINGS**
	1. Future meetings will be at 4.30 pm on:
* 21 July 2022 (hybrid)
	1. 2022/23 meeting dates at 4.30 pm on: (online)
* 22/9/22
* 1/12/22
* 2/2/23
* 30/3/23
* 8/6/23
* 20/7/23.

**List of agreed actions**

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| --- | --- | --- | --- |
| **No.** | **Summary of Action Points:** | **By Whom:** | **Completion:** |
| **3.1** | **Change Champion update.**  | **NQ** | **July 2022** |
| **4.2** | **NQ/MG/DS to meet as the Ofsted WP, to circulate key characteristics for governors** | **NQ/MG/DS** | **July 2022** |
| **4.2** | **Skills audit will be ready for the July meeting** | **CM** | **July 2022** |
| **5.2** | **New Staff Governor** | **NQ/CM** | **July 2022** |
| **8.1** | **NQ will report at the next meeting.** | **NQ** | **July 2022** |
| **9.4** | **A project management outline about the steps to achieve the proposed structure in the scheme of delegation** | **CM** | **September 2022** |
| **10.3** | **CM, AB, NF will meet to look at the budget and send a summary of the finances to members.** | **CM/AB/NF** | **July 2022** |
| **10.4** | **Governors to receive quarterly finance summaries. The finance Governors to receive monthly reports.** | **CM/AB** | **Ongoing**  |
| **10.8** | **NF to advise about the Bank Mandate issue.**  | **NF** | **July 2022** |
| **10.9** | **Health and safety report.**  | **PHD** | **July 2022** |

Signed: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

**Matthew Griffiths - Chair – The John Dewey Independent Specialist College**

Dated: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

There was no part 2