GENERAL MINUTES

Meeting of the

Full Governing Body

13th December 2017

GOVERNORS PRESENT

<table>
<thead>
<tr>
<th>INITIALS</th>
<th>NAME</th>
<th>ROLE</th>
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<tbody>
<tr>
<td>LB</td>
<td>Libby Blake</td>
<td>Chair of Governors</td>
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<tr>
<td>RW</td>
<td>Robert Walkington</td>
<td>Vice-Chair of Governors. Chair of Finance and General Purposes</td>
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<tr>
<td>NW</td>
<td>Nick White</td>
<td>Principal, ex-officio governor</td>
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<tr>
<td>CB</td>
<td>Chris Bray</td>
<td>Community Governor</td>
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<tr>
<td>SA</td>
<td>Soshana Austin</td>
<td>Community Governor, Chair of Curriculum &amp; Strategy</td>
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<tr>
<td>AA</td>
<td>Abi Agidee-Akunle</td>
<td>Community Governor</td>
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<tr>
<td>SF</td>
<td>Steve Finch</td>
<td>Parent Governor</td>
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<tr>
<td>KW</td>
<td>Kirsty Wiseman</td>
<td>Staff Governor</td>
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<tr>
<td>EV</td>
<td>Elisa Valdez</td>
<td>Staff Governor</td>
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APOLOGIES

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<tr>
<th>INITIALS</th>
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<tbody>
<tr>
<td>SB</td>
<td>Simon Blackburn</td>
<td>Parent Governor</td>
</tr>
<tr>
<td>IL</td>
<td>Isabel Lopez</td>
<td>Community Governor</td>
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<tr>
<td>BM</td>
<td>Barbara McBriend</td>
<td>Community Governor</td>
</tr>
<tr>
<td>KP</td>
<td>Katherine Priestley</td>
<td>Community Governor</td>
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1 Welcome and apologies

LB convened the Full Governing Body meeting of the Parkwood Hall Cooperative Academy. The meeting commenced at 6.30pm.

2 Apologies and Absence

Apologies and absences are recorded above.

3 Declarations of Interests

NW declared a possible interest as a member of the Kensington and Chelsea Schools' Forum. LB informed the governing body that two governor declarations of interest were outstanding and should be submitted as soon as possible.

4 Minutes of the last Full Governing Body (19th October 2017)

4.1 Accuracy

The minutes were accepted as an accurate record of the meeting.

4.2 Approval of Minutes

The minutes of the 19th October 2017 meeting were approved and signed by LB (Chair).

4.3 Matters Arising

The following matters arising from the last meeting were addressed

- NW informed governors that he has identified the lead contact for the Kent Cooperative of Special Schools and that he will write to him/her before the end of the Autumn Term.

- RW explained that the living wage will be addressed at the 18th February Finance & General Purposes Committee.

- NW confirmed that the governor community board for pupils was in place and that responses to students’ requests would be reported back at their next attendance at FGB.

- RW informed governors that the voluntary fund account action has been resolved.

- CP explained that the action on safeguarding will be completed by the end of the Autumn Term.

- JN confirmed that the action on Health and Safety has been completed.

Signed: [Signature]
Date: 22nd March 2018
• JN explained that the action regarding the revised tender specification had been referred back for redrafting. The action will be completed and brought to F&GP by February 2018.

• NW explained that the school SEF and SIP had been reviewed externally by a School Improvement Partner as part of his annual appraisal and he was expecting the report by 15th December. He informed governors that he had received governor comments from LB. All comments will be incorporated into the documents in preparation for the following Committees and FGB.

5 Approval of annual accounts

SB summarised the main findings and recommendations by Baxter & Co. regarding the Academy’s annual accounts. SB explained the work undertaken by the auditors.

SB confirmed that the independent auditors (Baxter & Co.) had found the Academy’s financial statements to be a fair and true statement, that they had been properly prepared in accordance with Companies and Charities legislation. SB described the report as “clean” and “unmodified”.

SB referred to the HMRC employed/self-employed check when contracting outside agencies. JN confirmed that these checks had now been undertaken.

SB commented positively on the effectiveness of the Academy in gathering in outstanding debts to the Academy.

SB confirmed that governance and internal controls of Academy finances are effective.

SB recognised the Academy’s transparency in its financial activities. He cited the Academy’s proper behaviour in identifying the £36,000 overpayment by Kensington and Chelsea council.

SB explained the summary statement of financial activities (income and expenditure), p.24 of the report - particularly, he brought to governors’ attention the one-off nature of the £4 million conversion donation for the previous year and the fact that income for education operations had been calculated over a 16 month period in 2015-16, rather than the normal 12 months in 2016-17. SB referred to slight decrease in education operations expenditure in 2016-17.

SB referred to the increase in the net worth of the academy at £3.8 million (pp.25-6) and the slight depreciation in fixed assets.

SB brought to the attention of governors the Academy’s cash funds of £802,000. He gave the opinion that the ESFA could query this, but that this was unlikely - the Academy has identified the situation and has an action plan in place to deal with it. NW explained that the cash funds acted as a minimum reserve of 2 months payroll and some allocation for identified projects. SB confirmed that this was satisfactory.

LB asked if cash in the bank was equivalent to reserves. SB explained that reserves would also include debts owed to the Academy.

AA asked for clarification regarding the fixed asset fund and fixed assets. SB explained that the former included unspent capital grants.

RW asked SB when the academy should revalue its assets. SB responded that the Academy did not need to do this. Indeed, if the Academy did undertake a revaluation, it would be committed to repeating this process every few years and would have cost implications.

Signed: Libby Blake Date: 22nd March 2018
AA commented on the Academy's use of spendable reserves (£17,000). SB reassured governors that this was a small amount compared to the actions of some other Academies. He complimented the Academy on a balanced budget.

CB sought confirmation that the asset register was reviewed annually. NW confirmed this and explained that any changes were signed off by the accounting officer (NW).

NW informed governors that the Academy had ceased its auditing contract with SBS and that AA had agreed to lead the internal audit at no cost to the Academy. LB thanked AA for her kind offer; she recommended further discussion, explaining that there could be some benefit to continuing to use an external agency to supplement AA's services.

KW queried the accuracy of the Trustees’ report in regard to the recorded number of her attendances at committee meetings, due to the fact that she had transferred from Financial and General Purposes to Curriculum and Strategy during the year. LB explained the need for governors to agree the report and abide by the recorded attendance data within it, but offered to insert a comment explaining KW’s transfer of committees. KW agreed to this.

LB, on behalf of the governing body, thanked SB for his report and RW thanked the Academy’s finance team for all their hard work.

LB sought governors’ acceptance for the report and annual accounts. Governors voted unanimously to accept them.

6 Cooperative values and principles

LB invited governors to revisit the cooperative values and principles underpinning the Parkwood Hall Cooperative Academy Trust. LB encouraged governors to consider how the cooperative values should be applied to the Academy’s operations.

LB referred to extracts from the Cooperative Society website distributed previously.

NW stressed that the ethical values of honesty, openness, social responsibility and caring for others should underpin everything that the school does. Academy operations should take into account impact on the environment and the wider community; decisions should prioritise cooperative priorities over profit.

LB urged governors to consider ways in which the Academy could work collaboratively with other cooperative schools and other organisations.

AA asked what constitutes a member of the cooperative community. LB identified Academy stakeholders (pupils, parents and staff) and suggested it should include other community groups and stakeholders.

CB emphasised the responsibility of the Trust and Academy, as a cooperative organisation, to work with and for parents of pupils. Governors considered current initiatives to support parents and to encourage their participation in school life.

LB was eager to explore ways in which pupils might make a contribution to the life of the local community and vice versa, how members of the community could participate in the life of the school. Governors discussed ways in which the Academy was currently working with the local community and how that might be developed; EV cited some examples, including music and fundraising e.g. local homeless shelter. KO commented on how the local community had rallied behind the school in the past. KO supported the Academy in reaching out to less privileged

Signed: Lissy Blake Date: 22nd March 2018
suggested that the Academy reach out to support SEN provision in all local schools. CP cited the forest school of an example of the academy opening itself to other schools.

LB identified the responsibility of governors to demonstrate cooperative values in the way in which they worked. She suggested the example of openness might mean publishing minutes. KW emphasised the need for accurate minutes. CB proposed that minutes be published on the Academy website as evidence of openness and transparency. SF explained that minutes have to be available on request. LB advocated going further and publishing minutes as evidence of good governance. RW agreed with CB and LB, stating that minutes should be available to the public. NW agreed with KW that accurate recording was essential if minutes are to be published, but he could see no reason why they should not be published on the website in future. LB expressed the opinion that publishing minutes would be a challenge to governors, but that it would be a positive step forward.

AA suggested a review of the declaration of interest - do current arrangements offer enough opportunity for transparency? NW agreed that the current arrangements could be improved. CB asked if there was room for increasing transparency through the website. Governors agreed this was worth exploring, but that revision for accuracy was vital.

SA raised the issue of staff as stakeholders. SA asked how ideas and proposals were shared with staff? How they are involved in decision making. CP explained that INSET days provided opportunities for information sharing and influencing decision making. LB suggested that cooperative values could be reinforced through a weekly newsletter to staff. CB asked if cooperative values could be discussed through the start of year INSET day. SF agreed that this was a suitable vehicle.

At this point the discussion was terminated. It was agreed that it should be revisited at future meetings.

7 Student roll, PAN and Over-subscription limits

Governors noted that this item has been addressed at both FGP and C&S committees.

NW, speaking to his report, requested that governors give the Senior Leadership Team and Admissions Panel flexibility over the 105 PAN cap. NW presented the Academy's admission priorities mapping and explained the current situation regarding admissions applications.

NW explained the humanitarian aspect of admissions decision making - taking into consideration the traumatic life experiences of LAC pupils and the crises experienced by families seeking boarding places. SF explained that LAC pupils take precedence in admissions, that they are often day pupils. CP stressed that the Academy makes strenuous efforts to accommodate LAC needs which was appreciated by Governors.

AA sought reassurance that granting the request would not result in the need for additional classes. NW confirmed that this was the case.

CB and SA asked if the increased flexibility was a short or longer term request. NW explained that demand will vary from year to year; each year SLT will need to plan admission numbers. NW stated that he regretted setting an upper limit at +5; currently, there are 102 on roll with a potential for a further 11 places.

LB expressed concern about the effectiveness of the current admissions panel arrangements - as an effective governance issue. Is the Panel over-reliant on email communications? SA explained current arrangements and agreed that they needed to meet more regularly. NW agreed that the process needs to meet governor needs better e.g. organising meetings via conference.

Signed: Libby Blake Date: 22nd March 2018 5 of 8
calls or tele-conferencing. LB asked if Panel terms of reference need revising; NW concurred. Governors considered membership of the Panel, including increasing its size. Governors agreed that an additional governor should be recruited onto the Panel, from the C&S committee. Governors noted that the Admissions Panel needs to meet at least once every two weeks. Governors agreed that the revised terms of reference should be proposed and tested prior to being approved by the next FGB meeting. The three Committee Chairs agreed to re-draft them.

CB asked if removing the PAN cap might affect adversely the quality of education and care offered. CA explained that there is capacity in some classes for increased size. CA described an unwritten formula for determining maximum capacity based on level of need. CA went on to express the view that restricting boarding numbers now could adversely affect the longer term viability of boarding.

RW enquired as to the possible impact of increased pupil numbers on staff capacity. EV described the assessment processes for potential new pupils. LB asked KW for a staff perspective. KW expressed confidence in the SLT’s admissions procedures. NW explained that the logistical issues arising from a growth in pupil admissions have been shared and considered with the staff - including lunchtime arrangements, toilets, play spaces. The number of adult toilets needs to be increased.

CB asked about the implications of increased need for therapy interventions. SA stated that the proposal identifies additional interventions, but not details. LB stated that, under the scheme of delegation, any increased payroll costs over £15000 requires governor input. NW agreed that it was likely that extra OT capacity would be needed in addition to the agreed OT assistant role. NW emphasised that the Academy avoids long term staffing commitments in meeting additional capacity needs; that permanent contracts are only offered when the Academy is confident they can be sustained; that additional staffing will not account for more than 80% of budget surplus. At present staffing costs run at 85% of the budget.

Governors discussed delegated budgetary powers.

LB emphasised the need for visionary level thinking in regards to admissions and the budget already incorporates planned growth. LB expressed concern that the school may be growing too quickly.

AA expressed the opinion that using 80% of the budget surplus on additional staffing was excessive, particularly taking into account anticipated rising on-costs and no additional funding; the Academy needs to retain contingency funding. NW responded that on costs for 1:1 staffing can be passed on to the Local Authority.

CB sought confirmation that extra pupils on roll will bring in more funding as well as greater staffing - that there is a bonus attached to increased admissions. NW agreed. CB expressed the opinion that extra therapy capacity would benefit existing as well as new pupils.

RW asked if additional TAs would be permanent posts. NW replied that they would be 2 years fixed term.

Following discussion, governors agreed unanimously to a maximum 80% of the budget surplus to be spent on staffing; that any appointment to permanent posts must be submitted to the Finance and General Purposes Committee in advance up to £50,000, and that any temporary staff appointments reported to the FGP committee prospectively.

LB asked governors if they were content to allow the school to grow by lifting the +5 cap on PAN. Governors agreed unanimously. She recommended that for this year full time.

Signed: Libby Blake Date: 22nd March 18
boarding places did not go beyond 20 in order to allow flexibility for planned building works and the growth of flexible boarding.

8 Chair’s correspondence

LB informed governors of 3 fixed term exclusions. LB is in communication with one of the parents.

LB told governors of requests for grants for pupils to attend the Disney Land Paris trip. They have been agreed and letters have been sent out. Governors were pleased to note that all students had equal access to school trips.

9 Dates of future meetings

The dates for future FGB meetings were confirmed - 22nd February and 21st June 2018. The start time was confirmed as 6.00pm in order for students to meet Governors at the start of the meeting.

10 Confidential items

There were no confidential items.

11 Any other business

RW asked for details of when the Finance Director would be departing - at the end of this term.

LB informed governors that every member of staff would be receiving a Christmas gift to the value of £10 from governors, in gratitude for their hard work. Governors noted.

The meeting closed at 9.00pm.

Actions worksheet

Actions carried forward from 22nd June 2017 FGB meeting

<table>
<thead>
<tr>
<th>Agenda Item</th>
<th>Action</th>
<th>Lead Person</th>
<th>Target Date for Completion</th>
</tr>
</thead>
<tbody>
<tr>
<td>2.3</td>
<td>Write to KCSNS regarding the potential nomination of a governor from the organisation</td>
<td>NW</td>
<td>End of Autumn Term 2017</td>
</tr>
<tr>
<td>4.3.2</td>
<td>F&amp;GP Committee to examine the impact of implementing the London living wage for all staff and contractors</td>
<td>RW</td>
<td>F&amp;GP committee, 18th February</td>
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Signed: Libby Bracke Date: 22nd March 2018
### Actions carried forward from 19th October 2017 FGB meeting

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<thead>
<tr>
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<th>Action</th>
<th>Lead Person</th>
<th>Target Date for Completion</th>
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<tbody>
<tr>
<td>2.3</td>
<td>School Improvement Partner review findings and Governor comments</td>
<td>NW</td>
<td>22nd February 2018</td>
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<td></td>
<td>incorporated into SEF and SIP</td>
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### Actions arising from 13th December 2017 FGB meeting

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<th>Agenda Item</th>
<th>Action</th>
<th>Lead Person</th>
<th>Target Date for completion</th>
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<tbody>
<tr>
<td>7</td>
<td>Redraft Admissions Appeal Panel Terms of Reference</td>
<td>LB, RW, SA</td>
<td>22nd February 2018</td>
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