

**Minutes of the meeting of the South Bank Academies Board
held at 11.00 am on Friday, 16 December 2016
South Bank Engineering UTC, 56 Brixton Hill SW2 1QS**

Present

David Phoenix (Chair)
Douglas Denham St Pinnock
James Stevenson
Rao Bhamidimarri
Richard Flatman
Tony Giddings

Apologies

Adam Crossley
Steve McGuire
Richard Parrish

In attendance

Dan Smith
Michael Broadway
Pervena Singh (Clerk)
Simon Cunningham (External Auditor)

1. Welcome and apologies

The chair welcomed members to the meeting. The above apologies were noted.

The chair extended his apologies to the members for the short notice rescheduling of the Board meeting, which was originally scheduled to be held on Thursday, 8 December. The Board noted the postponement was due to the uncertainty on the requirements of filing the combined company accounts, which has since been clarified.

The Board noted that as the company is still new, some operational matters have been included within the Board pack to provide an overview of progress.

In due course, the Board pack would become less operational. The business plan for the Board was being developed.

2. Declarations of interest

No member of the meeting declared an interest in any item on the agenda.

3. Minutes of previous meeting

The Board approved the minutes of the meeting of 14 September 2016.

4. **Matters arising**

The Board noted the matters arising from the previous meeting.

The Board requested a training session ahead of the next Board meeting to focus on the duties of multi academy trust directors.

5. **Chief Executive's Report**

The Board discussed in detail the Chief Executive's report, which provided an overview of South Bank Academies, the University Academy of Engineering (the Academy) and South Bank Engineering UTC (UTC) and the collaboration activities between LSBU and the Academy and UTC.

The Board noted the appointment of an interim Principal to the Academy, and discussed the process of recruiting a permanent Principal. It was noted that the Chair of the Local Governing Body had reviewed the job description. An advert would be placed in January 2017 and directors and governors would sit on the interview panel. It was expected that the permanent Principal would start earlier 2017.

The Board noted that the current South Bank Academies' CEO has been seconded to the position, and recruitment for a permanent replacement will begin in the New Year 2017. The Board requested that the directors would be given the opportunity to review the job description. Recruitment consultants would be used to fill the post.

The Board discussed staff development in the schools. Links would be established with LSBU's Department of Education and LSBU's Organisational Development team.

6. **Draft Strategic Plan**

The Board discussed the Draft Strategic Plan and associated Key Performance Indicators (KPIs), and updated KPIs tabled at the meeting.

The Board requested that the KPIs link to the strategy outcomes and provide a high level assessment of how the Company is performing. A further version of the strategy and the KPIs would be provided at the next meeting.

7. **UTC & the Academy Development Plan**

The Board discussed the two schools' development plans, and noted that the Department for Education requirement to have a full plan for each school on priorities for improvements, which would be aligned to the Company's strategy.

The main challenge in the Academy was inconsistency of learning and teaching, an action plan had been developed to address this.

The main challenge for the UTC was student recruitment. It was agreed that a target of 220 applications should be set to achieve 150 pupils intake.

The Board requested a marketing strategy for each school for the next Board meeting.

8. Group Risk Register

The Board discussed the MAT risk register which had been reviewed by the Audit Committee.

The Board noted that the two main risks, student recruitment and consistency of teaching. The student recruitment risk would accordingly be increased. The Board noted that the high risk rating for health and safety was due to the temporary accommodation of the UTC.

The Board noted that leadership and development should be reflected on the risk register linking with the schools development plans. As well as greater focus on safeguarding, data protection and IT structures.

It was noted that the risk register would be aligned to the MAT and school strategy when approved.

9. Quality Review

The Board approved the proposal for quality/ assurance reviews. Each school would be visited twice a year by the Chair, CEO and an Independent Director, to seek assurance that operations and practices are in line with expectations. Post visit reports would be sent to the Board.

10. Financial Management Accounts

The Board discussed the October 2016 financial management report, with both schools forecasting a surplus of £30k. The Board noted the variance on central services cost which was due to uncertainty when budgeting.

11. Audit Findings

The Board noted Kingston Smith's audit findings report for both South Bank Academies and South Bank Engineering UTC Trust, which had been discussed in detail by the Audit Committee.

There were no high risk control findings. The Board noted that minor updates to the report were required. The final version of the audit findings report would be circulated to directors and submitted to the Education Funding Agency.

Tony Giddings left the meeting.

12. Letter of Representation

The Board noted the letter of representation to the external auditors. It was noted that there were no representations specific to South Bank Academies or as a result of any matters arising during the course of the audit.

The CEO confirmed that all material matters had been disclosed to the auditors and that the representations were accurate and reasonable.

The Board approved the letter and authorised any director to sign the letter on behalf of the Board.

13. South Bank Academies' Annual Report & Accounts

The Board discussed the annual report and financial statements for year ended 31 August 2016, which had been reviewed by the Audit Committee.

The Board noted that the Audit Committee had received assurance on the internal control, going concern and value for money.

The Board noted assurances from the CEO and Business Manager that the form and content of the financial statement and annual report were accurate and could be approved by the Board.

The Board noted that minor typographical and formatting amendments had been made to the accounts.

After careful consideration, the Board approved the final version of the annual report and financial statements for the year ended 31 August 2016 and authorised the Chair and CEO to sign on behalf of the Board.

The Business Manager confirmed the signed account to be filed with the Education Funding Agency before the New Year, as required.

The Board agreed the resolution in the accounts to re-appoint Kingston Smith as external auditor until 31 July 2017.

The Board noted the in year transfer of undertaking for South Bank Engineering UTC Trust. A Board meeting for South Bank Engineering UTC Trust would follow the South Bank Academies Board meeting to approve its company accounts.

The Board noted the intention to for the UTC company to be wound up in the New Year.

14. Local Governing Body Update

The Board noted a report on decisions at each of the local governing body committees.

15. Board and Local Governing Body Membership

The Board discussed the Board and Local Governing Body membership, and noted the vacancies for local governors at both schools.

The Board discussed the proposal of appointing Lesley Morrison, former Head teacher of St Martin-in-the-field High School, as an independent director on the Board. Ms Morrison would be invited to meet the Chair and other directors.

The Board approved the appointment of Ms Morrison at the Academy, as local governor with immediate effect for a term of three years and the change of appointment of Farah Nur from parent governor to local governor at the Academy with immediate effect for a term of three years.

16. Policies

The Board discussed the financial control and reserves and investment policies.

The Board approved both policies, subject to wording within the financial control policy to be clear on authorisation signature categories. The final version of the financial control policy will be circulated to directors by email.

17. Directors' Declarations of Interest

Under section 175 of the Companies Act, the Board authorised the declared interest of Richard Parrish.

The Board noted directors' declarations of interest will be reviewed annually.

**Date of next meeting
16.00, on Thursday, 30 March 2017**

Confirmed as a true record

..... (Chair)