

**Wellington College Board of Trustees
held in the Pavilion on
Monday 16 May 2016 at 6.00pm**

Present:	Mr Daryn Bean	
	Mr Gary Crawford	
	Mrs Rena Day	
	Mrs Charlotte Gendall	
	Mr Colin Green	
	Mr Roger Moses	(Headmaster)
	Mr Ian Russon	
	Mr Peter Schuyt	(Chairperson)
	Mr Sala Sidler	
	Mathew Wong	
	Mrs Penny Basile	(Minute Secretary)
In attendance:	Mr Dave Ashby	(Associate Principal)
	Heather Benfield	(Business Manager)
	Mr Darrell Harvey	(Deputy Principal)
	Taruna Bhana	(parent)

1. Apologies

Apologies were received for tonight's meeting from John Mills and from Sala Sidler for lateness. Apology received later from Mark Rees-Thomas.

2. Minutes of the Previous Meeting

The minutes of the previous Board meeting held on 11th April 2016 were confirmed as a true and correct record.

Minutes Approved.

3. Matters Arising

The action list from the previous meeting was noted. The following actions points were noted

Critical date planner – report on discipline issues for June meeting – Dave Ashby

Reports

4.1 Headmaster's Report

The Headmaster spoke to his report and the following points were noted

- The College is in the process of appointing an accounting/commerce teacher to replace Zsu Sinclair. The numbers of students taking this subject has declined so the teacher employed will be required to teach subjects other than commerce.
- The Headmaster noted that the College is sorry to lose Brett Moodie as head of the library.

- Tom Martin has handed in his resignation and his position will need to be replaced.
- A letter from the Ministry was received to inform the College that our GMFS is higher than our role. The Ministry has requested that every permanent position the College makes has to be run past them. The College has contacted the Ministry and explained our situation. The Headmaster is going to discuss this matter with Peter Hughes.

Based on our interpretation of the advice we have received from the Ministry the Headmaster has been advised he is authorised by the Board to replace vacant permanent positions.

- Leaver statistics – ERO look at these as a first point of call. These statistics are consistent and good. There is concern that Maori/Pasifika are not taking on stem subjects i.e. maths. Maori students and Pasifika students left school with at least level 2. There has been a lift in the standard of gaining UE and level 3 last year. The pass rate has gone up 2.5% overall. In our priority learner areas there are positive statistics going forward. Overall the results are positive with good indicators for priority learners. Rena Day wished to acknowledge and congratulate the staff involved in this area.
- The PISA results are to be included in next months' report.

4.2 Finances Report

Heather Benfield spoke to the finance report for the period through to April and it was noted that

- Governments grants are down due to less students.
- Donations are tracking nicely and international student numbers are steady.
- A number of international students attend Wellington College because of our rugby programme.
- There will be a small loss showing for the stationery shop as individual departments were given the money to buy their work books, in turn they keep the money that they make on sales.
- Schedule 4 shows a healthy cash position.
- Schedule 5 shows detail on donations. A follow up letter to parents regarding donations will be sent out shortly.

The College Hall/Performing Arts Centre Loan Agreement with the Wellington College Foundation

The Board of Trustees Notes that

1. Wellington College wishes to enter into a Loan Agreement with the Wellington College Foundation for the purposes of the building of a new College Hall/Performing Arts Centre
2. The terms of the loan agreement are largely consistent with those in the Terms Sheet previously discussed with the Board.
3. The key terms of the Loan Agreement are
 - An amount of up to \$1,000,000
 - Draw down period of up to 3 years
 - Interest payable at 3% above OCR
 - Targeted repayment levels of \$120,000 per annum

- Loan period of 15 years - taking into account the financial position of the borrower

4. Roger Moses and Peter Schuyt, both being members of the Board of Trustees and Foundation Trustees, have excluded themselves from the Foundation discussions and decisions with respect to this loan

Resolves that

1. The loan transaction on the basis of the key terms outlined above is approved
2. The College enter into the Loan Agreement, authorising Peter Schuyt and Gary Crawford to agree the final terms and conditions of the Agreement with Foundation Trustees
3. The College carry out all the transactions contemplated by the Agreement
4. Peter Schuyt or Gary Crawford be authorised to execute the Agreement on behalf of the College and to take all actions necessary to give effect to the transactions contemplated in the Agreement.

Peter Schuyt moved this resolution and Charlotte Gendall seconded it. Carried unanimously.

4.2.1 Invoice from College Parents

The Board confirmed that:

- Wellington College will underwrite College Parents up to \$10,000 a year. This is as per the agreement entered when the College took over the running of the Uniform Room. When a deficit occurs we will pay the invoices.
- A payment in advance can be made on a formal quote if it is passed by the Headmaster.
- Charlotte Gendall will write a letter reinforcing the commitment the BOT has made to College Parents.

4.2.2 Annual Report for 2015

- A comprehensive audited annual report was presented along with a letter of representation required for the auditors.
- No outstanding issues on the audit and the auditors will sign off on an unqualified audit report.

Annual Report and Letter of Representation – The Board authorised Roger Moses and Peter Schuyt to sign the Annual Report and Letter of representation on behalf of the Board. subject to the Board. Approved - Gary Crawford moved Peter Schuyt seconded.

The Headmaster and the Chair thanked Heather Benfield for completing the year end process.

4.2.3 **Review of Fees and Donations/Contributions for 2017**

A paper had been previously distributed to the Board for approval. It recommended that the Board consider, and agree the fees and donations/contributions increase for 2017. The Board formally received the paper and noted that approval had been received for the recommendation.

Update on Hall project

Heather Benfield noted that

- The tenders have gone out and close off on the 16th June 2016.
- There have been a few construction companies coming into the College and looking at the site.
- There appears to be plenty of interest in this work.
- Drawings have been completed and submitted to the council.
- Permission to demolish existing buildings is expected as soon as the tender is advised.
- Peter Schuyt noted that due to the tight deadlines the board may need to meet between the June and July board meetings to discuss the tender, ministry agreement and financials to make sure everything is lined up.

4.3 Maintenance and Hazard Report

The Maintenance and Hazard Report was taken as read. It was noted that:

- The newly relocated canteen is successfully up and running.
- Kelwyn is working on a canopy system out the front of the canteen to keep students dry whilst lining up.
- Various staff are moving offices due to the pending hall project.
- The Music block honour boards look great.
- Dave Ashby notifies Kelwyn D'Souza of any hazards that arise at the College and they are fixed straight away.
- It was suggested that the new Board are taken for a walk around the College at the start of the next BOT meeting.
- Heather noted that they will look at the extractor in the canteen as there is a strong smell of cooking/oil that is affecting the nearby offices.

4.4 ICT Committee Report

This report was received and taken as read. It was noted that

- The International student website is a work in progress and the International Department are looking to spend \$10,000 on this site to enhance our opportunities of attracting overseas students.

5.1 Curriculum Report

- Ross Dunn's report was received and taken as read.
- Noted the receipt of the HOD minutes.

5.2 Arts Report

This report was received and taken as read.

6.1 Correspondence and Publications

These were noted.

6.2 Health and Safety Report

The Health and Safety monthly report was noted and taken as read.

- Peter Schuyt requested that any A and E type injuries incurred by students be listed separately and detail provided alongside any changes required to processes or facilities to mitigate the risk of reoccurrence.
- It was noted that the check list for new appointments is comprehensive including references to Health and Safety.
- The Wellington College Health and Safety Plan was presented. Dave Ashby will keep the board up to date with the progress on the Plan. The Plan was developed following the independent review completed by Impac and the recommendations that arose from the review. The Impac review was received and noted as well as confirming the alignment of recommendations from Impac into the Plan. The Chair noted that it was comprehensive and likes the way it is structured with the addition of expected completion dates to be included. He requested that the Board see progress against the Plan in the papers every two months.

6.3 Two Overseas Trip Proposals

These were tabled and noted.

Schedule of previous and upcoming trips. Noted.

Student group policy statement. Dave Ashby noted that this needs to be an updated to incorporate the new health and safety guidelines.

- EOTC Trip Proposal: Ecuador and Galapagos Island Expedition 2017 – Dave Ashby advised the Board that this was not formal proposal. The SMT have not signed this off. The Chair noted that until SMT have approved this the Board will not consider the proposal.
- Proposal for December 2017 trip to Nepal through World Challenge Organisation. Dave Ashby said the SMT are satisfied that this will be run effectively and detailed information with respect to the trip was received.

Nepal trip approved.

- Darrell Harvey noted that there needs to be a check list of things to look at so that we have consistency is approving or not approving a trip.

The Board had a detailed discussion as to the rationale and benefits of the overseas trips. It was agreed that the SMT must provide a filter over each trip to confirm the rationale, benefit and organisation of the proposal prior to it coming to the Board for approval.

6.4 Yoga for the People Proposal

Yoga for the People Wellington propose to be a sponsor for the Wellington College Academy of Sport. As a sponsor they would donate between \$300-\$500 per month to the Sports Academy and also extend unlimited free yoga for the year to all Wellington College students and staff. The Board discussed this matter at length and considered that further due diligence around the company needed to be undertaken however were comfortable in principle with the proposal.

Other Matters

- Late sports report received and noted.
Communications – Charlotte Gendall has completed some handover notes to pass onto the next person to take on the Communications role on the BOT.
- The Chair farewelled the exiting Board members Charlotte Gendall, Ian Russon and Colin Green and also absent members John Mills and Mark Rees-Thomas. He noted that a lot has been achieved around and to the school over their period of governance. He thanked them for all their work on behalf of the Board of Trustees.
- The Headmaster also thanked the BOT members that were leaving. He also thanked Ian Russon for all his work as previous Chairman of the rowing club and to Charlotte Gendall who had given a huge amount of time to the College in many roles.
- Peter Schuyt will send a note through to Steph Kane to congratulate her on another superb edition of the Wellingtonian

Date of Next Board Meeting: Monday 20th June 2016 at 6.00 pm in the Pavilion.

The meeting concluded at 8.25 pm.

Signed: _____ Date _____
Chairperson