

**MINUTES OF A MEETING OF NEW COLLEGE NOTTINGHAM CORPORATION  
HELD ON WEDNESDAY 17 DECEMBER 2008 AT 5.00PM**

**PRESENT:**

Anne Adams- Chair	✓
Geoff Hall – Principal	✓
Alex Brown	✓
Delroy Brown	✓
Trevor Cooper	✓
Lucy Dadge	✓
Christine Goldstraw	Apologies
Brian Hambidge	✓
Marianne Howarth	✓
Mick Newton	Apologies
Jonathon Oldham	Apologies
Carol Parkinson	Apologies
Tim Richmond	Apologies
Mike Storey	✓
Ralph Tonge	✓

**IN ATTENDANCE:**

Margaret Allen	Acting Deputy Principal
David White	Interim VP Corporate
Andrew Hartley	Executive Director of Funding and Financial Resources
Val Mattinson	Director of Corporate and External Affairs
Claire Kay	Clerk to the Corporation

Consideration of items of business was based on reports prepared by College management and the Clerk to the Corporation which were circulated with the agenda to all Members of the Corporation in advance of the meeting.

The meeting commenced with a presentation by the project team of the Basford Learning Park. A confidential minute was made of this item.

**1. APOLOGIES FOR ABSENCE**

Apologies for absence had been received from Members listed above. The apologies were accepted by the Board.

**2. DECLARATIONS OF PERSONAL INTEREST IN AGENDA ITEMS**

The Principal declared an interest in agenda items 18 and 19; the Deputy Principal declared an interest in agenda items 18, 20 and 21, and the Clerk in agenda item 18. No other interests were declared.

**3. APPLICATION IN PRINCIPLE BASFORD HALL LEARNING PARK**

A confidential minute was prepared for this item.

**4. CONFIDENTIAL MINUTE FROM THE MEETING HELD ON 23 JULY 2008**

The amended confidential minute from the meeting of the 23 July 2008 was reviewed by the Board. The Board passed the following resolution:

**The Board approve the confidential minute of the meeting held on 23 July 2008.**

**5. MINUTES FROM THE MEETING HELD ON 22 OCTOBER 2008**

The minutes from the meeting of the 22 October 2008 were reviewed by the Board. The Board passed the following resolution:

**The Board approve the minutes of the meeting held on 22 October 2008.**

6. **MATTERS ARISING**

There were no matters arising from the minutes not considered elsewhere on the agenda.

7. **COLLEGE QUALITY STRATEGY**

The Chair of Standards Committee presented the College's Quality Strategy including the Self Assessment Report for 2007/08 and resulting Quality Improvement Plan for 2008/09. Members noted the SAR had been validated by Ofsted and that the QIP addressed the areas for improvement identified as a result of the Ofsted report, aiming to move from good to outstanding in the next two years. These reports were recommended to the Corporation by the Standards Committee. The Board passed the following resolutions:

**The Board approve the College SAR 2007/08.**

**The Board approve the QIP 2008/09.**

**The Board adopt the quality strategy 2008/2011.**

8. **ANNUAL EQUALITY AND DIVERSITY REPORT 2007/08**

The Standards Committee recommended this annual report to the Corporation following a thorough presentation from the Head of Inclusion. The Standards Committee were now responsible for monitoring the progress of equality and diversity to give assurance to the Board that their responsibilities were being met. The Annual report included the areas identified by Ofsted to be addressed.

Members commented on the lack of representation of individuals with disabilities at senior management level, including governors. The Clerk informed members of the discussions at Standards and Search Committee around this point and the actions being taken to try to address this. Members requested the report reflect the promotion of Christian festivals around the campuses to truly reflect the multicultural diversity of events undertaken.

The Board passed the following resolutions:

**The Board approve the Annual Equality and Diversity Report subject to the amendment above and note the progress and achievements detailed within the report.**

**The Board approve the corporate priorities for 2008/09 and note the longer term priorities for 2008-2011.**

9. **FINANCIAL STATEMENTS 2007/08**

The Executive Director of Funding and Finance outlined the requirements of the Board to enable approval of the Financial Statements for 2007/08. The Financial Statements showed an underlying LSC operating surplus of £1,505,000 reconciling to a UK GAPP surplus of £233,000. The financial position resulted in a framework for excellence grade of good for financial health, and represented the first consecutive year's surplus for ncn. The Finance and Resources Committee recommended the approval of the financial statements.

The Chair of Audit Committee outlined the consideration given by the Committee to the reports included in the papers and reported the conclusion of the Annual Audit Committee Report that the governing body's responsibilities included in the financial statements had been satisfactorily discharged.

The Chair of Audit also presented the recommendation that KPMG be appointed as Financial Statements Auditor for 2008/09 but that both audit services would be placed out to tender for 2009/10 onwards.

The Board passed the following resolutions:

**(1) The Board note the contents of the paper and approve:**

- **The Internal Audit Annual Report 2007/08**
- **The External Audit Highlights Memorandum 2007/08**

- **The Annual Report of the Audit Committee 2007/08.**

**(2) The Board note the Accounting Officer's Annual Report**

**(3) The Board approve the Members' Report and Financial Statements for 2007/08**

**(4) The Board approve the signing of the Letter of Representation to the External Auditors**

**(5) The Board approve the issue of the letters of support for New College Nottingham Property Services Ltd. and Visions Learning Ltd.**

**(6) The Board re-appoint KPMG as financial statement auditors for the financial year 2008/09.**

**10. ANNUAL HEALTH AND SAFETY REPORT 2007/08**

The Finance and Resources Committee recommended the report for approval by the Corporation. Members noted the independent reviews undertaken during the year by the LSC, HSE and fire service and the actions being implemented as a result of these reviews.

The Board passed the following resolution:

**The Board approve the Annual Health and Safety Report and note the progress and achievements detailed within the report.**

**The Board approve the Health and Safety Action Plan for 2008/09.**

**11. ANNUAL REPORT ON HR STRATEGY 2007/08**

The Finance and Resources Committee recommended the report for approval by the Corporation. Members noted the progress made in industrial relations in year and the improvements to the accessibility and service of HR. The risk identified in the report relating to the capacity for handling caseloads was explored by members to establish what had been put in place to mitigate the risk. Members were satisfied that caseloads were being monitored at a high level and that training and support was being developed to help informal resolution. Members requested this risk be monitored by the F&R Committee.

The Board passed the following resolution:

**The Board note the progress on delivery of the HR strategy during 2008.**

**The Board approve the key priorities for 2009.**

**The Board note the high risk identified in the report relating to HR capacity and the steps being taken to mitigate the risk.**

**12. PRINCIPAL'S OVERVIEW**

Members were pleased to note the positive publicity and student achievements noted in the report. The national issues around EMA's were still impacting on some students but continued travel assistance was being offered. Members welcomed the themes emerging for the May residential and supported the celebration of 10 years of ncn.

The report was noted.

**13. MERGER UPDATE**

The Principal and Chair updated members on the meetings which had taken place since the last Board meeting in relation to merger. Although members still considered this the right vision for Nottingham, they noted that only collaboration between the colleges was being progressed.

The report was noted.

**14. OFSTED INSPECTION OUTCOMES**

Members noted the final Ofsted report now published and the areas for improvement contained within it. Members congratulated the staff and students on the outcome of Ofsted.

The report was noted.

**15. REPORT FROM STUDENT BODY**

The Board considered the report reviewing the activities undertaken by the Student Union during the Autumn term. Members explored the relationship between the Student Council and the Union and supported the promotion of this across all campuses.

The report was noted.

**16. FINANCE REPORT**

The management accounts for October were presented to the Board. The financial position was currently adverse to budget by £204k due to increased pension charges and expenditure to prepare for Ofsted. The Executive Director of Funding and Finance considered there was scope in the growth of income to recover this additional expenditure before the year end.

Members explored in more detail the expenditure causing the adverse variance and the actions to be taken to recover this in year. The profile of the debtors greater than 120 days was also investigated.

The report was noted.

**17. RECOMMENDATIONS FROM COMMITTEES**

The report outlined the areas of business considered by the committee cycle. The appendices not attached to the report were tabled at the meeting for information. The proposed Fees Policy for 2009/10 recommended by the F&R Committee was outline to members.

The Board passed the following resolutions:

**The Board note the self assessments of the Standards and Finance and Resources Committees.**

**The Board approve the Fees Policy for 2009/10.**

*The Principal, Clerk and members of the Executive Team withdrew for items 18-21  
The position of Clerk was taken by the Director of Corporate and External Affairs.*

**18. REVIEW OF SPHS' AND THE CLERK'S PERFORMANCE 2007/08**

The Members discussed the performance reviews undertaken by the Remuneration Committee in relation to the Principal, Deputy Principal and Clerk.

The Board agreed the conclusions of the Remuneration Committee regarding the Principal's performance against target as set out in the report. The Board commended the performance of the Acting Deputy Principal in relation to the effective quality assurance systems and leadership during the Ofsted inspection. Thanks were expressed to the Clerk for her support during Ofsted and the merger.

The Board passed the following resolutions:

**The Board note the performance reviews for senior post holders.**

**The Board approve the performance objectives of the Clerk**

*The Clerk and Principal re-joined the meeting, the Director of Corporate and External Affairs withdrew.*

**19. PRINCIPAL AND CHIEF EXECUTIVE'S GOALS 2008/09**

The Principal outlined the themes around his goals for the forthcoming year including the requirement of the Remuneration Committee to include continued financial stability. The Chair confirmed these were recommended to the Corporation by the Remuneration Committee.

The Board passed the following resolution:

**The Board approve the Principal's goals for 2008/09.**

**20. DEPUTY PRINCIPAL'S GOALS 2008/09**

The Principal outlined the goals for the Deputy Principal for the forthcoming year which included the moving forward of areas of improvement identified in the Ofsted report, and the achievement of the national training kite mark. The Chair confirmed these were recommended to the Corporation by the Remuneration Committee.

The Board passed the following resolution:

**The Board approve the Deputy Principal's goals for 2008/09.**

**21. SENIOR STAFFING – APPOINTMENT OF DEPUTY PRINCIPAL**

The Principal outlined the proposal to formally appoint a Deputy Principal to take on the responsibilities of curriculum and quality. Members recognised the good job Margaret Allen was currently doing as acting Deputy Principal but accepted the need to advertise the post nationally in accordance with the Instrument and Articles of Government.

The Chair outlined the recommendations made by the Remuneration Committee with regard to remuneration for the post. The proposed timescale for this appointment was considered and agreed.

Members discussed other areas of succession planning within the senior team.

The Board made the following resolutions:

**The Board approve:**

- **the advertisement of the post of Deputy Principal;**
- **the job description;**
- **the remuneration package of c£100,000 as set out in the paper, the final package to be delegated to the Chair in consultation with the Vice Chair with authority to exceed the agreed package in exceptional circumstances;**
- **A selection panel of at least three Corporation members and the Principal be appointed by the Board, with the final panel members to be determined by the Chair;**
- **Protocol National be commissioned to assist in the process.**

**The Board note the arrangements to fill the vacancy of VP Corporate Services on an interim basis in anticipation of an internal restructuring in 2010.**

The Clerk would circulate members to serve on the selection panel.

**22. RISK MANAGEMENT ISSUES**

The risks assigned to the Corporation for monitoring were reviewed and the update on mitigation of these risks noted. No further risks were identified during the meeting.

**23. CONFIDENTIALITY OF BUSINESS**

In accordance with section 17(2) of the Instrument of Government, members determined as confidential the application in principle for the Basford Learning Park due to commercial sensitivity, a confidential minute was produced.

**24. DATE OF NEXT MEETING**

The date of the next meeting was noted as 17 December 2008.

The date of the next training session for the Board on Framework for Excellence was noted as 28 January 2009.

**25. MINUTES OF COMMITTEE MEETINGS**

Minutes of the Audit Committee, Standards Committee and Finance and Resources Committee were noted by members.

The Chair closed the meeting at 20:00.

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

**Date:** \_\_\_\_\_