

**MINUTES OF THE MEETING OF NEW COLLEGE NOTTINGHAM CORPORATION
HELD ON WEDNESDAY 21 OCTOBER 2009 AT 5.30PM**

PRESENT:

Anne Adams - Chair	Apologies
Geoff Hall – Principal	✓
Richard Brackenbury	✓
Delroy Brown	✓
Lucy Dadge	✓
Nigel Hallam	✓
Brian Hambidge	✓
Karen Harrison	✓
Marianne Howarth	Apologies
Thulani Molife	✓
David Nelson	✓
Mick Newton	✓
Carol Parkinson	Apologies
Tim Richmond	✓
Ellie Sewell	Absent
Carla Stemate	✓
Ralph Tonge	✓

IN ATTENDANCE:

Julie Ashton	Deputy Principal
David White	Interim Vice Principal Corporate
Andrew Hartley	Executive Director Funding and Finance
Val Mattinson	Director 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 Chair welcomed Karen Harrison, David Nelson and Thulani Molife to their first formal Board meeting, introductions were undertaken. The Chair thanked David White, Interim Vice Principal Corporate Services, for his contribution to the College during his appointment. David would be leaving the College after half term and moving to a new interim appointment.

1. APOLOGIES FOR ABSENCE

Apologies for absence had been received from the members listed above. The apologies were accepted by the Board. Margaret Allen and Joanna Boulton also sent apologies for the meeting.

2. DECLARATIONS OF PERSONAL INTEREST IN AGENDA ITEMS

Anne Adams declared an interest in agenda item 3. It was noted that all staff had a pecuniary interest in agenda item 10. The Principal and Clerk declared non pecuniary interests in agenda item 14.

The Clerk reported to the Board that the public Register of Interests folder had been updated and was available for inspection in the Principal's Office at 1 Broadway. The Clerk also stated that 3 updated forms were outstanding and these members were encouraged to submit their forms as soon as possible.

3. APPOINTMENT OF CHAIR AND VICE CHAIR

The Clerk informed members of the nominations received in accordance with the procedure outlined in the report. The Clerk had received one nomination for Chair, of Anne Adams (proposed by Ralph Tonge, seconded by Lucy Dadge) and one nomination for Vice Chair, of Marianne Howarth (proposed by Anne Adams, seconded by Tim Richmond).

Anne Adams withdrew from the meeting. The nomination for Chair was supported by the members. Members discussed the term of office for the appointment and agreed to resolve a 2 year term unless circumstances arose to require this timeframe to be reconsidered.

The Board passed the following resolution:

The Board approve the appointment of Anne Adams as Chair of the Corporation until 31 July 2011.

Anne Adams rejoined the meeting and thanked colleagues for their support.

The nomination for Vice Chair was supported by the members. Members considered the term of office and agreed to resolve a 1 year term. The Clerk suggested that during the next 12 months discussions around future succession plans would need to be undertaken.

The Board passed the following resolution:

The Board approve the appointment of Marianne Howarth as Vice Chair of the Corporation for a period of one year.

4. **MINUTES FROM THE MEETING HELD ON 22 JULY 2009**

The minutes from the meeting of the 22 July 2009 were reviewed by the Board. The Board passed the following resolution:

The Board approve the minutes of the meeting held on 22 July 2009 for publication.

5. **MATTERS ARISING**

Item 15: An update was given on the work undertaken on risk management since the July meeting with the new Internal Audit Service. The new approach would be discussed further at Audit Committee in November and returned to the Board in December.

6. **PRINCIPAL'S OVERVIEW**

The Principal outlined recent items of exceptional interest including the summer works programme, a safeguarding incident and the Clarendon emergency evacuation which occurred in October. Members noted the news and events which were also outlined in the report and the international visits undertaken by staff.

Members congratulated staff on the speed and efficient handling of the Clarendon emergency. Members noted the report.

7. **ENROLMENTS OVERVIEW**

The report outlined the synopsis of the current year's enrolment data to date. Members noted the positive position of full time enrolments being 408 over target. Part time enrolments were seen to be in line with expectations and prior year trends and the College was confident of achieving full year targets by the end of the year. HE enrolments were slightly behind target which was expected to result in a small £50k clawback in year.

Members discussed the areas of over enrolment of full time students. Construction and Creative Industries accounted for the majority of the over enrolments. The implications of the increase in student numbers were explored.

Cllr Mick Newton raised a specific concern that the impact of such large numbers of students at Basford Hall would affect the student experience and success rates and may ultimately lead to funding being withdrawn from the College placing the future of Basford Hall at risk.

Management considered appropriate actions had been taken to address the issue of the learning experience by providing additional workshop space and more flexible timetabling.

Further actions were ongoing to ensure adequate assessment space was available later in the year and the situation would be monitored carefully through school reviews during the year. Management did not consider the over enrolment would place the future of the College at risk, the College was responding to the needs of the local economic situation and providing courses to meet learner demand.

Members considered the risk in terms of finance, capacity, entry levels of students, success rates and reputational risk and concluded that management had reacted appropriately to the increase in demand and had mitigated the risks presented. The Board considered it appropriate to keep the position under review.

The report was noted.

8. COLLEGE FOUNDATION - UPDATE

Members received the report on the development work to date on the creation of a College Foundation. The report proposed the background work continue on the legal structure of the Foundation but the progressive development of the project be slowed down whilst other priorities in management time were undertaken.

Members sought clarity and assurance that appropriate ring fencing of funds raised would be undertaken and that existing donors to the fund be kept fully informed. Members requested an update report to the Board in March 2010. The Board passed the following resolution:

The Board note the contents of the report and agree to postpone the development of the College Foundation pending the outcome of the discussions with South Nottingham College.

9. REVISED OUTTURN 2008/09

The current expected outturn for the year ended 31 July 2009 was reported to the Board. Members noted the underlying surplus was expected to be £1,532k, with a UK GAAP deficit of £278k. The improvements to the position were the result of additional Train to Gain funding and cost savings in devolved budgets. The external audit of the Financial Statements had commenced for reporting to the December Corporation meeting. Colleges nationally were still awaiting guidance from the LSC on the assurance they will provide for the external audit with regard to funding.

Members noted the report.

10. PAY AWARD 2009/10

The report detailed the progress in agreeing the pay award for 2009/10. Members noted the national agreement was 1.5% which UNISON had accepted but UCU had rejected nationally. UCU are progressing with a national ballot for industrial action.

Members noted the worsening of pay parity between schools and FE and the regrettable effect on students if UCU take industrial action. Members noted the past practice of the College of holding back pay awards to staff if unions were in dispute with management. The Principal proposed that the financial improvements achieved in 2008/09 had been contributed to by staff and the progress in year of the changes in terms and conditions of service demonstrated that departing from past practice was acceptable and members should support the recognition of the achievements of all staff by implementing the pay award of 1.5% universally.

The Staff Governors considered this to be a positive gesture which would be welcomed by staff.

The Board passed the following resolutions: (the vote recorded one abstention)

The Board approve the nationally agreed pay award of 1.5% to all staff.

The Board agree to pay this award to staff in November 2009 backdated to 1 August 2009.

11. RECOMMENDATIONS FROM THE SAFEGUARDING COMMITTEE

The report was deferred from the July meeting and outlined the actions and recommendations from the first Safeguarding Committee held on 7 July 2009. The revised Safeguarding Policy had been approved by the Chair via the delegated authority given at the July Board meeting to ensure staff were using the revised and updated policy from the start of the academic year.

The recommendations from the Safeguarding Committee included undertaking CRB checks for all governors and engaging governors in an online awareness session on safeguarding. Members discussed how these initiatives were embedded throughout the organisation and recognised the significance of ensuring the importance of safeguarding was led from the top.

The Board passed the following resolutions:

The Board note Chairs Action in relation to the Safeguarding Policy.

The Board approve CRB checking of all governors.

The Board approve the same process be adopted for governors as other staff for undertaking checks

The Board commit to undertaking the mandatory on-line staff training on safeguarding.

12. RECOMMENDATIONS FROM COMMITTEES

Members reviewed the recommendations made by the Standing Committees of the Board prior to the meeting. The Board considered each recommendation in turn and passed the following resolutions:

Search

- **The Board approve the re-appointment of Delroy Brown from 15 December 2009 for a term of office to end on 31 July 2013. The Committee recommended his continued membership on the Standards Committee.**
- **The Board approve the re-appointment of Carol Parkinson from 9 March 2010 for a term of office to end on 31 July 2012. The Committee recommended her continued membership on the Standards Committee and Chair of Search Committee.**
- **The Board note the annual assessment of the Committee.**

Audit

- **The Board approve the Annual Internal Audit Report for 2008/09**
- **The Board approve the internal audit plan for 2009/10**
- **The Board note the annual assessment of the Committee.**

13. ANNUAL REVIEW OF GOVERNANCE

Members received the annual review of governance arrangements as part of the governance self assessment process. Members noted the decision making arrangements and changes in year to Standing Orders and Terms of Reference. Members discussed the attendance statistics included in the report and noted the statistics excluding special meetings included for the first time. Members requested committee statistics be reported excluding Associate Members in future reports.

MN left the meeting at 19:10

The Board passed the following resolutions:

The Board confirm the Corporation's current decision-making arrangements.
(the vote recorded one abstention)

The Board note the annual report of attendance and annual report on Whistleblowing.

The Board approve the review of confidential items and agree to the item listed being released into the public domain.

CONFIDENTIAL ITEMS

Members of the Executive Management Team withdrew from the meeting.

14. REPORT FROM REMUNERATION COMMITTEE

The Principal introduced the section of the report detailing his performance against targets in 2008/09 and new targets for 2009/10 and withdrew from the meeting. Members supported the conclusions outlined in the report in relation to the Principal's performance against targets during the year commending the Principal for his leadership through a challenging year. Members discussed the proposed targets for the forthcoming year and requested these be made "smarter" to provide measurable achievements over time in addition to qualitative achievements. Members requested a 6 month review of targets to be undertaken by the Chair and/or Vice Chair and reported to Remuneration Committee in February 2010.

The Board passed the following resolution:

The Board approve the proposal in 2.6 of the report in relation to the Principal's targets for 2009/10.

The Principal rejoined the meeting along with the Director of External and Corporate Affairs. The Clerk withdrew from the meeting. The Director of External and Corporate Affairs acted as Clerk for the following item.

Members reviewed the report relating to the performance and targets of the Clerk and agreed with the conclusions reached by the Remuneration Committee. The Board suggested the wording of the performance measures relating to challenging board decisions be made clearer.

The Board passed the following resolution:

The Board approve the targets for the Clerk for 2009/10.

15. MINUTES OF THE REMUNERATION COMMITTEE

The confidential minutes from the committee were noted by the Board.

16. OUTCOMES FROM GOVERNOR RESIDENTIAL

A confidential minute was recorded for this item.

17. CONFIDENTIALITY OF BUSINESS

In accordance with section 17(2) of the Instrument of Government, members determined that the report and discussion under item 16 would remain confidential due to commercial sensitivity.

18. DATE OF NEXT MEETING

The date of the next scheduled meeting of the Board was noted as Wednesday 16 December 2009.

19. **MINUTES OF COMMITTEE MEETINGS**

The minutes of the committee meetings were noted by the Board.

21. **MANAGEMENT ACCOUNTS FOR JULY 2009**

The management accounts for July 2009 were noted.

The Chair closed the meeting at 8.20pm.

Signed: _____

Date: _____