

**MINUTES OF THE MEETING OF NEW COLLEGE NOTTINGHAM CORPORATION
HELD ON WEDNESDAY 22 JULY 2009 AT 5.30PM**

PRESENT:

Anne Adams - Chair	Apologies
Geoff Hall – Principal	✓
Richard Brackenbury	Apologies
Alex Brown	✓
Delroy Brown	✓
Trevor Cooper	✓
Lucy Dadge	Apologies
Christine Goldstraw	✓
Nigel Hallam	✓
Brian Hambidge	✓
Marianne Howarth	✓
Mick Newton	✓
Jonathon Oldham	Apologies
Carol Parkinson	✓
Tim Richmond	Apologies
Mike Storey	✓
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
Joanna Boulton	Director of HR
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.

1. APOLOGIES FOR ABSENCE

Apologies for absence had been received from the members listed above. The apologies were accepted by the Board. Due the Chair of the Corporation being unable to attend, the Chair for the meeting was taken by the Vice Chair of the Corporation, Marianne Howarth.

2. DECLARATIONS OF PERSONAL INTEREST IN AGENDA ITEMS

Trevor Cooper declared an interest in the agenda item 5. It was noted that all staff had a pecuniary interest in agenda item 10.

3. MINUTES FROM THE MEETING HELD ON 16 MAY 2009

The minutes from the meeting of the 16 May 2009 were reviewed by the Board. The Board passed the following resolution:

The Board approve the minutes of the meeting held on 16 May 2009.

4. MATTERS ARISING

Item 8: Although the minute relating to this item were to be agreed under the confidential section, members requested an update on the development of a University Technical College. It was noted that a meeting was scheduled to take place in September.

5. APPOINTMENT OF CORPORATION MEMBERS

The Chair invited Trevor Cooper to comment on the recommendation within the paper relating to his re-appointment before withdrawing. TC challenged the reasons for the recommendation made by the Search Committee with regard to residency and noted his

attendance was better than some members who were resident in Nottingham. Despite his challenge of the reasons for the recommendation, he offered to withdraw his application for re-appointment.

The Chair thanked TC for his comments and requested he withdraw from the meeting.

The Chair of the Search Committee outlined the process and key points discussed by the Search Committee. Members noted TC's valued contribution, attendance and commitment to the College but supported the conclusions of the Search Committee that living/working within the community the College served was important for the role of a governor. Members agreed to accept TC's offer to withdraw his application for re-appointment.

The Chair informed TC of the outcome of the discussion and TC returned to join the meeting.

The Clerk to the Corporation outlined the remaining recommendations for appointment for consideration by the Board. An additional paper was tabled detailing the outcomes of the interviews undertaken by the Search Committee on 15 July. The Board passed the following resolutions:

The Board appoint the following members:

- **Lucy Dadge for a term of office of three years until 31 July 2012**
- **David Nelson for a term of office of three years until 31 July 2012**
- **Karen Harrison for a term of office of four years until 31 July 2013**
- **Thulani Molife for a term of office of four years until 31 July 2013**

The Board ratify the appointment of the elected Student Union President and Vice President as student governors for the academic year to 31 July 2010.

The Board agree to the amendment of the Recruitment and Appointment Procedure to include living/working locally as a requirement of Board membership.

6. PRINCIPAL'S OVERVIEW

The Principal outlined recent national developments with regard to capital spending and Train 2 Gain funding. The resulting impact of the Train 2 Gain allocations for 2009/10 on the College's strategic plan was explored. Members noted the success of the 10th Anniversary Gala Dinner and thanked Val Mattinson and her team for their hard work in organising the event. The successes of staff and students recorded in the report were noted.

Members welcomed the invitations to attend various end of year events noting how positively these had been portrayed in the press.

Members noted the report.

7. FRAMEWORK FOR EXCELLENCE

The report outlined the changes that had occurred to the Framework for Excellence in recent months and the outcomes of the scores for 2007/08. The detail of the performance indicators had been reviewed by the Committees and actions put in place to ensure the 2008/09 data was robust. Members noted the decision by the LSC not to publish the data this year.

The report was noted.

8. EQUALITY AND DIVERSITY POLICY AND SINGLE EQUALITY SCHEME

Members received the full policy documents recommended by the Standards Committee for adoption following the public consultation of the Policy and Scheme. The results of the consultation indicated that stakeholders welcomed the development of these policies but that their format was lengthy and in places repetitive. It was the College's intention to

implement the policies using different formats and styles for different audience groups. This was welcomed by the Corporation. Members noted the concerns expressed during the consultation but supported the adoption of the comprehensive Policy and Scheme to ensure the College was fully compliant with current and future equality legislation.

Ongoing monitoring of equality and diversity would occur through the Standards Committee with an annual report presented to the Board. The Board passed the following resolution:

The Board approve the Equality and Diversity Policy and Single Equality Scheme.

9. STRATEGIC VISION FOR THE COLLEGE

The report outlined background information on the development of the College vision and strategic plans to help inform developments at the October residential. The process of the development of a clear strategic plan was accepted by the Board and members considered the College foundation should be incorporated into the strategic planning. Members would also receive copies of the Milburn Report published earlier that week for information.

Members commented on the style of the report finding it difficult to decipher key points, but considered the information was important to read and understand before the October residential.

Members noted the report.

10. PAY AND HARMONISATION

The Director of HR presented the detail of the pay harmonisation proposal for teaching staff and the harmonisation of employment conditions and contracts for support staff which was discussed in detail by the Finance and Resources Committee. The F&R Committee recommended the adoption of both of the proposals considering these important to clarify for the future of ncn in its 10th anniversary year.

The proposal came with affordability clauses. Members congratulated management for negotiating progression in these areas with the Unions. The Board passed the following resolutions:

The Board approve the proposal to implement fully the harmonisation pay scale for lecturers under the terms detailed in the report.

The Board approve the proposal to harmonise the terms and conditions of employment of all Business Support Staff.

11. ESTATES STRATEGY

Members were updated as to the current position of the capital funding. Members noted that no future grant funding was likely and that new and innovative funding solutions would have to be found. Management were working on a revised Estates Strategy, at refurbishing existing learning spaces and realising assets where possible. Members discussed the future relationship with the City Council and explored the possibilities of working in partnership with the City Council and being at the forefront of redevelopment in Nottingham. Members noted the long running history of trying to move the Estates Strategy forward and were mindful of retaining control while finding a way forward. The revised Estates Strategy would be considered again at the meeting in October.

Members noted the report.

12. FINANCE REPORT

The Executive Director of Funding and Finance presented the financial position to the end of May 2009 compared to the original budget and mid year forecast as agreed by the Corporation. Members noted that performance was in line with the mid year forecast underlying surplus position of £1m however it was noted that due to the expectation that the

pension costs would be increased even further in year, that the UK GAAP position would be £692,000 deficit.

Members noted the uncertainties remaining around the final income achieved through Train 2 Gain but were pleased to note that the overall funding position was in line with expectations.

Members noted that the June management accounts had been circulated to members outside of the meeting and reported the same outturn position.

Members noted the report.

13. ANNUAL BUDGET 2009-10 AND FINANCIAL FORECAST

Members received a presentation indicating the funding allocation for 2009/10 and the risk profile of the funding streams. The overall funding allocation for 2009/10 was expected to increase from £49.1m to £49.7m. The overall underlying operating position through the forecast period showed a steady surplus, demonstrating a well managed budget. The expectation was that pension costs of the Local Government Pension Scheme (LGPS) to be accounted for under UK GAAP financial reporting would increase further during the forecast period due to the economic situation. The resulting actuarial review during the forecast period may result in higher employer's contribution rates to address the LGPS deficit. These issues were outside of the Board's control and remained static in the forecast figures.

In accordance with LSC guidance, members noted that the forecast did not account for any capital transactions. The forecast did however take account of the College's revolving credit facility which was due to cease in July 2010. Members noted that the repayment of this facility did not affect the College's "good" financial health category but affected the level of cash reserves and resulted in net current liabilities. The forecast assumptions indicated by the LSC guidance had been followed in developing the 3 year forecast. Members noted the risks within the forecast around future funding streams.

The Board passed the following resolution:

The Board note the contents of the report and

- **approve the budget for 2009/10;**
- **approve the financial forecast to 2011/12.**

14. STAFF GOVERNORS REPORT

The staff governors presented the key issues from the report. The introduction of the Teaching and Learning Conference during staff development week had been well received by staff and the Support Staff Presentation events equally well received. Members noted the concerns from the Trade Unions with regard to stress and work levels but welcomed the improved industrial relations to establish progress in these areas.

15. RISK MANAGEMENT ANNUAL REPORT

The detail of the annual review of risk management had been discussed in the Audit Committee. The risk management strategy for 2009/10 had been approved and recommended to the Corporation. The main change from the previous year's strategy was in the scoring of the risks within the risk register. The revised risk register was reviewed by members and it was noted that a further re-categorisation was taking place following a rigorous "test" of the robustness of the register by the Executive. A further risk register would be re-submitted to the Board in October. The Board passed the following resolution:

The Board note the contents of the report and approve the Risk Management Strategy and 2009/10 Risk Register on an interim basis until it is resubmitted to the Board.

16. **RECOMMENDATIONS FROM COMMITTEES**

The Clerk 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:

Standards Committee:

- **The Board approve the revised terms of reference for the Standards Committee.**

Audit Committee:

- **The Board appoint Tenon as the College's Internal Audit Service from 2009/10 for 3 years (extendable to 5 years).**
- **The Board appoint KPMG as the College's Financial Statements Auditor from 2009/10 for 3 years (extendable to 5 years).**

Search Committee:

- **The Board approve the Guidance on Governor Attendance.**
- **The Board approve the Guidance on Governor Expenses.**

F&R Committee:

- **The Board approve the assets and liabilities of Visions Learning Ltd be transferred and all contracts novate to the College with effect from 1 August 2009.**
- **The Board approve the application to admit NCNPS to the ncn VAT Group be submitted to HMRC.**
- **The Board approve the assets and liabilities of NCNPS Ltd be transferred and all contracts novate to the College as soon as possible following the approval of the HMRC VAT Group.**
- **The Board approve the dissolution by application to Companies House of both subsidiaries at the earliest opportunity.**
- **The Board approve the Disability Leave Scheme.**

Members were asked to also consider the recommendations from the Safeguarding Committee circulated separately to the main papers. As some members had not received the separate paper it was agreed for the recommendations to be considered at the next meeting and for the Chair to take any necessary action considered necessary in the intervening period.

17. **CONFIDENTIAL MINUTES**

The Board reviewed the confidential minutes from the meetings of 25 March 2009 and 16 May 2009. The Board passed the following resolution:

The Board approve the confidential minutes from the meetings of 25 March 2009 and 16 May 2009.

18. **CONFIDENTIALITY OF BUSINESS**

It was determined that no items were confidential with the exception of the confidential minutes approved in item 17 above.

19. **SCHEDULE OF MEETINGS 2009-10 AND DATE OF NEXT MEETING**

The schedule of meetings for 2009-10 was presented to the Corporation. Due to the number of changes in membership a revised committee membership was discussed for 2009-10. The Board passed the following resolutions:

The Board accept the meetings schedule for 2009/10.

The Board appoint Lucy Dadge as Chair of the Audit Committee and Tim Richmond as Chair of the Finance and Resources Committee.

The date of the next scheduled meeting was noted as 21 October 2009. The governors residential was confirmed as 2/3 October 2009.

20. MINUTES OF COMMITTEE MEETINGS

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

21. MANAGEMENT ACCOUNTS FOR MAY 2009

The management accounts for May 2009 were noted.

The Chair closed the meeting at 7.30pm.

The Chair thanked those members who were leaving the Corporation for their service, contribution and commitment to the College. Presentations were made to Trevor Cooper, Mike Storey and Christine Goldstraw.

Signed: _____

Date: _____