



**MINUTES OF THE CORPORATION MEETING HELD ON
MONDAY 18 JULY 2016 AT 5.00 PM
IN THE BOARD ROOM AT THE ROUNDHOUSE**

Present: Janet Morgan (*Chair*), Jack Atwal, Charlie Baker, Nick Freeman, Jonathan McCluskey, Graham Schuhmacher, Kevin Slack, Mandie Stravino

In attendance: Michael Ford, Lesley Hatton April Hayhurst, Heather Simcox, Anita Straffon
Rose Matthews (Clerk)

		Action	Date
88/15-16	Apologies for absence Apologies for absence were received and accepted from Philip Dover, Rebena Sanghera and David Williams.		
89/15-16	Declarations of interest, confirmation of eligibility and quorum All members were eligible and the meeting was quorate. There were no new declarations of interest made.		
90/15-16	Minutes of the previous meeting The minutes of the meeting held on 23 May 2016 were approved and signed as a true and accurate record.		
91/15-16	Matters arising		
72/15-16	The Financial Controller would present the budget under the main agenda of today's meeting.		
76/15-16	An updated report on the provision of insurance would be presented later in the meeting.		
92/15-16	Appointment of Chair and Vice Chair The Clerk informed members one expression of interest for Chair had been received from Janet Morgan. Members were unanimous in appointing Janet as Chair for two years until 31 July 2018. One expression of interest had been received for Vice Chair from David Williams. Members were unanimous in appointing David as Vice Chair for two years until 31 July 2018.		
93/15-16	Chief Executive Update; including: Government Policy The CEO provided a policy update via a presentation, which included the following: <ul style="list-style-type: none">• Government cabinet changes: A new Secretary of State for Education, Justine Greening appointed. The Department of		

	Action	Date
<p>Business Innovation and Skills split into other departments and further education moved to the DfE.</p> <ul style="list-style-type: none"> • The Higher Education White Paper (May 2016) and the opportunities this presented. • The Skills White Paper (July 2016) and the implications and opportunities arising from this. • A further update on Area Based Reviews (ABRs) was provided following the CEO's attendance at the AOC regional governors meeting. D2N2 was scheduled to be in Wave 5 - due to commence in November 2016. Preparatory work continued, including mapping to indicators and benchmarks. The College's performance against the ABR indicators for gearing ratio, staff costs and surplus were shared. The second Strategy Committee, which looked at the ABR took place on 14th July 2016. • The Apprenticeship Levy and its impact. • Changes to Ofsted leadership with Amanda Spielman replacing Sir Michael Wilshaw as the new Chief Inspector and consultations launched on campus grades and removing the "outstanding" grade. • The CEO shared headline events/activities that had taken place since the last meeting. 		
<p>94/15-16 Key Performance Indicators</p> <p>The Business Improvement Director presented the KPIs with all measures in scope.</p> <p>Actual retention overall was one percentage point up against 2014/15, although one percentage point down against target. It was noted these were ambitious targets and compared to national average academies were on, or above, where they should be.</p>		
<p>95/15-16 2016-17 Budget and Financial Forecast, including</p> <ul style="list-style-type: none"> • Governing Body's assessment plan in line with the Financial Planning Handbook checklist <p>The Financial Controller presented a proposed budget for 2016/17 and sought the Corporation's approval ahead of submission to the SFA by the deadline of 31 July 2016.</p> <p>The Corporation Chair and the Chair of the Audit Committee, along with the CEO, and members of the senior team had reviewed the financial forecast in depth and compared key lines with the detail in the Financial Planning Handbook checklist.</p> <p>Both the Corporation Chair and the Chair of Audit Committee acknowledged the challenging, but not unreasonable income target, and had fully assessed and questioned each line to understand some assumptions.</p> <p>Appendix D provided anticipated out-turn for the current year, along with the budget for 16-17 and the forecast for 17-18 mapped against the Area Review benchmarks, which showed a positive</p>		

	Action	Date
<p>picture for the 16/17 budget and moving towards a healthy score in 17/18.</p> <p>The Board approved the budget for 2016/17 acknowledging guidance contained within the Financial Planning Handbook checklist.</p> <p>The Board approved the capital expenditure limit for 2016/17, including the authority to lease where beneficial to the College.</p> <p>The Board approved the sub-contractor proposal for 2016/17, including any subsequent increases to reflect final rollover values.</p> <p>The Board approved the financial forecast for 2017/18.</p> <p>The Board noted the benchmarking information and were satisfied with the College's plans.</p>		
<p>96/15-16 Sub-contracting</p> <ul style="list-style-type: none"> • Sub-contracting Report • Sub-contracting Policy and Procedures <p>The Board noted the progress update regarding sub-contracting. As these were in-year figures success rates would improve as many students were still in learning. The final report would be presented later in the year.</p> <p>The Board approved the Sub-contracting Policy and Procedures which had been reviewed and updated.</p>		
<p>97/15-16 Learner Financial Support Policy, Procedure, Guidelines and Documents</p> <p>There had been no major changes to the Learner Financial Support Policy, Procedure, Guidelines and Documents with the exception of update of the Learner Loan and Advance Learner Loan facilities.</p> <p>The Board approved the Learner Financial Support Policy, Procedure, Guidelines and Documents.</p>		
<p>98/15-16 Financial update including;</p> <ul style="list-style-type: none"> • Management Accounts May 2016 <p>The Financial Controller presented the Management Accounts for May 2016.</p> <p>The £158k variance related to the lack of growth funding awarded for 16-18 apprenticeships income. However, the College was still on track to achieve the end of year position.</p> <p>The budget - which was approved last year, agreed to defer the decision to pay increments to staff on an incremental pay scale, until the July 2016 management accounts had been received and end of year performance known. If targets had been achieved, or exceeded, then the increments would be paid. The figures presented included provision for the increments.</p> <p>Subject to the July accounts showing the budget had been achieved, the Board approved the payment of increments to</p>		

		Action	Date
	<p>staff, backdated to the start of the current year. The Board agreed to take this approach moving forward to the 2016-17 academic year.</p>		
99/15-16	<p>Strategic Risk Monitoring</p> <p>The Business Improvement Director provided Members with an update on the 'high' priority risks identified in the Corporate Risk Register and a summary of current litigation action being taken against the College.</p> <p>Nick Freeman asked that further detail be included relating to health and safety matters. The Business Improvement Director agreed to include further detail.</p>	MF	Oct '16
100/15-16	<p>Freedom of Information Report</p> <p>The Director of Corporate Affairs provided a report detailing a summary of Freedom of Information (FOI) requests for 2015-16 for members' information. Members noted responses complied with guidelines.</p>		
101/15-16	<p>Report from the Audit Committee held on 11 July 2016</p> <ul style="list-style-type: none"> • Appendix 1 – Draft minutes of the Audit Committee meeting held on 11 July 2016 • Appendix 2 – Procurement Regulations and Tendering Policy <p>The Chair of the Audit Committee provided an update following the Audit Committee meeting of 11 July 2016.</p> <p>The Committee was pleased to welcome Jack Atwal as a new member to the Committee.</p> <p>The Procurement Regulations and Tendering Procedures were reviewed and recommended for approval.</p> <p>The Board approved the Procurement Regulations and Tendering Procedures.</p> <p>The Committee, following presentations on 16 June, recommended ICCA be appointed as Internal Auditors for the College.</p> <p>The Board approved the appointment of ICCA as Internal Auditors for Derby College for .</p>		
102/15-16	<p>Report from the Search and Governance Committee held on 8 July 2016</p> <ul style="list-style-type: none"> • Appendix 1 – Draft minutes of the Search and Governance Committee meeting held on 8 July 2016 • Appendix 2 – College Code of Conduct for Corporation Members • Appendix 3 – Updated Standing Orders • Appendix 4 – Conflict of Interest Policy <p>The Corporation Chair shared a summary of the Search and Governance meeting held on 8 July 2016.</p> <p>The Committee recommended the Term of Office for Janet Morgan and David Williams be extended for a further two years.</p>		

	Action	Date
<p>The Board approved the recommendation to extend the Term of Office for Janet Morgan and David Williams for a further two years to 31 July 2018.</p> <p>The Committee, following consultation with the Chair of Audit Committee recommended Rosslyn Green (the Audit Committee Co-opted Member) be appointed for a further two years.</p> <p>The Board approved the recommendation to extend the Term of Office for Rosslyn Green (Co-opted Member) for a further two years to 31 July 2018.</p> <p>Following agreement at the meeting the Chair had spoken with Nick Freeman subsequently, and therefore recommended Nick's term of office be extended for a further two years.</p> <p>The Board approved the recommendation to extend the Term of Office for Nick Freeman for a further two years to 31 January 2019.</p> <p>Following the ill health of Richard Brewell, it was agreed to defer his membership until a suitable time when Richard would be able to re-join the Board.</p> <p>The Clerk advised Tim De Ville had been appointed as the staff representative for the Board for 2016-17.</p> <p>Appendix 2: Derby College Code of Conduct for Corporation Members</p> <p>The Committee recommended the adoption of the revised Derby College Code of Conduct. The main changes were highlighted and specifically related to the revised financial memorandum from the Skills Funding Agency.</p> <p>The Board approved the adoption of the revised Derby College Code of Conduct for Corporation Members.</p> <p>Appendix 3: Derby College Corporation Standing Orders</p> <p>The Committee recommended the adoption of the revised Derby College Corporation Standing Orders. The main revisions related to the update of Standing Order 4 and updated appendices.</p> <p>The Board approved the adoption of the revised Derby College Corporation Standing Orders.</p> <p>Appendix 4: Conflict of Interest Policy</p> <p>The updated Conflict of Interest Policy which contained minor revisions was recommended for approval by the Board.</p> <p>The Board approved the revised Conflict of Interest Policy.</p>		
<p>103/15-16 Report from the Curriculum and Quality Committee held on 9 June 2016</p> <ul style="list-style-type: none"> • Appendix 1 – Draft Minuets of the Curriculum and Quality Committee held on 9 June 2016 • Appendix 2 – Summary organisational QPR 		

A report from the Curriculum and Quality Committee was presented highlighting the main points discussed at the meeting, which included scrutiny of:

- the Organisational QPR
- Senior Leaders' Summary QPRs
- The Quality Improvement Plan
- Self-Assessment Timeline
- Curriculum Planning Cycle

Action	Date
--------	------

Staff and student members left the meeting.

Signed: _____ Date: _____