



**MINUTES OF THE CORPORATION MEETING HELD ON  
MONDAY 12 DECEMBER 2016 AT 5.00 PM  
IN THE BOARD ROOM AT THE ROUNDHOUSE**

Present: Janet Morgan (*Chair*), Tim de Ville, Phil Dover, Nick Freeman, Gary Malcolm, Jonathan McCluskey, Graham Schuhmacher, Kevin Slack, Simon Smith, Mandie Stravino, David Williams

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

		Action	Date
25/16-17	<b>Apologies for absence</b>  Apologies for absence were received and accepted from Jack Atwal.  The Chair announced the resignation of Charlie Baker, former President of the Student Union and welcomed Gary Malcolm, Acting President to his first meeting of the Board.		
26/16-17	<b>Declarations of interest, confirmation of eligibility and quorum</b>  All members were eligible and the meeting was quorate.  David Williams declared Geldards were completing the legal services tender for the College.  There were no further new declarations of interest.		
27/16-17	<b>Minutes of the previous meeting</b>  The minutes of the meeting held on 10 October 2016 were approved and signed as a true and accurate record.		
28/16-17	<b>Matters arising</b>		
05/16-17	The CEO confirmed she had raised with the LEP.		
29/16-17	<b>Chief Executive Update</b>  The CEO provided a policy update, which included the following: <ul style="list-style-type: none"><li>• The Autumn Statement focussing on the skills devolution;</li><li>• The Ofsted Annual Report for 2015-16 – which included a case study of Derby College's</li></ul>		

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<p>partnerships with employers through the employment and skills academies;</p> <ul style="list-style-type: none"> <li>• The Area Based Review – highlighting Derby College’s position against other colleges in the D2N2 region;</li> <li>• Key events the CEO and senior team had attended since the last Board meeting.</li> </ul>		
<p><b>30/16-17 Strategic Plan</b></p> <p>The Deputy CEO presented the headline Strategic Plan for 2017-2020. This had been developed from the Strategy Working Group and the Governors’ Strategy Development Day in September, and through wider consultation.</p> <p>Graham Schuhmacher suggested the mission should be simpler, and this was agreed.</p> <p>Any additional comments were to be sent to the Deputy CEO prior to 16<sup>th</sup> December 2016.</p> <p><b><i>The Board approved the headline Strategic Plan subject to any feedback received by Friday 16<sup>th</sup> December 2016.</i></b></p>		
<p><b>31/16-17 Health and Safety Annual Report 2015-16</b></p> <p>The Environmental Compliance Manager joined the meeting to present the Health and Safety Annual Report for approval.</p> <p>The key headlines within the report related to completion of the OHSAS 18001 action plan, producing a robust anti-terrorism plan; approval and implementation of the College’s Carbon Management Plan and implementation of an online health and safety training package; along with CCTV operator training for Campus Operations Managers.</p> <p>Graham Schuhmacher asked the Environmental Compliance Manager to include the number of accidents per student and Simon Smith asked that good spots, as well as, near misses be included.</p> <p><b><i>The Board approved the Health and Safety Annual Report subject to the incorporation of the aforementioned requests.</i></b></p> <ul style="list-style-type: none"> <li>• <b>Health and Safety and Welfare at Work Policy</b></li> </ul> <p>The Health and Safety and Welfare at Work Policy had been updated, the only change related to the Deputy Principal Education and Learner Experience’s title change.</p> <p><b><i>The Board approved the Health and Safety and Welfare at Work Policy.</i></b></p>		

32/15-16

**Report from Curriculum and Quality Committee held on 29 November 2016**

The Chair of the Curriculum and Quality Committee shared his report from the meeting held on 29 November 2016. The meeting commenced with a presentation from the Head of Engineering, Business and Higher Education, which focussed on the Engineering Academy's work with key employers.

The main discussion points from the meeting were summarised, and included:

- GCSE and A Level re-marks and the impact of the English and maths re-takes on the students, particularly in relation to their morale.
- HE Self-Evaluation Document which was recommended to the Board for approval.

***The Board approved the HE Self-Evaluation Document.***

The Committee had thoroughly reviewed the self-assessment report for 2015-16 and this was received for approval.

***The Board approved the College Self-Assessment Report 2015-16.***

The Chair of the Committee delivered an update following the recent Ofsted Inspection of Little Explorers Nursery. The Self-Evaluation Form was validated by the Curriculum and Quality Committee and presented to the Board for approval.

***The Board approved the Little Explorers Nursery Self-Evaluation Form.***

The Committee received the Equality and Diversity Annual Report for 2015-16, noted the revisions made to the Equality and Diversity Policy and recommended both for approval by the Board.

***The Board approved the Equality and Diversity Annual Report for 2015-16 and the revised Equality and Diversity Policy.***

The Organisational Quality Performance Review was shared with the Committee at their meeting and the Chair made reference to the Teaching and Learning Scorecard which closed at 1.8, which was an improvement on the previous year by 0.02.

Updates were provided on admissions for 2017-18, along with retention, achievement and apprenticeship overall success.

Action

Date

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<p>There had been 46 safeguarding disclosures during October and one Prevent referral made, which following investigation had been deemed as low risk.</p>		
<p><b>33/16-17 Key Performance Indicators</b></p> <p>The Business Improvement Director presented the KPIs which were above target and that of last year's performance at this stage in the year.</p> <p>Simon Smith questioned the 16-17 target against actuals and said he did not feel they were ambitious enough. The Director of Business Improvement said this was a formatting error with the graph colours and confirmed all targets were above the previous performance.</p>	MF	13/03/17
<p><b>34/16-17 Report from the Audit Committee, including;</b></p> <p>The Chair of the Audit Committee announced the change in Internal and External Auditors with ICCA, commencing as Internal Auditors in September 2016 and BDO, as External Auditors from January 2017.</p> <p>The Chair of the Audit Committee summarised discussions at the meeting of the Audit Committee on 16 November, which included the Internal Audit Annual Report 2015-16. The report contained one green and two amber ratings for reviews undertaken during the year. The Internal Auditors had confirmed they were satisfied the College had, or were in the process of mitigating all risks.</p> <p>The Internal Audit Assurance Plan for 2016-17 was received at the Committee from ICCA. The Committee recommended the Board approve the comprehensive Assurance Plan 2016-17, which focussed on broader risks from the Risk Register.</p> <p><b><i>The Board approved the Assurance Plan 2016-17.</i></b></p> <p>The Chair of the Audit Committee summarised discussions at the meeting of the Committee on 16 November 2016, at which the External Auditor, KPMG, provided a verbal report on the progress of the external audit. A few key areas were outstanding and it was noted the year had been challenging due to the introduction of the new accounting standards FRS102 – which had led to delays across the sector. The Auditors were expected to make an unqualified opinion, confirm with the management letter and recommend to Corporation for approval. However, one final query relating to the re-evaluation of land had led to further delays and the CFO confirmed the College's Valuer was in discussion with the External Auditor's Valuer to reach an agreement on the overall valuation of land – at which point the Financial Statements could be finalised.</p>		

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<p>The Audit Committee's Draft Annual Report to Corporation was presented, and would be finalised with the Management Letter.</p> <p>The Terms of Reference for the Audit Committee were reviewed and no changes proposed.</p> <p><b><i>The Board approved the Terms of Reference for the Audit Committee for 2016-17.</i></b></p> <p>The Chair also announced Simon Smith would be joining the Audit Committee from January 2017.</p> <p>The Committee recommended adoption of the following revised policies:</p> <ul style="list-style-type: none"> <li>• Treasury Management Policy</li> <li>• Prevention, Detection, Reporting of Fraud and Corruption Policy</li> <li>• Anti-Money Laundering Policy</li> <li>• Bribery Policy</li> <li>• Travel and Subsistence Policy</li> <li>• Risk Management Policy</li> </ul> <p><b><i>The Board approved the Treasury Management Policy, Prevention, Detection, Reporting of Fraud and Corruption Policy, Anti-Money Laundering Policy, Bribery Policy, Travel and Subsistence Policy and the Risk Management Policy.</i></b></p>		
<p><b>35/16-17 Members' Report and Financial Statements 2015-16</b></p> <ul style="list-style-type: none"> <li>• <b>Management Letter</b></li> <li>• <b>Representations Letter and College Accounts</b></li> <li>• <b>Representations Letter and MBS Accounts</b></li> </ul> <p>CFO presented the draft Financial Statements for 2015-16, along with the draft Management Letter from the External Auditors, KPMG.</p> <p>The CFO explained the Financial Statements included the re-valuation, which had been discussed in the previous item, and the higher pensions liability. The CFO added the final deficit figure of £3,187k would not change.</p> <p><b><i>The Board approved the Management Letter, Representations Letter and College Accounts subject to the final £3,187K deficit figure remaining unchanged.</i></b></p>		
<p><b>36/16-17 Financial update, including;</b></p> <ul style="list-style-type: none"> <li>• <b>Sub-contracting</b></li> </ul> <p>The CEO provided an update on the Growth Funding Submission for 16-18 Apprenticeships and the inclusion of additional franchise activity.</p>		

The College had sought to minimise partnership activity in 2016-17 and approval was given to work with three partners. One of these partners found an alternative source of income. Therefore, the CFO sought approval for the College to work with White Rose, who had roll-over provision with the College during 2016-17, and to increase this to £1.25m.

***The Board approved the expansion of partnership work with White Rose by £650k to £1.25m.***

- **Management Accounts for October 2016**

The Management Accounts for October 2016 were reviewed and noted by the Board.

**37/16-17 Report from the Students' Union Acting President**

The Acting Student Union President delivered a presentation to the Board summarising the Students' Union activity and shared the Core Aims of the Students' Union.

Key points of interest included;

- The SU had 170 FE and 20 HE student representatives;
- The SU had provided 110 hours of work experience for Pathway to Working Life students;
- The 2015 FE Post Induction Survey showed that 94% of the respondents found the Freshers' Fair useful;
- Fund raising for Children First, Derby and Cancer Research UK and collecting food for the Hope Centre;
- Two apprentices had been employed;
- The SU had registered for the Quality Students' Union;
- The SU was registering for the Green Impact Award;
- Involved in Area Based Review;

The Director of Business Improvement interjected that the National NUS saw Derby College's Students' Union as a pioneering union and cited as an example to other Students' Unions'.

- **Students' Union 2015-16 Accounts update**

The Director of Business Improvement explained under the new regulations the accounts were sent to the Shadow Trust Board to monitor and approve. At the last meeting the accounts were approved and showed a good position.

The Director of Business Improvement sought approval for the Deputy CEO and Deputy Principal – Education and Learner Experience to sit on the NUS Trust Board as representatives of the College.

	Action	Date
<p><b><i>The Board approved Deputy CEO and Deputy Principal – Education and Learner Experience to sit on the NUS Trust Board.</i></b></p>		
<p><b>38/16-17 Strategic Risk Monitoring</b></p> <p>The Director of Business Improvement summarised his report which detailed the high priority risks identified in the Corporate Risk Register and gave a summary of current litigation action being taken against the College.</p> <p>The three main risks identified related to the Finance function, which formed part of the External Auditors' recommendation; sub-contracting and the underperformance of learner loans, and VAT arrangements.</p> <p>Litigation against the College was discussed. The claim relating to SHS was currently being settled.</p> <p>No significant incidents relating to Health and Safety or Safeguarding had been reported.</p>		
<p><b>39/16-17 Public Values Statement 2015-16</b></p> <p>The Deputy CEO presented the updated Public Values Statement for approval. This had been reviewed to include key achievements from 2015-16, particularly in relation to the Ofsted Inspection and their findings.</p> <p><b><i>The Board approved the Public Values Statement for 2015-16.</i></b></p>		
<p><b>40/16-17 Report from the Strategy Committee</b></p> <ul style="list-style-type: none"> <li>• <b>Joint Venture Company</b></li> </ul> <p>The Chair informed the Board of developments with the Joint Venture Company. The Directors had been appointed and the Articles agreed.</p> <p>The next steps were to continue with the steering groups to review what areas savings could be identified in.</p> <ul style="list-style-type: none"> <li>• <b>Area Based Review</b></li> </ul> <p>There was no further information to add following the CEO's earlier update on the Area Based Review.</p>		

*Staff members left the meeting.*

Signed: \_\_\_\_\_ Date: \_\_\_\_\_