



**MINUTES OF THE CORPORATION MEETING HELD ON
MONDAY 22 JULY 2013 AT 5.00 PM AT NO 2 ROUNDHOUSE ROAD**

Present:

Janet Morgan (*Chair*), Sunny Chandhoke, Nick Freeman, Luke Harman, Lin Hinson, Debra Martin, Jonathan McCluskey, Brian Powell, Kevin Slack, Mandie Stravino (*Chief Executive*)

In attendance:

Andrew Hartley (*CFO*), Dawn Kemp (*Vice Principal*), John Landeryou, Heather Simcox (*Clerk*)

PART ONE - GENERAL MINUTES

101/12	Apologies for absence	Action	Date
	Apologies for absence were received from Tim Park and Lee Pratt.		
102/12	Declarations of Interest, Eligibility and Quorum		
	Debra Martin declared an interest in connection with item 15 and would leave the meeting when this item was discussed. All members were eligible and the meeting was quorate.		
103/12	Minutes of the last meeting		
	The minutes of the meeting held on 23 May 2013 were approved and signed as a true record.		
104/12.1	Matters arising		
48/12	Financial Regulations: The CFO reported a review and redraft of the financial regulations was underway.	CFO	Oct '13
93/12.2	Report from the Search and Governance Committee: Philip Dover, Peter Richardson and David Williams had accepted invitations to join the Corporation from 1 August 2013. Luke Harman had been appointed as Student governor, and Melanie Lanser as Staff governor.		
93/12.3	Code of Conduct: Actioned.		
97/12	Teaching, Learning and Assessment: Actioned.		
105/12	Report from the Search and Governance Committee		
	The Chair of the Search and Governance Committee reported on the Committee's meeting of 22 July at 4.30 pm. The Committee recommended Graham Schuhmacher MBE of Rolls-Royce PLC to join the board, for a two-year term from 1 August 2013. Graham's specialisms included Engineering, Manufacturing and Training.		
	The Corporation approved Graham's appointment from 1 August 2013 for a two year term.		
	The Clerk tabled a proposal for membership from 2013-14 and the		

Chair of the Committee went through the detail.

The proposal was approved, and in summary the Corporation agreed:

- **membership for 2013-14, including term expiry dates;**
- **to elect a Chair for 2013-14 at this meeting, and a Vice-Chair at the first meeting of 2013-14;**
- **to appoint Chairs and members of sub-committees at the first meeting of 2013-14.**

106/12 Report from the Audit Committee

The Chair of Audit Committee reported on their meeting of 26 June 2013. The Corporation agreed with the Audit Committee's proposal to retain the services of internal auditors in light of this no longer being a requirement stipulated in the imminent Joint Audit Code of Practice. The External Audit Plan and Strategy for 2012-13 was noted, as was a summary of the internal audit reports that had been undertaken and the draft internal audit annual report for 2012-13.

The Chair brought members attention to the Internal Audit Draft Plan for 2013-14 and highlighted a suggestion made by the internal audit firm for a governance review. Members considered this, alongside the outcome of the recent 'clarity of decision-making' review. The Corporation agreed to defer the decision on a governance review to later in the academic year.

Clerk

Dec '14

107/12 Derby College Subsidiary Companies and Derby College Education Trust

The Clerk outlined the contents of the report which was intended to bring members up-to-date in terms of the activities and compositions of MBS Ltd, Corporate College Ltd and Derby College Education Trust. Proposals made in the paper were considered and it was agreed:

Lin Hinson and Nick Freeman would become Directors of MBS Ltd and Corporate College Ltd, and would become Trustees of Derby College Education Trust.

108/12 Public Value Statement

Members were reminded of the background of the requirement to publish a 'Public Value Statement', and considered the draft put forward. Nick Freeman suggested some amends, which were agreed, and subject to these being incorporated, **members approved the Public Value Statement.**

109/12 Appointment of Chair

The Clerk informed members that one expression for Chair had been received from Janet Morgan. **Members were unanimous in appointing Janet as Chair for 2013-14.**

The position of Vice Chair would be appointed to at the beginning of 2013-14.

110/12 Strategic Risk Monitoring

The CFO updated members on current claims, which had already been reported, and of two new claims. Members queried the claims aspect, and noted the contents of the report and the risk register, which contained amendments to risk 2, 4 and 22. Lin Hinson queried if staff, who had previously left the College, via a redundancy scenario, returned as a consultant, or sub-contractor. Lin was assured the College avoided situations of this nature.

111/12 Report from the Chief Executive

The Corporation acknowledged the contents of the report. The latest position in the management accounts to May 2013 was noted, as was the year-end forecasted position which was showing improvement against the mid-year forecast position previously reported. **Members approved the amended Treasury Management Policy.**

John Landeryou asked if there were any substantial changes for students from September 2013, following national changes. The Vice Principal reminded members of the Study Programme introduction, and outlined the impact of this, which in summary focussed on a main qualification, employability skills and English and maths where needed. The curriculum was being modelled around English and maths needs. Members noted the introduction of the Personal Coach role across College, who would work with learners to track progress and support learners in achieving their goals. The College's Level 1 curriculum had been reviewed and a new model would be introduced to ensure learners developed socially, as well as improve their English and maths as required. Members noted the impact of Learning Walks, which had recently been introduced.

112/12 Teaching, Learning and Assessment

The Vice Principal highlighted movements from the last report, both positive and adverse. Retention figures were noted, which showed a decrease against the last report. The Vice Principal updated members on movements in those areas being reviewed by the Quality Boards. Learner Voice information contained within the report presented the position to date and more responses to questionnaires continued to come through. Members' attention was given to learner numbers in each faculty and consideration to the different aspects was discussed, with a focus on the Retail academy.

Members considered the outcomes of employer surveys, and particularly those where 100% satisfaction was shown. Members queried if appropriate questions were being asked, and if other questions should be posed in order to continually improve. Members acknowledged differences between learners and employer responses.

Jonathan McCluskey requested, and others agreed, an opportunity to visit the College and experience classes in action. This would be arranged.

Vice Principal Oct 2013

113/12 Key Performance Indicators

The Chief Finance Officer presented the KPI report and highlighted positive aspects in terms of learner numbers and explained variances against targets.

The Vice Principal explained attendance data and variances against targets. Retention data was noted, all lines of which showed an improvement on last year, although some lines fell below targets set by the College. Lesson observation summary data was noted and the impact of mentoring and coaching was credited as having a positive impact. Members noted teaching and assessing staff numbers. It was agreed data should include assessor information too.

Members' attention was brought to the Destinations page of the KPI report, and the CFO went over the detail which was a crucial measure of the College's value to learners and their progress. The role of the Personal Coaches, as mentioned earlier, would play a part in understanding learners' destinations.

**Vice
Principal**

Oct 2013

114/12 Draft Budget 2013-14 and Financial Forecast 2013-16

The CFO presented a proposed budget for 2013-14, which showed the College would generate an underlying surplus of around £0.25m. The College's property transactions for 2013-14 were noted, as was the cash to be generated from these. The College's financial health moving forward was explained. Amendment to the overdraft identified in table 2 was noted. The CFO outlined the forecast and underlying position for the following years.

The CEO highlighted that surpluses moving forward would come from commercial income that could then be re-invested into the College's main activities. The Chair shared comments posted in by Tim Park which confirmed his support of the budget.

Risks and sensitivities included fee income including 24+ loans, SFA income, increases in staff costs, and recruitment of 16-18 apprentices.

Credit was given to the HR Director and the Vice Principal and her team who had remodelled the curriculum for the coming year which had impacted upon the staff savings, both in-year and moving forward.

The Corporation approved the 2013-14 budget and noted the forecast for 2013-16.

John Landeryou brought members' attention to the news contained within the comprehensive spending review, which presented an adult funding reduction and targeted cuts for FE and Skills. The emphasis moving forward on English and maths was noted, and the difficulties this presented to FE colleges. An opportunity to offer provision for High Needs learners was noted. The chartered status for FE was considered together with the criteria to meet this.

115/12 Preferred Legal Services Providers

Debra Martin left the meeting.

The CFO outlined the background to the paper and his recommendation to review current practice in terms of the number of preferred legal services providers the College used. Members discussed the proposal in detail, and paid consideration to best value and the different offers and expertise of each firm. Query was raised over the control mechanisms in place for legal spend.

Members agreed to appoint Eversheds, Flint Bishop, Geldards and SGH Martineau as preferred legal suppliers from 1 August 2013 to 31 July 2016 on the basis of their respective specialisms and value offered.

Debra Martin re-joined the meeting. Nick Freeman left the meeting. The meeting was still quorate.

116/12 External Security Services

The CFO tabled a paper proposing the appointment of external security services to the College from 1 August 2013 for a period of three years, following a full tender exercise that had been undertaken.

The Corporation approved the appointment of Constant Security from 1 August 2013 for a period of three years.

117/12 Urgent Business

Luke Harman announced the SU had awarded life honorary membership to those four members retiring at the end of this academic year and presented Debra, Bill and Brian with their certificates.

The Chair reiterated her sentiments announced at the Peak Awards and thanked those members leaving the Corporation.

118/12 Date of next meeting

The meeting schedule for 2013-14 would be circulated.

Luke Harman left the meeting.

Part Two minutes are confidential for members of the Corporation only, excluding staff and students.

Signed: _____ Date: _____