



**MINUTES OF THE CORPORATION MEETING HELD ON
MONDAY 11 DECEMBER 2017 AT 5.00 PM
IN THE BOARD ROOM AT THE ROUNDHOUSE**

Present: Janet Morgan (*Chair*), Carl Anderson, Jack Atwal, Richard Brewell, Phil Dover, Nick Freeman, Mike Kapur, Pete Lewis, Jonathan McCluskey, Martyn Marples, Simon Smith, Mandie Stravino, David Williams

In attendance: Jon Fearon, April Hayhurst, Kate Martin, Heather Simcox, Rose Matthews (Clerk)

Pam Stanley (Minute number /17-18 only)

		Action	Date
26/17-18	Apologies for absence and introductions Apologies for absence were received and accepted from Graham Schuhmacher, Kevin Slack and Lee Pratt.		
27/17-18	Introductions and Welcome Introductions took place and the Chair welcomed Mike Kapur to the meeting.		
28/17-18	Declarations of interest, confirmation of eligibility and quorum All members were eligible and the meeting was quorate. There were no new declarations of interest.		
29/17-18	Minutes of the previous meeting The minutes of the meeting held on 30 October 2017 were approved and signed as a true and accurate record.		
30/17-18	Matters arising There were no matters arising.		
31/17-18	Health, Safety and Environment Annual Report Pam Stanley, the Environmental Compliance Manager, joined the meeting to present the Health, Safety and Environment Annual Report. Positive action taken during the year included establishing robust hostile attack procedures, with test exercises taking place in December 2016.		

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<p>The focus for 2017-18 would relate to ongoing implementation of the College's counter terrorism plan, focussing on a hostile intruder.</p> <p>Simon Smith referred to Health and Wellbeing and asked for more information on the work in this area.</p> <p>The Environmental Compliance Officer explained specific mental health first aiders had been trained for staff and students. The Intervention Support Team had been trained in mental health and wellbeing with regular CPD in place and there is a specialist mental health champion. Mindfulness training had been introduced and that would be further built on during the coming year. Families could access a counselling service provided within the College. The last Health and Safety meeting agenda focussed on mental health from a student perspective.</p> <p>Pete Lewis asked if the College compared itself with similar organisations. The Environmental Compliance Officer explained it was difficult to benchmark because the colleges were so different and diverse, but the College did benchmark through Landex and share best practice.</p> <p>Mike Kapur asked if there was anyway the information within the report could be assessed and embedded in the College's culture. The Environmental Compliance Officer explained through the Health and Safety Management Audit, she carried out confidential questionnaires to staff and there was also a health and safety inspection programme.</p> <p>The Deputy CEO explained some elements of the meeting structure had been reinvigorated with different forums focussing on health and safety with a culture that everyone is responsible and this had initially proved successful.</p> <p>The Environmental Compliance Officer left the meeting at 5.40 pm.</p>		
<p>32/17-18</p> <p>ESFA Letter: Derby College Financial Plan 2017-19 (including Dashboard)</p> <p>The ESFA had graded the College as good for 2016-17 and 2017-18 upon receipt of the College's Financial Plan. A final confirmation would be received upon the ESFA's receipt of the College's audited accounts.</p> <p>The Chair explained contractual pay increments had not been awarded to staff over the past two years which had secured the current financial position.</p>		
<p>33/17-18</p> <p>ESFA Letter: Standards of Governance and Accountability</p> <p>The Clerk presented a report to evidence the Board and College met the area of activity which was covered by</p>		

	Action	Date
<p>statute and /or the minimum expected by the principal regulators and funding agency outlined in the ESFA's Chief Executive's letter.</p> <p>The Board reviewed the actions outlined and were confident it satisfied the requirements laid out in the letter.</p> <p>34/17-18 Report from the Audit Committee, including</p> <ul style="list-style-type: none"> • Minutes of the meeting held on 28 November 2017 • Audit Committee Annual Report to Corporation <p>Martyn Marples presented the report from the Audit Committee held on 28 November 2017.</p> <p>A presentation on the risks and opportunities associated with the new education reforms was delivered.</p> <p>The Committee received the Annual Internal Audit Report for 2016-17 from the College's Internal Auditors ICCA, which helped to inform the Derby College Audit Committee's Annual Report for 2016-17 and was presented to the Board.</p> <p>The Committee received three Internal Audit Reports, and summarised the assurances these provided.</p> <p>The External Auditors presented their draft Management Letter which the Committee recommended to Corporation for approval.</p> <p>The Committee recommended the following policies for Corporation approval:</p> <ul style="list-style-type: none"> • Financial Regulations • Bribery Policy • Risk Management Policy • Cashflow Procedure <p>The Corporation approved the aforementioned policies.</p>		
<p>35/17-18 Members' Report and Financial Statements 2016-17</p> <ul style="list-style-type: none"> • Management Letter • Representation Letter and College Accounts • Representation Letter and MBS Accounts <p>The CFO outlined the underlying operating position which showed an improvement on the budget for the year.</p> <p>Members noted the contents of the letter of representation to BDO and were asked to approve the signing of the letter.</p> <p>Attention was drawn to the VAT and pensions liabilities, but there were no significant weaknesses identified in the Management Letter.</p>		

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	<p>The Corporation approved the Management Letter and Derby College Accounts and the signing of the Letter of Representation to BDO.</p> <p>The MBS AGM had taken place prior to the Corporation meeting, at which the accounts were presented. These showed an increased surplus. Turnover had reduced, but the quality had improved and generated extra margin.</p>		
	<p>The Corporation approved the MBS Accounts and the signing of the Letter of Representation for MBS to BDO.</p>		
36/17-18	<p>Management Accounts October 2017</p> <p>The CFO shared the Management Accounts for October 2017.</p> <p>The variance related predominantly to Apprenticeships which held an ambitious target. There had been indication across the sector that companies were not spending at the level that had been anticipated, although the College may have resisted such a trend. Overall to date the College remained in a reasonable financial position.</p>		
	<p>Martyn Marples asked that a narrative be included relating to the proposed action to address.</p> <p>It was noted that AH, HLS and JF held weekly meetings to review finance and the cost structure was being re-worked.</p>	JF	19/03/18
37/17-18	<p>Public Value Statement</p> <p>In line with the English Colleges' Financial Code of Governance a revised Public Value Statement was presented by the Deputy CEO for approval by Corporation.</p> <p>Jack Atwal asked if changes had been incorporated in line with the recently published State of the Nation Report. The Deputy CEO explained this reflected on the previous year, but would revise the Statement to add more information on the value the College added to those it supported.</p>		
	<p>The Corporation approved the Public Value Statement, subject to the revision.</p>	HLS	Dec '17
38/17-18	<p>Modern Slavery Statement</p> <p>The Deputy CEO presented the Modern Slavery Statement and covering report, outlining the obligations under the Modern Slavery Act (2015) to publish a statement for each financial year.</p> <p>It was noted the College had reviewed some of its practices and policies and awareness had been raised through training within the organisation.</p>		

	Action	Date
<p>Although the College did not deem itself to have a high-risk operation to modern slavery and human trafficking, its commitment to support human rights was reflected within the statement.</p> <p>The Corporation approved the updated Modern Slavery Statement for signature by the Chair.</p>		
<p>39/17-18 Report from Standards Committee</p> <p>The Chair of the Standards Committee presented a report following the meeting held on 21 November 2017.</p> <p>The Committee reviewed results analysis for 2016-17.</p> <p>The Chair had attended self-assessment review meetings for the Academy SARs over a two-day period, ahead of receiving the final SAR Report, key highlights of which were presented to the Committee, along with the Quality Improvement Plan by the Deputy Principal – Employer and Economic Affairs. The Chair had also attended Link Governor meetings prior to the Corporation meeting, with English and Maths Directors and the Head of the JWC which provided assurances the actions identified within the SAR and QIP were being addressed.</p> <p>A discussion took place in relation to students’ attainment on entry to the College in English and maths.</p> <p>The Corporation approved the Derby College Self-Assessment Report and Quality Improvement Plan.</p> <p>The Equality and Diversity Annual Report and Equality, Diversity and Inclusion Policy were recommended by the Committee for approval.</p> <p>The Corporation approved the Equality and Diversity Annual Report and Equality, Diversity and Inclusion Policy.</p> <p>The HE SED had been externally validated through the Peer Evaluation Group with no recommendations received.</p> <p>The Corporation approved the HE SED.</p> <p>The Residential SEF had undergone validation and received an outstanding grade. Landex had recently carried out a mock inspection with positive feedback, although the final report was still awaited.</p> <p>The CEO thanked the Committee Chair for the time and commitment to support the College Officers in scrutiny of the quality of delivery.</p>		

		Action	Date
40/17-18	<p>Student Governor update;</p> <ul style="list-style-type: none"> Student Voice <p>The Student Governor provided a summary of the Student and Academy Representative meetings, the Charity fundraising carried out and forthcoming student engagement activity.</p>		
41/17-18	<p>Key Performance Indicators</p> <p>The Deputy CEO presented the KPIs which had been reviewed in line with the new ambitions from the College's Three Year Strategy (2017-20).</p> <p>These focussed on external key measures. Corporation approved a methodology for setting targets and these were evidenced through the final outturn for 2016-17.</p> <p>While overall attendance was above target, attention was drawn to those areas reporting below the 87% target and the action being taken.</p>		
42/17-18	<p>Strategic Risk Monitoring</p> <p>The Deputy CEO summarised the Strategic Risk Monitoring 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>Two health and safety incidents were brought to Corporation's attention. Simon Smith questioned one of the incidents and the Deputy CEO agreed to investigate further.</p>	HLS	31/12/17
43/17-18	<p>Remote Approvals</p> <p>The remote approval of the following policies were ratified by the Corporation:</p> <ul style="list-style-type: none"> Health, Safety and Welfare at Work Policy Code of Conduct Grievance Policy Disciplinary Policy Probation Policy Performance Management Policy Recruitment and Selection Policy Capability Policy. 		

Staff and student members left the meeting.

Signed: _____ Date: _____