

**CORPORATION**

**MINUTES OF THE MEETING HELD ON 13 DECEMBER 2016**

**AT BISHOP BURTON COLLEGE AT 5.30 PM**

**PRESENT:** Ms J Richmond (Chair); Ms J Dawson (Principal & Chief Executive);  
Ms R Dunn; Mr R Ellison; Mr N Franklin; Ms M Grayson; Mr A Menzies;  
Ms F Owen (Vice-Chair); Mr D Turner;

**IN ATTENDANCE:** Dr M Honeywell (Clerk); Mr S Kelly (Finance Director)

**16.24 APOLOGIES FOR ABSENCE**

Mr R Rook and Mr A Ward.

**16.25 DECLARATIONS OF INTEREST**

Mr N Franklin reminded the Members that he was a partner at Rollits LLP who are engaged by the College to advise on various matters. However, Mr Franklin does not work on any matters in relation to the College.

**16.26 PRINCIPAL'S REPORT TO THE GOVERNORS – DECEMBER 2016**

The Members **RESOLVED** that the Principal's Report to the Governors should be considered confidential.

**Proposed:** Mr N Franklin

**Seconded:** Ms M Grayson

**(i) To receive and consider the Principal's Report**

The Principal took the Members through the report and Members questions are recorded in the confidential minutes.

The Principal's Report was **RECEIVED**.

**(ii) To consider and approve the College's Annual Report 2015/16.**

The Members considered and discussed the Annual Report.

The Members **APPROVED** the College Annual Report 2015/16.

**Proposed:** Ms R Dunn

**Seconded:** Mr R Ellison

**16.27 QUALITY REPORTS**

**(i) To receive and consider the Annual Health and Safety Report for 2015/16**

The Principal took the Members through the report which was considered by the Members. The Chair commented that it was encouraging that there was a downward trend in Health and Safety incidents.

The Health and Safety Report for 2015/16 was **RECEIVED**.

**(ii) To receive and consider the Annual Human Resources Report for 2015/16**

The Principal took the Members through the report and in response to a question from the Chair confirmed that the three dismissals listed in the report were not connected and there was no pattern. Two dismissals were of casual staff.

The Human Resources Report for 2015/16 was **RECEIVED**.

**(iii) To receive and consider the Quality Improvement Plan**

The Principal took the Members through the latest QIP noting that the report had already been to the Quality Improvement Committee (QIC) at a meeting attended by Mr Franklin. The Members considered the latest QIP. Mr Franklin then went through his observations at QIC.

The Quality Improvement Plan was **RECEIVED**.

**(iv) To consider and approve the College Self Assessment Report**

The Principal took the Members through the latest version of this report noting that the style and content of the report was based on the Ofsted Common Inspection Framework. One Member commented that she had recently attended a session on the teaching and assessment at the College and discussed how improvement from “good” to “outstanding” could be made.

In response to a Member’s question, the Principal explained that “blended learning” involved both classroom and non-classroom teaching, for example, some of the teaching is delivered through webinars. The Principal noted a push during the Area Based Reviews to reduce the amount of classroom time although in the College’s view classroom time is important both for practical teaching and raising standards.

The College Self Assessment Report for 2015/16 was **APPROVED**

**Proposed:** Mr A Menzies

**Seconded:** Ms F Owen

**(v) To consider and approve College Achievement Rate Targets for 2016/17**

The Principal took the Members through the achievement rate targets noting that these were derived from considering the national average, best practice data, and the past performance of the College. The Principal noted that the targets were challenging but achievable and that the only target that was below the national average was in relation to Level 1 +19 this was due to the small number of students on the course which tended to skew the results; nonetheless, this was a challenging target for that particular small cohort. The Members considered and discussed the targets.

The College Achievement Rate Targets for 2016/17 were **APPROVED**

**Proposed:** Ms M Grayson

**Seconded:** Mr N Franklin

**(vi) To receive and consider the Annual and Equality and Diversity Report for 2015/16**

The Principal took the Members through the report and it was considered by the Members. Chair asked for Action Plan to be considered at the next meeting or Link Governor (NF) on QIC to report back when appropriate.

The Equality and Diversity Report for 2015/16 was **RECEIVED**.

*At this point the Principal left the meeting.*

## 16.28 MINUTES OF THE PREVIOUS MEETING

The Members **APPROVED** the minutes of the previous meeting held on 25 October 2016 as an accurate record and these were signed by the Chair.

**Proposed:** Ms R Dunn

**Seconded:** Mr R Ellison

## 16.29 MATTERS ARISING FROM THE PREVIOUS MINUTES

The Vice Chair reported, following the Chair's action point raised at the last meeting, the HEFCE Annual Report was circulated to the Members for comment. The Vice Chair reviewed and commented on the draft which was then reviewed by QIC and signed by the Principal following approval by Corporation. The Vice Chair was happy with the final document.

## 16.30 AUDIT COMMITTEE BUSINESS

### (i) To receive and consider the minutes of the Audit Committee meeting held on 28 November 2016

The Audit Committee Chair took the Members through the business of the previous Audit Committee Meeting and at the same time took them through the documents approved at minutes 16.30(ii) – (v).

The Audit Committee Chair reminded the members that Corporation needed to make a number of commitments in relation to the accounts:

1. That there is nothing that Corporation is aware of that the Auditors should have been made aware in preparing the accounts.

The Audit Committee Chair confirmed that the Audit Committee was not aware of anything that the Auditors should have been made aware of.

2. Whether the College is a going concern.

The Audit Committee Chair confirmed that the Audit Committee has no issues in that regard.

3. That the College is applying the correct auditing policies.

The Audit Committee Chair confirmed that this is something the Audit Committee had confirmed with the auditors.

### (ii) To consider and approve on the recommendation of the Audit Committee the Regularity Audit for self assessment questionnaire

The Audit Committee Chair noted that the regularity audit self assessment questionnaire had been used by RSM to carry out the Regularity Audit and there had been no issues found during the audit.

The Regularity Audit Self Assessment Questionnaire was **APPROVED**

**Proposed:** Mr N Franklin

**Seconded:** Ms M Grayson

**(iii) To consider and approve on the recommendation of the Audit Committee the Members' Report and Financial Statements including the Regularity Audit Report for 2015/16**

The Audit Committee Chair took the Members through the Members' Report noting that it had been reviewed and commented on by the Audit Committee. The Audit Committee Chair then took the Members through the Financial Statements, noting the dramatic change to the balance sheet which had been brought about by the one-off revaluation of land permitted by FRS 102. The overall result of the valuation was that the reserves had increased by £22 million. The change in accounting procedures required a reconciliation of the management accounts as these have been calculated on a different basis from the Financial Statements. The Audit Committee Chair also noted the actuarial gain in relation to pensions which was due to a change in the actuarial assumptions of the pension fund.

The Members' Report and Financial Statements including the Regularity Audit Report for 2015/16 was **APPROVED**.

**Proposed:** Mr N Franklin

**Seconded:** Ms M Grayson

**(iv) To consider and approve on the recommendation of the Audit Committee the Management Letter on Financial Statements for 2015/16 including the Final Regularity Audit**

The Audit Committee Chair took the Members through the report which was considered by the Members.

The Management Letter on financial statements for 2015/16 including the final Regularity Audit was **APPROVED**.

**Proposed:** Mr N Franklin

**Seconded:** Ms M Grayson

**(v) To consider and approve on the recommendation of Audit Committee the Annual Audit Committee Report for 2015/16**

The Audit Committee Chair took the Members through the Annual Report which had been approved by the Audit Committee.

The Annual Audit Committee Report for 2015/16 was **APPROVED**.

**Proposed:** Mr N Franklin

**Seconded:** Ms M Grayson

**16.31 FINANCIAL MANAGEMENT REPORTS**

The Members **RESOLVED** that the Financial Management Reports should be considered confidential.

**Proposed:** Ms F Owen

**Seconded:** Mr N Franklin

**(i) To receive and consider the Reconciliation of Outturn to the 2015/16 Management Accounts**

Following on from the Audit Committee business, the Finance Director took the Members through the report which noted the differences between the Management Accounts and Financial Statements which had been created due to different accounting procedures and definitions with the introduction of FRS102. The Finance Director noted that the effect of the difference in the pension figures is not yet known but it would not have an effect on cash flow. The Members considered the Finance Director's Report.

The Reconciliation of Outturn to the 2015/16 Management Accounts was **RECEIVED**.

**(ii) To receive and consider Management Accounts to 31 October 2016**

The Finance Director took the Members through the management accounts and Members' questions are noted in the confidential minutes.

The Management Accounts to 31 October 2016 were **RECEIVED**.

**(iii) To receive and consider a Report on Debtors**

The Finance Director took the Members through the report which was considered by the Members.

The Report on Debtors was **RECEIVED**.

**(iv) To receive and consider the 5 year ABR Financial Forecast**

The Finance Director took the Members through the forecast required as part of the Area Based Review process and Members' questions are recorded in the confidential minutes.

The 5 year ABR Financial Forecast was **RECEIVED**.

**(v) To receive and consider a Pensions Update**

The Finance Director took the Members through an update on pensions which had been circulated to the senior leadership group. The Members considered the report.

The pensions update was **RECEIVED**.

**16.32 GOVERNANCE AND SEARCH COMMITTEE**

The Chair updated the Members on the business of Governance and Search Committee meeting held shortly before the Corporation meeting. The Committee had discussed potential new recruitments to Corporation. The Chair emphasised the need to identify potential new Members and asked the Members to think about people within their professional networks who may be interested in becoming a Member which would assist in ensuring that the skills mix was maintained. The Chair reported that the Committee would be liaising with the Principal to bring a proposition for a recruitment campaign to attract potential new Members to be brought to the next meeting of the Committee in February.

The Committee identified particular skills gaps in the current membership of Corporation, particularly in the banking/financing sector, "big picture" accountancy, Higher Education, once the Vice Chair retired, and sport. But the main requirement is that any new candidate will support the governance of the College and this would be clear in a targeted recruitment campaign.

The Chair noted that owing to the scheduled terminations of terms of office of the Vice Chair and Chair there would be an opening for the Vice Chair of Corporation in September 2017 and for Chair in 2018, so any person who is appointed to fill the role of Vice Chair in September was likely to become the Chair in 2018/19. These are significant posts for the future and needs to be on the Members' radar.

The Chair reported that plans are being made for the Governors' Away Day. The feedback from the Away Day held in May 2016 was that format was well received. Based on Member feedback that the Chair has received, it was proposed that the following topics would be discussed at the Away Day:

- The Members understand the objectives and mission of the College well but what they want to know is what will success look like in 5 years' time?
- What implications will the Sainsbury Report have on the College?
- Further consideration of the development of the Governors' Dashboard and consideration of how information is received by the Members.

One Member also pointed out that at the last meeting there was a discussion of providing guidance for new Governors on completing Governor self assessment forms which might be something that could be discussed at the Away Day?

The Chair asked the Clerk to liaise with the College to look at securing a date for an away date to be held at Bishop Burton early May.

**ACTION:** Clerk

**16.33 GOVERNORS**

**(i) To consider and receive the Corporation Annual Review for 2015/16**

The Clerk took the Members through the Annual Review which was considered by the Members. The Members suggested that participation in link visits and the task finish group could be added to Appendix 3 as evidence of Members attending the College in achieving their KPIs. The Chair suggested that the Clerk look at the current Governor Self-assessment form and ensure that the questions asked in the form reflected the KPIs contained in the Annual Review.

**ACTION:** Clerk

The Corporation Annual Review for 2015/16 was **APPROVED**

**Proposed:** Mr A Menzies

**Seconded:** Ms R Dunn

**16.34 ANY OTHER URGENT BUSINESS**

There was none

**16.35 DATE OF THE NEXT MEETING**

The next meeting of Corporation will be held on Tuesday 7 February 2017 5:30pm at Bishop Burton College.

*There being no further business the meeting closed at 7:15pm.*

Signed: Chair.....  
 Name:.....  
 Date.....