



**CORPORATION
MINUTES OF MEETING HELD ON TUESDAY 18 FEBRUARY 2020
AT BISHOP BURTON COLLEGE
AT 5.30 PM**

PRESENT: Mr A Menzies (Chair); Mr K Kendall (Vice-Chair); Mr B Meredith (Principal); Ms E Broadley; Mr R Ellison; Mr N Franklin, Mr J Hurst; Ms A Moran; Ms V Shannon; Mr M Thomas and Mr D Waxman.

IN ATTENDANCE: Dr M Honeywell (Clerk); Ms F Crothers (Assistant Clerk); Ms K Calvert (Deputy Principal – HR and Organisational Services “**DPHROS**”); Mr A Charlton (Farm Manager); Ms R Ellis-Jones (Deputy Principal – Curriculum and Quality “**DPCQ**”); and Mr S Kelly (Finance Director).

19.33 WELCOME TO VICTORIA SHANNON

The Chair welcomed Victoria Shannon as a Member of Corporation and the Member’s introduced themselves to Ms Shannon. Ms Shannon introduced herself as an accountant at Smailes Goldie with 18 years’ experience in the agricultural sector.

19.34 APOLOGIES FOR ABSENCE

Mr M Lucid, Mr I Sackree and Mr A Silvester.

19.35 DECLARATIONS OF INTEREST

Mr N Franklin declared that he is a Partner at Rollits LLP, who are engaged by the College to advise on various matters. However, Mr Franklin keeps himself separate from any matters involving the College.

Mr N Franklin noted that the proposed partners in relation to the development of the Sow Farrowing Unit at minute 19.37(i) are clients of Rollits LLP and Mr Franklin will absent himself from discussions of the proposal.

Mr N Franklin noted that the proposed partners in relation to the item minuted at 19.37(iii) are a client of Rollits LLP, but due to the nature of the item there was no risk of a conflict arising and it was determined he would remain in the meeting for the item.

Ms V Shannon declared that one of the proposed partners in relation to the Sow Farrowing Unit at minute 19.37(i) is a client of her employer but Ms Shannon is not involved on any matters relating to that client. It was determined the risk of conflicts was low and she would remain in the meeting for that item.

19.36 MINUTES OF THE PREVIOUS MEETING

- i. Subject to some minor typographical errors which were to be corrected the Minutes of the previous meeting held on 10 December 2019 along with the confidential minutes were **APPROVED** as an accurate record and were signed by the Chair.

Proposed: Mr N Franklin

Seconded: Mr D Waxman

- ii. The Clerk took Members through the Action Summary noting that the Risk Management Strategy had been updated, the Governance training session on 6th March, and confirming that a quote for external clerking services had been given to and was being considered by the Chair and Principal.

At this point Mr N Franklin left the meeting.

19.37 PRINCIPAL'S REPORT TO THE GOVERNORS – FEBRUARY 2020

The Members **RESOLVED** that the items comprising the Principal's Report should be considered confidential.

Proposed: Mr A Menzies

Seconded: Mr J Hurst

- i. **To consider and approve proposals for a 600 Sow Farrowing Unit ("SFU")**
Mr A Charlton took the Members through proposals to establish a new 600 SFU. Members' questions are recorded in the confidential minutes.

The Members **APPROVED** in principle the proposals for the SFU. The Members will approve the financial options put forward at the meeting by email once a sensitivity analysis has been carried out and circulated by the Principal.

Action: Principal/All

Proposed: Mr K Kendall

Seconded: Ms A Moran

At this point Mr A Charlton left the meeting and Mr N Franklin returned to the meeting.

- ii. **The Principal's report to the Governors**
The Principal took the Members through the Principal's report. The Members' questions are recorded in the confidential minutes. The following approvals were made:

The Members **APPROVED** the draft Careers Programme annexed to the Principal's report.

Proposed: Mr N Franklin

Seconded: Mr K Kendall

The Members **APPROVED** the selection of the University of Lincoln to validate some of the College's HE programmes.

Proposed: Mr N Franklin

Seconded: Mr K Kendall

The Principal's Report to the Governors was **RECEIVED**.

- iii. **Consider and approve proposals for a new partnership and joint venture with the Lindum Group**

The Principal and DPCQ took the Members through proposals to form a new joint venture company with the Lindum Group in relation to the delivery of apprenticeships and other educational link-ups.

The proposal to establish a joint venture was **APPROVED**.

Proposed: Mr J Hurst

Seconded: Mr D Waxman

19.38 FINANCIAL MANAGEMENT REPORTS

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

Proposed: Mr A Menzies

Seconded: Mr J Hurst

i. **To receive and consider the Management Accounts to 31 December 2019**

The Finance Director took the Members through the Financial Management Accounts and Members' questions are recorded in the confidential minutes.

The Management Accounts to 31 December 2019 was **RECEIVED**.

ii. **To receive and consider a Report on Debtors to 31 December 2019**

The Finance Director took the Report on Debtors as read.

The Report on Debtors to 31 December 2019 was **RECEIVED**.

iii. **To consider and approve the Mid-Year Budget Review**

The Finance Director took the Members through the mid-year budget review. Members' questions are recorded in the confidential minutes.

The mid-year budget review was **APPROVED**.

Proposed: Mr K Kendall

Seconded: Mr M Thomas

iv. **To consider and approve the ESFA Integrated Financial Model for Colleges ("IFMC")**

The Finance Director took the Members through the ESFA's IFMC report. Members' questions are recorded in the confidential minutes.

It was reported that the IFMC could not yet be submitted or brought to Corporation for approval due to delays in the process. The Members agreed to give delegated authority to the Chair to approve the final version of the IFMC before it is submitted to the ESFA.

Proposed: Mr N Franklin

Seconded: Mr D Waxman

v. **To receive and consider a Report on the College's Loan Covenants**

The Finance Director took the Members through a report on the College's loan covenants circulated for information.

The report on the College's loan covenants was **RECEIVED**.

19.39 COLLEGE PERFORMANCE REPORTS

i. **To receive and consider the Annual HR Report for 2018/19**

The DPHROS took the Members through the report. In response to a Member's question in relation to benchmarking of staffing levels, the DPHROS said that staffing levels were the same as last year and that she would look at benchmarking figures and bring them to a future meeting of Corporation.

Action: DPHROS

The Annual HR Report for 2018/19 was **RECEIVED**.

- ii. **To receive and consider the Equality and Diversity Report for 2018/19**
The DPHROS took the Members through the report which was considered by the Members.

The Equality and Diversity Report for 2018/19 was **RECEIVED**.

- iii. **To receive and consider the Annual Report on College Hospitality**
The Members **RESOLVED** that the annual report on College hospitality should be considered confidential.

The Principal took the Members through the report which was considered by the Members.

The annual report on college hospitality was **RECEIVED**.

- iv. **To receive and consider the Annual Report on Sponsorships**
The Members **RESOLVED** that the report should remain confidential.

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

The annual report on sponsorships was **RECEIVED**.

- v. **To receive and consider the FE/HE Quality Improvement Plans for 2019/20**
The DPCQ took the Members through the report noting in particular changes from the last iteration of the report. The FE attendance rate was at 86%, below the high target of 90%. The DPCQ discussed the progression and pass rates relating to English and Maths GCSE. Overall retention rates are high and targets in relation to FE are going in the right direction.

One Member suggested that it would be useful for the Members to receive presentations from the curriculum heads to provide a broader view than the headline figures. The Chair suggested that this could be done at the September meeting of Corporation and asked the DPCQ to make arrangements.

Action: DPCQ

The Chair noted that English and Maths is always going to be a challenge for the College. The DPCQ said that a new curriculum head for English and Maths had been appointed; this person comes from a sixth form teaching background and has a lot of new ideas to drive improvements. A briefing paper was currently being drafted for Corporation on how the provision would respond if inspected under the new Ofsted criteria.

One Member noted that once the new committee structure was in place updates from curriculum heads could be reported to Corporation as a regular feature.

In relation to HE, the DPCQ noted that attendance rates had fallen below 80% which was a concern. Improvements to performance were required in sport and animal management and the internal HE survey results were worrying in the context of the National Student Survey. One Member noted that students had received a presentation on the NSS to explain why the NSS was asking certain questions and the students had found this useful.

One Member noted that HE is critical to budget and Corporation should be made aware of what the detailed plans for improvement were. Another Member noted that the proposed new education committee could drill down on the detail and free up more time in Corporation.

The College FE/HE improvement plans for 2019/20 were **RECEIVED**.

vi. **To receive and consider the Annual Report on MIS Data Returns**

The Audit Chair noted that the Audit Committee had raised an action point to circulate this data to Corporation annually and the data presented looked good.

The annual report on MIS data returns was **RECEIVED**.

vii. **To consider and approve HE Fees for 2021/22**

The DPCQ took the Members through proposals for HE fees for 2021/22 with comparisons to fees at other comparable colleges. The Members had no objections to the proposed HE fees for 2021/22.

The HE Fees for 2021/22 were **APPROVED**.

Proposed: Mr A Menzies

Seconded: Mr M Thomas

19.40 GOVERNANCE AND SEARCH COMMITTEE

i. **To receive and consider the minutes of the Governance and Search Committee meetings held on 10 December 2019 and 7 January 2020**

The Chair took the Members through the Minutes of the Governance and Search Committee meetings held on 10 December 2019 and 7 January 2020.

ii. **To receive and if thought fit approve on the recommendation of the Governance and Search Committee the appointment of new Members**

The Chair noted that following the interviews held at the College on 7 January the committee wanted to recommend three candidates for appointment. All three had very different skills and experience to enhance Corporation and were all excellent candidates. However, it was noted that there were currently only two vacancies on Corporation, so the Committee recommended that Ms Kate Moore and Dr Susan Hamer be appointed immediately to the open vacancies and Mr Adam Milner be appointed as soon as the next vacancy on Corporation arose, which was likely to be in September 2020.

The Members **RESOLVED ON THE RECOMMENDATION OF THE GOVERNANCE AND SEARCH COMMITTEE** to appoint Kate Moore as a member of Corporation for a term of 3.5 years ending on 31 August 2023.

Proposed: Ms A Moran

Seconded: Mr J Hurst

The Members **RESOLVED ON THE RECOMMENDATION OF THE GOVERNANCE AND SEARCH COMMITTEE** to appoint Dr Susan Hamer as a member of Corporation for a term of 3.5 years ending on 31 August 2023.

Proposed: Ms A Moran

Seconded: Mr J Hurst

The Members **RESOLVED ON THE RECOMMENDATION OF THE GOVERNANCE AND SEARCH COMMITTEE** that when the next vacancy arises Mr A Milner be invited to join Corporation for such term decided upon at the time.

Proposed: Mr N Franklin

Seconded: Mr K Kendall

It was also agreed that Mr Milner should be invited to the new Corporation induction session at the same time as the new Members.

The Clerk updated the Members to the effect that a candidate has come forward for the position of co-opted member of the Audit Committee. This candidate was going to be interviewed on Friday 21 February 2020 by a panel of the Governance and Search Committee.

19.41 GOVERNANCE

i. **To consider and approve proposals for the restructure of Corporation and Corporation committees**

The Chair took the Members through the proposal to reduce the number of Corporation meetings from seven to five and to establish two new Corporation committees: Finance and Resources; and Quality, Enhancement and Standards.

One Member asked if there would be any separate governance overview of the farm. Another Member said that there was scope for having other groups such as a farm group and possibly a sports group outside of the committee structures. The Chair added that there would be work required on agreeing the remit of such groups. Each group would report to Corporation.

The Chair said that in relation to clerking arrangements, proposals for an employed clerk has been circulated to the Members. A quote has also been received in relation to the external provision of clerking services. This has been submitted to the Principal and the Chair but had not been circulated to the wider Members for consideration. The Chair proposed that the proposal for external clerking services be circulated to the other Members after this meeting and that a decision on clerking will be made at the next meeting of Corporation.

The Members **AGREED** to proceed with the proposals of the restructure of Corporation with the addition of two new committees.

Proposed: Mr R Ellison

Seconded: Mr J Hurst

It was **AGREED** that clerking arrangements would be determined at the next meeting of Corporation and that this should be added as an item on the agenda.

Action: Clerk

ii. **To receive and consider Governor Link Reports**

Mr J Hurst took the Members through a governor link report in relation to HR and staffing.

The Governor Link Report on HR and staffing was **RECEIVED**.

Mr D Waxman took the Members through a governor link report in relation to student support.

The Governor Link Report on student support was **RECEIVED**.

19.42 DETAILS OF NEXT MEETING

The date of the next meeting of Corporation will be held at 5.30pm on Tuesday 31 March at the Riseholme Showground Campus.

19.43 REMUNERATION COMMITTEE

At this point the Principal, Finance Director, DPHROS, DPCQ and student member left the meeting.

The Chair noted that the Remuneration Committee had met before the meeting of Corporation to discuss proposals to adopt the AoC's Senior Post Holder Remuneration Code. It has been decided that more work was required on this item and the Remuneration Committee would meet again before the meeting of Corporation on 31 March and therefore this item would carry forward to that meeting.

Items in relation to the Remuneration Committee were **CARRIED FORWARD**.

There being no further business the meeting ended at 7:40 pm.

Signed: Chair.....

Name:.....

Date.....