



# GOVERNORS' MEETING

## Minutes of the meeting on 11 December 2008

**Present:** Mr Neil Arlett, Ms Michelle Balcombe, Mrs Carol Clapham, Mr Rob Doran, Mrs Pat Gaze, Dr Jonathan Godfrey, Mr Denis Holly, Dr Ken Hopkins (Chair), Mr Bob Ing, Mrs Heidi Macdougall, Miss Emily Marshall (for Items 1-11i), Mr John Pratt, Mr Sam Tyler, Miss Christine Wright

**In attendance:** Dr Ruth Brinton and Mr Peter Cooper (Deputy Principals), Mr Philip Eyles (Clerk), Mrs Ruth Jones (Finance Director)

1. **APOLOGIES FOR ABSENCE**  
Charles Davies, Pippa Hadfield, Andrew McDonagh, Ravi Tandon
2. **APPOINTMENT OF NEW INDEPENDENT GOVERNOR**  
The Board **AGREED TO APPOINT** Christine Wright, who had been nominated by the Search Committee, for a four-year term of office until 10 December 2012
3. **DECLARATION OF INTERESTS AND GIFTS**  
None
4. **MINUTES OF THE MEETING HELD ON 9 OCTOBER 2008**  
The Minutes were **APPROVED** as an accurate record and signed
5. **MATTERS ARISING FROM THE MINUTES**  
Minute 8iii: the Principal had not submitted a further paper on the 'funding gap' because of the congested Audit Committee agenda. The paper will now be considered by the Committee on 3 March
6. **CLERK'S REPORT**  
After Christine Wright's appointment there remain two vacancies on the Board, one for an Independent Governor and one for a Parent Governor. See also Minute 11iii
7. **PRINCIPAL'S REPORT**  
The report included references to
  - The College's Annual Report, which has been sent to Governors along with the newly published history of the Founding of the College. This has recently been written by its first Principal, Geoff Barnes
  - Staff Perception Survey – good perceptions far outweigh the averages for FE colleges
  - National delay in making Educational Maintenance Allowance payments and support for students affected. Some students have had to receive financial support from the College

Most of the Board's discussion of the report referred to regional and national issues:

  - the impact of the Machinery of Government changes on the local authority
  - the national Learning & Skills Council's (LSC's) statement of priorities and its grant letter
  - FE colleges' self regulation and the Learning & Skills Improvement Service
  - Update on Machinery of Government changes

**8. OPERATIONAL PLAN MONITORING**

The Board **NOTED** that 98% of objectives have been achieved in this year's plan to date. Apart from the drafting of a new procurement policy and the review of generating non-LSC income, the unmet objectives all relate to the processing of data concerning disability or equality

**9. COLLEGE SELF-ASSESSMENT REPORT (SAR)**

The report is structured according to national guidelines in the Common Inspection Framework (from Ofsted) and the Framework for Excellence. All departments are graded, with value added, student retention and lesson observation being the three key contributors to each department's grade. The Chair of Governors reported on the College's SAR Moderation Meeting that he had attended

The Board **AGREED TO ADOPT** the report

**10. GOVERNORS' CONFERENCE**

The draft programme was considered and **APPROVED**

**11. COMMITTEE REPORTS**

i. Remuneration Committee on 27 November

*All Senior post holders left the room for this agenda item.*

After due discussion of the report, the Board **AGREED to**

- adopt the Committee's proposals for the salaries of the Senior Post holders
- approve the proposal that no change be made to the Committee's terms of reference
- approve the proposal that the Committee's minutes remain confidential until January 2010

Although the Board approved the Committee's request about confidentiality, it asked the Committee to consider at its next meeting whether the current confidentiality rule is desirable.

The Committee's Minutes were **APPROVED**

*Senior post holders returned for the remainder of the meeting*

ii. Finance and Premises Committee on 27 November

The Committee had considered Monthly Management Accounts and the Capital Project. It had also recommended the approval of the Financial Statement, Report and Accounts 2007-08, to which Minute 11iv refers.

After a brief discussion, the Board **AGREED TO APPROVE** the Monthly Management Accounts for August and September 2008. The Management Accounts for October were then considered by the whole Board, since they had not been available at the Committee Meeting. It was observed that the financial position in the October Accounts was similar to that in September, and the Board then **AGREED TO APPROVE** the Management Accounts for October

The main discussion of the Committee's minutes concerned the proposals for a revised capital bid based on a 10% LSC grant. The Board had previously been unwilling to consider the capital project with a capital grant as low as 10% but College managers had urged that a scheme with only a 10% grant should be reconsidered. One reason for now accepting a capital grant of only 10% is that the 2007-08 financial year outturn is better than originally expected.

Therefore, it is now considered by the Committee that less external grant can be tolerated, and the external loan still be restricted to £750 000, although the payback period would now have to be ten years, rather than the eight originally envisaged. Another reason for accepting the low grant, and proceeding with the new block, is that the new building is so desperately needed to accommodate the increased number of students who now attend the College. Some students are taught in poor, temporary buildings. The likely capital funding from LSC will be further reduced by a recent policy change at LSC: temporary accommodation required during a capital project will no longer receive any grant support.

After an extended discussion, it was felt that the risks of not proceeding with the capital project exceeded the risks of proceeding with it. The costs were slightly reduced from those considered by the Committee because of recent changes in the VAT rate.

The Board then **AGREED** to give the Capital Project bid for a new building and improved sports facilities at the north end of the College sit its **informed consent** on the basis that

- the cost of this Capital Project is £1.847 million
- the LSC capital grant is £184 700
- the upper borrowing limit is £750 000
- the loan period will be up to ten years

After a brief further discussion, it was then also **AGREED** that the scheme *may proceed without further consent being required from the Board*, provided the LSC capital grant of £184 700 is forthcoming and there is no significant change to the scheme, such as a change of contractor

The Committee's minutes were then considered and **APPROVED**

iii. Search Committee on 27 November

The Board **AGREED** to

- re-appoint Charles Davies as an Independent Governor for a four-year term of office from 21 January 2009
- change the Committee's terms of reference, so that membership is now the Chair of Governors, the Principal and a minimum of two other Governors. [Previously there were only four on the Committee and 'minimum' was omitted]

The Committee had also nominated Christine Wright as an Independent Governor – see Minute 2. The Board then considered the appointment of a Parent Governor and agreed that this must now be postponed until January.

The Committee's minutes were considered and **APPROVED**

iv. Audit Committee on 2 December

The Committee had considered the audit aspects of the Financial Statements, Report and Accounts 2007-08, which had previously been examined and recommended for approval by the Finance & Premises Committee, subject to audit: the first paragraph of Minute 11ii refers.

The Audit Committee had then considered the External Audit Findings Report, which had reviewed the audit aspects of the accounts, and the two draft Letters of Representation within the auditors' report.

Following a brief discussion, the Board **AGREED** to

- adopt the Financial Statements, Report and Accounts for the year ended 31 July
- authorise the Principal and Chair of Governors to sign the Report and Accounts
- approve the Audit Findings Report
- approve the Letters of Representation within the Audit Findings Report

The Board **NOTED** the Report by Auditors without Management Present [Committee Minute 6].

The Board then proceeded to consider the Governors' Questionnaire [Committee Minute 7]. Most of the responses were supportive of existing practice and the College had already agreed to respond to two others: name badges at Governors' Meetings and more publicity about College events by sending emails. Two questions had led to a range of responses, which the Board then debated:

- Too much time is spent debating some issues: the Board agreed that Governors should *say so at the time, if they think this is the case*
- Strategic items ought to be more clearly indicated and be earlier in the Agenda: after discussion, it was agreed that *the recent improvement of summarising motions for approval at the end of all committee minutes is sufficient*

The Committee's Minutes were **APPROVED** and it was agreed that the Clerk should circulate a Governors' Skills Audit Sheet, on which Governors can assess their own skills and indicate preferred topics for training. It was also agreed that the Governors' Questionnaire was useful and can be repeated in 2009.

**12. ANY OTHER BUSINESS**

The Principal circulated various newspaper articles about sixth form colleges

**13. DATE OF NEXT MEETING**

9am on Saturday 7 February, during the Governors' Conference at the Pengethley Manor Hotel