

SOUTH DOWNS COLLEGE CORPORATION

PRIVATE AND CONFIDENTIAL

MINUTES OF A MEETING OF THE BOARD

HELD ON THURSDAY 11 DECEMBER 2014

AT SOUTH DOWNS COLLEGE

PRESENT:	Mrs S Linham	Chair
	Mr I Child	Vice Chair
	Mrs L Surgeon	Principal
	Mr R Pearce	
	Mr G Fice	
	Councillor R Bolton	
	Mr R Crank	
	Mr G Jeffries	
	Miss R Fanner	
	Mrs L Neave	
IN ATTENDANCE:	Mrs R Abrey	Director of HR and Organisational Development
	Mr B Carter	Director of Information Services & IT Systems
	Mrs J Currin	Director of Finance
	Mrs A Percy	Assistant Principal (Admissions, Progression, Marketing)
	Mrs S Banach	Director of Estates and Resources
	Mr R Barlow	Vice Principal
	Mrs D Smith	Assistant Principal (Student Services & Support)
	Mrs L Payne	Clerk to the Corporation

PART I

<u>MINUTE NO</u>		<u>ACTION</u>
	The meeting started at 4.35 pm.	
	The Chair welcomed everyone to the meeting.	
1	a) <u>Confirmation of Appointment of Student Governor</u>	
	Members were advised that Rachel Fanner had been nominated as Student Governor. Members were pleased to ratify the appointment. All Members were agreed.	
	b) <u>Confirmation of Appointment of Staff Governor</u>	
	Members were advised that the election process for a Staff Governor had taken place and Tony Whitlock was elected. Members duly ratified the appointment.	

All Members were agreed.

c) New Principal Appointment

The Chair advised Members that there had been a successful outcome from the Selection process to appoint a new Principal for next year. She thanked the Selection Panel Members for such a thorough and robust process. She said it had been a really good and effective selection panel and she acknowledged the support from the AoC and Mike Snell. She confirmed the panel were unanimous in their proposal to the Board that Mike Gaston be appointed the new Principal of South Downs College from 20 April 2015. She confirmed she would provide further details on the terms of the appointment in the Part II Agenda.

Members were asked to approve the recommendation from the Selection Panel that Mike Gaston be appointed the new Principal of South Downs College. Members unanimously supported the proposal.

2 Apologies for Absence

Miss E Ottley and Mrs J Vincent had sent her apologies.

3 Declarations of Interest

No Member declared any conflict of interest with the Agenda.

4 Minutes of the Corporation Meeting of 6 November 2014

The Minutes of the Corporation meeting held on 6 November 2014, having been previously circulated to Members, were agreed as a true record and signed by the Chair.

All Members were agreed.

5 Matters arising from the Corporation Meeting of 6 November 2014

It was noted there was one matter arising which would be covered by the Finance and Employment Committee at its next meeting.

The report was noted.

6 Principal's Termly Report

The Principal referred to the Link Governors Scheme whereby Governors would be linked with areas of the strategic plan. Governors were asked to let the Principal know which areas they would like to be involved with.

The Principal informed Members of the work for the last term in schools links and partnerships, and reported on the current financial performance for apprenticeships.

The Principal said a Staff Voice meeting had been held each month in the last term, each one on a specific theme, and she advised Members that the Staff Survey would be re-issued in January 2015.

The Principal said for this academic year there were 15 applications to Oxbridge and mock interviews were now being conducted to help students to prepare for their Oxbridge interviews.

The Principal outlined the other aspects of her report and the **report was noted.**

The Principal congratulated the Selection Panel on the appointment of Mike Gaston and offered her congratulations to him.

College Self-Assessment Report and Quality Improvement Plan

This item was presented by the Vice Principal. Members were advised that the College self-assessed as Grade 2 in all aspects although a stronger Grade 2 than last year. The Vice Principal went through the SAR and all aspects were discussed.

The Vice Principal also went through the College Quality Improvement Plan for information and discussion. Members agreed they would be happy to receive the SAR on a USB stick and not require the whole document copied and sent to them for the future. They also agreed to receive a summary only as the main document is available to them on the Corporation Portal.

Members unanimously approved the Self-Assessment Report and Quality Improvement Plan.

Report and Financial Statements for the year ended 31 July 2014

This item was presented by the Director of Finance. The Director of Finance went through the Annual Report and Financial Statements for the year ended 31 July 2014. Members had received the external auditors' audit findings report and representation letters in respect of the audit of Financial Statements and Regularity Audit. It was noted that in the year ended 31 July 2014 the College had a total income of £30.76m and total expenditure of £31.58m after allowing for FRS17 adjustments. The Director of Finance said that expenditure in 2013/14 included a £1.43m exceptional costs item relating to restructuring. Members discussed the report.

- i) **Members unanimously approved the Annual Report and Financial Statements for the year ended 31 July 2014.**
- ii) **Members received the External Auditors' Audit Findings Report.**
- iii) **Members approved the representation letters in respect of a) Audit of Financial Statements and b) the Regularity Audit.**
- iv) **Members approved the Regularity Self-Assessment Questionnaire.**

The Chair thanked the Director of Finance for her work on the accounts.

Search and Governance Committee

- a) The Chair of the Committee reported on the work of the Search and Governance Committee during the last term.
- b) Members noted the Minutes of the Search and Governance Committee

meeting held on 20 November 2014.

- c) The Chair asked Members to consider the recommendation from the Committee to the Board:
 - i) It was agreed that the Terms of Reference of the Search and Governance Committee would include “observing the terms of the Foundation Code of Governance as they apply to Governors”. **This was agreed.**
 - ii) The Search and Governance Committee had recommended that Mr Fice be given a further term of office but Mr Fice advised Members that he would be leaving the Corporation in March and not looking for another term. Members were also asked to approve a further term of office for Mr Child. **All Members were agreed.**
 - iii) Members were asked to approve the Governors’ Appointment, Reappointment and Induction Procedure. **This was agreed.**
 - iv) Members were asked to agree that the Standing Orders show that they would be reviewed every two years or as necessary. **All Members were agreed.**
 - v) Members had received the Public Value Statement recommended from the Search and Governance Committee. **This was approved.**
 - vi) Members agreed the proposed meeting dates of South Downs College Committees to December 2016.

Audit Committee

- a) The Chair, Mr Fice, gave a report to Members on the work of the Audit Committee for the last term.
- b) Members noted the Minutes of the Audit Committee meeting held on 24 November 2014.
- c) The Chair presented the recommendations from the Audit Committee to the Board for consideration:
 - i) Financial Statements, Regularity Audit Matters and Audit Findings Report – it was noted these had been approved under item 8 on the Agenda.
 - ii) Annual Report of the Audit Committee – **this was considered and agreed.**
 - iii) Baker Tilly’s updated letter of engagement – Members noted the slightly revised letter of engagement from Baker Tilly. **This was agreed.**

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Finance and Employment Committee

- a) The Chair, Mr Child, gave a report to Members on the work of the Finance and Employment Committee for the last term.
- b) **Members noted** the Minutes of the Finance and Employment Committee meeting held on 20 November 2014.
- c) The Chair presented the recommendations from the Finance and Employment Committee to the Board:
 - i) Changes to the Terms of Reference of the Finance and Employment Committee to include a) consideration of the long term sustainability of the institution, b) consideration of any proposals for capital building projects and oversight of the estates and IT strategies, c) to remove all reference in Committee Terms of Reference to Members of the public attending Committee meetings. **All Members were agreed.**
 - ii) To approve the Financial Statements. It was noted this was covered under Agenda item 8.
 - iii) The Committee recommended the Student Union Accounts for the year ended 31 July 2014 be noted. **These were noted.**
 - iv) The Finance and Employment Committee recommended the Disciplinary, Key Goals and Managing Sickness Absence Policies be approved. **These were agreed.**

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Standards and Quality Committee

- a) The Chair, Mrs Linham, advised Members of the work of the Committee for the last term.
- b) The Minutes of the meeting of the Standards and Quality Committee held on 1 December 2014 were noted.
- c) The Chair presented the recommendations from the Standards and Quality Committee to the Board:
 - i) That the College Self-Assessment and Quality Improvement Plan be approved. It was noted these were covered under item 7.
 - ii) That the Corporation approve the Public Value Statement. It was noted this was covered under item 9(c).

Any Other Urgent Business

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Members were asked to agree to a change of the Board meeting date to 12 March 2015 from 26 March 2015.

All Members were agreed.

Members were also asked to agree that the Search and Governance Committee take place on 19 October 2015.

All Members were agreed.

Evaluation of the Meeting

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Members were pleased to complete an evaluation of the meeting. The Chair thanked everyone for attending the meeting.

Date of Next Meeting

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Members were advised that the Board meeting scheduled for 26 March 2015 would now take place on 12 March 2015 at 5.45 pm.

The meeting ended at 6.15 pm.

Chair:

Date: