

# STRATFORD-UPON-AVON COLLEGE CORPORATION

## MINUTES OF CORPORATION MEETING HELD ON FRIDAY 24 JULY 2009

<b>Present:</b>	Alan Richardson	Chair of the Corporation
	Jenny Andrews	Governor
	Mike Atkins	Governor
	Tony Jefferson	Governor
	David Kent	Governor
	Phil Krstic	Student Governor
	John Latham	Governor
	Ian Lumley	Support Staff Governor
	Martin Penny	Principal
	Gill Roache	Governor
	Geoff Thompson	Governor
	Andy Tyers	Teaching Staff Governor
	Lauren Wilcock	Student Governor
<b>In attendance:</b>	Charles Anderson	Deputy Principal
	David Jackson	Clerk to the Corporation
	Norman MacDonald	Vice Principal – Finance
	Hazel Skwirzynska	Director Learner Services
	Kay Taylor	Vice Principal – Corporate and International Business Development
	Yvonne Rose	LSC
	Michael O'Brien	Principal, South Worcestershire College (item 2 only)

### PART ONE - ROUTINE BUSINESS

#### 1. APOLOGIES / RESIGNATION

It was resolved **THAT:**

- a) Apologies be received from Lyn Anslow, Satnam Bhogal, Graham Crump, Julia Morris, Elaine Rowlands and Tim Astbury.
- b) Jayne Longfield's resignation from the Corporation with effect from 15 July 2009 be received by the Corporation.  
Gill Roache commented on the work Jayne had undertaken on behalf of the Corporation and the Chair, on behalf of the Corporation, asked that a letter of thanks go to Jayne reflecting her significant contribution to the Corporation during her five years as a Stratford-upon-Avon College Governor. Jayne had been a member of both the Standards and Performance Monitoring Committee and the Student/Governor Focus Group and was the Corporation Champion on Child Protection issues.

#### 2. COLLABORATION – SOUTH WORCESTERSHIRE COLLEGE

The Principal of South Worcestershire College, Michael O'Brien, and the Principal of Stratford-upon-Avon College, Martin Penny, made a presentation to the Corporation on the collaboration aims in the short, medium and long term, both in terms of procurement and curriculum issues. They went on to highlight areas of concern that would need to be addressed as the partnership developed.

Governors responded with a range of questions around the synergy between the Colleges, when the Corporation may be able to see tangible results, the importance of not rushing the collaboration, and getting the staff to talk and work together for the benefit of both Colleges.

The meeting went on to explore issues around funding and the different approaches to the Colleges from their respective Local Authorities.

At the conclusion of the presentation, the Chair summarised the discussion and expressed the wish that the presentation be similarly well received by South Worcestershire College Governors.

### **3. DECLARATIONS OF INTEREST**

Members were invited to declare any interest in business to be discussed at the meeting, following which:

- a) The Chair reminded the meeting that he was a Governor of Coventry University;
- b) John Latham reminded the meeting that he was Pro Vice-Chancellor of Coventry University;

The Chair informed the meeting that he had been nominated and elected Chair of Coventry University which he had been pleased to accept. He recognised, however, the potential for a conflict of interest between both organisations and asked Governors that, if they were concerned in any way, would they please raise their concern with the Clerk to the Corporation either now or in the future. He indicated that he would, of course, withdraw from any discussion where there was clearly a conflict of interest. He commented on the need for Governors to keep in their minds the need for succession planning for both the Chair and Vice-Chair of the Corporation.

### **4. MINUTES OF LAST MEETING**

It was resolved **THAT:**

The minutes of the Corporation meeting held on 27 March 2009 be regarded as correct and signed by the Chair of the Corporation.

### **5. MATTERS ARISING**

It was resolved **THAT:**

There were no matters arising from the last meeting that were not dealt with elsewhere on the agenda as substantive items.

### **6. COMMITTEE REPORTS / MATTERS ARISING**

The Chair indicated that the minutes of the Committee meetings would be taken as read unless anyone objected. There were no objections.

#### **6.1 Standards and Performance Monitoring Committee**

The Committee Chair, Jenny Andrews, introduced the minutes of the Standards and Performance Monitoring Committee meeting held on 4 June 2009. Regardless of everything else that was going on, the Committee was concentrating on quality, looking particularly at areas where there was room for improvement. The Committee had requested that key data be presented in a manner to make comparisons and analysis easier in future, together with a written executive summary of the key issues.

The Chair commented that he was very concerned that recent Corporation meetings had been dominated by the finance issues and took comfort that the Committee was continuing to address the important issue of quality which was fundamental.

The following documents were briefly discussed:

- Policy for the Education and Support of Young People looked after by the Local Authority;
- College Charter for 2009/10;
- Support Available for Students with Learning Difficulties and Disabilities;
- Single Equality Scheme.

It was resolved **THAT:**

- a) The minutes of the Standards and Performance Monitoring Committee be received by the Corporation and the action endorsed;
- b) The Policy for the Education and Support of Young People looked after by the Local Authority be approved by the Corporation;
- c) The revised College Charter for 2009/10 be approved by the Corporation;
- d) Support Available for Students with Learning Difficulties and Disabilities statement be approved by the Corporation;
- e) The Single Equality Scheme be approved by the Corporation.

#### **6.2 Audit Committee**

Due to the unavoidable absence of the Chair of the Audit Committee, the Minutes of the Audit Committee meetings held on 8 June 2009 and 7 July 2009 were introduced by the Clerk to the Corporation.

After summarising the main issues dealt with in the Committee, the Clerk to the Corporation turned to the appointment of Internal Auditors for 2009/10 which was then discussed in detail, together with the outcome of enquiries that he had made since the meeting on behalf of the Audit Committee. Those members present at the meeting on 7 July 2009 indicated their support for the appointment of RSM Bentley Jennison as the Internal Auditors for 2009/10.

It was resolved **THAT:**

- a) The minutes of the Audit Committee meetings held on 8 June and 7 July 2009 be received by the Corporation and the action endorsed;
- b) The Risk Management Report and Action Plan be approved by the Corporation;
- c) The Corporation approve the appointment of RSM Bentley Jennison as the College's Internal Auditors for 2009/10.

### 6.3 **Search Committee**

The Committee Chair, Gill Roache, introduced the minutes of the Search Committee meeting held on 18 June 2009, together with the following documents:

- LSIS Improvement Service Observer Scheme details;
- Expenses Policy for Governors;
- The up-dated Standards and Performance Monitoring Committee Terms of Reference.

She concluded by saying that a replacement for Jayne Longfield would be sought from the community sector during the Autumn Term.

After a brief discussion,

It was resolved **THAT:**

The minutes of the Search Committee be received by the Corporation and the action endorsed, in particular:

- a) The Corporation reduce to 18 by the reduction of one Governor in the Business category;
- b) The Corporation express an interest in the LSIS Improvement Service Observer Scheme;
- c) The Expenses Policy for Governors be approved by the Corporation;
- d) The Terms of Reference for the Standards and Performance Monitoring Committee be approved by the Corporation.

### 6.4 **Finance and General Purposes Committee**

The Chair introduced the minutes of the Finance and General Purposes Committee meeting held on 10 July 2009, together with the following documents:

- Management Accounts for the period 1 August 2008 to 31 May 2009;
- Draft College Budget 2009/10;
- Revised Financial Regulations.

Mike Atkins introduced the College Budget for 2009/10, commenting on the difficulties faced by the Vice Principal – Finance in producing a budget in this difficult climate where the situation was far from clear. He considered the budget to be both sensible and reasonable and commented that last year's budget had been based on anticipated contracts whereas the budget presented for 2009/10 was based on firmer information, particularly in relation to contracts.

One of the key issues for 2009/10 and beyond would be returning the cash balance to around £1million.

The cash situation had been explored in detail by the Finance and General Purposes Committee earlier in the day. The Principal commented that the budget was based on the new pay framework agreed at the last meeting. UCU had agreed locally to performance related pay for Lecturing staff which is not the national position. Business Support Staff would move to spot salaries. He confirmed that the new salary framework related to all staff apart from Senior Post-holders.

The Chair then reported on the meeting held immediately prior to the Corporation meeting at which the 3-year Financial Forecast was considered, together with the cash flow position. No growth had been incorporated in the 3-year Financial Forecast given the current uncertainties in the sector. Attention was drawn to a further revision to the Financial Regulations around interview expenses which had been discussed at the meeting.

It was resolved **THAT:**

The minutes of the Finance and General Purposes Committee be received by the Corporation and the action endorsed, in particular:

- a) The Management Accounts for the period 1 August 2008 to 31 May 2009 be approved by the Corporation;
- b) The draft College Budget for 2009/10 be approved by the Corporation;
- c) The Financial Regulations be approved by the Corporation, subject to the amendment of paragraph 9.10.8 to read: 'Interview expenses will not normally be paid to candidates with the exception of accommodation and subsistence for any candidate invited to stay overnight to meet the requirements of the College.';
- d) The 3-year Financial Forecast be approved by the Corporation.

## 7. **SUSPENSION & DISMISSAL PANEL / SPECIAL COMMITTEE REVIEW**

The Corporation considered membership of the Special Committee/Panels following which,

It was resolved **THAT:**

Membership of the Panels be as follows:

### a) **Special Committee**

1. Elaine Rowlands	2. Mike Atkins	3. Gill Roache
With two reserves:	1. Jenny Andrews	2. Geoff Thompson

### b) **Appeal Against Dismissal Panel**

1. Satnam Bhogal	2. Geoff Thompson	3. Jenny Andrews
With two reserves:	1. Lyn Anslow	2. David Kent

### c) **Appeal Against Suspension Panel**

1. John Latham	2. Alan Richardson	3. Satnam Bhogal
With two reserves:	1. Elaine Rowlands	2. Geoff Thompson

## 8. **REVIEW EFFECTIVENESS OF THE CORPORATION**

The Chair invited Governors to review the work and effectiveness of the Corporation over the past 12 months, having noted the reviews of each Committee, to inform the Self-Assessment Report that would be completed at the end of the Summer Term.

There then followed a discussion involving some members of the College Executive at which it was felt that:

- a) Governors were effective over the period of the last 12 months as evidenced by their input at meetings, particularly those at the Development Day and in Committees;
- b) Attendance at Corporation meetings had improved;
- c) The contribution from Student Governors had been exceptional during the course of the year;
- d) Governors had participated well in external events;
- e) The Standards and Performance Monitoring Committee had continued to keep quality on its agenda in the difficult financial climate;
- f) Overall, the Corporation had fulfilled its Terms of Reference and had been effective, particularly in the areas of finance, quality and participation in external events which had a direct benefit especially in the work of Committees.

## 9. **CORPORATION MEETINGS CALENDAR 2009/10**

The majority of Governors when asked were in agreement with moving the Corporation meetings from Fridays to Thursdays and, therefore, this was shown in the proposed Corporation Meetings Calendar for 2009/10.

It was resolved **THAT:**

The Corporation Meetings Calendar for 2009/10 be approved, showing Corporation meetings now on Thursdays at 1.30pm.

**10. ANNUAL CALENDAR OF CORPORATION BUSINESS**

The Annual Calendar of Corporation Business for 2009/10 was considered by the Corporation, following which,

It was resolved **THAT:**

The Annual Calendar of Corporation Business for 2009/10 be approved.

**11. ANY OTHER BUSINESS**

- a) **Graham Crump** – The Chair reported that Graham Crump would be leaving the Corporation at the end of his two-year term of office on 31 July 2009. He thanked Graham for his contribution to the Corporation, particularly as Chair of the Audit Committee. He commented that he very much hoped Graham would continue to work with the Hospitality and Catering Department and wished him well for the future.
- b) **Student Governors** – The Chair addressed the Student Governors and thanked them for the significant contribution they had made at meetings which had been both eloquent and to the point. He commented that he considered they had done their job really well and that it was something to be proud of and wished them all the best for their future careers.

**12. DATE OF NEXT MEETING**

It was resolved **THAT:**

The Corporation meet again in the Autumn Term on:

**Thursday 24 September 2009 at 1.30pm;**

**Thursday 10 December 2009 at 1.30pm.**

**PART TWO – STRATEGIC ISSUES**

**13. STRATEGY**

**13.1 Strategic Planning Group**

The Strategic Planning Group meeting scheduled for 19 June 2009 was cancelled as the matters would be dealt with more appropriately at the Corporation meeting.

It was resolved **THAT:**

The report be noted.

**13.2 Principal’s Up-date/Future Strategy**

The Principal commenced his presentation with an overview of 2009/10, highlighting some of the major achievements of the College in what had been a difficult year. Changes in funding and the environment had meant that a lot of Executive time had been spent talking to staff and keeping them up to date. Nevertheless, strategic issues such as Rugby, UAE, working with South Worcestershire College, and improving quality had continued.

Looking to the future, he indicated that the essence of Developing Destinies was still sound but Delivering Destinies was no longer valid. A new delivery plan Providing Futures was now under development in draft form.

Governors then went on to discuss the approach to developing Providing Futures, and commented that the Principal had painted a clear picture in an unsafe world.

Governors commented that, if each Manager delivered one small step, the College would feel the benefit.

It was clear that there were a number of possible options to be developed, some of which would be discounted and others would be developed.

One key question for consideration will be the degree of community work to be undertaken, given the costs associated with this provision.

The Vice Principal – Resources was looking to prepare a revised Accommodation Strategy which would, hopefully, be presented to the December 2009 meeting, following the involvement of the Accommodation Working Group.

**PART THREE – CONFIDENTIAL MATTERS**

*Staff and Student Members were asked to withdraw for this item of confidential business.*

**14. REMUNERATION COMMITTEE – CONFIDENTIAL MINUTE**

Signed : .....(Chair)