

SOUTH CHESHIRE COLLEGE

MINUTES OF THE MEETING OF THE CORPORATION HELD ON THURSDAY 20 MARCH 2008 COMMENCING AT 1.40 PM

Present:

K Lea	(Chair of the Corporation) (until the point shown)
V Harris	(Vice-Chair of the Corporation) (acting as Chair of the meeting from the point shown)
D J Collins	(Principal and Chief Executive) (until the point shown)
C Blanchard	
B Dean	
J Dowell	
J Dwyer	
D Felton	
S Field	
G Fyffe	
L Hall	
R Jones	
H Owen	
M Simon	
S Utting	
T Wheeler	
S Yates	(from the point shown)

In attendance:

S Cowell	(Managing Director, South Cheshire Enterprises Limited) (from the point shown)
G Bebbington	(Director of Finance and Administration) (from the point shown)
D Harwood	(Director of Quality) (from the point shown)
E Davies-Jones	(Clerk to the Corporation)

Item

09/08 FORMAL MATTERS

09/01/08 Apologies for Absence

There were no apologies for absence.

09/02/08 Declarations of Interest

At this point in the meeting the Chair asked the members attending this meeting to declare any personal or prejudicial interests and the nature of that interest, in any item of business on the agenda and, if necessary, to leave the meeting prior to discussion of that item. The following declarations of interest were made at this point in the meeting:

M Simon and J Dwyer in their roles as Borough Councillors declared an interest in the campus development.

09/03/08 Approval of the Minutes of the Meeting (Part A) held on 25 January 2008

IT WAS RESOLVED that the minutes of Part A of the meeting held on 25 January 2008 be approved as a true and accurate records of that meeting and that the Chair sign them accordingly.

The Chair welcomed Ron Jones as a newly appointed member of the Corporation.

09/04/08 Appointment of Student Governor

Members were informed that nominations for a new student governor had been obtained and an election had been held. Members were informed that Heather Owen was the student receiving the highest number of votes in the election.

IT WAS RESOLVED to appoint Heather Owen as a student member of the Corporation and a member of the Quality and Standards Committee for a term of office ending 31 July 2007.

09/05/08 Matter Arising from the Minutes of the Corporation Meeting held on 25/01/08 : Minute No: 01/08: Allowances to Members/Procedure for Claims for Expenses

Members considered the proposed amendment to paragraph 20.1 of the Corporation Standing Orders and the draft policy concerning the scope and procedure for claiming travel and subsistence expenses

IT WAS RESOLVED to approve the amendment to the Corporation Standing Orders paragraph 20.1 and to approve Appendix 7A in the form appended to these minutes with immediate effect and to confirm that members may claim expenses in accordance with the procedure as from the date of this meeting.

Members were informed that John Dwyer and Liz Hall have been allocated places to study for the Institute of Directors qualification "IoD Certificate in Company Direction" subsidised as a pilot programme by the Centre for Excellence in Leadership.

IT WAS RESOLVED to approve that John Dwyer and Liz Hall may claim reimbursement of such reasonably incurred costs for travel and subsistence incurred by them in attending the IoD course.

Simon Yates joined the meeting at this point.

The Part A meeting was adjourned at this point, 1.50pm, whilst the Part B meeting took place.

The Part A meeting was re-convened at 3pm.

The Managing Director, South Cheshire Enterprises Ltd, the Director of Quality and the Director of Finance and Administration joined the meeting at this point.

15/08 REPORTS OF THE CHAIR, SEARCH AND FINANCE COMMITTEES

15/01/08 Report of the Chair

The Chair informed members that in the period following the last Corporation meeting he had been heavily involved with the issues arising relating to the new

build programme, that he had met with the Ofsted inspectors on 3 and 4 March 2008 and had attended the College's Annual General Meeting on 6 March 2008.

IT WAS RESOLVED to receive the report.

15/02/08 Search Committee Report

The Chair presented the report informing members of the matters which had been considered by Committee members at the meeting held on 13 March 2008 and in particular the recommendations put forward by the Committee to the Corporation for its approval concerning the policy for recruitment of new members to support the College in the period of change which it is facing.

IT WAS RESOLVED to receive the report and

- **adopt a policy to recruit governors working within those business and industry sectors relevant to the changing needs of the College and who have relevant expertise experience and skills in areas such as finance, audit sales and marketing and that a programme to recruit such potential new governors should commence as soon as possible;**
- **appoint John Dwyer as a member and Chair of the Corporation's Organisational Development Committee to replace Vic Harris on that committee with immediate effect.**

15/03/08 Finance Committee Report

The Chair presented the report informing members of the matters which had been considered by Committee members at the meeting held on 13 March 2008 and in particular the recommendations put forward by the Committee to the Corporation concerning the transfer of a member of staff who is seconded to work in the Nursery facility, the approval of the Tuition Fee Policy and the Higher Education Fee Policy for 2008/09 and the approval of the Procurement Policy and Procedures..

IT WAS RESOLVED to receive the report and to approve:

- **that the member of staff currently seconded by the subsidiary company, South Cheshire Enterprises Ltd, to work in the College's Nursery facility should be transferred to be employed by the College in accordance with the provisions of TUPE**
- **the Tuition Fee Policy and the HE Fee Policy in the form as appended to the minutes of the Finance Committee Meeting held on 13 March 2008;**
- **the Procurement Policy and Procedures including the standard terms and conditions;**
- **that SCEL should be required to report to the Corporation's Finance Committee on a termly basis against two Key Performance Indicators: (1) Profitability and (2) Return on Assets employed and that the Corporation's Finance Committee should act as the shareholder's representative in receiving the report from the Corporation.**

Ken Lea left the meeting at this point.

Vic Harris taking over the role of Chair of the meeting from this point onwards.

16/08 OFSTED INSPECTION REPORT / OPERATIONAL PLAN UPDATE

The Principal presented the paper. Members were informed of the outcome of the recent Ofsted inspection which took place at the College on 3 and 4 March 2008. Members had been provided with a copy of the confidential copy of the draft report. The Principal informed members that the College has been judged to be “outstanding in all aspects of its provision” which was the highest possible accolade. He congratulated the Governors, staff and students on this tremendous achievement coming as it does in the wake of the top college performances in 1999 and 2004.

IT WAS RESOLVED receive the report and note that a report detailing the implementation of the operational plan for 2007/08 will be provided to members at the Corporation meeting on 17 July 2008.

17/08 COLLEGE PROGRAMME 2008/09

The Principal gave members a verbal update informing them that no allocation has been set by the Learning and Skills Council and therefore the College Programme would not be determined until those details were available. He informed members that details of the indicative allocation were expected to be received by the College in the near future.

IT WAS RESOLVED to receive the verbal report.

18/08 FINANCIAL STATEMENTS 2007/08 TO 29 FEBRUARY 2008

The Director of Finance and Administration presented the financial statements to 29 February 2008 which showed –

- closing bank balance £1,937,000 (original forecast £1,212,000);
- projected operating surplus of £229,000 and historical cost surplus of £331,000 against original forecasts of £266,000 operating surplus and £368,000 historical cost surplus;
- projected bank balance as at the year end is £1,089,00 which has £100,000 less borrowings than the original forecast £1,095,000 has included;
- Current ratio of 1.38:1 which is in line with the forecast reduction to 1.31:1 for 31 July 2008 due to the new build expenditure;
- Closing bank balance as at end February 2009 is forecast to be £1,095,000 with short term borrowings of £13,300,000 via Revolving Credit Agreement and Learning and Skills Capital support of £6,171,000 claimed (a minimum of £1m balance being required for current account transactions within the terms of the bank loan arrangements);
- College enterprise activities:
 - training restaurant turnover up by £1,200 compared to the previous year but £3,000 down against budget;
 - salon turnover up by £1,700 compared to the previous year and £1,000 above budget;
 - nursery income down by £4,000 compared to the previous year but on target to meet its budget.

IT WAS RESOLVED to receive and approve the financial statements to 28 February 2008.

19/08 REPORT OF THE CHIEF EXECUTIVE

The Principal presented the paper informing members of the full day staff governance taking place today, 20 March 2008, with the purpose of considering the college's response to the machinery of government changes and the content of the Green paper which was published on 17 March 2008.

He informed members that the college programme for 2008/09 is being reviewed in the light of changes to the funding rules and that a number of programmes will have their teaching hours aligned to the new proposals. He went on to inform members that additional work is proposed to support the 14-16 agenda and a number of new foundation degrees will be offered as part of the provision together with new opportunities for adults within the evening provision.

Members were informed that the Principal had been elected as President of the Association of Colleges and that internal adjustments would be made to accommodate this together with temporary arrangements to cover the role of Director of Marketing and Operations, following the retirement of Karen Gee at the end June 2008, until a more radical review of the structure is considered later in the year.

The Principal went on to inform members that recruitment for September 2008 remains ahead of target and that publication of the college's Ofsted inspection report is anticipated to further increase the recruitment figures. He informed members that the College has also been re-accredited for the Investors in Careers Standard and has received a one star accreditation in the "Sunday Times Best Companies to Work For" competition.

The Principal then went on to draw members attention to specific highlights of the student year and specific student achievements as detailed in the paper.

IT WAS RESOLVED to receive the report.

Dr Collins left the meeting at this point.

20/08 RISK MANAGEMENT 2007/08 UPDATE

Members reviewed the updated risk register noting that each of the Corporation committee has continued to monitor the risks relevant to the committee's terms of reference at their meetings to date in 2007/08.

IT WAS RESOLVED to note the current position in respect of the management of the risks identified in the risk register.

21/08 GOVERNOR/CURRICULUM LINKS PROGRAMME UPDATE

Members received a report on the progress of the programme of curriculum link visits arranged and undertaken to date. The Director of Quality informed members that the feedback received from the visits would be used to inform the Quality Improvement Review process and form part of the College's Self Assessment Report.

In answer to questions members were informed that the guidance which Ofsted provided to its inspectors had been following in advising the Heads of Faculty that those governors who had not been subject to a CRB check on their appointment or re-appointment as a governor , should not carry out focus group meetings with students unless they were accompanied by a member of staff who had been through the CRB check procedure.

IT WAS RESOLVED to receive the report and to ask that the Senior Management Team review the advice to Heads of Faculty concerning governors attendance at student focus group meetings.

22/08 REPORTS OF THE QUALITY AND STANDARDS, AUDIT AND ORGANISATIONAL DEVELOPMENT COMMITTEES AND THE REPORT OF THE CLERK

22/01/08 Quality and Standards Committee Report

Members considered the report of the Quality and Standards Committee concerning those matters which the Committee had considered at its meeting held on 7 February 2008 including a reports on: classroom observations undertaken since September 2007; student attendance; performance of students in the franchised provision; and complaints and accolades received in the six months from August 07 to January 08 .

IT WAS RESOLVED to receive the report and to note the papers and reports which had been considered by the Committee .

22/02/08 Audit Committee Report

The Chair of the Audit Committee presented the report informing members of the matters which had been considered by the Committee at its meeting held on 6 March 2008 and in particular the reports which had been presented to the Committee by the Internal Auditors concerning the framework under which the College's subsidiary company reports to the Corporation as shareholder, a Thematic Review Corporate Governance at the College and Quality Systems following the appointment of the Director of Quality.

Members noted that the Audit Committee will be holding an additional meeting on 1 May 2008 for the purpose of selecting the shortlist of firms to be invited to tender/interview as financial statements auditors for the 2007/08 financial statements.

IT WAS RESOLVED to receive the report.

22/03/08 Organisational Development Committee Report

The Chair of the Organisational Development Committee presented the report to members informing members of the specific recommendations made by the Committee to be considered for approval by the Corporation including those policies and procedures which had been considered and were now being recommended to the Corporation for approval.

IT WAS RESOLVED to receive the report and to:

- approve and adopt the Statement of Policy Concerning the Exercise of Discretionary Functions under the LGPS
- approve and adopt the amended Health and Safety Policy SCCPOL 11
- approve and adopt the Policy for Protection of Children, Young People & Vulnerable Adults SCCPOL 02
- note that the Staff Disciplinary and Grievance Procedures – Staff SCCPOL 27 & SCCPOL 26 has been reviewed and that no changes to those procedures are proposed at this time.

22/04/08 **Clerk's Report**

Members considered the report on the attendance of members at Corporation and committee meeting in the year to date.

IT WAS RESOLVED to receive the report and note the overall attendance of members at Corporation and committee meetings in the year to date.

23/08 **DATES OF THE NEXT MEETINGS**

IT WAS RESOLVED to note the date of the next scheduled Corporation meeting on 22 May 2008 commencing at 2pm.

Members will be notified as soon as the Principal identifies the date for the additional all day retreat meeting at which the proposals concerning the College's future provision will be reviewed by the Corporation.

There being no further business, the meeting concluded at 4 p.m.

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(Chair)

Production: 26 March 2008
Chair's approval: 29 March 2008
Corporation approval: 22 May 2008

Ref: Minute No: 09/05/08
Extract from Corporation Standing Orders:

Allowances to Members

20.1 The Corporation shall have the power to pay to the members of the Corporation such travelling, subsistence or other allowances as the Corporation may determine, but shall not without the approval in writing of the Secretary of State pay allowances which remunerate the members for their services as members. Expenses of members which are eligible for reimbursement are those reasonable travelling and subsistence expenses which are incurred in accordance with the Corporation's policy as specified in Appendix 7A. Claims by members in respect of such expenses shall be verified and approved for payment by the Clerk to the Corporation.

Appendix 7A

Policy : Allowances to Members - Travel and Subsistence

Purpose

This document sets out the Corporation's policy for reimbursing reasonable expenses and mileage for travel incurred by Corporation members and external co-opted members of Corporation Committees whilst on official business for the College.

Members are encouraged to keep travelling costs to the lowest practicable level.

Scope

The policy applies to all Corporation members and external co-opted members of Corporation Committees.

- (1) Members may, if they wish to do so, claim:
 - (a) travel and subsistence for all training or educational courses and conferences attended by them where such attendance has been agreed in advance by the Clerk to the Corporation and is deemed as appropriate and necessary in connection with their duties as a member;
 - (b) travel expenses for attending a meeting on the College campus or off site provided that their attendance at such meeting has been agreed in advance by the Clerk to the Corporation and is deemed as appropriate and necessary in connection with their duties as a member;
- (2) In the event that any member wishes to attend any specialist course or conference which is not part of the training and educational courses or conferences normally available in the sector, any costs for such specialist courses or conferences and any travel and subsistence related to attendance at the same may be reimbursed by the Corporation, at the sole discretion of the Corporation, provided that written approval has been given in advance of attendance at any such events.

The Corporation will not reimburse costs or expenses for attendance at such specialist courses or conferences by staff members, student members or by any member who has been appointed for a term of less than four years. In exercising its discretion in such cases and determining whether expenses will be reimbursed and the extent to which expenses will be reimbursed, the Corporation will consider the advice and recommendations made by the Corporation's Search Committee or, in cases of urgency, the advice and recommendations given jointly by the Chair of the Corporation and the Chair of the Corporation's Finance Committee. The Corporation will consider whether attendance by the member concerned, at such specialist courses or conferences, is considered to be in the long term interests of the College.

Procedure

Prior to any travel for which expenses are to be claimed under this policy the member concerned must abide by the following rules in order to determine the most reasonable, practicable and cost effective method for the journey.

The Corporation will reimburse against receipts for reasonable expenses incurred by members carrying out their duties as members of the Corporation within the scope identified above, subject to the following guidelines:

- Public transport will be used wherever possible. All rail and air journeys must be booked through the College Travel Centre and as early as possible in order to take advantage of discounted rates.
- College vehicles are to be used for journeys in excess of 50 miles if not using public transport.
- The maximum mileage claim is £20.00 (50 miles per day), to be reimbursed at the approved rate of 40 pence per mile for the first ten thousand miles in a tax year and 25 pence per mile thereafter.

Expenses are reimbursed by the Corporation strictly on the understanding that individual members take full responsibility for the payment of any Income Tax which may be or become due in respect of the payments received by them relating to claims for expenses made by them.

Reimbursement of Travel and Subsistence Expenses

A Governor's Expense Claim Form, available from the Clerk to the Corporation, should be completed fully and, any receipts attached and signed by the member making the claim.

When making claims for mileage members must state the locations they travel from and to and the distance in miles between those two locations and the purpose of the journey the claim for mileage relates to.

Completed Expense Claim Forms should be sent to the Clerk to the Corporation for validation and processing.

South Cheshire College

Governor Expense Claim Form

Governor's Name:

Details of Event Attended:
Brief description of event:

Date of Event:

Location:

Expense Claimed :	Amount: (please attach receipts)
	£
	£
	£
	£
TOTAL AMOUNT OF CLAIM: £	

I declare that these expenses constitute reasonable travelling and subsistence expenses incurred by me in attending the above event.

Signature of Governor: _____ **Date :** _____

The above claim is made in accordance with the provisions of clause 20.1 of the Corporation's Standing Orders and to the best of my knowledge and belief the claim is correctly made by the governor concerned.

Signature of Clerk to the Corporation : _____ **Date:** _____