

Askham Bryan College Corporation

Corporation Meeting

Minutes of the meeting held Monday 14 December 2015 – 2.00pm – 6.30pm Committee Room A, Askham Bryan College, York

The meeting was preceded by a Finance and General Purposes Committee Meeting with Andrew Aisthorpe, Regional Head – Education, Community and Government for Yorkshire and the North East at Lloyds, a meeting with Ken Shipley, Farm Director – North and North East at Velcourt, regarding milk production, plus Prevent Training with Nigel Lund the North West Prevent Co-ordinator.

26. Present: Anthony Alton (AA) – Corporation Chair/Finance and General Purposes Committee Chair, Jennifer Bartram (JB), Alan Bowe (AB), Ian Brown (IB), Alex De'Lay (ADL) – Student Governor, Alun Davies (AD), Jane Downes (JD) – Corporation Vice Chair, Linda Haigh (LH), Max Hamer (MH) – Student Governor, Peter McKenzie (PM) – Audit Committee Chair, Liz Philip (EJP) – Executive Principal, John Smith (JS) – Staff Governor, John Williams (JW), Ian Youdan (IY).

In attendance: Judith Clapham (JC) - Clerk to the Corporation, Ian Harmer (IH) - Deputy Principal Finance and Resources, Wes Johnson (WJ) – Campus Principal, North, Jane Tupper (JT) – Deputy Principal Quality and Standards, Tim Whitaker (TW) – Campus Principal, South.

27. Acceptance of apologies for absence: Ian Snowden (IS) – Staff Governor.

28. Declarations of Interest

There were no changes to the Declarations of Interest as detailed in the register, none of which it was agreed amongst those present precluded anyone.

Those thought relevant are listed below:

- AA, IB, EJP and IY as Directors of ABC College Co Ltd.
- AB in relation to the H&H Group plc whom the College uses for the cattle market and printers.
- JW as a Governor at Kirklees College and as a member of the Yorkshire and Humber Regional Committee - Heritage Lottery Fund.

29. Minutes of the meeting held 7 October 2015

Resolved: The minutes were accepted as a true and accurate record and signed by AA as Chair.

30. Matters Arising from the minutes/action schedule

None.

31. Strategy

Principal's Report

Members agreed that aspects of minute 31 Principal's Report should be classified as confidential on the grounds of commercial sensitivity and reviewed in one year. The minutes and associated reports are therefore not available for circulation to the public, college staff or students (excluding senior post holders).

Consideration was given to the Principal's Report covering a wide range of topics with detail as in the report on key achievements, quality, the Comprehensive Spending Review, Finance, Programme Protection, Staff, Capital and Area Review

EJP reported that the Comprehensive Spending Review was better than the sector had expected and whilst there is still an enormous amount of change, the main 16-18 year old grant has been protected at £4k for the length of Parliament.

EJP stated that the proposal was for there to be more apprenticeships, with the introduction of a new levy for those with a £3m plus turnover.

EJP informed the Committee that localism was a focus and there will be more work on devolution, with a view taken that cities create economic wealth. York and Leeds are recognised as major centres.

It was noted that the North Yorkshire LEP had notified a capital freeze until after Area Review which was likely to be until at least January 2017, as the published dates for the Cumbria Area Review was the beginning of April 2016 and for North Yorkshire was September 2016. Aligning with LEP priorities was recognised as important.

Resolved: The Principal's Report was received.

Top Ten Risks

Consideration was given to the Top Ten Risks Report which were presented (with detail in the report) as the risks it would be helpful for the Corporation to monitor, outlined as sovereignty, borrowing, recruitment, financial health, financial control, capital projects, Ofsted, English and Maths, Litigation and IT.

Borrowings was highlighted as a particular area of risk.

A Governor suggested the litigation section be extended to include external factors that could affect the College such as Data Protection and Terrorism and a Governor also stated that there needed to be a focus on those risks not being managed.

Resolved: The Top Ten Risks report was received.

32. Quality and Standards

Self-Assessment Report 14/15

Consideration was given to the Summary College Self Assessment Report (SAR). It was noted that the SAR had received external validation from Landex and an ex-Ofsted HMI with thanks expressed to the three Governors (AD, LH and JW) also involved at various stages, who described it as a really good process, very robust, with much challenge as well as constructive support and advice.

It was noted that the College was judged overall to be 'Good' and that the full self-assessment report (written using Pro-SAR) is available on the College intranet, which will be updated as a result of feedback from the external validation and the overall College SAR uploaded onto the Provider Gateway. It was noted that it will also be used during Area Review.

Consideration was given to the Key Strengths and areas for improvement/development as outlined in the report which are being addressed. It was noted that there were some outstanding features and Quality Improvement Plans have been prepared and updates will be given against these at future meetings.

Resolved: The Self-Assessment Report 2014/15 was approved.

Safeguarding Policy and Equality and Diversity Update

Consideration was given to the Safeguarding Annual Report providing an overview for the 2014/15 academic year and comparison to the previous two years, plus plans for meeting the Prevent Duty and the Policy for Safeguarding.

It was noted that there were 64 safeguarding cases reported, a significant increase on the reported cases in the previous year (24). A number of factors were considered to have contributed to this increase, namely an increased emphasis on systems leading to greater awareness and more effective communication taking place, with clearer reporting, increased student numbers across all sites and learners under RARPA, plus an increase in the number of cases linked to mental health issues which is being supported by staff training.

It was noted that Clare Williams as Head of Student Services is the Senior Designated Safeguarding Officer with Marilyn Shersby for the South and Adam Savage for the North and that John Williams is the Governor Link for Safeguarding and Prevent.

It was noted that all Governors had now undertaken their Safeguarding Training. Governors were reminded to wear their ID when walking around College.

Resolved: The Safeguarding Policy and Procedures (SCA6) was approved.

Health and Safety Policy

Consideration was given to the Annual Health and Safety Report. It was noted that:

- There were no significant incidents to date
- There has been one RIDDOR reportable accident
- 174 reported accidents with a breakdown in the report
- All Health and Safety Audits have been completed and an action plan drawn up
- North Yorkshire Fire and Rescue Service have carried out Fire Safety Audits across the York campus and with some failings being rectified the College has a classification of a "High Standard in Fire Safety Awareness."
- Health and Safety Meetings and training continue to take place ensuring all sites are covered which helps to promote a more positive health and safety culture across the organisation.

Resolved: The Health and Safety Policy was approved and signed by AA and EJP.

33. Finance and Resources

It was noted that the next five items on the agenda had been scrutinised by the Finance and General Purposes Committee and Audit Committee and recommendations made from both Committees that the reports, financial statements and letters should be approved.

Report and Financial Statements 2014/15

Consideration was given to the Members' Report and Financial Statements for the year ended 31 July 2015.

It was noted that the College generated an operating surplus in year of £364k, compared to a budget of £101k, which was recognised as a good performance. It was noted that there was one adjustment for note 21 to take account of writing off the demolition work at the Newton Rigg campus. It was also noted that there is unfunded growth due to lagged funding.

ABC Co Ltd - Directors' Report and Financial Statements 2014/15

Consideration was given to the Directors' Report and Financial Statements for year ended 31 July 2015. It was noted that as anticipated there is a loss of £178k with some of the loss on the farm being mitigated by RBRU. The inter company loan is now in place.

As previously discussed the idea is for all farming activity to be in the College Company and any other activities to be in Enterprises. It was noted that any profits go back in to the College.

ABC Enterprises Ltd – Directors' Report and Financial Statements 2014/15

It was noted that due to this being dormant there is no change on the previous year.

Letter of support from ABC to ABC Co Ltd

Consideration was given to the letter of support from ABC to ABC Co Ltd confirming continued financial support to the company with a recommendation that Jane Downes sign the letter, due to AA conflict of interest.

Letters of Representation/Management Report from External Auditors RSM UK Ltd

Consideration was given to the letters of representation on the Financial Statements and Regularity audit which were thought acceptable. It was noted that nothing had been found to prevent the accounts being signed.

Resolved: It was unanimously agreed that:

- The ABC Report and Financial Statements for the year ended 31 July 2015 were approved for the Chair and Principal to sign on behalf of the Corporation.
- The Governors approved the Letters of Representation to RSM UK Ltd re ABC and authorised the Chair and the Principal to sign on behalf of the Corporation.
- The Directors of ABC Co Ltd received a Letter of Support from the College and approved the ABC Co Ltd Directors' Report and Financial Statements for the year ended 31 July 2015, authorising the Chair to sign as a Director on behalf of the Board.
- The ABC Enterprises Ltd Directors' Report and Financial Statements for the year ended 31 July 2015 were received which has been dormant and therefore are the same as the previous year and the Principal, as Director and the Clerk, as Company Secretary were authorised to sign on behalf of the Corporation.
- As previously approved, ABC Enterprises Ltd be reinstated with the same Directors as for ABC Co Ltd, ie AA, IY and EJP and review the Memorandum of Articles of the Companies to enable a wider representation of Directors. Company classifications to be checked.
- The Management Report from the External Auditors, RSM UK Ltd was received.
- The Letter of Support from ABC to ABC Co Ltd was approved and the Vice Chair authorised to sign on behalf of the Corporation.

Latest Management Accounts and Forecast to October 2015

Consideration was given to the October Management Accounts Commentary and figures, showing the budget position for 2015/16, following the production of the first complete review of the College's financial position, showing a shortfall of £74k against the revised budget, which is still a work in progress, as managers review their outturn position. Attention was also drawn to the additional funding for high needs students which was currently not all being received.

Consideration was given to the income and expenditure variances as detailed in the report, but with the main noted as the austerity line, SFA income, salaries, Leeds and Guisborough/Stewart

Park. It was noted that the balance sheet remains solid and there are no issues with the bank covenants, a manageable cashflow and Key Performance Indicators that retain good financial health.

Resolved: The October 2015 Management Accounts were received.

Borrowings and Interest Rate Strategy

Members agreed that minute 33 Borrowings and Interest Rate Strategy should be classified as confidential on the grounds of commercial sensitivity and reviewed in one year. The minutes and associated reports are therefore not available for circulation to the public, college staff or students (excluding senior post holders).

Capital Project Update

Consideration was given to the Capital Update Report provided for information.

Members agreed that this report should be classified as confidential on the grounds of commercial sensitivity and reviewed in one year. The minutes and associated reports are therefore not available for circulation to the public, college staff or students (excluding senior post holders).

34. Governance

Resolved: Governors adopted and gave approval to the following Committee recommendations:

Committee Meetings

Search Committee – 23 November 2015

Governor Recruitment

As a result of advertising for Governors, we received 24 enquiries, resulting in 16 applications which were shortlisted to eight. The background and skill set of the proposed Governors was discussed.

Approval was given to:

- James Standen being appointed as a full Corporation Member.
- Alan Skidmore being appointed as a full Corporation Member. Alan has declared an interest in Harrogate Borough Council.
- David Lynch being appointed as a co-optee on the Audit Committee.
- Diane Rainsbury being appointed as a co-optee on the Quality and Standards Committee. Diane has declared an interest as an employee at Teesside University.
- David Lawton being appointed as a member of the Local Advisory Group at Newton Rigg.

Finance and General Purposes Committee – 7 December 2015

- Approve the Members Report and Financial Statements 2014/15
- Approve the Directors Report and Financial Statements 2014/15 for ABC Co Ltd.
- Approve the Directors Report and Financial Statements 2014/15 for ABC Enterprises Ltd which has been dormant and therefore are the same as the previous year.
- As previously approved reinstate ABC Enterprises Ltd with the same Directors as for ABC Co Ltd, ie Anthony Alton, Ian Youdan and Liz Philip.
- Review the Memorandum of Articles of the Companies to enable a wider representation of Directors.
- Approve the letter of support from ABC to ABC Co Ltd.
- Approve the letters of representation.

- Approve the management report from the External Auditors - RSM

Audit Committee – 7 December 2015

- Approve the management report from the External Auditors – RSM

Following amendments:

- Approve the Members Report and Financial Statements 2014/15
- Approve the Directors Report and Financial Statements 2014/15 for ABC Co Ltd.
- Approve the Directors Report and Financial Statements 2014/15 for ABC Enterprises Ltd which has been dormant and therefore are the same as the previous year.
- Approve the letter of support from ABC to ABC Co Ltd.
- Approve the letters of representation.
- Approve the Annual Report of the Audit Committee.
- Approve the Succession Planning Audit Report.
- Approve the Finance System Implementation Audit Report.
- Approve the Assurance Mapping Document which requires further work.
- That the Implementation of Audit Recommendations Report be accepted including revised dates.

Annual Report of the Audit Committee

Consideration was given to the Audit Committee Report for Financial Year ended 31 July 2015, which the Audit Committee recommended for approval, confirming their belief that after assessment, based on the scope of reviews undertaken and completed during the period, it is able to provide the Corporation with an opinion that during the whole year Askham Bryan College had adequate and effective audit arrangements, framework of governance, risk management and control and processes for the effective and efficient use of resources, the solvency of the institution and the safeguarding of its assets, subject to the recognition that this assurance can never be absolute and is based on the reassurances provided by the Internal and Financial Statements Auditors, plus health and safety reports and Self Assessment Report.

Resolved: The Audit Committee Report for Financial Year ended 31 July 2015 was approved and PM as Chair of the Audit Committee was authorised to sign it.

Policy Review

Consideration was given to the Habitual or Vexatious Complainants Policy (QA12) and Procedure for Complaints against the Corporation, Board Member and the Clerk (QA13).

Resolved: Following minor amendments the Habitual or Vexatious Complainants Policy (QA) and Procedure for Complaints against the Corporation, Board Member and the Clerk (QA13) were approved.

Away Day Feedback

Consideration was given to the Away Day Feedback which informed a discussion regarding the next Away Day. Governors requested it include a Corporation Meeting, a Governor mock inspection interview and TW requested a session on FDAP.

Resolved: Following a discussion it was decided to reduce the next Away Day to one day on Friday 26 February 2016 in the Animal Management Building.

35. Confidential items

Members agreed that aspects of minute 31 Principal's Report, Minute 33 Borrowings and Interest Rate Strategy and Capital Update should be classified as confidential on the grounds of commercial sensitivity and reviewed in one year. The minutes and associated reports are therefore not available for circulation to the public, college staff or students (excluding senior post holders).

36. Any other business

EJP invited all Governors to the Point to Point on Easter Saturday, 26 March 2015.

AA wished everyone a Very Merry Christmas.

Date of next meeting

Resolved: Friday 26 February 2015, Askham Bryan College, York

Action Schedule

Date Action Raised	Minute No	Action required	Action by	By when
Current				
14/12/15	31	Include external factors in the litigation sector of risks.	EJP	Next report
14/12/15	32	Wear ID badges when walking around College	All	Now
14/12/15	34	Organise the 26 February Away Day	JC	ASAP
Pending				
25/03/15	58	Put in place the agreed actions regarding the College Companies	IH	ASAP
Cleared				
25/02/15	48	Arrange for Staff to meet Governors during break at Corporation Meetings	JC	
27/08/14	8	Consider further how student and staff views can be captured by Corporation	Governance Working Party	
19/03/14	34, 41 & 45	Review the Governor Self Assessment process. Revised Self Assessment to be incorporated into Away Day.	Governance Working Party	
8/10/14	20	Arrange for Jo Gibson to present the Marketing Strategy to Governors. Revised to Away Day	JC	
25/02/15	48	Target for return of staff survey 55%	JT	
8/10/14	20	Complete Safeguarding Training	All	
20/05/15	71	The "other" category on H&S report be broken down further, so for example all sport related stats are together.	TE/JF	

I certify that this is a true and accurate record of the meeting held 14 December 2015 and agree to them being made public on the Askham Bryan website.

Signed
Chair

Date

