



**MINUTES OF THE BOARD OF GOVERNORS
15 DECEMBER 2016
4PM, BOARDROOM, CHELTENHAM CAMPUS**

Present:

Mr G Ripley (Chair)	Mr P Head
Mr C Baldwin	Mr S Marston
Mr M Burgess (Principal)	Mr K Rog
Ms P Burton	Ms P Schreuder
Mr P Carr	Mr T Uppington (Student Governor) (excl. item 113)
Ms Julie Haines (Staff Governor) (excl. items 103 and 113)	Ms A Williams
Ms G Hayes	Ms R Wilson (Staff Governor) (excl. item 113)

In Attendance:

Mr A Bates	Chief Financial Officer
Ms J Kettyle	Vice Principal, Curriculum and Quality
Ms S Parkin	Group Director, HR and Corporate Services
Ms S Steed	Vice Principal, Students
Mr P White	VP, Recruitment and Business Development
Ms J Cosson	Clerk and Governance Advisor to the Board of Governors

Apologies: Mr J Brinley

Attendance: 100%

PRELIMINARIES

ACTION

102/16 Apologies

Were noted as above.

103/16 Membership Proposals

- **Update on Student Governor vacancy**
- **Appointment of Staff Governor**
- **Approval of revised Eligibility Policy**
- **Re-appointment of TB and SSEC membership changes**

Members were provided with a proposal paper for the appointment of a Staff Governor. Members considered and approved the recommendation.

RESOLVED:

- That Julie Haines be appointed to the Board as the duly elected Staff Governor for a two year period from 15 December 2016 to 14 December 2018, subject to her continuing as a member of staff;
- That Joe Rigelsford be thanked for his role as Staff Governor.

JH joined the meeting and was welcomed by the Chair.

Members were also provided with a membership paper containing further membership proposals including a revised Eligibility Policy for approval. Members considered and approved the recommendations.

RESOLVED:

- That the revised Eligibility Policy be approved;
- That Trish Burton be re-appointed as an External Board Member for a four year term of office from 20 March 2017 to 19 March 2021 and the she continue as a member of the Curriculum & Quality Committee and Audit Committee;
- That Gillian Hayes and Keith Rog be appointed to SSEC in order to comply with the Terms of Reference in line with their existing appointment terms;
- That Anne Williams remain as a member of SSEC;
- That the Board notes that GRS is considering an additional member for SSEC;
- That it be noted that the Student Governor vacancy continues to be progressed by the VP, Students.

104/16 Declarations of Interest

It was confirmed that the Register of Interests recorded all of the current declarations of interests of those present. It was noted, in particular that staff governors had an interest in item 113 – pay award. Staff and student governors would be asked to leave the room for this item.

SM declared his interest in item 118.

There were no further declarations.

105/16 Confidentiality of Items

It was confirmed that the Financial Statements were confidential until approved by the Board and formally submitted to the SFA and the Internal and External Audit Annual Reports until the Financial Statements were submitted. The Management Accounts were declared confidential until the Financial Statements for the related year were approved. The Self-Assessment Report was confidential until submitted to the Gateway. The Principal's Report, KPI report, Estates Update, the Financial Forecast & Pay Award and all other times marked as such were declared confidential for a period of two years. All the above items were confidential on the grounds of commercial sensitivity.

106/16 Minutes of 13 October 2016

The minutes of the meeting of 13 October were approved and signed as a true record by the Chair.

107/16 Matters Arising from the Minutes and Actions Matrix

Members were provided with an Actions Matrix and noted the status update of each item. All actions were either complete, on the agenda or diarised to be taken forward.

KEY BUSINESS

Approval of Financial Statements of Subsidiary Companies - confidential

108/16 AGM of Gloucestershire Facilities Management Limited - confidential

109/16 AGM of Betaris Limited - confidential

110/16 AGM of New College Developments Limited - confidential

Approval of Annual Reports, Consolidated Financial Statements of College and Financial Statements of Subsidiary Companies - confidential

111/16 Annual Reports - confidential

112/16 Financial Statements - confidential

113/16 Matters referred by CFO - confidential

114/16 Matters referred by VP Curriculum & Quality

- **Ofsted Inspection Update**

Since the last Board meeting, the final inspection report had been received confirming that the College had been judged as "Good" across all of the inspection areas.

- **College Self-Assessment Report**

The self-assessment process will begin again in the spring with C&Q.

- **Higher Education – approval of annual quality assessment return - confidential**

115/16 KPIs – confidential

116/16 Equality and Diversity Annual Report

Members were provided with the Equality & Diversity Annual Report which had been presented to C&Q.

The main area of concern for the College is disability. The College is

working with the Disability Confidence Scheme in order to become a disability confident employer with a view to improving the conversion of applicants declaring a disability from interview to appointment.

Members enquired whether the College is prepared for the new gender pay reporting deadline of April 2017. It was reported that a recent audit had not revealed any areas of concern.

RESOLVED: That the Equality & Diversity Annual Report be noted and issues highlighted and monitored through the QIP to ensure gaps are closed.

117/16 Annual Health and Safety Report - confidential

118/16 Proposal for Bath Corporation to join Strategic Alliance and approval of Memorandum of Understanding - confidential

ROUTINE BUSINESS

119/16 Principal's Report - confidential

120/16 Management Accounts to September 2016 - confidential

121/16 Committee Reports and Minutes

Minutes of the following meetings had been made available to Members using the College's systems:

- **Audit Committee – 11 October 2016**
- **EWG – 2 November 2016**
- **C&Q – 24 November 2016**
- **BRC – 29 November 2016**
- **Audit – 6 December 2016**

There were no questions.

RESOLVED: The minutes were noted and endorsed.

122/16 Matters referred by the Chair/Clerk

- **Appointment of Chair/Succession Planning**

The Chair gave a verbal update on the process for the appointment of the new Chair. In accordance with the Appointment Policy, he has taken soundings from Board members, co-opted Committee members, members of the Executive and the Clerk with regard to the process of appointment of a new Chair and the potential candidates for appointment. This has included consideration of advertising externally. A draft proposal will be put to the next GRS meeting in February 2017 and a recommendation from GRS will be presented to the March 2017 Board meeting.

- **Governor Development Activity**

Members had been provided with information on the Link and Development activities undertaken by Governors. The Chair thanked all Members for their involvement with all link activity.

RESOLVED: That the Board note the link and development activity which enriches the Governors' understanding and oversight of the activities of the College.

- **Meeting Evaluation Form**

Members had been provided with a Meeting Evaluation Form. Members considered the information provided.

RESOLVED: That the Board note and endorse the feedback from the Meeting Evaluation Form.

- **Self-Assessment Sheet**

Members completed the Self-Assessment Sheet.

OTHER

123/16 Any Other Business

None.

124/16 Date and time of next meeting:

- Board Meeting: 4.00pm, 9 March 2017, Cheltenham Campus
- Strategic Planning Day: 25 February 2017, 10.00am to 4.00pm, Cheltenham Campus.

The meeting finished at 6.30pm.

Signed.....

Date.....9/3/17.....