



"To promote lifelong learning for individuals and industry through the understanding and enjoyment of flowers, trees, plants and animals for career, business, education and leisure purposes"

**MINUTES OF THE CORPORATION MEETING
HELD AT 6.15PM ON THE 13 APRIL 2011
AT CRYSTAL PALACE PARK**

MEMBERS:

Independent Governors: Mr Roger Abraham, Mr John Bennett, Miss Irene Byard, Mr Graham Eustance OBE, DL, Mr Doug Fussell, Mr Donald Gratton, Mr David Gwyther CBE, Mr Robert Howard, Mr Paul Jolly, Mr Huw Jones Owen, Mr Tony Leach, Mr Ron Melville MBE, Mr Malcolm Parkinson (Chair), Lady Salisbury, Lady Stuttard, Mr James Wisdom

Staff Governor: Mr Bob Mallick

Student Governors: Mr Jonathan Lamb
Ms Calie Potts

Chief Executive: Ms Madeline Hall

Also present: Mr Chris Beardshaw, Prospective Governor
Dr Steven Dowbiggin OBE, Principal Designate
Mr Damien Fallon, Director of Finance
Mr Simon O'Hear, Director of Human Resources
Mr David Triggs, Clerk to the Governing Body

Prior to the start of the meeting the whole of the Governing Body received a safeguarding briefing from Madeline Hall, Chief Executive. A separate note of the briefing has been prepared by the Clerk.

At the start of the meeting the Governing Body held a minute's silence in memory of Miss Phyllis Oborn MBE, the previous Chair of Governors, who sadly passed away in February this year. The Chair also informed governors that ex governor and honorary Vice President John Wilkinson had sadly passed away late last year. The College was grateful for the contribution that he had made over a number of years.

The Chair welcomed Governors to the meeting. In particular he welcomed Chris Beardshaw as a prospective new governor. He also reported that unfortunately Huw Jones Owen was unable to attend the meeting due to a longstanding medical appointment. This would have been Huw's last meeting as his term of office was coming to an end and Huw had taken a decision to step down as a Governor. The Chair had therefore invited Huw to attend at the beginning of the next meeting of the Governing Body so that he would be able to say farewell. The Chair commented that Huw had been a Governor at the College for more than 21 years; he had been a member of and had chaired almost all the committees of the Governing Body at one time or another.

1. APOLOGIES FOR ABSENCE

Apologies for absence were received from Nicholas Evans, Huw Jones Owen, Jonathan Lamb, Bob Mallick, Ron Melville and Calie Potts. It was noted that the student absence were due to the fact that this meeting was taking place during the Easter holidays.

2. DECLARATION OF INTERESTS

NOTED: The following declarations of interest were made by those present at the meeting:

- Lady Salisbury declared an interest as Patron of the Institute of Horticulture;
- Lady Stuttard declared an interest as a member of the Livery of the Worshipful Company of Gardeners;
- Mr M Parkinson declared an interest as a member of the Livery of the Worshipful Company of Gardeners;
- Dr S R Dowbiggin declared an interest as Managing Director of Capel Manor Limited and in his capacity as a Fellow and Trustee of the Institute of Horticulture. He also declared an interest as Master of the Worshipful Company of Gardeners and as a member of the Council of City and Guilds;
- Mr T Leach declared an interest as a Fellow of the Institute of Horticulture;
- Ms M Hall declared an interest as Director of Capel Manor Limited, as a Fellow of the Institute of Horticulture and as a member of the Livery of the Worshipful Company of Gardeners;
- Mr D Fallon declared an interest as Company Secretary of Capel Manor Limited and Director of Forty Hall Community Vineyard Limited;
- Mr Simon O'Hear declared an interest as a Director of Capel Manor Ltd.

The Chair recommended, and it was agreed, that the minutes of the meeting of the Search Committee be brought forward for consideration to enable consideration of the appointment of new Governors. However, for the purpose of the minutes the order below is that shown on the agenda.

3. MINUTES OF THE CORPORATION MEETING HELD ON 15 DECEMBER 2010

RECEIVED paper 3, the minutes of the Corporation Meeting held on 15 December 2010.

RESOLVED: that the minutes of the meeting of the Corporation held on 15 December 2010 be approved as a correct record and signed by the Chair.

4. MATTERS ARISING FROM THE MINUTES OF THE CORPORATION MEETING HELD ON 15 DECEMBER 2010

RECEIVED paper 4, report of the Clerk to Governors for information.

NOTED:

- i Minute 8 of 14 April 2010: this related to the re-development of the Crystal Palace Park facility. The Chief Executive made reference to the work that had been undertaken at Crystal Palace Park as part of the overall Master Plan and which had been viewed by governors during the tour of the park prior to the meeting;
- ii Minute 6.1 of 15 December 2010: that the setting up of the new fundraising committee be deferred until the work of the Old Manor House Gardens Committee has concluded. The new Committee would be born out of the membership of the current committee and will be chaired by Lady Salisbury;
- iii Minute 16f of 15 December 2011: this action had been completed.

5. MINUTES OF THE SEARCH COMMITTEE HELD ON 17 MARCH 2011

(During consideration of item 5 Chris Beardshaw left the meeting)

RECEIVED paper 5, the minutes of the Search Committee for decision.

The Chair reminded governors that at its last meeting the Governing Body had instructed the Search Committee to recruit governors with the following skills/experience

- a member with a local authority background;
- a member with a strong media profile.

Following interviews, the Search Committee recommended that Chris Beardshaw and Doug Taylor be appointed to fill the next vacancies. It had already been noted that Huw Jones Owen's term finished at the end of this meeting. In addition the Chair reported that, having already extended his term of office last year, Graham Eustance had indicated his desire to stand down as a governor after the summer term meeting. Members of the Search Committee expressed their pleasure at the calibre of the prospective governors.

RESOLVED:

- i) **that Chris Beardshaw be appointed as a member of the Governing Body from the end of this meeting for a four year term of office to conclude at the end of the summer term meeting 2015;**
- ii) **that Doug Taylor be appointed as a member of the Governing Body as soon as a vacancy arises. It was noted that with Graham Eustance resigning at the summer term meeting Mr Taylor would be appointed at the end of the summer term meeting for a four year term of office to conclude at the end of the summer term meeting 2015.**

6. REPORT OF THE CLERK

RECEIVED paper 6, report of the Clerk for decision.

6.1 Code of Governance

NOTED:

- i The Draft College Code of Governance, a copy of which was attached for governors' information, is intended to provide a set of guidelines reflecting recommended good practice;
- ii the Draft Code aims to enhance the quality of governance, management, and performance across the College sector by providing a governance framework. It is intended that a College's compliance with the provisions of the Code will be reported in its Corporate Governance Statement of its annual, audited financial statement and/or annual report;
- iii the Clerk attended a recent briefing at City of Westminster College along with Robert Howard and the Chief Executive. Concern was expressed from some colleges represented that the Draft Code was weak and was based on too low a starting point for the vast majority of colleges;
- iv if accepted then there was likely to be an expectation for colleges to adopt the Code by 1 August 2011.

RESOLVED: that the report be noted and the Clerk be requested to update governors on progress with the Code at the summer term meeting.

6.2 Meeting Dates for 2011/2012

NOTED:

- i that the Audit Committee was trialling an 8.30am breakfast meeting on 5 July 2011;
- ii that due to the timing of Easter in 2012 the planned date for the Corporation meeting would be better brought forward. It was suggested that the Clerk liaise with SMT to identify a new proposed date for governors to consider.

RESOLVED: that subject to the above amendments, the meeting dates for 2011/2012, as set out in Appendix 3 to the report of the Clerk, be approved.

7. REPORT OF THE CHIEF EXECUTIVE

RECEIVED paper 7, report of the Chief Executive.

NOTED:

- i Following the Government's Comprehensive Spending Review in October 2010 the funding allocations for Capel Manor College had been better than anticipated. Final allocations exceeded initial indications still further, both for 16-18 year olds, funded by the YPLA, and adults, funded by the SFA. Detailed funding allocations for 2011-2012 were set out in the Chief Executive's report;
- ii Capel had benefited from the YPLA making concessions for colleges with disadvantaged students and students with low entry qualifications;
- iii the formula based funding model adopted for 2011-2012 rewarded the growth achieved during 2010-2011 and the College had also benefited from extra funding for Additional Learning Support (ALS);
- iv growth in 2011-2012 would uplift future funding. For this reason the proposed internal recruitment targets for 16-18 are above the funded targets;
- v the initial allocations for Adult learning activity in 2011-2012 were welcomed as the impact of funding stringency was less severe than feared: the cut was £88,000 less than the current year. However, having applied the funding methodology, the final allocation instead yields an increase in adult budgets of £36,000. It was noted that this level of funding includes the 4.3% rate reduction and in order to earn the allocated funding more activity will be required;
- vi following lobbying from AoC, including the College's contribution of a letter to Ministers, the issue of an anomalous gap in eligibility for training at level 1 has been corrected. For 2011-2012 all adults, of any age, without a full level 2 qualification, will be entitled to fully funded training at both level 1 and level 2. This concession will continue to an extent in 2012-2013, but with an age limit of 25;
- vii interim arrangements had been put in place to undertake the tasks of the Vice Principal pending appointment to the permanent position and this included the appointment of a temporary Associate Principal;
- viii the arrangements for preparing and approving the 2011/2012 budget;
- ix details of the business planning process for 2011-2012.

RESOLVED:

- i) **the final allocations from the YPLA and SFA (as set out in Appendices 1 and 2 of the Chief Executive's report), be accepted;**
- ii) **internal targets for 16-18 of 600 individuals and 720 Standard Learner Numbers (SLNs) be agreed;**

- iii) a process of setting internal targets for adult activity to match all available funding through the business planning process be agreed;
- iv) that the governing body appointment panel for the appointment of a permanent Vice Principal by September 2011 be extended to four governors and include the Chair of Governors, Steve Dowbiggin (Principal Designate) and Simon O'Hear (Director of Human Resources);
- v) that the arrangements to cover the work of the Vice Principal during the period up to September 2011 be noted including the appointment to a temporary post of Associate Principal.

8. MINUTES OF THE AUDIT COMMITTEE MEETING HELD ON 22 MARCH 2011

RECEIVED paper 8, the minutes of the meeting of the Audit Committee held on 22 March 2011.

NOTED:

- i the recommendations of the Audit Committee were presented by Roger Abraham as Chair of the Committee.

8.4 Teachers' Pension Audit

RESOLVED: that Baker Tilly be re-appointed as auditor of the Teacher's Pension Scheme for the 2010/2011 financial year at a cost of up to £1,000 exclusive of VAT.

8.7 Annual Appointment of the Individual Learner Record (ILR) Assurance Auditor for 2010/11

RESOLVED:

- i that Baker Tilly be re-appointed as ILR assurance auditor to the College for the 2010/11 financial year;
- ii that the audit fee for the year 1 August 2010 to 31 July 2011 to be agreed at up to £6,000 exclusive of VAT (this allows for past costs and inflation).

8.8 Annual Appointment of the Financial Statement Auditor (and Regularity Audit Service) for 2010/11

RESOLVED:

- i that, subject to the outcome of the audit tender to be conducted by the Audit Committee, Baker Tilly be re-appointed as financial statement and regularity auditor to the College for the 2010/11 financial year;
- ii that the audit fee for the year 1 August 2010 to 31 July 2011 be agreed at a future meeting once the scope of audit is known.

9. MINUTES OF THE FINANCE & GENERAL PURPOSES COMMITTEE MEETING HELD ON 17 MARCH 2011

RECEIVED paper 9, the Minutes of the Finance and General Purposes Committee meeting of 17 March 2011.

9.6 Report of the Chief Executive

[Insert Heading]

RESOLVED:

- i that up to £85k be allocated from the 2011/2012 capital allocation to fund this project;**
- ii that the College confirm a commitment to undertake and complete the work by the end of March 2012;**
- iii that the Chief Executive be instructed to negotiate with the SFA with the view to reducing the College's matched capital contribution to the project;**
- iv that the project identified for the funding be agreed as replacement of the temporary structure currently accommodating 14-16 year olds pupils as a base room.**

9.12 Management Accounts for the six months to 31 January 2011

RESOLVED: That the Management Accounts and commentary for the six months 31 January 2011 be received and noted.

9.13 Revised Budget and Cash Flow for 2010/2011

RESOLVED:

- i) that the revised budget for 2010/2011 as detailed in Appendix 1 of the report of the Director of Finance, be approved;**
- ii) that the revised cash flow forecast as detailed in Appendix 2 of the report of the Director of Finance, be approved;**
- iii) that the revised revenue budget which results in a small improvement in the planned surplus of £32k be noted;**
- iv) that the revised revenue budget and the increase in surplus (a movement in excess of £50,000), be approved.**

9.17 Report of the Director of Estates and Buildings

(a) Minute 17.1 Forty Hall Farm Site

RESOLVED: that the appointment of R D Bull to carry out the work to reinstate fire damaged buildings at Forty Hall Farm be approved as its tender valued at £43,351.20 inclusive of VAT @ 20% represents the best value.

(b) Minute 17.4 Estates Transport Fleet

RESOLVED:

- i that a costed plan be prepared for replacement/conversion of those vehicles which do not comply (with the exception of the horse box);**
- ii that SMT be requested to consider a programme of replacement/conversion as part of the 2011-12 capital programme.**

10 MINUTES OF MEETING OF CAPEL MANOR LIMITED HELD ON 6 DECEMBER 2010

RECEIVED paper 10, the minutes of the meeting held on 6 December 2010 for Information.

NOTED:

- i Capel Manor Limited had not traded during the past year;
- ii in the future any appointment as a Director be in the name of the post holder rather than a named individual.

11 CURRICULUM AND QUALITY COMMITTEE MEETING HELD ON 17 MARCH 2011

RECEIVED paper 11, the minutes of the meeting held on 17 March 2011 for Information.

NOTED:

- i James Wisdom, Chair of the Committee, presented the minutes. Although there were no recommendations he highlighted key issues discussed;
- ii minute 3 v referred to a paper which focused on how the College could move from Grade 2 to Grade 1 for overall effectiveness. The Chief Executive agreed it was her aim to bring forward a paper for governors' consideration by July focusing on the steps required to increase the College grading;
- iii minute 7 – the Chair referred to an excellent presentation by Chantal Lommel, Head of Learning Support on the subject of 14-19 Programmes;
- iv minute 9iii – the success of Foundation Garden Design Students in being awarded gold – best in show – for their Box Clever garden at the Ideal Home Exhibition.

12 MINUTES OF THE ACADEMIC BOARD MEETING HELD ON 1 MARCH 2010

RECEIVED paper 12, the minutes of the meeting of the Academic Board meeting on 1 March 2011, for information.

NOTED:

- i minute 4.3 - Student Services and Enrolment Steering Group – 9 February 2011. Paragraph iii referred to action in hand to address the slight reduction in 19+ numbers by increases in the summer programme. The Chief Executive highlighted the level of funding literacy developed by managers and college staff;
- ii minute 6 – Landex Validation Visit. The Chief Executive highlighted the very positive review undertaken by Alastair Taylor with the high quality of teaching particularly of note. He raised some safeguarding issues around managing the volume of visitors to the Farm at Crystal Palace Park in March and these were part of ongoing discussions;
- iii minute 7.3 – Six Month Offer – Heartbeat. The Chief Executive gave an update on this successful project in partnership with Job Centre Plus.

13 REPORT OF THE DIRECTOR OF ESTATES AND BUILDINGS

RECEIVED paper 13, the report of the Director of Estates and Buildings for information.

NOTED:

- i the works carried out to restore fire damaged buildings at Forty Hall Farm and successful Open Day on 26 and 27 March;
- ii Phase 1 of works to Crystal Palace Park were completed within budget with the final Phase 2 work to install disabled access equipment being installed over the next few months;
- iii a brief update on the Capel Manor Gardens including completion of Phase 2 of the Old Manor House Garden construction work;
- iv a report on the Spring Gardening Show held on 2 and 3 April 2011.

14 DATE OF NEXT MEETING: Wednesday 13 July 2011 at Enfield (Governor training at 4.00pm and full Governing Body at 6.15pm)

At the close of part one of the meeting the Chair reported that he would be recommending to the Patron that Huw Jones Owen is recognised as an Honorary Vice President for his excellent services to Capel Manor. The Patron is holding a lunch meeting on 6 June 2011, awarding a Vice Presidency to Christine Cohen; the further position might be awarded at the same event.

Part One of the meeting finished at 7.29pm.