

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

## **CORPORATION MEETING**

### **MINUTES OF THE MEETING HELD ON WEDNESDAY 14<sup>TH</sup> JULY 2010**

#### **HELD AT THE ENFIELD CAMPUS**

#### **MEMBERS:**

- Independent Governors: Mr. Roger Abraham, Mr. John Bennett, Miss Irene Byard (Vice-Chairman), Mrs Christine Cohen OBE, Dr. Steven Dowbiggin OBE, Mr. Graham Eustance OBE, DL, Mr. Doug Fussell, Mr. Donald Gratton, David Gwyther CBE, Mr Robert Howard, Mr. Huw Jones Owen, Mr. Tony Leach, Mr. Ron Melville, MBE, Mr. Malcolm Parkinson (Chairman), Lady Salisbury, Lady Stuttard, Mr. James Wisdom.
- Staff Governor: Bob Mallick
- Student Governors: Nina Villaroman\* and Daniel Zoppellini\*
- In attendance: Mr Nicholas Evans, Director of Estates and Buildings  
Mr Damien Fallon, Finance Director  
Ms Madeline Hall, Head of College  
Mr Paul Jolly, prospective governor (minute 4 onwards)  
Mr Simon O'Hear, Personnel Manager  
Mr David Triggs, Clerk to the Governing Body

*(Those Governors marked with an \* submitted apologies for absence)*

#### **Opening remarks from the Chairman:**

- i He welcomed everyone to the meeting and congratulated staff and students for their hard work in ensuring the Queen's visit on 11<sup>th</sup> June and the Mayors Day on 12<sup>th</sup> June were extremely successful. The Chief Executive read out the content of a letter that he had received from the Queen's Private Secretary expressing her thanks for the College's work and sending the Queen's "warm good wishes";
- ii He thanked staff for their work in arranging a successful student awards day on Monday 12<sup>th</sup> July. It was noted that Crystal Palace and Gunnersbury would be holding their own awards events later this week;
- iii He wished to record that the Strategic Away Day in June had been very well attended by governors and managers and had formulated the Guiding Principles, Priorities, Key Aims and Key Goals referred to in the Development Plan (Paper 10 from the Head of College); and
- iv He congratulated Dr Stephen Dowbiggin, Chief Executive Officer on his appointment as Master of the Worshipful Company of Gardeners.

#### **1 APOLOGIES FOR ABSENCE**

Apologies for absence were received from the student governors Nina Villaroman and Daniel Zoppellini. Apologies for lateness were received from Christine Cohen (who was delayed by traffic congestion).

## 2. **DECLARATION OF INTERESTS**

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 the 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 N Evans declared an interest as a Director of Capel Manor Limited, as a Fellow of the Institute of Horticulture, as a member of the Court of the Worshipful Company of Gardeners and of their Livery;
- Mr D Fallon declared an interest as Company Secretary of Capel Manor Limited.
- Mr Simon O'Hear declared an interest as a Director of Capel Manor Ltd.

## 3. **MEMBERSHIP**

The Chairman invited Huw Jones Owen, Chair of the Search Committee, to present the recommendations contained in minute 6 of its meeting held on 1<sup>st</sup> July 2010. Following consideration of the minute it was agreed that Robert Howard be appointed to fill the current vacancy and that Paul Jolly be appointed to fill the next suitable vacancy. The Chairman reported that Christine Cohen had indicated her desire to step down as a governor at the end of this meeting and that if the recommendation of the Search Committee was accepted then Paul Jolly would be appointed from the end of the meeting.

### **RESOLVED:**

- i) That Robert Howard be appointed as a member of the Governing Body for a term of office to conclude at the end of the summer term meeting 2014;**
- ii) That having noted Christine Cohen would be resigning with effect from the end of the meeting Paul Jolly be appointed as a member of the Governing Body at the end of this meeting for a term of office to conclude at the end of the summer term meeting 2014.**

*At this point Robert Howard joined the meeting as a Governor and Paul Jolly as an observer.*

## 4 **MINUTES OF THE CORPORATION MEETING HELD ON 14<sup>TH</sup> APRIL 2010**

**RESOLVED: That the Minutes of the meeting of the Committee held on 14<sup>th</sup> April 2010 be approved as a correct record and signed by the Chairman subject the following amendments:**

- Minute 2 – Declarations of Interest. To delete the words “and Trustee” against the name of Tony Leach;
- Minute 9.2 – to expand the heading by adding the words “...and Purchasing and Payments”; and
- Minute 13 – to change the date in the heading to read 3<sup>rd</sup> March 2010.

## 5. **MATTERS ARISING FROM THE MINUTES OF THE MEETING OF THE CORPORATION HELD ON 14<sup>TH</sup> APRIL 2010.**

The Corporation received the report of the Clerk (paper 5) setting out details of the matters outstanding and the corresponding position.

**5.1 Item 18.8 of meeting held on 10<sup>th</sup> December 2008 - Improvements to Gunnersbury Park and Brent Lodge Park:** It was reported that there had been no progress in formalising the lease and SMT had taken a decision to cease using Brent Lodge Park. There were no costs associated with this decision and it was not anticipated it would lead to bad publicity.

**5.2 Item 8 of the Governing Body meeting of 14<sup>th</sup> April 2010 – Crystal Palace:** It was noted that planning permission had been granted. The CEO suggested that it may be necessary to consult the Governing Body Sub Group (previously appointed with delegated powers to manage the project) if there was a variation to the contract. It was important that the facility was able to open in October 2010.

**RESOLVED: That the previously constituted Governing Body Sub Group be authorised to consider and make decisions around the contract or other matters to support the opening of the new facility in October 2010.**

**5.3 Item 9 from the Governing Body meeting of 14<sup>th</sup> April 2010 – Minutes of Audit Committee:** It was noted that Baker Tilly would make an annual report to the Audit Committee in November 2010 following which the College would go through a tendering exercise for the external audit services in the Spring of 2011.

## **6 MINUTES OF THE SEARCH COMMITTEE MEETING HELD ON 1<sup>ST</sup> JULY 2010**

Huw Jones Owen, Chairman of the Search Committee, presented the remaining sections of the Search Committee minutes other than that referred to in minute 3 above.

### **RESOLVED:**

- i. That Irene Byard be re-elected to serve until the summer term meeting 2013.**
- ii. That Graham Eustance OBE, DL be elected to serve until the spring term meeting 2013;**
- iii. That Ron Melville be elected to serve until the spring term meeting 2013;**
- iv. That James Wisdom be elected to serve until the summer term meeting 2013.**

## **7 REPORT OF THE CLERK TO THE GOVERNING BODY**

The Clerk to the Governing Body presented a report which covered modifications to the Instrument and Articles, extending the timetable of meetings to cover Autumn 2011, a review of the decision making structure and the re-organisation of SMT resulting in the appointment of Madeline Hall as acting CEO (and as a result Governor) for the period 1<sup>st</sup> September 2010 to 31<sup>st</sup> August 2011.

It was suggested that the Clerk should undertake a review of the decision making structure and this should include exploring the potential for greater levels of delegation to the committees (with the view to reducing the overall amount of paperwork). It was also suggested that the membership of some of the committees be reviewed and possibly increased. The Framework of the review would be led by the Chairman/ Chief Executive and Clerk but individual committee chairmen would need to lead the review of their committee's role.

### **RESOLVED:**

- i. That "The Further Education Corporations (Former Further Education Colleges) (Modification of Instrument and Articles of Government) Order 2010" as attached at Appendix 1 to the Clerk's report, be noted.**
- ii. That the additional meeting dates for the autumn term 2011 be adopted and the Governing Body meeting in Spring 2011 be held at Crystal Palace;**
- iii. That each Committee be requested to review its terms of reference during the autumn term and make any recommendations to the Governing Body for changes that will help reduce bureaucracy and improve the effectiveness of the Corporation;**
- iv. That the Chief Executive be requested to liaise with the committee chairmen and consider appropriate changes to membership prior to the next committee cycle.**

- v. **That the Clerk be requested to present to the December 2010 meeting of the Governing Body a report which reviews the Committee Structure, the Code of Conduct and Standing Orders and incorporates any recommendations concerning changes to the Committee terms of reference.**
- vi. **That the appointment of Madeline Hall as a Governor be confirmed with effect from the 1<sup>st</sup> September 2010 until 31<sup>st</sup> August 2011.**

## **8 REPORT OF THE CHIEF EXECUTIVE**

The Governing Body considered the report of the Chief Executive Officer (paper 8). It highlighted the successes of the past year including the gold medals for gardens at Chelsea and Hampton Court, the Mayors Day and the Queens visit. It also referred to the need to continue to focus on communication to ensure that there is maximum awareness among staff of their contribution to achieving the guiding principles, main aims and goals of the College (identified in appendix A of the Development Plan report at minute 10 below) during what would be a challenging period during the forthcoming year.

Reference was particularly made to the emerging government strategies (as discussed at the Governor briefing held before the meeting) and details of these were included in:

- i) the BIS funding letter to the Skills Funding Agency dated 17<sup>th</sup> June 2010;
- ii) letter from the Secretary of State for Education inviting the College to contribute to how efficiencies can be made;
- iii) an article from Lord Baker proposing the development of technical colleges;
- iv) a letter from the Secretary of State for Business Innovation and Skills proposing that Regional Development Agencies be replaced by Local Enterprise Partnerships.

## **9 UPDATE ON RISK MANAGEMENT PLANNING INCLUDING RISK MANAGEMENT ACTION PLAN**

The Governing Body considered a report from the Chief Executive (Paper 9). During consideration of the report it was noted that it was the role of SMT to ensure a rigorous process existed for the management of risks. It was the role of each governing body committee to identify and manage its own areas of risk. The role of the Governing Body is to monitor the implementation of the College's overall risk management process.

### **RESOLVED:**

- i **That the revised Risk Review Schedule (Appendix I) and the resulting Risk Management Action Plan for 2010/11 (Appendix II) be adopted subject to minor amendments agreed at meeting;**
- ii **That the Audit Committee be requested to report on the effectiveness of its risk management process during 2009/10 for consideration by Governors at their December 2010 meeting and that this is reported in Operating and Financial Review which forms part of the annual report and accounts.**

## **10 DEVELOPMENT PLAN 2009/2010 TO 2011/12**

The Governing Body considered a report from the Head of College (Paper 10). During consideration of the report the following points were noted:

- i) A Development Plan was no longer a requirement of the Skills Funding Agency (SFA) but this document had been produced for internal use;
- ii) The three year Financial Plan (Paper 12a) remained a key document which aligned with the development plan;
- iii) The College Business Plan focused on academic operational planning for two years - 2010 to 2012;
- iv) Details of the Guiding Principles, priorities, aims and goals (as discussed at the Strategic Awayday) informed the Business Plan;

- v) There was a need to develop a revised long term strategic plan for the College which accommodated the current rapidly changing and challenging environment. The Acting CEO (current Head of College) proposed that the Principal Designate be asked to lead on the formulation of this over the rest of the year;
- vi) The Head of College put forward proposals to standardise stationery with a view to improving the marketing and brand image of the College. These ideas were supported by governors.

**RESOLVED:**

- i) That the revisions to the Guiding Principles, priorities, aims and goals agreed at the Strategic Away Day, be adopted.
- ii) That the current Chief Executive and the future Principal be charged with producing a comprehensive three year Development Plan 2011 to 2014.

**11 MINUTES OF THE FINANCE & GENERAL PURPOSES COMMITTEE HELD ON 1<sup>ST</sup> JULY 2010**

The Chairman of the Finance and General Purposes Committee, Mr Doug Fussell, presented the minutes of the Committee meeting (Paper 11) and he highlighted the key issues from the meeting as well as the recommendations. A number of the matters dealt with by the Committee were noted including:

- i) Minute 9.6 and the decision to introduce a Tender Procedure Waiver Form subject to an annual report on the use of the form;
- ii) Minute 16 and the decision to agree to draft a three-year financial plan for consideration at the special meeting – see minute 12.1 below;
- iii) Minute 21 - Fire at Forty Hall Farm. The Director of Estates and Buildings gave an update and reported that the College was seeking to relocate the modern barn and reduce the risk of a reoccurrence.

**11.1 Review of Risk Management Plan (Minute 8)**

**RESOLVED:**

- i) That the general risk areas, covering operational areas HR1 to HR 6 (Appendix 1 to the Finance & General Purposes report) have been reviewed by the Committee and remained appropriately assessed;
- ii) That the other amended risk review schedules and relevant annexes are adopted;
- iii) That these are incorporated into the College's Risk Review Schedule and Risk Management Action Plan for consideration by the Governing Body.

**11.2 Learner Support Update (Minute 12)**

**RESOLVED:** That the updated summary policy for the distribution of Learning Support Funds (FE) and Hardship Funds (HE) be confirmed for 2010/2011.

**11.3 Revision of Criteria for the Property Strategy (minute 23)**

**11.3.1 SFA Renewal Grants (Minute 23A1)**

**RESOLVED:** That the College applies for  $\frac{1}{3}$  capital support (£225,000) for a package of projects (value £675,000) as already costed, including:

- |  |              |
|--|--------------|
| i. alterations to Crystal Palace Park Centre;  | £420k        |
| ii. reorganisation and upgrading of IT resources;  | £110k        |
| iii. installation of a science laboratory (by refitting an existing room at the Enfield campus); | £15k         |
| iv. improvements to animal care facilities at Enfield and Forty Hall sites.                      | £130k        |
|  | <b>£675k</b> |

### **11.3.2 Overall Property Strategy (Minute 23A2)**

**RESOLVED:**

- i. That the College completes its master plan planning application and the £40,000 for this is included within the current revenue allocation;
- ii. That the minor modifications to the master plan are adopted and incorporated into the planning application.

### **11.4 MANAGEMENT ACCOUNTS 9 MONTHS TO APRIL 2010 (see Paper 11a for reference)**

The Director of Finance presented a report on the Management Accounts including Key Performance Indicators (Schedule 1), Income and Expenditure Account (Schedule 2) and Balance Sheets (Schedule 3).

**RESOLVED:** That the management accounts for the nine month period to 30 April 2010 be received and noted.

### **11.5 OUTTURN FORECAST 2009/10 (see Paper 11b for reference)**

**RESOLVED:**

- i) That the revised Income and Expenditure Budget for 2009/2010 as detailed in column C of Appendix 1 to the committee report, be approved;
- ii) That the revised Rolling Cash Flow Forecast, as detailed in Appendix 2 to the committee report, be approved;
- iii) That Governors note that the revised Income and Expenditure Budget results in a small improvement of £1k in the planned surplus. It was noted that this required approval as the movement in several of the absolute figures is in excess of £50,000.
- iv) That the improvement of £1k in the planned surplus and the various movements that made up the surplus be approved.

### **11.6 PROPOSED OUTLINE BUDGET FOR 2010/11 (see Paper 11c for reference)**

**RESOLVED:** That the Revenue (Income and Expenditure) budget for 2010/11, attached as Appendix 1, be adopted for 2010/11 as the baseline for future discussions;

### **11.7 PLANNED CAPITAL EXPENDITURE 2010/11 (see Paper 11d for reference)**

**RESOLVED:**

- i) That the Financial Performance Indicator for cash days in hand be agreed as 40days for the year 2010/11;
- ii) That the allocation of £614k to capital projects in 2011/12 be approved;
- iii) Governors noted that the theoretical maximum capital funding that could be allocated was £1.003m but it was agreed that the remainder of funding be held in reserve.

## 11.8 TUITION COURSE FEE RATES 2011/2012 (see Paper 11e for reference)

### RESOLVED:

- i) That the rates detailed in Appendix A to the report be confirmed for 2011-2012;
- ii) That the College waives tuition fees for 19+ students progressing to any full-time course having initially completed a full-time course with the college when they were under 19;
- iii) That Functional Skills registration fees for full-time adults be met by the College for 2011-2012;
- iv) That adult apprenticeship fees be raised by 10% for all ages and all sizes of employer. That instalment option and discount for full payment at start, as offered in 2009-2010 and 2010-2011, be confirmed for 2011-2012;
- v) That additional provision run directly by Schools be classified as follows:
  - a. premium courses (where the course is eligible for part governmental funding); or
  - b. key cost recovery courses (where the course is not eligible for governmental funding but meets an agreed social/community need or is a bridge for progression); or
  - c. commercially costed courses with a fee determined by market forces.

## 12 VERBAL REPORT OF THE F&GP MEETING OF 14<sup>TH</sup> JULY 2010

The Chairman of the Finance and General Purposes Committee, Mr Doug Fussell, reported that the Committee had met prior to the Corporation meeting to consider the three year Financial Plan 2011 to 2012/13.

### Noted:

- i that the papers considered by the meeting had been circulated to governors;
- ii that the first year budget of the three year cycle be aligned with the budget approved earlier in the meeting;
- iii that careful consideration be given to constructing the three year planning model and all assumptions were listed;
- iv that in most cases governors or the AOC guidance was used but for adult responsive funding levels it had been assumed that funding would remain static (not reduce by 25% over the three years) and any efficiencies will be offset by increased fee income.

### 12.1 THREE YEAR FINANCIAL PLAN 2010/11 to 2012/13

The Director of Finance presented a report (Paper 12a). During discussion of the report governors expressed concern that the College remain comfortably within the 'good' status. It was explained that in order to qualify for outstanding the College would require a surplus equal to 1% of the turnover (£100k) and this was not predicted for the foreseeable future.

### RESOLVED:

- i) That the three year financial Plan for 2010/11 to 2012/13 be adopted and forwarded to the Skills Funding Agency before 31 July 2010;
- ii) That it be confirmed that the College's Financial Health be assessed as Good for the three year period, 2010/11 to 2012/13.

## 13 MINUTES OF THE AUDIT COMMITTEE MEETING OF 15TH JUNE 2010

The Chairman of the Audit Committee, Mr Roger Abraham, presented the minutes and highlighted key issues from the meeting.

**Noted:** That the Committee still required at least one independent Member. The Chairman had identified a potential candidate and would carrying out informal discussions with the person. If he remained a potential candidate he would liaise with the Chief Executive, Director of Finance and the Clerk to ensure an appropriate selection process was followed.

### 13a INTERNAL AUDIT STRATEGY 2010/11 TO 2012/13 AND ANNUAL PLAN 2010/2011

**RESOLVED:** That the three year Audit Strategy for 2010/11 to 2012/13 and the Annual Plan for 2010/2011 be approved subject to the amendments agreed by the Audit Committee being negotiated between the Director of Finance and Scrutton Bland and an increase in fees of no more than 4%.

### 14 MINUTES OF THE CURRICULUM & QUALITY COMMITTEE MEETING HELD ON 1<sup>ST</sup> JULY 2010

James Wisdom, Chairman of the Curriculum and Quality Committee presented the minutes of the meeting held on the 18<sup>th</sup> March 2010 (paper 14).

14.1 The meeting received details of two presentations from staff. These focused on the following issues:

14.1.1 Information Learning Technology:

Noted:

- i progress made by Arboriculture and Countryside in the use of ILT;
- ii importance of making students aware of College ICT capability and not raising the expectations of students beyond that which the College can deliver;
- iii need to encourage all staff to maximise their utilisation of the virtual learning environment (VLE) offered by Capella.

14.1.2 Use of Observation of Teaching and Learning to improve the quality of learning:

Noted:

- i the correlation between teaching observation grade and student retention, achievement and Ofsted grading;
- ii that the College had adopted a strategy of focusing resources on improving grade 3 rather than focusing on grade 1's and 2's;
- iii the Strategy was having an encouraging effect on improving teaching and learning.

14.2 The Chair referred to the recommendations contained in minute 9 concerning the Risk Management review.

**RESOLVED:**

- i. that Annexes B, C and D remain in the College's Risk Management Action Plan for 2010/11;
- ii. that Annexes E and F are added as amended to the College's Risk Review register for 2010/11;
- iii. that Appendices 2, 3, 4 and 5, as amended, are incorporated into the College's overall Risk Review Schedule and reported to Governors as part of the Risk Management Action Plan for 2010/11.

### 14a QUALITY AND IMPROVEMENT PLAN 2010 UPDATE

The Chairman of the Curriculum and Quality Committee presented the mid-year update of the Quality Improvement Plan (Paper 14a) for governors information.

Noted:

- i The Head of College emphasised that this was a document that was constantly being reviewed and updated and that governors could expect the size of the final report to be further reduced;
- ii the discussion on section X of the report.

### 15 MINUTES OF THE ACADEMIC BOARD MEETING HELD ON 26<sup>TH</sup> MAY 2010

The Corporation received the minutes of the meeting of Academic board meeting held on the 26<sup>th</sup> May 2010 for information.

## **16 CURRICULUM UPDATE**

The Head of College presented a report for information (Paper 16).

Noted:

- i the tables on the analysis of full-time and part-time applications comparing 2009 with 2010 and that demand seemed much higher than last year;
- ii that some of the demand maybe due to multiple applications being made by students;
- iii the College would be aiming to (again) over recruit 16-18 student numbers but would have to carefully manage adult responsive demand.

## **17 MINUTES OF THE STRATEGIC HEALTH & SAFETY MEETING HELD ON 21<sup>ST</sup> JUNE 2010**

Irene Byard had chaired the meeting and therefore presented the minutes (Paper 17).

Noted:

- i attention was drawn to the action undertaken by Paul Grainger following the outbreak of the fire at Forty Hall Farm which had lead to easier and faster access by the Fire Brigade (who had themselves commended his quick reactions). The Chairman agreed to write a letter of thanks to Mr Grainger expressing the thanks of the Governing Body.
- ii the actions taken by management to address the problems from students using the swimming pond inappropriately.

## **18 DATE OF NEXT MEETING: Wednesday 15<sup>th</sup> December 2010**

Noted that Governor training was planned for 4.00pm and the full Governing Body meeting at 6.15pm on Wednesday 15<sup>th</sup> December 2010

The meeting commenced at 6.15pm and closed at 7.45pm.

Mr Malcolm Parkinson

Chairman