

Minutes Part I

Full Governing Body Committee		
Meeting Time and Date	1730 on 28 March 2018	
Meeting Location	Crystal Palace	
Present	Roger McClure (Chair) John Bennett Paul Campbell Douglas Fussell Beryl De Souza Donald Gratton	Joy Hillyer Tony Leach Lady Milnes Coates Doug Taylor James Wisdom
Staff Governor	Andrew Smith	
Student Governors	Michelle Bavage Niall O'Dea	
Senior Leadership Team	Susanne Datta (HR) Damien Fallon (Finance) Malcolm Goodwin (Principal) Richard Prowse (Facilities)	
Minute Taker	Joanne Coffey (Clerk)	
Apologies	Heather Barrett-Mold David Domoney Robert Howard Lynn Hart (Academic) Hazel Thomas (Student Governor)	
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The Chair formally welcomed Susanne Datta, Director of HR, to the Governing Body.
<p>1. Apologies</p> <p>1.1. Apologies were given for Heather Barrett-Mold, David Domoney, Robert Howard, Lynn Hart and Hazel Thomas.</p>
<p>2. Declaration of Interests</p> <p>2.1. Roger McClure and Doug Fussell declared an interest in Item 5, Search and Governance Committee minutes, regarding the Chair and Vice Chair of the Search, Governance and Remuneration Committee.</p>
<p>3. Minutes (Decision)</p> <p>Resolved to</p> <p>3.1. Approve the minutes of the Governing Body meeting held on 13 December 2017 as a correct record and authorise the Chair to sign them.</p>
<p>4. Matters Arising</p>

- 4.1. The new Head of Marketing and Communications has a wider role and will assist the existing team with public relations.

5. Search and Governance Committee minutes (Decision)

Proposed Restructure of the Search and Governance and Remuneration Committees

- 5.1. The Governing Body felt that the restructure of the Search and Governance Committee to include Remuneration items was a practical initiative.

Resolved to

- 5.2. **Agree that the Search and Governance Committee and Remuneration Committee be combined into one new committee called the Search, Governance and Remuneration Committee.**
- 5.3. **Agree that they merge the Remuneration items into the Search and Governance Part II committees, from summer 2018 onwards, as per the amended Terms of Reference.**
- 5.4. **Appoint Don Gratton as a member of the Search, Governance and Remuneration Committee.**

Elections of Chair and Potential Vice Chair of Search and Governance Committee

Resolved to

- 5.5. **Elect Roger McClure as Chair of the Search, Governance and Remuneration Committee for a 3 year term.**
- 5.6. **Elect Doug Fussell as Vice Chair of the Search, Governance and Remuneration Committee until spring 2019.**

Report of the Clerk

- 5.7. The Governing Body were delighted to re-appoint David Domoney for his second full term of office.

Resolved to

- 5.8. **Re-appoint David Domoney for a further 4 year term of office.**

6. Audit Committee minutes (Decision)

Report of The Director of Finance

- 6.1. The College continues to receive a quality service from the external auditors, Buzzacott.

Resolved to

- 6.2. **Appoint Buzzacott to audit the deductions and contributions the College has made in respect of the Teachers' Pension Scheme for the 2017-18 tax year.**

Internal Audit Report on Risk Management

- 6.3. As the suggestion to rename the Audit Committee, the 'Audit and Risk Committee', in line with industry standards, was deemed to overstate the sub-committee's responsibility of risk it was not approved by the Governing Body.

Resolved to

- 6.4. **Not rename the Audit Committee.**

Financial Statements Auditor (Evaluation of Performance 2016-17, Annual Reappointment 2017-18)

- 6.5. Buzzacott performed well in the previous year, providing an excellent service with good value for money.

Resolved to

- 6.6. **Appoint Buzzacott to provide the financial statements and regularity audit service to the College for the 2017-18 year at a negotiated cost of £25,290 for the year, exclusive of VAT.**

Risk Policy

- 6.7. To improve overall risk perception, Risk to be a standing item at all sub-committee meetings to focus on their particular areas, to be reported at the next term's Audit Committee (and the Strategy Committee if deemed necessary), prior to being received by the Governing Body.
- 6.8. All Terms of Reference to reflect the new cycle of risk assessment.
- 6.9. The new Risk Policy provides guidance to embed into the new streamlined Risk Register.
- 6.10. The descriptors in the Probability/Severity tables, which act as examples to represent which assessment level to apply, to be modified for improved objectivity.

Resolved to

- 6.11. **Adopt the Risk Management Policy 2018, so that current risks on the Risk Review Schedule are transferred to the Risk Register and current actions in the Risk Management Action Plan are transferred to the High Risk Action Plan.**

7. Finance and General Purposes Committee minutes (Decision)

Six Month Management Accounts 31 January 2018

Resolved to

- 7.1. **Approve the group management accounts for the second calendar quarter to 31 January 2018.**

Revised Budget 2017-18

Resolved to

- 7.2. **Approve the revised projected comprehensive spending review, cash flow and balance sheet for the year ended 31 July 2018.**

Head of Marketing and Communications

- 7.3. The new Head of Marketing and Communications, appointed from April 2018, will present to the Governing Body once a new Marketing Strategy and action plans are in place.
- 7.4. The Committee discussed the importance of the new Head of Marketing and Communications to co-ordinate plans with all relevant departments, particularly the Admissions Team.

Gender Pay Gap

- 7.5. The College's solicitors, Ashfords, have completed an analysis of pay within the College to explore any gender pay gaps in order for the College to make any necessary adjustments.
- 7.6. The data, analysed between April 2016 and April 2017, demonstrates an 11.6% mean and 7.6% median gender pay gap, benchmarked against the National average of 18% mean and 9.1% median.
- 7.7. The results to be published on the College's website and the online submission made prior to 30 March 2018.
- 7.8. The College's gender pay gap is expected to be lower in 2019, due to a recent increase in female staff at senior leadership level.
- 7.9. The College employs a higher percentage of females which includes a high proportion of females in part-time roles.
- 7.10. Capel demonstrates strong progression through succession planning for the promotion of staff.
- 7.11. The College is to consider management development programmes and further support for return to work after maternity leave and flexibility within the workforce.
- 7.12. Ashfords to form an action plan, in-line with the Single Equality Scheme, to continue to ensure no bias exists within the College's recruitment parameters.

Financial Health

7.13. The Education and Skills Funding Agency (ESFA) have recorded Capel Manor College as Outstanding in both financial health and underlying financial health.

8. Report of the Clerk (Decision)

Timetable of Governors' meetings 2017-19

8.1. The Patron's Day on 23 May 2018 will serve as a formal inauguration of the College's new Patron Elect, Lady Salisbury.

Resolved to

8.2. **Approve and adopt the updated timetable of meetings for 2017-19.**

9. Report of the Principal (Decision)

Education Skills and Funding Agency Open Letter

9.1. The Principal to formally respond to the open letter from Peter Lauener, the Chief Executive and Accounting Officer at the ESFA, which sets out robust guidelines to assess and improve financial management and governance.

Resolved to

9.2. **Note the contents of the letter from the Chief Executive of the Education Skills and Funding Agency.**

Enfield Master Plan

9.3. Boyd Thorpe Associates have been approached to review the restaurant and catering needs in conjunction with the new Visitor Centre and the increased footfall.

9.4. Fusion Project Management, who built the original Duchess of Devonshire building, are to be approached to assist in the remodelling of the front of house gardens and reception area.

Resolved to

9.5. **Confirm for the Senior Leadership Team to pursue the investigation of the re-configuration of the restaurant as part of the Master Plan.**

9.6. **Confirm for the Senior Leadership Team to pursue the investigation in the remodelling and of the Duchess of Devonshire reception and Hessayon Pavilion as part of the Master Plan.**

9.7. The College's application to create an Institute of Technology is supported by interest from the Royal Agricultural University (RAU), along with:

- The Royal Parks
- The Zoological Society of London
- The Royal Veterinary College
- Parks for London

- The London Wildlife Trusts
- Marshalls plc

9.8. Governors suggested the following marketing enhancements:

- a) In addition to the Friends of Capel discounted membership for previous learners and visitors, a lifetime membership option would be an attractive investment to those seeking closer affiliation with the College and its partners.
- b) Cross-marketing with local attractions, such as Forty Hall and Myddelton House with the Enfield centre
- c) The new Head of Marketing and Communications to run focus groups with students and staff to research new events and gain a broader perspective.

9.9. The College is exploring acquiring residential property at the Kingswood Nurseries Development, via a mortgage, to provide its own higher quality student accommodation.

10. Academic Committee

10.1. The Academic Committee accepted the updates and progress of the Quality Improvement Plan.

11. Health and Safety Committee minutes

11.1. The recommendation to adopt summarised high-level accident and incident reporting (rather than a full breakdown) will be reconsidered by the Health and Safety Committee following the restructure of data, to ensure sufficient and appropriate information is produced.

11.2. Crystal Palace is used as a First Aid point by visitors to Crystal Palace Park, and the Sports Centre offers a reciprocal First Aid point for the College's students when the College is closed.

11.3. To ensure the highest protection to the public, the Centre Manager at Crystal Palace is to ensure all accident reports note the referral to a doctor and signpost the closest Medical Walk-In Centre at the entrances to the College facilities.

11.4. Positive feedback was received by DisabledGo.com, who conducted an anonymous visit to the Enfield campus in February 2018 to review accessibility.

12. AOB

12.1. None.

13. Date of next meeting

13.1. The next Full Governing Body Committee meeting will take place on Wednesday 18 July, 2018 from 1600 at Gunnersbury Park.