
Minutes of the meeting of the Governing Body held on Wednesday 9th December 2009 commencing at 9.30 a.m. in Room A2, Otley College, Otley, Ipswich, Suffolk.

Present:

Bob Feltwell	(Chair (Independent Member))
John Clements	(Independent Member)
Lavinia Finn	(Independent Member)
John Hammond	(Independent Member)
Ian Norman	(Staff Member)
Jane Rabagliati	(Independent Member)
Roger Smith	(Independent Member)
Paula Titshall	(Student Member)
Robin Vickers	(Independent Member)
John Whyman	(Independent Member)
Philip Winfield	(Principal)

In Attendance:

David Sugden	(Associate Governor)
Angela Carter	(Interim Vice - Principal Curriculum)
Stephen Holley	(Consultant Finance and Planning)
Arthur Hicks	(Clerk)

- C23 **Apologies and Welcomes**
Apologies had been received from Linda Cropley, Jane Dale, Simon Lacquiere, Helen Page, Bob Snell and Jane Storey.
- C24 **Disclosures of Interest**
There were no disclosures of interest.
- C25 **Timing of the Agenda and Items of Other Business**
The timing and Agenda were agreed.
- C26 **Presentation on Sharepoint**
Steve Chase gave a presentation on the use of and access to the College Sharepoint and Moodle sites. Members were advised that documents relevant to governors would be made available electronically and placed on the site. Members completed registration documents.

The Chair thanked Steve Chase for his presentation.
- C27 **Minutes of the Previous Meetings**
The Minutes of the meetings held on the meeting held on the 4th November 2009 were received, agreed as a correct record and signed by the Chair.
- C28 **Matters Arising from Those Minutes**
There were no matters arising.

C29

Collaboration with Easton

Bob Feltwell presented an update report on the progress of discussions between the Corporations of Otley and Easton Colleges in seeking collaborative opportunities. He advised that the LSC have verbally agreed funding support this would be received by Easton with project costs to be drawn from the fund. The Joint Steering Group had been formed with a meeting arranged to take place at Otley on the 10th December 2009. Paul Lawrence of KPMG has agreed to facilitate and Chair the Group meetings.

Members considered good progress was being made and **agreed:**

That the Joint Group to submit a paper containing its recommendations to the meetings of the two Corporations to be held in March 2010.

C30

Audit Committee

John Clements presented the draft minutes of the meeting held on the 20th November 2009. He reported that the Committee had met privately with the Internal and Financial Statements Auditors prior the meeting.

Members discussed the effect of cushioning on the accounts and noted this would not be available in the future. Having received appropriate assurance from the auditors and there being no significant areas of concern the Committee, in order to allow Corporation to sign off the annual Accounts for the year ending 31 July 2009 had approved the:

- Annual Fraud Assessment Report for 2008/09
- Financial Statements Audit Highlights Memorandum and Management Letter for the year ended 31 July 2009.
- Annual Internal Audit Report for 31 July 2009.
- The Annual Risk Management Report 2007/08, incorporating the opinion of the Risk Management Group and the Risk Register.

The Corporation considered the Annual Report of the Audit Committee and discussed the performance of Auditors (Annexes B, C and D). After due consideration of the auditors' reports **it was resolved:**

To approve:

- a) **The Annual Report of the Audit Committee for 2008/09.**
- b) **That KPMG be appointed Financial Statements Auditors for the year ended 31 July 2010.**
- c) **That Bentley Jennison be appointed Internal Audit Service for the year ended 31 July 2010.**
- d) **That KPMG be appointed to provide Controls Assurance and DSAT testing for the year ended 31 July 2009.**

John Clements reported that the Committee had received and approved a short version of the Financial Management Control Evaluation (FMCE). As there have been no significant changes to the FMCE the overall assessment grade remained as last year Good (grade 2). The Principal had been authorised to sign the document.

The report was considered and received.

- C31 **Finance and General Purposes Committee**
Members received the draft minutes of the meeting held on the 25th November 2009. Governors were advised that enrolment was just below funding targets but within LSC tolerances and that there would be no claw back of the Recurrent Grant.
- The Corporation received the Management Representation Letter between the College and KPMG. After due consideration **it was resolved:**
- To approve the Management Representation Letter to KPMG and authorise the Chair to sign on behalf of the College.**
- Bob Feltwell advised that the Committee had received the Members' report and consolidated financial statements to 31st July 2009 for Otley College. Governors reviewed the report and following due consideration **it was resolved:**
- To approve the Members Report and Consolidated Financial Statements for the year ended 31 July 2009.**
- C32 **Finance Strategy 2009/10**
Stephen Holley presented the College finance strategy for the next 3 years 09/10, 10/11 and 11/12 which included; the overall aim, key objectives and key performance indicators. He explained the context of the strategy and the inclusion of stretching targets.
- The report was received and considered.
- C33 **Management Accounts 2009/10**
Mike Wainwright presented the management accounts containing details of the actual income and expenditure for the first 3 months to the 31st October 2009. He gave details of the executive summary included in the accounts and the risks to income. Members were advised of the impact that Machinery of Government changes were having to the profiling of funding for Employer Responsive provision. Performance indicators were considered against stretching targets.
- The accounts were considered and received.
- C34 **Freehold**
This minute is deemed commercially sensitive and is therefore strictly confidential.

C35

Quality Standards Committee

Lavinia Finn presented the draft minutes of the meeting held on the 16th October 2009. She reported that the Committee had received comprehensive reports from each of the Curriculum Departments which contained details on Learner performance, funding and recruitment.

The Corporation were alerted to poor performance in SSA3 (Landbased) where there are potential Minimum Level of Performance issues. Framework completion rates for Engineering Apprentices have also shown a significant drop since last year. There appeared to have been a lack of monitoring of the traffic light system for apprentices. She advised that Committee Members were very disappointed that despite previous assurances that the situation was being addressed there appeared to be no improvement in the management or performance of the area.

The Committee had received details of the restructure of the Business Services area which had resulted in a number of redundancies and were pleased to hear the prime focus for the new post of Head of Employer & Adult Responsive was to improve the quality of the provision. Work Based learning had been moved into the curriculum areas and the performance of a number of staff is under review. Progress would be reported through the Curriculum reports and monitored by the Committee. This along with an LSC audit of the Colleges Employer Responsive provision planned for January should provide evidence of the level of progress being made.

More positively she was delighted to report predicted overall success rates had risen to 84% this is a good achievement which should be celebrated.

The report was considered and received.

C36

Otley College Enterprises

Members received draft minutes of the meeting of the Board and the Annual General Meeting of Otley College Enterprises held on the 25th November 2009.

Bob Feltwell presented a report from Otley College Enterprises (OCE) along with the Management Representation Letter, revised Memorandum of Understanding and Service Level Agreement and Business Plan. Members received the directors' report and financial statements for year ending 31st July 2009 for information and were advised that the accounts had been signed off as a going concern and that although there was very little business recorded for the year it was important that it continued to operate to enable use in the future if needed.

The report and Accounts were received.

C37

Human Resources Committee

Roger Smith presented the draft minutes of the meeting held on the 11th November 2009 and gave details of the reports which had been considered and received. He reported the Committees sadness at learning of the deaths of two members of staff.

Members received for information the revised Discipline, Capability and Grievance Policy which had been approved by the Committee.

The Committee had received a draft report from the Internal Audit Service on Safeguarding which contained a number of recommendations one of which was deemed fundamental. The College accepted the findings of the auditor but challenged the categorisation of the recommendation. The Committee were satisfied that the necessary remedial actions were now in place

The report was considered and received.

C38

Safeguarding

Angela Carter presented a report on the implementation of the Safeguarding of Vulnerable Groups Act and the publication by Ofsted of the new Common Inspection Framework which highlights steep changes in the significance of the College approach to the safety of young and vulnerable learners.

She reported that at inspection Ofsted look for a clear demonstration that there is high level commitment to Safeguarding from the whole governing body, that Governors regularly consider the topic, are discharging their duties (particularly in ensuring that College policies are being implemented) and that they are actively promoting safeguarding in the College.

The Corporation noted the results of the Safeguarding audit and received details of the actions being taken to ensure robust systems are in place to protect learners and staff. The report also contained details of management and Learner involvement, information and reporting and Governor responsibilities.

Members considered Safeguarding a key priority for the College and re-affirmed their commitment to it.

They received the Safeguarding Policy and the recommendation from the Human Resources Committee and **after due considered resolved:**

To approve the Safeguarding Policy.

C39

Self Assessment Report

Angela Carter presented the draft Self Assessment Report (SAR). She gave details of the process of validation that started in June 2009. The grades for each section of were discussed and validated at a meeting of Heads, Directors and Section leaders. These reports in turn were used to inform the overall College report. The draft SAR was discussed by a validation panel of the Principal, two Governors (including the Chair), Curriculum Directors and Heads and two external panel members – the Assistant Principal (Quality) from Harlow College, and the Quality Manager from Easton College. The panel provided some robust discussion of grades and content which will be reflected in the final draft report which will be uploaded to the LSC Provider Gateway by the end of December. The final version of the report awaits the final learner data submission in February 2010. After due consideration **it was resolved:**

To approve the College SAR subject to the inclusion of the learner data.

C40 **Other Business**

There being no other business the meeting closed at 12.20 p.m.

C41 **Date and Time of the Next Meetings**

The next meeting was agreed as Wednesday 31st March 2009 at 9.30 a.m.

Arthur Hicks
Clerk to the Corporation
December 2009