

Minutes of the meeting of the Corporation held on Friday 29 March 2019

at Somer Valley Campus, Wellow Board Room

Present

Carole Stott (CS)	Chair
Andy Furse (AF)	Vice Chair
Paul Blenkinsopp (PB)	Staff Governor
Victor da Cunha (VdC)	
Andy Parker (AP)	
Laurel Penrose (LP)	Principal
Jane Shaw (JS)	
Gary Waylen (GW)	
Jenny Williams (JW)	
Neil Wilson (NW)	

In attendance

Barbara Owen (BO)	Director, Human Resources and Organisational Development
Anne Roberts (AR)	Head of Governance
Jo Whistler (JSW)	Director of Finance & Corporate Services

1. Apologies

Apologies were received from Jayne Davis (JD), Erica Draisey (ED), Mike Oram (MO) and Julian Young (JY)

2. Declarations of Interest

There were no declarations of interest.

3. Confidentiality of items

None

4. Minutes of the meeting held on 28th January 2019

The minutes were approved as an accurate record and signed by the Chair.

5. February Management Accounts/ Finance Dashboard

The Board considered the management accounts which showed a £290k year to date deficit, a slight improvement on that forecast in January. This was expected to improve following the work undertaken by JW and her team. However, there continued to be a

shortfall in income. The Board noted that the capital injected following the merger would have impacted the figures and asked that the operating cash flow was also shown as if the funds had not been received. It was reported that the £1.5m loan was due for repayment in October 2020 and discussions had commenced with the bank. JW confirmed that further work would be done on the forward cash projection. It was noted that it was currently forecast that Covenant compliance in 2018/19 would be achieved.

A proposal on the re-financing of the loan would be brought back to the Board in due course and the Board asked if modelling could take place in respect of repayment.

ACTION: JSW

The Board also considered the finance dashboard which showed financial contribution by strand and viability of programmes. The information was being reviewed and would be consolidated.

JW reported that new metrics would be required in future and ESFA would need an additional return (the finance record) in October.

The next set of accounts would be reviewed by the Finance & Estates Working Group in April and presented to the Board in May.

ACTION: JSW

6. Quality Dashboard

The Quality dashboard March 2019 was considered. It was noted that whilst attendance and retention were similar to the previous year, efforts were being made to improve the rates between now and June.

7. Pay Negotiations

BO provided an oral report on the pay negotiations with UCU. Industrial action had not taken place in March and negotiations were still taking place. LP confirmed that in order to be transparent about the funding position, the unions had been shown the college's accounts. AF asked that it be made clear in any messages to staff in relation to the funding for the catering provision, or other bids, that this was grant income being received rather than revenue income.

8. Board Resolutions

(i) *Subcontracting Policy and Subcontracting application form*

The Board RESOLVED to approve the Subcontracting Policy 2019/20 and the application form to deliver ESFA funded learning through Bath College.

(ii) *Global Banking Authority*

The Board RESOLVED to approve the Global Banking Authority which added JW as an authorised person to the mandate (which included LP, JD and BO). It was noted that instructions up to a value of £100k needed two authorised persons and instructions above a value of £100k required three authorised persons.

9. Record of decisions taken at the Board Awayday

The Board had held an Awayday on 29th March 2019 and the following was agreed as a result of discussions:

(i) *Student Governor*

To ask the Deputy Principal to invite students interested in becoming a Student Governor to attend a Board meeting as an observer and to have an informal chat with the Head of Governance. To consider whether an appointment process

(rather than an election) could be used (which required amendment to the Instrument and Articles of Government).

ACTION: JD / AR

(ii) Governor appointment

To call the Governance & Search Committee to start the search for a new Governor to replace Jane Shaw whose term of office ended in July. A new safeguarding lead and Chair of the Quality working Group would be required.

ACTION: AR / CS

(iii) Chair appointment

To call the Governance & Search Committee to start the process for the appointment of a new Chair as Carole Stott's term of office ended in September 2020. To circulate the person specification to members and to ask for Expressions of Interest.

ACTION: AR / CS

(iv) Curriculum Planning

To ask JD to add curriculum targets to the plan which would be brought to the June meeting of the Board e.g. financial contribution, added value, what outstanding meant and what defined success.

ACTION: JD

(v) Financial Plan

To ask JW to review the targets and to provide three scenario plans for consideration by the Board in June in relation to risks and risk appetite with final sign off of the agreed model in July.

ACTION: JSW

(vi) HR Strategy

To ask BO to develop a staff dashboard with key people / performance indicators to be brought to the June meeting of the Board. The HR Strategy would come to the July meeting. It was noted that the recent internal audit on performance management would be considered at the next Audit Committee

ACTION: BO

(vii) College Strategic Plan

To ask LP to bring the Strategic Plan to the Autumn meeting of the Board (with the curriculum, finance and HR plans considered at the June & July meetings)

ACTION: LP

(viii) Health and Safety

To add health and safety (for which JW was the lead) as a standing item on the Audit Committee and Corporation agendas

ACTION: AR

(ix) Estates

To ask that the options on designs and the full details of the cost plan for the grant for the catering and hospitality initiative be brought back for discussion and recommendation by the Finance & Estates Working Group with delegated sign off by the Board Chair on behalf of the Corporation (in view of the tight timescales required). WECA had authorised £2.099m grant for the project on condition of: (a) design to RIBA stage 3 and the submission of an updated cost plan; (b) supply of a red book evaluation for part of the building that would be used for the project; (c) a letter from the bank or accountant re-affordability and cash flow. The total project costs would be £4.13M with the College's contribution sourced from the land tenure and staff costs for the project.

ACTION: AR to arrange a meeting of the Group in April

LP / JW to circulate the designs/costs

10. Next Meeting and dates for 2019/20

The next meeting would be held on **Monday 20th May 2019** at 4.45pm at Bath City Campus.

CS gave her apologies for this meeting and it was agreed that AF, the Vice Chair would chair the May meeting.

The Board agreed to continue to hold its Corporation meetings on Mondays at 4.45pm. A calendar of meeting dates for 2019/20 would be circulated to the Board in due course. **ACTION: AR**