

**PART A                    MINUTES OF THE CORPORATION MEETING HELD ON 12 JULY 2016 4PM  
THE BOARDROOM, UNIVERSITY CENTRE**

<b>Present</b>	Gill Alton	CEO Designate
	Shane Blades	Student Governor
	Jane Bowman	Governor
	Tony Bramley	Vice Chair
	Roger Cannon	Vice Chair
	Robert Edwards	Governor
	David Hilditch	Governor
	Julie Knudsen	Governor
	Ian Lindley	Governor
	Jonathan Lovelle	Chair of the Corporation
	Lucy Ottewell	Staff Governor
	Liz Parry	Governor
	Erika Stoddart	Governor
Rob Walsh	Governor	
<b>In Attendance</b>	Susan Bailey	Clerk to the Corporation
	Tony Bell	Vice Principal Commercial
	Adrian Clarke	Vice Principal Corporate Services
	Debs Gray	Principal Designate GIFHE
	Ann Hardy	Interim Principal YCC
	Sam Whittaker	Vice Principal

**1. Apologies**

Apologies were received from Kai Adegbembo, Lesley Charlesworth-Browne and Teresa Thomas.

**2. Declarations Of Interest**

There were no declarations of interest received.

**3. Group Strategic Plans 2016-17**

The Chair welcomed Governors and Staff to the meeting. The CEO Designate presented a report which included the Group's proposed Strategic plans and associated measures 2016-17. The main points of the report were as follows:

- The proposed Strategic plans 2016-17 for the Group, GIFHE, YCC and Commercial & Enterprise (C & E) had been revised by the Executive Management Team to take into

account the views and comments raised by Governors during the Strategic Planning workshops held at the last meeting.

- The revised Strategic Plans had been presented to all staff via a series of workshops provided during June 2016 at which staff were able to comment and contribute to the plans.
- Subject to Corporation approval the new Strategic Plan will be launched in September 2016 with updates submitted to each local board (GIFHE, YCC and C & E) throughout the academic year via a RAG rated chart and a report detailing action taken, and progress made in relation to red and amber rated measures.
- The process would ensure that the Corporation could focus more accurately on key risks in order to provide the necessary scrutiny, debate and receive necessary assurance.

It was agreed that the Strategic Plans accurately reflected the Groups challenges and ambitions for the forthcoming year. In relation to income targets Governors agreed that income generated by the Group must be for the purpose of investing into the Group's operations to improve the quality of provision and the learner experience. Governors noted that within the strategic measures a target to deliver a 20% margin on international and commercial activities had been included alongside the target to generate a 15% contribution on project funded activities.

It was acknowledged that the Strategic Measures for 2016-17 would need to be closely monitored by the Corporation throughout the academic year. It was agreed that training for all Governors and members of EMT should take place on 19 September 2016 prior to the first meetings of the Shadow Boards to ensure Governors were clear about their role and responsibilities and were able to decipher and understand the data presented within the Strategic Plans. It was agreed that follow up workshops on understanding Finance and Quality would also be provided for governors.

**RESOLVED** The Strategic Plans 2016-17 for the Grimsby Institute Group, GIFHE, YCC and Commercial & Enterprise were approved.

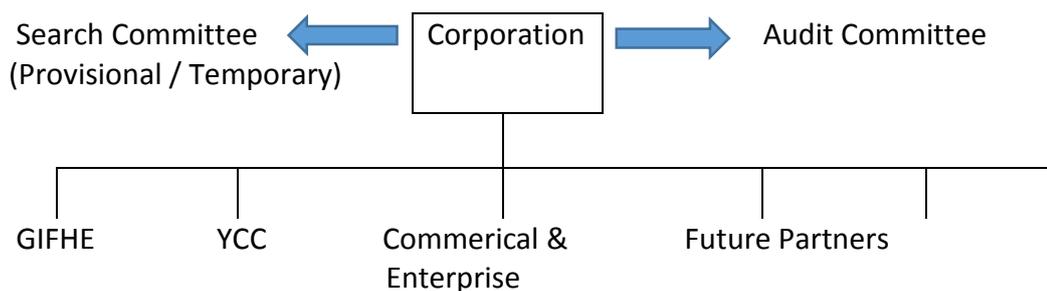
#### **4. Proposed Governance Structure 2017 and draft Terms of Reference**

The Clerk submitted a report which included details of the following:

- Background to the proposed new Governance Structure and summary of actions required / deadline dates
- Proposed Terms of Reference for the new local Boards
- Membership details / duties and responsibilities of the Corporation
- The Seven Principles of Public Life
- Six Core Principles of Good Governance (extract Good Governance Standard for Public Services)
- Proposed membership for shadow boards during the Autumn Term 2016

The Clerk reported that the terms of reference for the new Governance Structure as detailed below had been devised using past experience of devising Terms of Reference for Committees and Advisory Boards and in consultation with the CEO and the Chair.

It was noted that the Terms of Reference made clear the advisory and delegated powers of the local boards.



As agreed at the last meeting it was proposed that the local boards (shadow boards) operate alongside the Corporation's existing Committee Structure during the Autumn Term 2016 in order for Governors, the Clerk, the CEO and EMT to test that the terms of reference were appropriate and fully support the smooth running of business and effective governance. It was agreed that this would also provide the opportunity for governors to check that membership of each local board was appropriate and provided the correct level of skills and experience. Full implementation will then begin from January 2017 onwards.

During discussion Governors queried / raised the following:

- Recruitment of governors to the YCC board would need to commence immediately.
- The local boards advisory and delegated powers in respect of virements should be made clearer within the Terms of Reference and include specific amounts not % figures
- It should be made clear, within the Corporation membership details that the Chair and members of the Audit Committee are members of the Corporation.
- A review of expenditure levels listed within the Terms of Reference should be reviewed before the first meeting of each local board and tested to ensure the levels were appropriate.
- Details of the role and remit for each of the local boards should be provided. It was agreed that this, along with review of the local boards' annual cycle of business, should be a key agenda item for the first meeting.

**RESOLVED** The Terms of Reference for the Corporation's Local Boards - GIFHE, YCC and Commercial & Enterprise under the new Governance Structure were approved.

## 5. Corporation Calendar of meetings 2016-17

The Clerk submitted the proposed calendar of meetings for 2016-17 devised with the proposed new Governance Structure in mind and which included meetings of the Shadow Local Boards, running alongside the existing Committee Structure during the Autumn Term 2016. From January 2017 the meetings calendar would then support the new Governance Structure to ensure the new local boards and the Corporation were able to fulfil all decision making and monitoring responsibilities throughout the year.

The decision to extend the calendar of meetings from 12 months to 18 months advanced notice in order to allow Governors to plan further ahead was welcomed.

**RESOLVED** The Corporation Calendar of Meetings 2016-17 was approved.

## **6. Corporation Annual Cycle of Business 2016-17**

The Clerk tabled the Corporation's Annual Cycle of Business schedule for 2016-17 which had been devised in consultation with the CEO and Chair. The Clerk reported that the cycle of business incorporated all aspects of the Corporation's business required from the new and old structure to ensure compliance with all necessary legislation on a timely basis and which also incorporated all aspects of the Group's Strategic Plans throughout the year.

The Clerk stated that the Cycle of Business was very much a working document, likely to change during the year in line with forthcoming legislative changes, the outcome of the ABR process and local and regional priorities. It was agreed that consideration of the Annual cycle of business should take place at the first meeting of each local board during the Autumn Term 2016. The Clerk concluded that a revised version of the cycle of business (extended to December 2017) would be submitted to the Corporation in December 2016 for Governors information.

**RESOLVED** The Corporation Annual Cycle of Business 2016-17 was approved

## **7. Learner Voice FE / HE Spring Term 2016 report**

It was agreed that Governors' consideration of the Student Union Constitution and Funding Proposal be deferred until the Autumn Term 2016, as revisions to both reports were still required.

Shane Blades, Student Union Vice President HE presented the Learner Voice FE/HE Summer Term report 2016 the main points of which were as follows:

- A YCC Student Focus Group held on 16 May 2016 had highlighted a number of issues which were now being addressed by the Interim Principal YCC and which were scheduled for completion by September 2016
- Termly focus group meetings will be held at YCC from September 2016
- The Student Union Code of Conduct had now been finalised for implementation from September 2016
- A Fresher's Fair was now planned to take place on 14 September 2016 with five local businesses currently confirmed as attending.
- The planning process for this year's Fresher's Week had begun
- Welcome packs for new students were currently being devised.
- The Student Union were making progress towards forming societies with four societies now in operation.

The CEO confirmed that she met with the Student Union President every 6-8 weeks to discuss support arrangements and any issues arising.

**RESOLVED** the Learner Voice FE / HE Summer Term 2016 report was received

## **8. Chairs Summer Term report 2016**

The Chairs Summer Term report 2016 was received which provided an update on Chairs activities to date. The Chair provided an update on the recent Joint Chairs meeting he attended hosted by the AoC at Selby. The Chair also reported that he and the Chair of the Lincoln College were in the process of convening a similar meeting for the Greater Lincolnshire College Chairs to meet prior the ABR process taking place in September 2016.

**RESOLVED** the Chair's Summer Term 2016 report was received.

## **9. YCC Report July 2016**

**Resolved** Minute 9 was classified as confidential in accordance with clause 17 of the Instrument of Government for a period of two years.

## **10. Corporation Minutes 26 April 2016**

**RESOLVED** the minutes of the Corporation Meeting held on 26 April 2016 were approved as a correct record and signed by the Chair. There were no matters arising from the minutes

## **11. Standards & Performance Committee minutes 16 May 2016 and 20 June 2016**

The Chair of the Committee outlined the background to the minutes and recorded the Committee's thanks and appreciation to outgoing Staff Governor Julie Knudsen for her work and commitment to the Corporation over the last 8 years. The Committee also wished to thank Amanda Rudolph, VP Curriculum for her valuable work and contribution to the Committee. It was reported that those governors who had expressed an interest in becoming a member of the Ofsted Preparation team were to meet in August to prepare for a forthcoming Ofsted Inspection.

**RESOLVED** the minutes of the Standards & Performance Committee meeting held on 16 May 2016 and 20 June 2016 were received.

## **12. Audit Committee minutes 28 June 2016**

The Chair of the Audit Committee outlined the background to the minutes and recorded the Committee's satisfaction with the very positive outcome of the Group's Internal Audit reports 2015-16 and wished to commend and congratulate staff accordingly. Details of a recent Freedom of Information request considered by the Committee were also reported to the Corporation.

**RESOLVED** the minutes of the Audit Committee meeting held on 28 June 2016 were received.

## **13. Resources Committee minutes 5 July 2016**

The Chair of the Resources Committee outlined the background to the minutes and recorded the Committee's satisfaction with the Group's financial health currently but

warned that the Corporation must continue to ensure / request that the Group's financial assumptions were realistic in view of the volatile economic and political climate the Group operated in currently and that potential financial drawbacks still prevailed. The Chair confirmed he had met with the Group Director of Finance to discuss further points for clarification within the budget and could endorse the Group's Annual Budget 2016-17 and two year financial plan as presented to and recommended by the Resources Committee.

In respect of the Group's Capital Budget 2016-17 it was confirmed that this did not allow for the YCC relocation. The Committee had also questioned the expenditure in respect of Animal Care relocation which the Committee had agreed was very high and therefore requested further information be provided regarding value for money and the educational benefits of the project.

The Resources Committee had received a presentation from Estuary TV's Managing Director Mark Webb at which a nearly break even position for the channel had been reported and subsequently recommended by the Committee for Corporation approval as was the decision to defer extension to the Scarborough area.

**RESOLVED** the minutes of the Resources Committee meeting held on 5 July 2016 were received and the following recommendations contained within the minutes were approved:

**Minute 4.1 Estuary TV's Three Year Strategic plan**

**Minute 4.13 Revenue Grants**

- a) GREAT (Green, Renewable, Environmental and Associated Technologies) to a value of £1.4m for a maximum of 3 years.
- b) Agri-Innovation (FRPERC- research and development) to a value of £340k for a maximum of 3 years
- c) Directly and Sub-contracted ESIF revenue grants to a value still to be negotiated with the contracted lead applicant (accountable body)

**Minute 5 Group Capital Budget 2016-17**

**Minute 6 Group Annual Budget 2016-17 and Two Year Financial Forecast 2016-18 including commentary**

**14. Governance Committee business**

**Resolved** Minute 14 was classified as confidential in accordance with clause 17 of the Instrument of Government for a period of two years.

**15. Any other business**

- a) **Resolved** Minute 15 a) was classified as confidential in accordance with clause 17 of the Instrument of Government indefinitely.
- b) All Governors were urged to take up the invitation to this year's Graduation Ceremonies taking place at 27 and 28 October 2016

- c) The Principal GIFHE thanked Governors for their attendance at student events throughout the year which was very much appreciated by EMT/SMT and staff and students.
- d) The Chair thanked Julie Knudsen most sincerely for her commitment and work as a Staff Governor over the last 8 years and presented a bouquet of flowers and leaving gift. Julie Knudsen thanked Governors for making her feel very welcome and valued as a staff governor.
- e) The Chair thanked the CEO and Principal GIFHE for their work and contribution during the academic year and thanked Amanda Rudolph VP Curriculum wishing her all the very best for her forthcoming retirement – this was reiterated by the Corporation.
- f) The Chair and Governors extended sincere thanks and appreciation to Sue Middlehurst, outgoing CEO / Principal. Governors were informed that an invitation to a leaving dinner in honour of Sue Middlehursts' achievements would be forthcoming.

**16. Date and time of next meeting**

**Resolved Tuesday 13 September 2016 1pm Venue: Yorkshire Coast College**

The meeting closed at 5.42pm

Signed ----- Date -----

Chair of the Corporation

**Action Schedule**

No	Minute Title	Action by	Action required
3	Group Strategic Plans 2016-17	Clerk	<ul style="list-style-type: none"> <li>• Reminder to Governors / EMT re Training 19 Sept 2016 2pm -6pm</li> <li>• Arrange follow up workshops on Finance / Quality before end of Autumn Term</li> </ul>
4	Proposed Governance Structure 2017 and draft terms of reference	CEO	<ul style="list-style-type: none"> <li>• Recruitment of YCC board members</li> <li>• Virements within TOR to include specific amounts</li> <li>• Review expenditure levels within TOR</li> <li>• Role and remit of each local board provided at first meetings</li> </ul>
6	Corporation Annual Cycle of Business 2016-17	Clerk	Revised / final version of ACOB to December Corporation meeting (15.12.16)
7	Learner Voice FE/HE Spring Term 2016 report	Student Union / SMT	Finalised SU Constitution and Funding Proposal submitted to Corporation – Autumn Term 2016