

Full Governing Body Committee meeting 19 May 2011, Conference Room, Kirkley Hall

	<p>Present: L Ions (Chair), D Moon, S Barlow, T Shirley, B Bedson, C Smith, R Casson, M Rossi, P Down, L Rickerby, C Todd</p> <p>In attendance: Sandie Walling (NCG), K Allan, K Ramsey, D Simpkin (note taker)</p>	
FGB/19may11/01	<p>Confirmation of eligibility and quorum</p> <p>The meeting was quorate. There were no eligibility issues.</p>	
FGB/19may11/02	<p>Apologies were received from:</p> <p>H Wright and P Langton.</p>	
FGB/19may11/03	<p>Merger process update</p> <p>L Ions welcomed Sandie Walling, Group Director for Performance and Standards from NCG to the meeting. S Walling presented a briefing to Governors on the merger consultation.</p> <p>SW advised that the consultation on the proposed merger was a statutory requirement and that it was the responsibility of the Chief Executive of Skills Funding and is managed by the Skills Funding Agency.</p> <p>It was noted that the consultation process had commenced on Monday 16 May 2011, a delay from the planned date of 21st March 2011. As a result of the delay in commencing consultation, the planned merger date had been put back from 1st August 2011 to 1st January 2012</p> <p>Once the consultation period has ended, the Chief Executive of Skills Funding will publish a report on the consultation two weeks after it closes. This will summarise the responses and highlight key issues for the Colleges to address in the final merger proposal.</p> <p>The final proposal is required to make the complete business case for the merger, demonstrating that all the merger criteria are met and responding to issues raised in the due diligence studies and consultation exercise.</p> <p>Following the briefing B Bedson asked about the impact of the change in merger date on financial reporting. K Ramsey stated that, whilst merging part way through a financial year was not ideal, the process was manageable and planning for this aspect was under way.</p> <p>Sandie Walling left the meeting at this point.</p>	

	<p>The consultation process is through an online survey. The SFA will provide a weekly update on the online responses recorded. The consultation period will end on Friday 17 June 2011.</p> <p>Local, regional and national stakeholders have already received a letter from Geoff Russell informing them of the consultation and been invited to respond to the on-line consultation process.</p> <p>The Statutory Notice relating to the proposed merger is displayed in all reception areas of Northumberland College campuses, the Newcastle College main entrance and was also published in the Journal on Monday 16 May 2011, as well as libraries in Berwick, Ashington, Ponteland and Prudhoe. SW also confirmed that notification of the consultation process had been posted on College websites with news messages for both staff and students via College intranets and newsletters.</p>	
FGB/19may11/04	<p>Minutes of the previous meeting held 22 March 2011:</p> <p>The minutes of the Full Governing Body meeting held on 22nd March 2011 were approved as a correct record.</p> <p><u>Matters arising:</u></p> <p><u>FGB/22mar11/04 Student Governor</u></p> <p>It was noted that Michael Doogan had now left the college for employment and was therefore no longer a student governor.</p> <p><u>Notice to Improve</u></p> <p>C Todd advised that following an audit opinion on three reports at 'limited assurance' the College had received a letter on 'Notice to Improve'. However it was noted that these would not exist after July and that 'High Assurances' had been given in the two most recent audits.</p> <p><u>FGB222mar11/06 Approval of contract for external audit</u></p> <p>K Ramsey confirmed that, if the merger with NCG were to proceed on 1st August 2011, the responsibility for signing off the 2010-11 final accounts would lie with NCG. However, since the merger was now scheduled for 1st January 2011, Northumberland College corporation would be able to sign off the 2010-11 accounts.</p> <p>KR advised that a planning meeting was due to take place on the 1st June with KPMG. It was agreed not to change the contract for external audit at this point.</p> <p><u>Visit to Skelmersdale and Ormskirk College</u></p> <p>L Ions requested that CT confirm plans for Governors to visit Skelmersdale and Ormskirk College.</p>	C Todd
FGB/19may11/05	<p>Merger/Planning Update:</p> <p><u>Merger</u></p> <p>CT provided an update on the status of the merger. He advised that two letters had</p>	

	<p>L Ions noted the presentation by CT and thanked him for his work in considering a variety of options; however she reiterated that the college must be seen by stakeholders as progressing a merger with NCG.</p> <p><u>Due Diligence</u></p> <p>Chris Smith raised concerns with regard to the accounts relating to 'In Training', part of NCG, which he had brought up previously through the Finance and Personnel Committee. It was agreed that K Ramsey would discuss these concerns with PWC and will advise the Governors accordingly.</p> <p><u>Restructuring</u></p> <p>Peter Down enquired about a restructuring affecting curriculum team leaders. Chris Todd advised that changes were needed to strengthen leadership and management. Mark Rossi commented that it presented difficulty as a staff governor to be unaware of restructuring. L Ions asked for clarification of the numbers of staff at risk. CT advised that 8 roles had been placed 'at risk' but 12 roles were available. It was noted that this had been advised at the Finance & Personnel Committee meeting on 26th April 2011 (minutes yet to be approved).</p>	K Ramsey
FGB/19may11/06	<p>Recommendation from the Search Committee – extension of Chairs' appointment:</p> <p>L Ions left the meeting for this item.</p> <p>KA advised Governors that the Chair had been appointed a member of the Corporation on 1st October 2000 and had been reappointed in 2004 and 2008. KA advised that the Chair's current term of office as a member expires on 30th September 2011. L Ions was appointed as Chair in May 2007 and her term of office as Chair is about to expire.</p> <p>KA added that the Search Committee met on the 26 April 2011 and recommends to the Corporation that the appointment of Linda Ions as Chair be extended until the end of her current term of office as governor.</p> <p>Following discussions it was agreed that Chair be extended until September 2011 at which time this will be revised.</p>	K Allan
FGB/19may11/07	<p>Recommendation from the Search Committee – Plan B governance:</p> <p>K Allan presented a paper containing recommendations from the Search Committee to increase the frequency of Full Governing Body meetings to nine per year, whilst discontinuing the Finance & Personnel Committee and the Search Committee.</p> <p>The committee restructure would require the production by the Principal of a high-quality, concise, and relevant quarterly performance report, in line with the recently agreed Business Planning and Performance Management framework. Chris Todd indicated that the first such report would be presented to governors in July 2011; therefore it was agreed to defer a decision on restructuring of committees until July 2011 so that governors could be assured that the underpinning performance management arrangements were in place.</p>	C Todd K Allan
FGB/19may11/08	<p>Minutes of Committees held since 23rd February 2011:</p> <p><u>Finance & Personnel – 15.03.11</u></p> <p>The minutes were agreed as a true and accurate record of the meeting.</p>	

	<p><u>Finance & Personnel – 26.04.11</u></p> <p>There were two amendments to the minutes as follows:</p> <p>Item 7 – It was noted that the Disciplinary Policy had not yet been subject to consultation with the Trade Unions.</p> <p><u>Search – 15.03.11</u></p> <p>The minutes were agreed as a true and accurate record of the meeting.</p> <p><u>Search – 26.04.11</u></p> <p>The minutes were agreed as a true and accurate record of the meeting.</p>	
FGB/19may11/09	<p>Any other business: There were no items of any other business.</p> <p>Confidential items: planning and due diligence sections of Item 4</p>	
	<p>Date of next meeting:</p> <p>5th July 2011 – Normal business</p> <p>Late July – Consideration of Final Merger Proposal (Clerk to advise of date)</p>	

Signed by the Chair

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