



**Minutes of the Meeting of the
Corporation of Birmingham Metropolitan College of Further and Higher
Education held on Monday 10th October 2011 at 5pm
in the Palm Room at the Botanical Gardens**

Present: Vij Randeniya (Chairman)
Jane Williams (Deputy Chair)
Christine Braddock (Principal)
Jason Allen (JA)
Gurjeet Kaur Bains (GB)
Steve Brittan (SB)
Kate Canty (KC)
Gareth Evans (GE)
Marina Hunt (MH)
Kathryn James (from item 3) (KJ)
Andrew Madden (AM)
Sue Nixon (SN)
Ian Oakes (IO)
Clive Stone (CS)

In Attendance:

Clive Hill (Executive Director of Support Services) (CH)
Roger Minett (Executive Director of Quality Assurance) (RM)
Bob Pattni (Executive Director of Finance) (BP)
Jamie Smith (Director – Systems and Policy Development) (JS)
Catherine Bennett (Clerk to the Corporation) (Clerk)

Apologies:

Veronica Docherty
Raj Mack
Liam Nolan
Anisa Shahban
Louise Teboul

Declarations of Interest

VR and GE declared interests in item 4 and it was agreed that each would leave when their respective area of conflict was being discussed.

CS also declared an interest in item 4 and it was agreed that his interest would be noted but at this stage there was no need for CS to leave the meeting for this item.

No other interests were declared save for the standing interests already declared in the Corporation Members' Register of Interests.

Item 1 - Open and Confidential Minutes of Meeting held on 14th July 2011

The Chairman led the Corporation through the open and confidential minutes of the meeting held on 14th July 2011 and it was agreed that the minutes were a true and accurate record of that meeting.

Matters Arising

There were no matters arising that were not already being dealt with on the agenda.

Item 2 – Corporation Membership

- 1.1 The Chairman presented this item to the Corporation. He led the Committee through the report indicating that due to recent retirements and resignations, there were two vacancies on the Corporation – one for an independent member with financial/auditing experience and the other a student member vacancy.
- 1.2 The Chairman reported that the Governance and Search Committee had discussed these vacancies and the search process had been carried out to fill them.
- 1.3 Turning to the independent member vacancy first, the Chairman reported to the Corporation that he was delighted to introduce Kathryn James, who, following an interview process, had agreed to join the Corporation and take on the role of Chair of the Audit Committee. The Chairman led the Corporation through KJ's skills and experience as set out in the accompanying report.
- 1.4 Following discussion amongst the Corporation, it was agreed that KJ be appointed as a Corporation Member and as Chair of the Audit Committee and the Chairman welcomed KJ to the meeting.

KJ joined the meeting at this stage

- 1.5 The Chairman then reported to the Corporation that, whilst on this occasion she had sent apologies due to study commitments, he was delighted to welcome Anisa Shahban to the Corporation as the new Student Member.
- 1.6 The Chairman reported that he had received notification earlier in the day from Liam Nolan that due to work commitments and time pressures, he wished to resign from the Corporation. The Chairman on behalf of the Corporation thanked Liam for all of his hard work as a Corporation Member and wished him well in the future. The Chairman

added that this does mean that there is a further vacancy for an independent member which will need to be looked at by the Governance and Search Committee when it next meets.

Approved:

The Corporation approved the appointment of Kathryn James, noted the appointment of Anisa Shahban and noted the resignation of Liam Nolan.

Action:

The Governance and Search Committee to consider the independent member vacancy when it next meets.

Item 3 – Proposals for the New Governance Structure of the Corporation

- 3.1 The Chairman presented this item to the Corporation. He said that following on from discussions at the June residential, in order to utilise the spread of portfolios and members' wide range of skills and experience, a revised committee structure had been put in place.
- 3.2 With regards to terms of office, the Chairman led discussions on the rotational system. The Corporation discussed the system and the Principal made it clear that all Corporation members can serve up to two terms (three in exceptional cases) of up to four years and if members' first terms are three years it is not to say that second terms will only be three years. The Chairman added that the purpose of the rotational system is to ensure that a large number of members are not due to retire at the same time.
- 3.3 Corporation members discussed the importance of ensuring that the Corporation reflected as much as possible the diverse community that it serves.
- 3.4 The Clerk referred the Corporation to the fact that the role of the Chair and Deputy Chair is reviewed annually and the recommendation is that the Corporation reappoint Vij Randeniya and Jane Williams as respective Chairman and Deputy Chair for this academic year.

Approved:

The Corporation approved the new committee structure and terms of office as set out in the report as well as the reappointment of Vij Randeniya and Jane Williams as respective Chairman and Deputy Chair of the Corporation for this Academic Year.

Item 4 – Confidential Item

Item 5 – Confidential Item

Item 6 – Financial Information

(i) Revised Financial Forecasts

6.1 BP led the Corporation through the revised financial forecasts, informing members that there were revisions as a result of significant changes to contracts in respect of apprenticeships and adult learner funding.

(ii) *Management Accounts to 31st July 2011

6.2 BP said that the Management Accounts were for note only but reported that it had been a successful year in a tough economic climate. The Corporation agreed.

Approved:

The Corporation approved the Revised Financial Forecasts and Management Accounts to 31st July 2011.

***Item 7 – Review of Members Register of Interests**

7.1 The Clerk presented this item and informed the Corporation that a revised updated version of the Register of Interests was enclosed in the pack which includes all disclosed interests received to date.

7.2 Some Corporation members said that they had additional interests to declare. The Clerk asked members to email her with those interests and she would update the register and circulate to members.

Action:

- Corporation Members to email any new interests to the Clerk.
- Clerk to update Register and circulate to members.

***Item 8 – Review and Update of Code of Conduct for Corporation Members**

8.1 The Clerk presented this item and informed the Corporation that some minor changes had been made to the Code, one being in relation to removal and the other in relation to attendance.

8.2 Corporation members made some suggestions in terms of clause 1.6 (to include wording about following due process) and 9.4.3 (b) (in relation to interests). It was agreed that the Clerk would incorporate the suggested wording.

Approved:

Subject to the two amendments set out in 8.2 above, the Corporation approved the revised Code of Conduct.

Action:

- Clerk to insert amendments as set out in 8.2 above

AOB

The Principal reported that she and the Chairman are visiting the Caterpillar plant in North Carolina in November.

The Principal also reported that the Star and Beacon Awards is taking place in November and that the Clerk will circulate the date.

The Principal reported the recruitment of three new Executive Directors to assist with some of the emerging developments. CS asked for Corporation Members to be provided with a Management Structure Chart. CH said he would deal with this.

The Principal made reference to the AoC Conference and the Clerk added that if members wished to attend, the College had a set number of tickets that could be shared for the day time and had reserved a table for the dinner.

Action:

- Clerk to circulate the date of the Star and Beacon Awards.
- Clerk to liaise with CH for updated Management Structure Chart and circulate to members.
- Members to contact Clerk if they wish to attend daytime and/or dinner of AoC Conference.

The meeting then ended.

Date of Next Meeting: 15th December 2011

Signed..........Date..........
Chairman