

**Minutes of the Meeting of the Corporation held on Tuesday 25 April 2017
from 6:45pm in The Boardroom, TCAT, Wellington**

Present at Meeting

Roger Betteridge, Vice-Chair of the Corporation
 Ian Clinton, Corporation member and Interim Principal, TCAT
 David Gough, Corporation member
 Paul Hinkins, Chair of the Corporation
 Steve Hogan, Corporation member (via conference call for Confidential Items)
 David Lowe, Corporation member (via conference call for Confidential Items)
 Neil Phillips, Corporation member
 Duncan Varnes, Corporation member
 Jim Welch, Corporation member (not present for Confidential Items)

In Attendance

Michele Dunn, SFA representative (not present for Confidential Item 9)
 Graham Guest, Deputy Principal
 Stephanie Morley, Clerk to the Corporation
 David Rose, Vice Principal – Finance & Resources (not present for Confidential Items)

30/17 1. Welcome and apologies

The Chair welcomed everyone to the meeting. Apologies had been received from Liz Bekker, Rosie Beswick, Kerry Boffey, Joseph Comery, Lisa Lamb and Candace Miller.

*Clerk to
record
attendance*

31/17 2. Declaration of Members' Interests

None received.

32/17 3. Confidential Items

The Corporation AGREED that the following items should be considered in confidential session at the end of the meeting:

*Clerk to
update
Register of
Confidential
Items*

Agenda Item Number	Report Title	Reason for Confidentiality
4.2	Minutes of the Confidential session of the Special Corporation meeting held 13 March 2017 (Aii)	Instrument 17.2(a) material relating to persons employed at the College
7.0	Barclays letter of variation	Instrument 17.2(d) material considered by the Corporation as confidential
9.0	Senior management appointments	Instrument 17.2(a) material relating to persons employed at the College

33/17 4. Minutes of the Corporation meeting held on 13 March 2017

4.1 General session – 13 March 2017 (Ai)

The Corporation APPROVED the DRAFT minutes of the meeting held on 13 March 2017 as a true record.

Clerk to file

Matters arising

Committee membership – following the agreement that he would become a member of the Safeguarding & Equality, Diversity & Inclusion Sub-Committee, Corporation member N.Phillips has had to stand down due to increasing commitments. This does not have an effect on quoracy, however, as the meetings were now attended by the Interim Principal, also a Corporation member.

4.2 Confidential session – 13 March 2017 (Aii) (CONFIDENTIAL ITEM)

The Corporation APPROVED the DRAFT minutes of the Confidential session of the meeting held on 13 March 2017 as a true record.

Clerk to file

34/17 5. Committee structure

The Corporation APPROVED the recommendation that the Safeguarding and Equality & Diversity Sub-Committee be considered as a full committee of the Corporation as a reflection on the importance of the work areas covered.

35/17 6. Equality & Diversity Policy

Governors were asked to approve the revised Equality & Diversity Policy. The DRAFT policy had been considered by the Corporation's Safeguarding and Equality, Diversity & Inclusion Sub-Committee at its meeting on 23 March 2017 and had recommended the policy for approval by the Corporation.

It was noted that the policy's revision took into account both compliance and best practice.

The Corporation formally APPROVED the DRAFT Equality & Diversity Policy.

36/17 7. Letter of Variation (CONFIDENTIAL ITEM)

The Corporation AGREED to defer this item until further discussion had taken place between the college and Barclays.

*Chair and
Interim
Principal to
action*

37/17 8. College updates

8.1 TU submission – progress update

The Interim Principal reported that discussions were going well with the Transaction Unit (TU). All financial queries had been resolved and all other requests for further information were being actioned. The review of the submission by their funding committee will now take place in

June 2017 but assurances had been given that this should not affect the original vesting date of 01 August 2017. The impact of purdah and the snap election was not yet known; however officer activity will still go ahead and the only anticipated delay would be at Ministerial sign-off stage.

The Chair reported that TU representatives had visited the colleges on 19 April 2017. This had been positive and all parties involved were willing to move forward with the merger implementation. This had been evident at the recent Shadow Board meeting and through the merger workstreams activity with NCT.

The Chair explained that due to the potential delay to Ministerial sign off, there was a requirement to amend the Corporation meeting calendar and a date would either need to be rearranged or added late July/early August.

*Chair/Clerk
to action*

8.2 QAA Review (04-06 April 2017)

Following their three day visit to the college earlier this month, the Interim Principal reported that the QAA's judgement for the college's HE provision was 'Limited confidence'. This demonstrated improvement over the last six months as the assessors reviewing the college prior to Christmas 2016 found 'No confidence'. It was noted that the assessors needed to see examples of policy and procedure over a 12 month cycle and this had not been possible due to the timings of the reviews.

8.3 FE Commissioner stock-take (26-27 April 2017)

The two-day visit taking place this week will focus on the progress being made to implement the FE Commissioner's nine recommendations. The Chairs/representatives of each of the Corporation's committees and the Chair are meeting with the FEC team over the next two days.

8.4 Ofsted monitoring visit (26-27 April 2017)

The two-day visit taking place this week will focus on the themes identified as the main areas for improvement by Ofsted. The Chairs/representatives of each of the Corporation's committees and the Chair/Vice Chair/Clerk are meeting with the inspectors over the next two days.

38/17 9. Senior Management appointments (CONFIDENTIAL ITEM)

9.1 The appointment to the permanent Principal position

The Corporation APPROVED the appointment of Graham Guest as the college's permanent Principal & Chief Executive from 01 May 2017.

The Corporation APPROVED the retention of Ian Clinton until 31 July 2017.

9.2 Restructuring proposal

The Corporation APPROVED the proposed restructuring programme and the commencement of a voluntary redundancy scheme.

9.3 Senior post-holder recruitment

The Corporation APPROVED the proposed Executive Management Team structure and the commencement of the recruitment to the posts of Deputy Principal, Chief Operating Officer and Director of Finance (all senior post-holder positions).

The Corporation APPROVED the recruitment of the proposed Director posts where no permanent staff members could be considered for direct assimilation.

39/17 10. Dates of remaining 2016/17 meetings

Monday 26 June 2017 at 5:00pm

There will be a requirement to rearrange this date or add an additional meeting in anticipation of the delay to the Ministerial sign-off of the TU merger submission.

Clerk to confirm

The meeting concluded at 8:00pm.