

BOSTON COLLEGE

MINUTES OF THE MEETING OF THE CORPORATION HELD ON WEDNESDAY 10 DECEMBER 2008

1. PRESENT

Mr P Cropley (Chair), Mr C Baron, Ms S Daley, Mr D Hanson, Mr R Haynes, Mr T Lascelles, Mrs L Ladds, Mr S McCracken, Mr A Reynolds, Mrs B Ward and Mr D White

Also in attendance: Mrs J Hemmant (Clerk to the Corporation), Mr J Allison-Maybank (Director of Client Services), Mr P Collins (Director of Business Development), Mr J Rees (Director of Curriculum and Standards) and Mr K Tharby (Director of Human Resources)

Apologies for absence were received from: Mr M Gallagher, Mr T Huggins, Mr A Pottle, Mrs P Smith, Mrs H Wright and Mr R Whitehead

2. MEMBERSHIP

The Clerk to the Corporation asked members for suggestions for filling the vacancy created by Mr Lavin's appointment being terminated. It was noted that there was no nomination yet for student members of the Corporation for this academic year.

The Clerk to the Corporation pointed out that Robin Whitehead's appointment could be extended to a four year term if the Corporation wished to do so and it was agreed that this should happen.

3. MINUTES

a. Meeting of the Standards Committee 25 June 2008

The Minutes of the meeting of the Standards Committee held on 25 June 2008 were received.

b. Meeting of the Audit Committee 26 June 2008

The Minutes of the meeting of the Audit Committee held on 26 June 2008 were received.

c. Meeting of the Standards Committee 17 September 2008

The Minutes of the meeting of the Standards Committee held on 17 September 2008 were received.

d. Meeting of the Finance & General Purposes Committee 24 September 2008

The Minutes of the meeting of the Finance and General Purposes Committee held on 24 September 2008 were received.

e. Meeting of the Corporation 27 October 2008

The Minutes of the meeting of the Corporation held on 27 October 2008 were received.

f. Meeting of the Standards Committee 17 November 2008

The Minutes of the meeting of the Standards Committee held on 17 November 2008 were received.

g. Meeting of the Finance & General Purposes Committee 17 November 2008

The Minutes of the meeting of the Finance and General Purposes Committee held on 17 November 2008 were received.

h. Meeting of the Remuneration Committee 24 September 2008

Members considered the recommendations made by the Remuneration Committee in relation to the Principal and the Clerk to the Corporation and agreed to accept this recommendation.

4. STRATEGY

Members received a report from the Principal on a number of strategic matters including the policy environment within which the College is operating and the impact of the deteriorating economic climate. Members of the Corporation were asked to consider whether they wished to have a Governor Development Event during the year and it was agreed that it should be arranged for February 2009, with a date to be confirmed.

5. FINANCE

Members' received a report from the Finance and General Purposes Committee on its review of the accounts to the 31 August 2008 and also received information from the Director of Corporate Services on the College's latest risk management arrangements. Members were invited to consider the addition of a statement on the Corporation's risk appetite to the Risk Management Policy and agreed to add a statement "The College has in general a low appetite for risk and a high level of risk will be contemplated only in specific well argued and managed circumstances".

Members were provided with copies of the draft accounts for 2007-08 which had already been considered by the Finance and General Purposes Committee and the Audit Committee and which were recommended for approval. Members of the Corporation reviewed the contents of the Members Report and the Members Declarations and approved these and also confirmed the appropriateness of the accounting policies. The Corporation also accepted the Annual Report of the Audit Committee and the Annual Audit Report for 2007-08 and Annual Plan for 2008-09.

Having reviewed the information presented the Corporation confirmed that it was satisfied with the adequacy and effectiveness of risk management, control and governance processes, authorised the signing of the Letter of Representation and approved the accounts and statements for 2007-08.

6. PROVIDER FINANCIAL ASSURANCE

Members received a report from the Director of Corporate Services on the outcomes of the Provider Financial Assurance which had taken place at the same time as the College's inspection. The report contained a number of recommendations regarding the Training of Governors, Deadlines of Management Accounts and Review of a Register of Complaints by the Standards Committee where proposed responses were agreed. A recommendation that the Chair of the Corporation and the Committees should approve agendas before they were dispatched to members was not agreed since the Corporation felt that the current system served its purpose and allowed members to influence agendas. Members felt that this would add an unnecessary level of bureaucracy and confirmed that they felt comfortable that they could get items included on agendas if they wished.

7. GOVERNANCE

Members received a report from the Clerk to the Corporation on the Corporation and Committee's performance against the targets which had been set for 2007-08. The Chairman of

the Finance and General Purposes Committee gave a report on the operation of the committee during the year and the Chair of the Standards Committee reported on its performance. The Standards Committee had identified that attendance was an issue for it to address and agreed that action should be taken about this.

The Corporation considered performance targets for 2008-09 and agreed that these should be:

Corporation

- At least 75% of members attending meetings
- Working to the fixed calendar of meetings
- Provision of at least one planning and development event
- Monitoring of implementation of resolutions
- Receipt of annual reports from standing committees.

Finance and General Purposes Committee

- At least 85% of members attending meetings
- Monitoring of implementation of resolutions
- Making an annual report to the Corporation
- Monitoring the development and implementation of the capital project

Audit Committee

- Make an annual report to the Corporation
- 80% attendance at meetings
- Make an in-depth review of Train to Gain

Standards Committee

- Achieving 80% committee attendance
- Monitoring the revised Framework for Excellence
- Monitoring implementation of the inspection action plan
- Monitoring performance of the AS/A2 curriculum offer and implementation of any further changes

Members also considered the Corporation's arrangements for release of confidential papers and agreed that the Finance and General Purposes Committee paper on the 2007-08 Pay Award and a draft of the report about the Socio-Economic Impact Study should be released from their confidential status. The Corporation decided that property papers which had been considered during the year should remain confidential because of the commercial information which they contained.

The Corporation considered its arrangements for taking decisions during the year and considered that its existing arrangements were satisfactory.

8. TRAIN TO GAIN

Members received a report from the Director of Business Development about the performance of the college's Train to Gain contract. The Corporation were pleased to note the volume of activity now being undertaken by the college.

Information was provided about commercial difficulties being encountered by one partner and how the college was addressing this. Consideration was given to whether this would have any impact upon the college's financial position.

It was noted that the College was looking at delivering more of its Train to Gain contract in-house rather than through partnerships and that the Audit Committee was looking at Train to Gain at its issue of special focus during the year.

9. WORKING COMMUNITIES PROJECT

Members received a report from the Director of Business Development on the ESF funded Working Communities Project which was operating successfully.

10. PRINCIPAL'S REPORT

Members received a report from the Principal on activities within the College which contained a number of outstanding successes. Particular note was taken of the success in achieving the Matrix Excellence Award, Investors in People Award Reaccreditation and the FEAST commission which were commended by the Corporation.

11. NATIONAL EMA ISSUES

Members received a report from the Director of Client Services on the impact of difficulties which had been experienced with the processing of educational maintenance allowance claims for students. The potential cost to the College of dealing with this matter and impact on student retention was discussed and it was agreed that this should be followed up at the next meeting of the Corporation.

12. PROPERTY

Members were provided with information on the latest position with regard to the property development proposals and noted that there had not been any response from the Learning and Skills Council to the Application in Principle which had been submitted at the end of October 2008.

13. 2007-08 SELF ASSESSMENT

Members received a report from the Director of Curriculum and Standards on the College's Self Assessment for 2007-08 and approved the grades as proposed. Particular note was taken of the Self Assessment of Governance and members confirmed their agreement with the 'Good' grade against this element but felt that the content should be looked at again when more Governors were present to consider all of the details.

15. DATE OF NEXT MEETING

It was noted that the next meeting of the Corporation will take place on the 25 February 2009.