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| **MINUTES** |
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| *Special Corporation No 156* |
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| Date: |   | *19/01/2021 (Tuesday)* |   | Time: |   | *18:00–18:30* |
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| Venue: |   | *Via Teams* |   | Committee: |   | *Corporation* |
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| Notes: |   | *A Special Corporation meeting to review the Financial Statements for 2019/2020 and the Audit and Governance report to Corporation.* |
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| Present: |   | *Alison Robinson (Principal), Allan Foster (Chairman), Allison Jones, Barbara Godby, Clare James, David Hall, Debbie Clayton, Jane Booker (Vice Chairman), Jenny Wilson, Kevin Burke, Louise Bell, Rafik Adam, Robert Wallace, Robin Newton-Syms, Sue Collinge and Thomas Cocks* |
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| Attending: |   | *Joanne Sherrington (Deputy Principal), John Wherry (Deputy Principal) and Steven Downham-Clarke (Vice Principal)* |
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| Clerks: |   | *Ron Matthews (Clerk)* |
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| Guests: |   | *Charlotte Walsh and Karen Musgrave* |
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| ***Public* Minutes** |
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| Item number: | Item description: |
| (and category) |   |
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| **01.21** | ***Attendance of College Management Staff and External Auditors*** |
| ***Decision*** | Standing Order 13 states that:As a matter of policy all meetings of the Corporation and its Committees will be held in private. The agendas and minutes and supporting papers of its public business will be made available to the general public.However:(a) The Principal shall be authorised to invite members of staff to attend in their employed capacity for both public and confidential business as appropriate and in accordance with Standing Order 25.(b) The Corporation however, may exclude members of staff from attending any business that it deems necessary.(c) Attendance by other persons shall be at the discretion of the Corporation following advice from the Principal or Clerk.The Chair welcomed the external auditor, Charlotte Walsh, to the meeting. The Director of Finance, Janet Whiteside, was also present to cover for the Deputy Principal, Finance and Corporate Services, who was experiencing connection problems.**Resolved:****That Management staff and a representative of the External Auditors be permitted attend the meeting.** |
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| **02.21** | ***Apologies for Absence*** |
| ***Record*** | No apologies had been received, all the Committee being present. Karen Musgrave, from the External Auditors, was not present at the meeting. |
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| **03.21** | ***Minutes of Previous Meeting*** |
| ***Decision*** | The public minutes of the Corporation meeting number 156 held on Tuesday 15 December 2020 and published on the extranet were agreed and signed as a true and correct record of the meeting. |
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| **04.21** | ***Declarations of Interest*** |
| ***Record*** | There were no declarations of interest made in respect of items on the public agenda. |
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| **05.21** | ***Opening Remarks of the Chair*** |
| ***Decision*** | The Chair updated the Corporation on his recent activities.He reported that he had written to all staff, prior to Christmas, to thank them for all the hard work and efforts they had made to ensure that education and services were delivered during the Covid lockdowns and issues incurred as a result of the cyber-attack.He also reported that he had continued to engage with the Association of Colleges via webinars on topics such as Covid implications, the future of examinations this year and the Level 3 consultation exercise.The Principal updated Corporation on the operation of the College during lockdown 3 and the arrangements in hand to test all staff and students on campus on a regular basis.She also reported that the White Paper on future skills and learning was due to published in the near future.The Clerk added that the renewal of membership of the Chair, Allan Foster, had been missed at the end of the year and asked the Corporation to confirm his appointment for a further period of four years.**Resolved:****1.   That the reports be received.****2.   That the renewal of membership of the Corporation of Allan**  **Foster be confirmed for a further period of four years.** |
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| **06.21** | ***Correspondence*** |
| ***Decision*** | The Corporation considered a letter from the FE Commissioner, Richard Atkins, indicating that support remained available from his office during the lockdown.**Resolved:****That the letter be noted.** |
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| **07.21** | ***Financial Statements Auditors Report and Financial Statements for the Year Ended 31 July 2020 and the Audit Findings Report*** |
| ***Decision*** | The Audit & Governance and the Finance & Resources Committees had considered the Financial Statements Auditors Report and Financial Statements for the Year Ended 31 July 2020 and External Auditors Findings Report for the Year Ended 31 July 2020 and recommended them to the Corporation for approval.The External Auditor Charlotte Walsh attended the meeting to present the report and respond to members questions.It was confirmed to Corporation that no adjustments to the final pre audit management accounts were required and there were no recommendations for action to be included in the audit findings report.Corporation noted that the auditors had commented on a smooth process with exceptional advance preparation of documentation and that the Director of Finance, Janet Whiteside, together with her staff, be congratulated on this.  **Resolved:****1.  That the External Audit Findings report for the year ending 31**  **July 2020 be approved.****2.  That the Draft Letter of Representation (Financial Statements) be**  **approved.****3.  That the Draft Letter of Representation (Regularity Audit) be**  **approved.****4.  That the Auditors Opinions in respect of the Financial**  **Statements Audit and Regularity Audit for 2019/2020 be**  **approved.****5.  That the Audited Annual Accounts with Members Report for the**  **year ended 31 July 2020 be approved.****6.  That the Chair of Corporation and the Principal be authorised to**  **sign the accounts as required.****7.  That the accounts be forwarded to the ESFA prior to 31 January**  **2021.** |
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| **08.21** | ***Draft Annual Report of the Audit and Governance Committee to the Principal/Chief Executive and Corporation*** |
| ***Decision*** | The report was considered by the Audit and Governance Committee at their meeting on 19 January 2021 who commended it to Corporation for approval.Corporation endorsed the Audit & Governance Committee recommendation that the statement below be agreed and noted that the Committee had found no evidence of impropriety.‘The Audit & Governance Committee is of the view that it has operated effectively and fulfilled its obligations as identified in its Terms of Reference.  It is also of the opinion that the College’s audit arrangements, the internal control systems, value for money policy and procedures, financial controls, framework of governance, risk management and control are adequate, operating effectively and its processes secure economy, efficiency and effectiveness and can be relied upon'.**Resolved:****That the Annual Report of the Audit & Governance Committee to the Principal/Chief Executive Officer and Corporation for the year ended 31 July 2020 be approved and signed by the Chair of the Audit & Governance Committee and submitted to the Education and Skills Funding Agency by 31 January 2021.** |
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| **09.21** | ***Fairness, Respect, Equality, Diversity, Inclusion and Engagement (FREDIE) for 2019/2020*** |
| ***Decision*** |

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| Corporation considered the draft Annual Report on Fairness, Respect, Equality, Diversity, Inclusion and Engagement (FREDIE) for 2019/2020. Due to the challenges caused by both the cyber-attack and Covid it had not been available for the last meeting of the Quality and Standards Committee.  The Vice Principal outlined the content. Corporation noted that the report reflected on the work that had been undertaken to advance and promote FREDIE in the College over the year and that the report would be published on the College website in January 2021. Members commented on the highlighted areas for development and had taken heed of the statement last year to look to widen recruitment to the Board in terms of ethnicity. Corporation expressed satisfaction with the report and was assured that the College discharged its duties according to the legal framework.**Resolved:****That the report be approved and that it would be produced on the College website in the near future.** |

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