

NPMA LIMITED

Minutes of a meeting of the Board of Directors held on 28th October 2014 in Chelmsford.

PRESENT: Mr S G Bennett (Chair)
Ms S Lynam
Mr P Griffiths
Mrs D Thorpe

IN ATTENDANCE: Mr A Lefley
Miss E Harwood
Dr A Oluwatudimu

600. DECLARATION OF INTERESTS

600.1 There were no declarations of interests.

601. APOLOGIES

601.1 There were no apologies.

602. MINUTES OF THE PREVIOUS MEETING

602.1 The minutes of the meeting held on 3rd July 2014 were **AGREED** as a correct record.

603. MATTERS ARISING

603.1 There were no matters arising from the minutes of the meeting held on 3rd July 2014.

604. CHRISTMAS LEAVE ARRANGEMENTS

604.1 The Board noted that the Company was to close for business at 2pm on Wednesday 24th December 2014 and re-open on Monday 5th January 2015. Staff would not be required to allocate leave from their annual entitlement for the Christmas closure period. The Board **AGREED** the proposal that staff be granted additional leave with appropriate cover arrangements. Staff required to work when the Company was closed for business would receive overtime/premium rates.

605. PROPOSED PROCUREMENT ACTIVITY 2014/15

605.1 The Board noted the report on proposed procurement activity for 2014/15.

605.2 The Board discussed two of the biggest maintenance contracts, “reactive maintenance” and “cleaning”. It was noted that due to the values these contracts would be tendered via a traditional OJEU route rather than via a framework. The Board discussed the alternative to the OJEU route which was a framework with a list of prescribed suppliers. The Directors expressed their desire to attract small to medium enterprises to undertake the services rather than the larger companies. However it was noted that even if the work was broken into separate lots (1) residential (2) non-residential (3) Chelmsford (4) Cambridge, the values would still be over the OJEU threshold.

605.3 The Board noted that both contracts had been extended until 2015 and would therefore need to be tendered this year.

605.4 The Board briefly discussed the option of bringing these contracts in-house rather than outsourcing the work. It was thought that reactive maintenance may be cheaper however cleaning may be more expensive. The Directors noted that further discussions were required to consider additional factors to costs such as, management, value for money and quality of service, if these services were to be brought in-house.

606. **ASBESTOS MANAGEMENT**

606.1 The Board considered a report on asbestos management which categorised high, medium and low risks. It was noted regarding Guild House that the tank room had been cleared and high level ceiling rails removed during in the summer of 2014. Additionally, the panels to the underside of the radiator shelves were to be replaced as part of the recladding of the building.

606.2 The Board noted the following additional planned works associated with asbestos management:

- An upgrade to the asbestos database with new software to resolve on-going issues and improve usability.
- Asbestos training with HSE for Andy Lefley (designated responsible person for the Company).
- Asbestos inspections to a number of building requiring management surveys at the Chelmsford campus including Queens, Sawyers, Rivermead gate, Chelmer, Student Village and Michael Ashcroft Building. The surveys were to be organised and undertaken during 2014/15.

607. **COMPANY RATIONALISATION**

607.1 The Board discussed the surrender of leases and transfer of assets to the Parent Company, (Anglia Ruskin University).

607.2 The Board **APPROVED** the transfer of the leasehold interest to the Parent Company.

607.3 The Board **APPROVED** the use of proceeds to repay the capital in respect of the short term loan, promissory note and convertible loan stock.

607.4 The Board **APPROVED** the gift aid payment to the Parent Company of £14.123m in 2014/15.

607.5 The Board agreed the surrender of leases and transfer of assets on the basis that the Parent Company would extend the current Director indemnification to cover the transfers and the Parent Company Board would agree and issue new indemnification to commence on 1st January 2015.

608. FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JULY 2014

608.1 The Directors noted that the Company profit and loss account had increased by £320K to a surplus of £2,268K.

608.2 The Board **APPROVED** the financial statements for the year ended 31st July 2014.

608.3 The Board **APPROVED** the acceptance of group relief or capital allowances to mitigate its taxable losses, whichever was the most efficient to the Group.

608.4 The Board **AUTHORISED** the Director (Phil Griffiths) and the Company Secretary (Stephen Bennett) to action group relief or capital allowances.

608.5 The Board **RE-APPOINTED** Scrutton Bland as Auditors for the year ending July 2015.

609. DATE OF THE NEXT MEETING

609.1 It was noted that the date of the next meeting would be 12th February 2015 at 1.30pm in the Tindal Dining Room, Chelmsford.

CHAIRMAN

DATE