

THE FURTHER EDUCATION CORPORATION OF MIDDLESBROUGH COLLEGE
CONFIRMED MINUTES OF THE GOVERNING BODY MEETING OF 14 JULY 2022

PRESENT: H Ashton (CG), R Davies (CG and Chair), M Ellis (Staff Governor), M Gaze (CG), P Lynn (CG), M McClintock (CG), D Still (Staff Governor), P Sharp (CG),

Via Teams: R Anderson (CG), E Kunonga (CG), D Lusardi (CG), Z Lewis (Principal/Chief Executive), P Studd (CG), I Wright (CG).

OFFICERS: A Adamson (VP), J Chance (VP), G Cumiskey (DP), Z Foster (Clerk), S Marshall (ED), M Russell (VP) -viaTeams.

KEY: CG College Governor EM External Member DP Deputy Principal
VP Vice Principal Clerk to the Corporation ED Executive Director
Dir. Director

1. Apologies for Absence – A Coleman-Cooke

A Coleman-Cooke (CG), P Lenihan (Student Governor), M Laidler (CG), S Lane (CG), S Mirsalehi (CG), K Parkinson (ED), E Rennison (CG), M Telling (Dir).

2. Declarations of Interest – R Anderson declared an interest in relation to any reference/discussion on LSIPs.

3. Appointments and Minutes

3.1 Appointment of College Governor as of 1 August 2022

The Governing Body **approved** the appointment of Matthew Lamb as College Governor from 1 August 2022 on a four year term of office (subject to the usual checks and references) Additionally, that Matthew would join the Corporate Services Committee.

3.2 Unconfirmed Minutes of 21.03.2022 were **approved** as a correct record.

3.3 Unconfirmed Minutes of Strategic Planning meeting of 06.05.2022 were **approved** as a correct record.

3.4 Confirmation of Written Resolution

3.4.1 TTE Contractor Appointment Stage - June 2022 was **confirmed**.

4. Matters Arising – the outstanding item would be addressed during 2022-23 when the Audit and Risk Committee was strengthened.

To note: Decision/key items in the following order were taken first and in the order below to accommodate availability of respective governors and staff:

Audit and Risk Recommendations (Item 7.1), the Principal/CEO report (Item 5.1), Search and Governance Recommendations (Item 8.2), Governance update and recommendations (Item 8.3), Policies and Procedures (Item 9), confirmation of Corporate Services Recommendations (Item 7.2) and confirmation of Curriculum and Standards Recommendations (Item 6.1).

5. Strategic Overview

5.1 Principal/Chief Executive's Report - Z Lewis outlined a number of key external factors impacting on the College including: LSIPs, labour market challenges, the focus of student destinations and wider political direction. She highlighted how the College was well prepared for the forthcoming year and drew attention to the Careers Strategy and Destinations which had been informed by Governing Body feedback and support. She also raised staff turnover (which was sector wide) with a focus on what the College was doing to address this (including progression pathways and harmonization across the group).

Governors had a full debate on the review of Colleges moving back into the public sector by the Office for National Statistics, the DfE viewpoint, and how any change would affect funding, accountabilities, financial planning generally and access to future credit; and the AoC pay award/likely sector striking and the College position.

I Wright left the meeting at 5.30pm

5.1 Strategic Plan including Corporate KPI Update - J Chance gave a full update on both corporate and curriculum related KPIs including: examination results expectations for study programme students; the focus on work placements for all students next year; the HE student satisfaction results which had been very positive; improvements in both Adults and Apprenticeships; staffing KPIs; Organisational Resilience (good); and the three main (red) areas for further improvement.

The RAG rating of the narrative was appreciated by the Board.

English and Maths attendance was further detailed followed by a full discussion on work experience placements including: possible additional models for work experience placements if required including project based learning; supported internships; quality of work placements; monitoring and tracking; formalizing internal placements; the move to department led work placement development co-ordinators; and inhouse learning and supervision.

6. Curriculum and Students

6.1 Confirmation of Curriculum and Standards Recommendations approved on 11.07 2022

M Gaze gave an overview of the meeting, specifically around the recommendations, highlighting: the updated Taking Teaching Higher Strategy which would ensure greater consistency across the College, underpinned by the Thrive and Careers Strategies which supported the growth of the whole person. She also reminded governors of the background in relation to the Service Industries review to which Governors had last year agreed to cease recruitment and of the detailed review to re-introduce some of those apprenticeships. Finally, she drew attention to the challenge raised to ensure the necessary use of the subcontractors outlined.

The **confirmed approvals** by all Governing Body members present on 11.07.2022 (quorary 48%) were as outlined below:

- **Taking Teaching Higher Strategy (Item 8.1)**
- **Careers Strategy (Item 10.1)**
- **Thrive Tutorial Strategy (Item 10.2)**
- **Service Industry Apprenticeship Review (Item 11.3.1) - Approval to:**
 - **restart recruitment for Catering and Hospitality apprenticeships from July 2022 as detailed below:**
 - Hospitality - restart the following at Level 2 to new sign ups in July 2022:**
 - **Hospitality Team Member Level 2**
 - **to reinstate the Hospitality Supervisor Standard at Level 3 for progressing apprentices where suitable employment is available**
 - Catering - to restart Level 2 to new sign ups in July 2022 for the following**
 - **Standards: Commis Chef and Production Chef**

Keep on hold any further decision to restart Hairdressing and Beauty Therapy until 2023 and further consideration by the Curriculum and Standards Committee

- **Approval of Subcontractors for 2022-2023 Academic Year as outlined below (Item 11.8)** (already recommended for approval by the Corporate Services Committee on 04.07.2022)
 - **Greatest Expectations (TVCA and AEB)**
 - **The Hope Foundation (TVCA)**
 - **Uplift Associates (AEB)**

6.2 Safeguarding Update

A Adamson drew attention to the overall increase from last year, largely mental health related (as per the national picture) and how mental health was being supported within the College supported by external agencies and the continued focus by the College in this key area.

She gave more detail on interventions and possible reasons for the increases.

A Adamson also drew attention to the revised Keeping Children Safe in Education document in use from September 2022 and of the role of Governors (as outlined in the February 2022 training session).

Governor questions and discussion included: whether mental health issues had increased since Covid and the impact of Covid for students both in the immediate aftermath and for subsequent years (both financial and overall wellbeing related) and the need to maintain or increase support over coming years; the overall increase of safeguarding reporting outwith Covid as the College became more open its support and training of both staff and students thereby increasing understanding within a supportive environment; support for staff involved with safeguarding; the Safeguarding Link Governor's increased knowledge of the work of the Safeguarding Team; clarification of the language of safeguarding and it's understanding by students generally and in relation to work placements and safeguarding of others and how the tutorial programme was supporting this.

6.3 Student Journey 2021-2022

Governors discussed the positive work by the student governors over the past year but also the lack of regular student representation on the Board and how this might be improved (as already discussed by the Search and Governance Committee in June). It was acknowledged that it was the role of the Governing Body to encourage and give assurances to student governors of the benefits, impacts and outcomes of their role.

There was an open invitation for Governors to attend student voice meetings which the link governor had found to be of real value.

Action by Z Foster to seek to progress support for greater student governor involvement (including any possible incentives) with the Head of Student Engagement/Z Lewis ahead of the autumn process for the second student governor.

7. Corporate Updates

7.1 Audit and Risk Recommendations from 08.07.2022

I Wright gave a comprehensive overview of the Audit and Risk meeting of 08.07.22 and drew particular attention to the following: the detailed discussion of the IT Infrastructure Recovery Plan which supported recently updated related policies (College Business Continuity Policy and Critical Incident Plan); the Internal Audit Strategy for which one audit had been changed and reasons why; noting that the External Audit fee had yet to be finalized; acknowledging A Coleman-Cooke's exceptional service to the Committee; and an overview of the Risk Management agenda item highlighting the movement of Governance within the registers and drawing attention to the in-depth discussion on energy.

Questions and discussion included: External Auditor fees increases; and aspects of the IT Disaster Recovery Plan – what to do first, how it dovetailed with the risk registers and rating and referencing that within the document.

Governors also asked for an enlarged Strategic Risk Register to be sent out asap.

The Governing Body then **approved** the following:

- The IT Infrastructure Recovery Plan, subject to references discussed
- The Internal Audit Strategy 2022/2023 including the Internal Audit Plan for 2022-2023 (subject to the agreed change of replacing the TTE Governance Audit with a Procurement Audit)
- The External Audit Strategy to 31 July 2022 (incorporating the 2021/2022 Financial Statements and the 2021/2022 Regularity Audit) and External Audit Fee as outlined in the report
- The Risk Management Plan 2022-23
- The Risk Management Policy

7.2 Confirmation of Corporate Services Approvals from meeting of 04.07.2022

P Studd gave the background to the five recommendations which had been approved on 04.07.2022 drawing particular attention to the prudent approach to the Five year Financial Plan supporting both future opportunities and risks (the main one of which was energy costs);

The **confirmed approvals** by the Governing Body members present (quorary 67%) were as outlined below.

- **Approval of Financial Plan (Item 6.1) specifically:**
 - *Approval of the 2022-23 detailed revenue budget, capital plan and financing assumptions as the College's Budget for 2022-2023*
 - *Approval of the financial plan for the remainder of the five year period.*
- **Approval of Borrowing Terms including delegated authority (Item 6.2) as detailed:**
 - *Approval of the proposed terms of lending from Santander*
 - *Governors' Approval of delegated authority to the Vice Principal Finance and Registry, in consultation with the Chief Executive and Chair of Governors to complete negotiations with Santander and execute contracts subject to their being no material change in terms from those described within the report.*
- **Approval of Fees Policy 2022-2023 (Item 6.5)**
- **Approval of Subcontractors for 2022-2023 (Item 6.6) as outlined below:**
 - *Greatest Expectations (TVCA and AEB)*
 - *The Hope Foundation (TVCA)*
 - *Uplift Associates (AEB)*
- **Adoption of Business Continuity Plan (Item 8) - *adopted subject to adding a line re communication with Governors should a major incident occur.***

7.3 Updated Marketing and Communications Report

A Adamson drew attention to the updated information within the report including: latest application figures across the key faculties and wider marketing communications.

Questions included: possible reasons for increase in applications in certain localities and ensuring there were sufficient laptops to support any increase in applications.

7.4 Updated Employer Engagement and International Update

J Chance outlined the key aspects of the report including: expected outturn on apprenticeship recruitment; increase of activity with larger employers; restructure of the work experience team; high employer satisfaction; and the new CRM implementation which would assist with richer data.

He also gave an update on international progress.

Governors' questions and comments included: clarification on the student sponsor license usage; online delivery generally and in relation to Fedexpo delivery in Ukraine.

7.5 Health and Safety Term 2 Update

S Marshall gave an update including: vetting figures; curriculum risk register update citing a general decrease in number of accidents; initiative of inviting those curriculum areas with most accidents to join the Health and Safety Committee; updating of risk assessments by the end of August; verbal outcome of the external audit of Health and Safety, detail of which will be shared in the next report (and with the Audit and Risk Committee and Health and Safety Committee).

Governors' questions and discussion included: further detail of the only 1 score on the inspection; Health and Safety in relation to the new centres where it was confirmed that there were full audits and checking before any curriculum teams gained access; greater detail in relation to incidents of fainting and possible causes; and root cause analysis procedures.

7.6 Equality and Diversity Term 2 Update

J Chance outlined key aspects of the report including: increase in recruitment of BAME staff and representation and detail of the priorities for next year.

It was clarified that improvement in staff data was for current staff and of a historic nature rather than for new staff in which all data was collected. J Chance outlined the approaches used.

8. Governance Update

8.1 Link Governor Reports

R Davies drew attention to the written reports from the Link Governors' visits and work over the past year. E Kunonga gave a verbal update of his work with the Safeguarding Committee since his appointment.

It was confirmed that any actions arising from the Link Governors visit forms would be incorporated into the appropriate department improvement and development plans.

8.2 Search and Governance Recommendations – R Davies presented the following recommendations which were **approved** by the Governing Body:

- That Sara Mirsalehi join the Remuneration Committee with immediate effect
- That Morgan McClintock join the Audit and Risk Committee, leaving Curriculum and Standards Committee from 1 August 2022. Morgan to remain as HE Link Governor
- The revised Attendance Policy
- The Governance Training Plan for 2022-23
- External Governance Review:
 - That AoC be commissioned to perform the External Governance Review with anticipated costs of approx. £5,040 plus VAT and expenses for an expected 8 day review
 - The start date of 1st February 2023

8.3 Governance Report – Z Foster drew attention to the revised Instrument and Articles specifically the increase to the College Governor cohort proposed (from 16 to 18) thereby increasing the Governing Body to 23 in total and R Davies gave further detail on the reasoning to support this.

Governors discussed the discretions around the Instrument and Articles more widely.

The following recommendations were then **approved** by the Committee:

- 8.3.1 Appointment of Petrina Lynn on a two year term from 1 August 2022 as Vice Chair of Governing Body**
- 8.3.2 the updated Student Union Constitution**
- 8.3.3 the revised Instrument and Articles**

Furthermore, the retrospective use of the College Seal was **approved** and the Governing Body **confirmed** that the Terms of Reference for the Committees had been met and remained fit for purpose.

9. College Policies and Procedures

A Adamson clarified the reasoning for the splitting out of the Disciplinary Policy into distinct streams thereby introducing the additional policies (9.6 and 9.7).

The policies and procedures outlined below were then considered and approved by the Governing Body as per the annual cycle and in preparation for the academic year 2022-2023:

- 9.1 Disability Statement 2022-2023**
- 9.2 Equal Pay Statement**
- 9.3 Equality Statement and Policy**
- 9.4 Health, Safety and Welfare Policy**
- 9.5 Students Disciplinary Policy**
- 9.6 Student Progress and Performance Policy**
- 9.7 Student Attendance and Punctuality Policy**
- 9.8 Quality Policy**
- 9.9 Subcontracting Fees and Charging Policy**
- 9.10 Subcontracting Procedures**

10. Dates of Meetings and Activities for Term 1 2022-2023

- 10.1** Monday 26 September 2022 1-5pm Strategic Planning Afternoon
- 10.2** Monday 3 October 2022 – all day SARS
- 10.3** Tuesday 4 October 2022 – all day SARS
- 10.4** Monday 17 October 2022 5-8m Governing Body (Ordinary)
- 10.5** Thursday 10 November 2022 6.30-8.30pm Governors Social Evening
- 10.6** Friday 9 December 2022 1pm Governing Body invited to Audit and Risk Committee to hear External Auditors account of the Financial Statements
- 10.7** Thursday 15 December 2022 5-8pm Governing Body (Ordinary)

11. Matters for Publication - No restricted matters were identified.

12. Any other Urgent Business – none taken

13. Reserved Matters – no reserved matters

The meeting ended at 6.50pm