

THE FURTHER EDUCATION CORPORATION OF MIDDLESBROUGH COLLEGE

CONFIRMED MINUTES OF THE GOVERNING BODY MEETING 15.12.2022

PRESENT: R Davies (CG and Chair), M Cameron (Student Gov), J Castor (CG), M King (CG), M Lamb (CG) Z Lewis (Principal/Chief Executive), M Laidler (CG); D Lusardi (CG), S Mirsalehi (CG), A Pajura-Jaszczak (Staff Gov), D Still (Staff Gov), P Studd (CG).

Through Teams: R Anderson (CG), H Ashton (CG); M Gaze (CG), E Kunonga (CG), P Lynn (CG); M McClintock (CG), I Wright (CG).

OFFICERS: A Adamson (VP), Z Foster (Clerk), S Marshall (ED); K Parkinson (ED), B Robinson (DP), O Rodley (VP), M Russell (VP).

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

IN ATTENDANCE: D Hoose – Mazars (External Auditor) for Item 8.1 (which was taken earlier in the agenda after Item 5 and alongside Items 6.1-6.2)

1. Apologies for Absence and Welcome to New Governors

Apologies received from - S Lane (CG), P Sharp (CG), J Tait (CG).

R Davies welcomed Max Cameron and Malcolm King to their first formal Governing Body meeting.

2. Declarations of Interest – R Anderson in respect of LSIP discussion

3. Minutes and Appointments

3.1 Appointments – the following appointments were approved:

- M King as College Governor on an initial two year term and to join the Audit and Risk Committee
- A Coleman-Cooke as External Member on a four year term to join the Audit and Risk Committee
- M Cameron as first Student Governor until 31 July 2023
- M Wild as second Student Governor until 31 July 2024 (subject to continuing into a second year of study)

Additionally:

- M Laidler to become the Safeguarding and Prevent Link Governor (replacing E Kunonga)

And subject to confirmation:

- J Tait to become an additional Teaching and Learning Link Governor
- S Lane's link role to be extended to include Skills (Skills Measure and Employer Engagement)

3.2 Minutes of 17 October 2022 – approved as a correct record subject to the inclusion under 2 – Declarations of Interest of H Ashton in relation to T Levels as a Board member of NCFE.

4. Matters Arising – Retrospective Note – the outstanding matters arising (Item 14) was resolved as of 16 December 2022.

5. Strategic Overview

5.1 Strategic Risks Report

Z Lewis gave an update on the current risks and reminded the wider Governing Body that the Audit and Risk Committee considered the registers in full at each meeting. She drew attention to the six **RED** risks, particularly the new risk of Reclassification into the public sector.

I Wright drew attention to the cost of living crisis debate at Audit and Risk Committee (whether amber or red) and this was further considered within the review of risks item (Item 10).

5.2 Principal/Chief Executive's Report

Z Lewis updated Governors on progress with the Strategic Plan particularly in relation to the increased focus on the external environment in light of reclassification and the evolving local climate, specifically the publication of the LSIP. She also drew attention to the pay award and how this sat within the volatile national and local environment.

Governors' discussion included: the likely impact on the economy including an update from R Anderson on LSIP guidance and actions and how this linked into the current status in respect of the statutory duty on colleges to collaboratively review and report on the local curriculum; the potential changes due to reclassification particularly in relation to the TTE project and Government approval of borrowing relating to this.

5.3 Strategic Plan including Corporate KPI Update

O Rodley outlined current progress against the KPI targets.

Questions included: clarification on English and Maths class sizes; and GCSE forecast grades and related moderation practice. Governors asked for an update on English and Maths grades at February training.

5.3.1 Draft Annual Report – Z Lewis presented the annual report which was **approved** by the Governing Body for publication.

6. Strategic Finance

6.1 Financial Statements 2021-22

M Russell confirmed some minor changes and drew attention to reclassification future complications with regards to subsidiary groups which would likely need some consideration in the near future.

After consideration of the accounts from Item 6.2 and 8 the following sets of accounts were **approved** by the Governing Body for signing by M Russell, Z Lewis and R Davies:

- 6.1.1 Middlesbrough College Financial Statements for the year ending 31 July 2022**
- 6.1.2 Northern Skills Group Business Services Ltd Financial Statements for the year ending 31 July 2022**
- 6.1.3 Northern Apprenticeship Company Limited Financial Statements for the year ending 31 July 2022**
- 6.1.4 TTE Technical (UK) Ltd Financial Statements for the year ending 31 July 2022**
- 6.1.5 TTE International Ltd Financial Statements for the year ending 31 July 2022**
- 6.1.6 TTE Apprenticeships Ltd Financial Statements for the year ending 31 July 2022**
- 6.1.7 Middlesbrough College Management Services Limited (dormant) Financial Statements for the year ending 31 July 2022**
- 6.1.8 University Centre Middlesbrough Ltd (dormant) Financial Statements for the year ending 31 July 2022**

6.2 Corporate Services Recommendations

P Studd gave an overview of the Committee's key discussions particularly in respect of the recommendations.

In addition to 6.1.1-6.1.8 above, the recommendations below **were approved** by the Governing Body:

- Pay Award – A 3% consolidated pay increase from 1st January 2023 for all staff subject to meeting the relevant performance criteria and that the implementation of the national living wage uplift be granted from 1st January 2023
- the bad debt of £3,652 for 2021/2022 be written off
- the 2021 / 2022 Student Union Activity and Accounts
- engagement of the following subcontractors in 2023-24: Greatest Expectations (TVCA and AEB), The Hope Foundation (TVCA) and Uplift Associates (AEB).

6.2.1 TTE Verbal Update – Z Lewis updated all Governors on the TTE project drawing attention to i) the issue under Reclassification re borrowings ii) an update on the contractor tender (due early 2023) and overall timelines and options depending upon outcomes in relation to i).

7. Student Experience

7.1 Curriculum and Standards Recommendations

P Lynn brought out key elements of the recommendations sheet including: consideration of the 2021/22 SAR and 2022-3 QuiP; monitoring of progress by the Committee of Health & Care and Sports (one of the outcomes from the October SARs); the update of work placements on the risk register; Higher Education – update on OU accreditation in light of reclassification; and the Governing Body February training focus of teaching and learning alongside safeguarding training.

Z Lewis gave further detail in relation to the Open University accreditation and also additional Office for Students (OfS) metrics and the likely impact for the TEF status.

7.2 SAR 2021-22 and QUIP 2022 – 2023

O Rodley drew attention to the amendments made (as requested by the Curriculum and Standards Committee).

Governors then **approved** both the 2021-22 SAR and 2022-23 QUIP.

7.3 Curriculum Intent

Z Lewis drew Governors' attention to the additions to the Curriculum Intent document –(increased detail in relation to LSIPS, student destinations and strategic curriculum developments) which would be discussed in more detail at the February training day.

She updated on FE Analyst which was a new system to match the curriculum to the local labour market needs and this detail would also be shared at the June Curriculum Planning session .

Governors agreed with the additions and gave some further suggestions to include. Z Lewis confirmed final revisions would be made to come to the Governing Body over the next 6-9 months.

7.4 Quality of Education Update

B Robinson updated Governors on the deep dive activities and of the second phase starting in February 2023.

Governors discussed: Ofsted framework mapping; enrichment; T Levels update in light of summer exams; and requirements of the Eif in relation to how the College was meeting the Enhanced Skills Measure and related position papers that SLT were producing for Governors alongside the February training day updates.

7.5 PDBA Update

A Adamson gave a comprehensive update on activities and drew particular attention to Thrive; mental health, attendance and behaviour and an update on work placements.

Governors' questions included: the impact of Grofar; attendance refocus for Jan 2023; how Thrive was used in relation to themes; behaviour in College and more widely locally and of support options and strategies.

7.6 Safeguarding Update

A Adamson updated on safeguarding reporting and resulting College activity and support.

Questions and discussion included: approaches with peer to peer issues; caseloads for safeguarding staff; professional challenge tracking; and Mental Health First Aid and associated training for staff.

7.7 Written Update – Student Voice

A Adamson gave a brief update to the report supported by M Cameron.

Governors' discussion focused on positive reward systems across the College and tracking of those.

8. Corporate Update

8.1 Audit and Risk Recommendations

I Wright outlined the recommendations which had been approved via written resolution by the Audit and Risk Committee. He detailed the External Auditor's account of the Financial Statements which gave full assurance and drew attention to the subsidiaries in comparison to the sector averages which may need some consideration over the coming year in light of reclassification. He also thanked those members of the Governing Body who attended for this item.

D Hoose confirmed that all outstanding work had now been completed and that there was a clean and unqualified opinion. He thanked M Russell and the team for their support.

8.1.1 The Audit and Risk Annual Report 2021-22 – I Wright outlined the purpose of the report and of the delegated responsibility of the Audit and Risk Committee within the governance assurance framework.

The recommendations below were then **approved** by the Governing Body:

- The 2021/22 Audit Findings Management Letter
- The Financial Statements 2021-22 as per Item 6.1
- The 2021/2022 Annual Report of the Audit and Risk Committee which included: the 2022-23 Internal Annual Audit Plan; Committee terms of reference; 2021/2022 Internal Audit Annual Report; the 2021-2022 Audit Findings Management Letter and the Risk Management Annual Report (item 8.1.1) and that the report would go to the Education and Skills Funding Agency (ESFA) alongside the financial statements.

8.2 Management Accounts (October 2022)

M Russell outlined the headline detail and the effects on Financial Health (remaining Good for 2022-23). He alerted Governors to some key considerations which may affect the following year's accounts.

Governors questions and discussion included: TTE and five year plan as a result of reclassification; the pay award; and wider pay considerations in relation to recruitment, retention and value for money.

8.3 Subcontractors Update

B Robinson confirmed that there were no concerns within either performance or income for any of the current subcontractors.

8.4 Equality, Diversity and Inclusion Annual Report 2021-22

K Parkinson presented the annual report for approval.

Governors discussed benchmarking against other Colleges and Z Lewis gave an update in relation to ensuring staff data was up to date (at the January CPD day).

The annual report was **approved** for publication.

8.5 Staff Recruitment and Turnover

K Parkinson presented the report and clarified the data. She outlined work by HR on the employee journey.

Governors' discussion included: employee referral systems; pay benchmarking; counter offer culture; talent pools and other incentives and benefits for College staff outwith pay.

9. Governance Update

Z Foster gave a brief synopsis of the report for Governors.

9.1 The Governance Self Assessment 2021-22, including the 2022—2023 Areas for Improvement was **approved** by the Governing Body.

9.2 Walkthrough Structure for Governors – P Lynn outlined a new approach to governor walkthroughs to give a greater understanding of Teaching and Learning to all and to support Ofsted preparation. Greater detail would form part of the February training session and would be partially led by the new Head of Teaching and Learning.

To support preparation for Ofsted, an updated and formalized schedule would be developed early in January in relation to Link Governor responsibilities.

Governors' discussed various aspects of focus under the EiF including student voice, what good implementation looks like and possible additional options for governor involvement.

10. Review of Strategic Risks – verbal

The Governing Body had a full review of the Strategic Risks in light of the agenda items and discussion focused on the effect of cost of living and the multi faceted ramifications; wider safeguarding and welfare issues particularly post 16 attendance, the law, expectations and concern re the rise of NEETS at 17+ locally and nationally and link to staffing training, expectations and employment.

Z Lewis confirmed that the cost of living risk was being closely monitored and of the mitigations the College had in place which kept the risk currently at amber. She also gave some reassurance to governors in relation to safeguarding and welfare practice within the College in the light of a particularly successful deep dive by an external consultant.

It was **agreed** the risks were still appropriate but that a keen eye be kept on the impact of the cost of living.

11. Date and Time of Meetings 2022-23 were noted.

Post Meeting note – the May Strategy Day would be rearranged (due to the King's Coronation)

12. Matters for Publication

No restricted matters were identified other than 14 below.

13. Any other Business

None taken.

14. Reserved Matters

Only College Governors remained present for this item

14.1 Remuneration Recommendations

The Governing Body (College Governors only) considered and **approved** recommendations in relation to:

- appropriate application of the Remuneration Code by the Committee during 2021-2022
- the Principal/Chief Executive's 2021-2022 Staff Appraisal and Pay Award
- the Principal/Chief Executive's 2022-2023 Objectives
- the Clerk to the Corporation's 2021-2022 Staff Appraisal, hours recommendation and Pay Award
- the Clerk to the Corporation's 2022-2023 Objectives

The meeting ended at 7.50pm