

## THE FURTHER EDUCATION CORPORATION OF MIDDLESBROUGH COLLEGE

### CONFIRMED MINUTES OF THE GOVERNING BODY MEETING 17.10.2022

**PRESENT:** P Lynn (CG and Chairing the meeting); H Ashton (CG); J Castor (CG), M Lamb (CG) Z Lewis (Principal/Chief Executive), D Lusardi (CG), S Mirsalehi (CG), P Sharp (CG), D Still (Staff Governor), P Studd (CG), J Tait (CG).

Through Teams: R Davies (CG), M Laidler (CG); M McClintock (CG).

**OFFICERS:** A Adamson (VP), J Chance (VP), Z Foster (Clerk), S Marshall (ED); K Parkinson (ED), B Robinson (DP), 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:** C Quigley and J Fox (two students)

#### 1. Apologies for Absence

R Anderson (CG), M Gaze (CG), E Kunonga (CG), S Lane (CG), I Wright (CG).

P Lynn welcomed to A Pajura-Jaszczak, J Castor and J Tait to their first formal Governing Body meeting.

2. **Declarations of Interest** – H Ashton declared an interest in relation to T Levels (Item 6.5) as she was a Board member of NCFC.

#### 3. Minutes and Appointments

**3.1 Appointment of Staff Governor** - the Governing Body approved the appointment of Aga Pajura Jaszczak as Staff Governor (Business Support) as of 17 October 2022 on a four year term and that Aga would join the Corporate Services Committee.

**3.2 Minutes of 14 July 2022** – approved as a correct record.

**3.3 Minutes of 26 September 2022 (Strategic Planning)** - approved as a correct record.

4. **Matters Arising** – an update was given on outstanding matters.

#### 5. Strategic Overview

##### 5.1 Strategic Risks Report

Z Lewis gave an overview to the item which came as a recommendation from the Search and Governance Committee (Item 8.1) to increase governor involvement of risk management considerations at all Governing Body and Committee meetings.

Governors appreciated the fuller report and triangulated approach to be used going forward.

Z Lewis outlined the four red risks and governors had a full discussion including: explicit reference to cost of living and impact on learners; clarification on TTE investment scoring and full consideration of the various potential outcomes and interlinked effects on associated risks; and wider consideration of ensuring assurance from SLT on the strategic risks and College resilience including rotating attendance by Governors at SLT Risk Management meetings and a possible annual session on risk for all governors.

## **5.2 Principal/Chief Executive's Report**

Z Lewis drew attention to key areas of focus for the College including: the implementation of key strategies developed and introduced last year and strategies and actions in relation to the increasing issue of staff retention and recruitment.

Governors noted the progress on board papers and also requested an updated glossary of acronyms.

## **5.3 Strategic Plan including Corporate KPI Update**

J Chance reminded the Committee that the Strategic Plan was being reviewed over the coming year.

He also gave a brief summary of KPIs which were largely positive though work experience and staff turnover were highlighted as areas of concern.

Governors' questions and discussion included: the complexities of value added data - where this applied on the various qualifications and how the Taking Teaching Higher strategy was assisting with elements of this (such as information retrieval) and also DfE position on publishing of value added data; work placements; measuring of softer skills (including questionnaires, outcomes and how the Growfar platform allowed for self assessment); the use of EMSi on the future development of the curriculum; the Taking Teaching Higher Strategy in relation to the impact on practice and ongoing developments/CPD.

## **5.4 Improvement and Development Plan Update**

B Robinson gave an overview of the key areas of weakness and improvement and links to the overall corporate KPIs. He highlighted the ITE reinspection as the main priority.

Governors' questions and discussion included: detail of ITE progress including resource, curriculum, consistency, staffing and CPD; workload and support for mentors (especially new staff); Ofsted expectations under new Eif; HE satisfaction improvements; and job outcomes/destinations for students generally and for specific cohorts.

## **5.5 Enrolment Update**

M Russell updated Governors on figures since the Strategic Planning Day which overall were broadly aligned to the budget with greater certainty to be established by early November. He detailed Local Authority spread and growth and an update on English and Maths.

He clarified some of the data measures for governors.

# **6. Student Experience**

## **6.1 Quality of Education Update**

B Robinson updated Governors on key elements of his report including: departmental dashboard development; curriculum reviews from external consultants in key areas; CPD focuses; and an update on new Health and Care staffing.

## **6.2 PDBA Update**

A Adamson gave a full account of developments within PDBA including Thrive and Taking Careers Higher strategies and implementation across the College. She also detailed the early

impact of the Growfar system; Freshers week; Student voice and wider engagement and the changes in the disciplinary procedures (separating conduct and attendance) and how they were working in practice. She further highlighted the upcoming WorldSkills Final to be held in College in November.

Governors' discussed attendance including data comparison, monitoring and new registration systems and staff.

Governors' questions included: detail of support and CPD for staff involved with disciplinary and safeguarding issues; and social media related disciplinarys and actions.

### **6.3 Safeguarding Update**

A Adamson detailed a significant increase in disclosures with mental health being the top concern. She highlighted the increased role of Governors to challenge in this area within the new Keeping Children Safe in Education guidance (KCSIE).

Governors' discussion and questions included: use of built in quality assurance measures (CPOMs) and of the forthcoming deep dive in November of the Safeguarding and Personal Development teams – information of which would be shared with governors; progress with adult safeguarding measures; the new triage system for safeguarding; staff support and ratio of caseloads.

Governors welcomed the updated Safeguarding Policy which clearly included the responsibilities of the Governing Body.

### **6.4 Safeguarding Annual Report 2021-22**

After consideration, the Governing Body **approved** the Safeguarding Annual Report for publication.

### **6.5 Student Voice – written update**

A Adamson briefly detailed the many activities taking place. The election for new reps was also highlighted and the two student observers were welcomed to the meeting.

A discussion took place on T Level Health summer results and how this had affected students and progression both within the College and nationally. Governors received assurance on support for second year students. Governors also discussed the effect on confidence/future recruitment to T Levels.

## **7. Corporate Update**

### **7.1 Audit and Risk Recommendations**

M Russell gave a broad outline of the September Audit and Risk Committee meeting which had included annual consideration of the regularity audit questionnaire, performance indicators for both sets of auditors and risk management. In addition, the Committee had a detailed item on the Health and Safety action plan.

Governors then **approved** the following recommendations:

- The 2021-2022 Regulatory Audit Questionnaire to be shared with the Financial Statements/Regularity Auditors
- The outcome of the 2021/ 2022 Performance Indicators for the Internal Auditor (RSM) received for information and approved for their accuracy.
- Confirmation of the re-appointment of the Internal Auditor (RSM) for a period of one year commencing 1 August 2022.
- The outcome of the 2021/ 2022 Performance Indicators for the Financial Statements / Regularity Auditor (Mazars) received for information and approved for their accuracy.

- Confirmation of the re-appointment of the Financial Statements / Regularity Auditor (Mazars) for a period of one year commencing 1 August 2022
- The 2022 / 2023 Performance Indicators for the Internal Auditor (RSM)
- The 2022 / 2023 Performance Indicators for the Financial Statements / Regularity Auditor (Mazars)

M Russell clarified the fees and contracts for both sets of auditors.

## **7.2 Marketing and Communications Update**

A Adamson gave an update to the current admissions numbers, current marketing campaigns and related PR.

Governors' questions and discussion included: the large number of school events and the team which supports these activities; the well attended Open Evening; conversion figures from application to attendance; Microsoft Showcase College marketing and communications and analytics from that; and future considerations of the booking system for open evenings to spread attendance and reduce any potential disruptions.

## **7.3 Employer Engagement and International Update**

B Robinson outlined the positive start to apprenticeship recruitment and the restructure of the Work Experience Team. He also highlighted developments to build up TTE International.

## **7.4 Management Accounts (July 2022)**

M Russell drew attention to overall performance against the budget plan which was on track. He also updated governors on advice currently being sought in relation to term time only contracts in light of the recent high court judgement and gave an update on financial health scoring.

Governors queried the situation on pensions which was explained and asked that a flag be kept on the international side of TTE income.

Governors also appreciated the clear presentation style of the accounts.

## **7.5 Health and Safety Annual Report 2021-22**

S Marshall gave an update to the report in relation to recent new staff. She detailed the accident rates, illnesses and monitoring of all incidents.

S Marshall then gave a brief appraisal of the recent Health and Safety Audit and resulting action plan which had been full considered by Audit and Risk Committee and the Health and Safety Committee (which would include P Sharp going forward).

Governor questions included: fire evacuation times; communication and collaboration improvements and assurances with the re-audits.

Governors **approved** the Health and Safety Report 2021-22.

## **7.6 Subcontractors Update**

B Robinson gave a brief update on subcontractors.

R Davies left the meeting

# **8. Governance**

## **8.1 Search and Governance Recommendations**

P Lynn facilitated discussion on the recommendations from the Search and Governance Committee ahead of approvals including:

- Higher Education Committee – the Search and Governance Committee felt that a distinct HE Committee would ensure that the College/Governors were explicitly able to discuss and track strategic overview of the HE faculty and that the Committee would sit well alongside the operational activities of the Academic Board.
- Risk Management and involvement were outlined as per Item 5 of the recommendations update and as per the agenda of the meeting.
- Extension of the Term of Office for the Chair of the Governing Body – P Lynn outlined the request for extension of the term of office for R Davies, which would allow for ongoing support for the TTE capital build (which R Davies had strongly been involved with thus far); continuity and consistency of approach for ITE and Ofsted inspections (due within two years), and ensure some ongoing experience and stability to the Board in light of the increased cohort of new Governors recruited over the past two years and future departure of experienced Board members within the next year.

She outlined the caveat that should a suitable Chair be found within the extended period, R Davies would relinquish his Governor and Chair position (though may remain in an advisory capacity in relation to TTE).

Z Lewis also drew attention to new FE Commissioner's attention to the terms of office for governors, which should be no more than 10 years unless there are exceptional circumstances (14 October 2022 newsletter). R Davies was currently in his tenth year as a College Governor and had been Chair since 14 July 2015 thereby currently into his eighth year as Chair.

Governors discussed the recommendation to extend in full and **agreed** that the combination of a significant number of new governors to the Board in the current climate (for both the College (capital build, finances generally) and nationally), and number of new additions to the Executive SLT team, warranted an exceptional circumstance to extend the term of office subject to the caveat as outlined.

There were no further questions, therefore the following recommendations were then **approved** by the Governing Body:

- That a Higher Education Committee be added to the Committee structure with the following membership to meet annually in December in the first instance with a focus on HE strategy, process, quality and governance. Membership to include: Morgan McClintock (Chair), Rob Davies, Petrina Lynn (Vice Chair), Zoe Lewis + HE Student Rep, Paul Stone, Ben Robinson, Ollie Rodley
- Rachel Anderson to become Vice Chair of Audit and Risk Committee with immediate effect
- That Phil Sharp take over as Link Governor for Health and Safety (after the resignation of Lee Holdsworth) with immediate effect
- Emma Rennison to move from College Governor to External Member with immediate effect on a four year term. Emma to retain the Link role for ITE and Teaching and Learning.
- Second Terms of Office – College Governors:
  - Rachel Anderson to start a second four year term of office as College Governor from 21 March 2023
  - Sara Mirsalehi to start a second four year term of office from 15 July 2023
  - Michael Laidler to start a second four year term of office from 15 July 2023
- The extension of term of office for Rob Davies as College Governor and Chair of the Governing Body until 31.07.2025 (with the proviso that this would end sooner should a suitable replacement be found).
- External Board Review

- Inclusion of an additional day for the External Reviewer to report back to the Governing Body at a cost of £600 plus any expenses
- An additional 0.5 day's cost (plus any expenses) for the moderator of the final report
- A later decision on a possible six month review update
- That the Governance Self-Assessment Areas for Improvement 2021-2022 (Appendix 1) be considered and approved subject to final approval at the Governing Body meeting of 15 December 2022, within the Governance Self-Assessment Report.
- The draft Governance Self Assessment Areas for Improvement 2022-2023
- Revised Standing Orders (Appendix 3)
- Access to Meetings and Publication of Minutes Policy (Appendix 4)
- Confirmation of adherence to the Code of Governance (as per the mapping exercise approved by the Committee)

## 8.2 Governance Update

Z Foster gave a brief resume of the written report.

Governors briefly discussed the SARs including positive feedback from external members.

- Governors confirmed acknowledgement of the Public Interest Disclosure Notice for 2021-2022 in which no disclosures had occurred
- Governors retrospectively approved the use of the College Seal as outlined.

## 8.3 Freedom of Information Summary 2021-22

M Russell reported on the eleven Freedom of Information requests over 2021-22.

## 8.4 Complaints Summary 2021-22

J Chance reported on behalf of P Stone on the summary of complaints for 2021-22 drawing attention to the increase from the previous year (when students were not on site due to the pandemic).

# 9. Policy and Procedures

## 9.1 Slavery and Human Trafficking Statement

M Russell confirmed that there had been no changes to legislation with regard to the statement.

Assurance was sought regarding the nature of the statement and its legal status.

## 9.2 Safeguarding Students Policy and Procedure

A Adamson confirmed that the new policy had been significantly changed since the previous year and outlined the reasons why.

## 9.3 Freedom of Speech and Expression Code of Practice

J Chance outlined the updated policy and confirmed that it was a required policy for the HE faculty by the Office for Students (OfS)

After consideration, all three documents above (9.1-9.2) were **approved** by the Governing Body.

# 10. Review of Strategic Risks – verbal

The Governing Body had a full review of the Strategic Risks in light of the discussed agenda items and **agreed** they were still appropriate.

It was also **agreed** that due to the ongoing turbulent climate and importance of staff recruitment and turnover, there would be a distinct item 'Staff Recruitment and Turnover' on each Governing Body meeting for the foreseeable future.

M Laidler left the meeting

#### **11. Date and Time of Next Meetings**

**11.1** Thursday 10 November 2022 at 6.30pm – Governors Social Evening

**11.2** Friday 9 December 2022 at 1pm – invite to hear Financial Statements Auditor report on Financial Statements 2021-22 (as part of Audit and Risk Committee meeting)

**11.3** Thursday 15 December 2022 at 5pm – Ordinary Governing Body meeting

#### **12. Matters for Publication**

No restricted matters were identified.

#### **13. Any other Urgent Business**

None taken

#### **14. Reserved Matters**

Only College Governors and required Officers remained present for this item

##### **14.1 Termination Payments 2021-22**

K Parkinson presented the five anonymized termination/settlement payments for 2021-22 and highlighted that legal advice was always taken in such circumstances.

Governors asked for detail in respect of the largest payment and were assured of the reasons for the payment. Governors requested that this payment was split out within the report for greater clarity.

After discussion, the Governing Body **endorsed** the payments made during the academic year 2021-22. It was further agreed that (as per established practice) the Principal kept the Chair of Governors abreast of any new Settlement Agreements.

The meeting ended at 8.13pm