

**THE FURTHER EDUCATION CORPORATION OF MIDDLESBROUGH COLLEGE
CONFIRMED MINUTES OF THE GOVERNING BODY MEETING 18.12.2023**

PRESENT: R Davies (CG and Chair), R Anderson (CG), I Anwar (CG), J Castor (CG), D Dodds (CG), T Edgcombe (Student Governor), M King (CG), M Lamb (CG), S Lane (CG), Z Lewis (Principal/Chief Executive), D Lusardi (CG), P Lynn (CG); M McClintock (CG), S Mirsalehi (CG), A Pajura-Jaszczak (Staff Gov), D Still (Staff Gov), P Sharp (CG), I Wallace (CG), L Woods (CG), I Wright (CG).

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

KEY: CG College Governor CO Co-opted Governor DP Deputy Principal
VP Vice Principal Clerk to the Corporation GD Group Director

1. Apologies for Absence and Welcome

M Cameron (Student Gov), M Gaze (CG), J Tait (CG).

Welcome and introductions were given to new Governors – I Anwar, I Wallace and L Woods.

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

3. Minutes

3.1 Minutes of 23 October 2023 – were approved as a correct record

3.2 Minutes of 24 October 2023 SAR Validation were also approved as a correct record

3.3 Confirmation of Written Resolution

- **Final College SAR approval – November 2023**

The 74% approval return was **formally confirmed** by the Governing Body.

4. Matters Arising – all matters were resolved or in progress.

5. Strategic Overview

5.1 Strategic Risks Report

Z Lewis drew out the top four red risks on the Strategic Risk Register for the Governing Body highlighting: the likely movement of Eton College after a discussion at Audit and Risk Committee; the four areas where risks had increased and reasons why; and the background to reduction in risk for behaviour and finance.

It was queried whether reclassification was still a live risk a year on – it was explained that the uncertain position in relation to finance (overdraft and cash position) in particular kept this on the register.

Z Lewis welcomed any governor to observe a future SLT Risk Management meeting should they so wish.

5.2 Principal/Chief Executive's Report

Z Lewis outlined the structure of her report for new governors.

Accountability Agreement update – Locally, colleges had planned to meet in the Spring to plan/discuss the statutory duty to review (collaboratively and at least tri-annually) how well the education and training provided meets local needs in the area with a view of publishing outcomes by the summer (with governor involvement during the summer term). However, Z Lewis drew attention to a further update to the accountability agreement which had been shared with Governors ahead of the meeting which had informed that a three year review of meeting local needs was no longer obligatory in itself, rather that this would be subsumed into the annual statements. Local colleges were still planning to meet in the Spring term.

In addition, R Davies and P Lynn would be arranging to meet with other Chairs and Vice Chairs so anything governors would like to feed into this should go via R Davies direct or Z Foster – **Action by all**.

Z Lewis also informed Governors on the approval from the TVCA for the extra funds for the TTE build and gave an update in relation to interviews for a new Vice Principal Business, Innovation and Community Partnerships.

Governors' discussion and questions focused on: recent town centre incident and related protocol for staff on such situations including Run, Hide, Tell, lockdown scenarios and security; the local three year review on local needs and how this might be most effectively done to benefit the local area (options included through the LSIP; IoT; Level 3 qualification reform impact; and comprehensive mapping exercise); sharing teaching resources across the local colleges and complexities with the practice of this; and detail of the License to Practice route which could be used to train people from industry as a way of developing the pool of qualified teaching candidates.

5.3 Strategic Plan including Corporate KPI Update

O Rodley outlined the main highlights in relation to progress against KPI targets including: positive learner satisfaction; progress with work placements; improvements with staff turnover (except within Business Support) and strong organizational resilience (finance).

The average class size was confirmed as usually around the 20s' and reasons for variances between faculties was discussed.

6. Student Experience

6.1 Curriculum and Standards Committee Recommendations

P Lynn confirmed that there were no explicit recommendations, as the College SAR 2022-2023 (including QiP 2023-2024) had already been approved via written resolution.

She gave a brief overview of the meeting and of future presentations to the Committee.

6.2 QIP Update

O Rodley outlined progress towards actions and targets of the five areas for improvement, giving further information to the two which were not progressing as quickly (initial assessment and monitoring of learner progress and persistent absenteeism). He also outlined progress within the wider 27 areas for improvement on the College QiP where there were 13 at the 'progressing' stage.

A comprehensive discussion on persistent absenteeism took place which included: how governors could monitor persistent absenteeism; wider discussion on local and national absenteeism both at FE level and for those students coming through from schools into college; the increase in NEETS locally; a positive example of support within Inclusive Learning; whether absenteeism affected finances (no); Ofsted's focus on attendance and links to achievement; the College's positive approach to supporting persistent absenteeism; improvements to absenteeism more generally with the strategies introduced over 2022-23; whether staff turnover affected attendance and how this differed between faculties (**6.2.1** gave detail of analysis); application of the attendance policy including final processes (which were rarely used); and student voice perception of the policies for both behaviour and attendance.

6.3 Quality of Education Update

B Robinson drew out the main area for development which was inconsistency in some areas in relation to how teachers and leaders can articulate in detail the sequence of teaching knowledge and skills and how they aim to build them over time. This would be a key focus for the January CPD day and learning walks in the Spring term. More widely, the College was in a positive position.

Key questions and discussion from governors included: work to progress A Level achievement and ongoing monitoring by Curriculum and Standards; clarification between first year and second year A Level progress (and request to split this out next time); the importance of the mock exams on determining A Level progress and further actions with **agreement** to update Governors on the results at the February training day.

6.4 PDBA Update

A Adamson gave a comprehensive update including: T Level placements; social action projects; and the AoC Beacon Award for which the College were finalists for Careers education.

6.5 Safeguarding Update

A Adamson updated governors on the number and type of incidents reported thus far this year.

Governors' questions included: the high number of historic safeguarding incidents reported and possible reasons why (with **action** to provide detail of historic/current and off site/on site incidents within the next report); trends within

safeguarding including social media and how this is being monitored in College via Smoothwall; incidents of suicide attempts; internal and external interventions including changes to the safeguarding system of reporting with welfare being split out from safeguarding and a new staff reporting form on the portal amongst the revisions; how holiday periods were monitored for safeguarding; and clarification and discussion on mental health, sexual harassment and domestic violence figures and outside agency involvement/guidance/referencing in many of these figures.

6.6 Written Update – Student Voice

There were no additions to the written update and no questions.

Z Lewis highlighted the excellent recent Student Council meeting.

7. Corporate Updates

7.1 Financial Statements 202-2023

M Russell confirmed that the External Audit was now fully complete with a final clean outcome. Both Audit and Risk and Corporate Services Committees had considered the draft financial statements in detail and there had been no material changes thereafter. He drew governors' attention to his covering paper which outlined the key trends.

I Wright, on behalf of the Audit and Risk Committee confirmed that the audit had gone smoothly for both Mazars and College staff involved and that there were no areas of concern.

Thanks were passed on to all College staff involved with the External Audit work.

After consideration, the Governing Body **agreed to approve** for signing by R Davies and Z Lewis all six sets of financial statements for the year ending 31 July 2023 as outlined below:

- 07.1.1 Middlesbrough College
- 07.1.2 Northern Skills Group Business Services Ltd
- 07.1.3 Northern Apprenticeship Company Limited
- 07.1.4 TTE Technical (UK) Ltd
- 07.1.5 TTE International Ltd
- 07.1.6 TTE Apprenticeships Ltd

7.2 Corporate Services Recommendations

J Castor outlined the recommendations for the Committee (with Item 6.1 already having been approved at 7.1 above). Additionally, the following were **approved**:

- That the bad debts of £13,825 for 2022-2023 be written off
- Student Union activity for 2022-2023

J Castor also detailed the consideration of risk by the Corporate Services Committee which had included a focus on finance in relation to cash liquidity and recruitment and retention in some key areas which would continue to be monitored by the Committee.

7.3 Audit and Risk Recommendations

I Wright gave a comprehensive review of the December meeting of the Audit and Risk Committee particularly the role of the Committee in relation to the financial statements; Audit Finds Management letter, and the comprehensive annual report from which the Committee gave its opinion on the adequacy and effectiveness of both sets of auditors, risk management and Committee self assessment (and related actions and mitigations).

He also outlined aspects of the meeting more widely including considerations on areas which might be deemed operational and actions resulting from that discussion.

He thanked the External Auditors, staff and members of the Audit and Risk Committee for their efforts to ensure a successful external audit. He also thanked those governors who attended the meeting to hear the External Auditor's report.

After consideration, the Governing Body **approved** the following:

- The full set of financial statements as outlined at item 3.2 (as already approved under Item 6.1)
- The 2022-2023 Annual Report of the Audit and Risk Committee which included:
 - The 2023-2024 Internal Audit Plan

- Committee Terms of Reference
- 2022-2023 Internal Audit Annual Report
- 2022-2023 Audit Findings Management letter (item 3.1)
- The Risk Management Annual Report (item 7.3)

The report would go to the ESFA along with the financial statements as per the regulatory process.

7.4 Management Accounts October 2023

M Russell outlined the first set of accounts for the academic year highlighting: a revised budget (reflecting the impact of the pay award) which was on track; income; recruitment; increased funding; and highlighted the capital report which reflected the impact of leveling up and LSIP. He also detailed the investment in the new HR system which had resulted in an amber scoring for Capital spend.

7.5 Equality, Diversity and Inclusion Annual Report 2022-2023

K Parkinson presented the annual report which pulled together all of the key activities and progress over the past year in relation to EDI (compiled by L Barry).

There was clarification re under 16 year olds (technically on school rolls) and access to that information. Additional discussion focused on the range of ages accessing various courses in the College; and the learning disability self declaration process, numbers, support for students, achievement gap tracking and associated costs supporting students.

Governors were impressed at the amazing range of diverse activities, strategies and support by the College and wished to pass on thanks to L Barry and all involved in the activities and initiatives.

It was **agreed** that a shorter version would be of value for publication/website. **Action** - Z Lewis would arrange for such a page to go within the College annual report publication.

7.6 Staff Recruitment and Turnover

K Parkinson gave an overview of her report; the greater detail of which had been discussed fully at Corporate Services Committee. She confirmed that the data did show a better picture but the reality was still a very difficult environment particularly for certain areas such as Engineering and Business Support (where candidate management plans and Spring apprenticeship recruitment would hope to benefit the vacancy rate).

Questions and discussion included: Impact of vacancies on classes, staff and students for the small number of areas and discussion on potential future capping of numbers should vacancies not be filled; staff sickness levels (which remained low); flexibilities for staff (and complexities of offering flexibilities such as remote working for some cohorts); the North East profile for colleges and wider local employment; current number of vacancies; use of agencies; use and robustness of exit interview data including main reasons for leaving (often flexibility, progression); forward planning for critical roles/areas and strategies to prevent vacancies including two year curriculum planning (rather than one) to pre-empt future skills gaps; retention and recommendation strategies across College; counter offer culture; and possible options to improve aspects of some Business Support contracts to aid retention.

7.7 Subcontractors Update

B Robinson gave an update into the recent deep dives of the subcontractors including follow ups to deal with some minor issues in one company.

Reassurance was given regarding due diligence to a new subcontractor.

8. Governance Update

8.1 Employer Voice Committee Verbal Update

Z Lewis gave the background to the formation of this new Committee which would be chaired by S Lane, with additional membership of D Dodds, I Anwar, D Lusardi to cover most of the key sectors related to LSIP priorities (excluding Health). It was expected that the new Vice Principal would also join as advisor once appointed.

The challenge and risk management role of the Committee and links and feedback from the employer advisory groups were highlighted by S Lane. Discussion re challenge and horizon scanning followed.

Planning for the first meeting would take place early in the Spring term with the first meeting to focus on strategy, curriculum and client management as key areas.

R Anderson volunteered to become a member and it was **agreed** she be added to the Committee.

Action by all – any suggestions on possible candidates for Governor/Co-opted Governor with a Health background to R Davies.

8.2 Governance Report

Z Foster gave a brief overview of her report and recommendations within.

08.2.1 Governance Self Assessment 2022-2023 – the overall grade of **'good'** and the wider governance self assessment report was **approved** by the Governing Body.

9. College Policies and Procedures

9.1 Whistleblowing Policy

K Parkinson gave a brief background to the review of the policy (as per the cycle) with no proposed changes being suggested. The policy remained in line with all legal requirements and with the Eversheds recommended template.

The Whistleblowing Policy was **approved** for immediate use.

10. Review of Strategic Risks – verbal

The strategic risks were discussed by the Governing Body with the conclusion that the main strategic risks remained as per the start of the meeting.

11. Date and Time of Meetings Spring Term 2024

11.1 Governing Body Training - Wednesday 21 February 2024 at 5.00pm

11.2 Ordinary Governing Body – Monday 18 March 2024 at 5.00pm

12. Matters for Publication

Restricted matters included the reporting of the confidential verbal update (Item 14) and Item 15 Reserved Matters.

13. Any other Business

None taken

All College staff (except those reporting upon item 14) and students left at 7.35pm

14. Confidential Verbal Update

K Parkinson reported confidentially on an individual staff case – the outcome of which had just been successfully resolved.

Governors had a number of questions of clarification and process surrounding the case with all present concluding that the College had acted entirely appropriately in the circumstances.

15. Reserved Matters

15.1 Remuneration Recommendations – S Mirsalehi reported confidentially upon the annual recommendations.

College Governors present then **approved** the Remuneration recommendations in full relating to:

- the appropriate application of the Remuneration Code by the Committee during 2022-2023
- the Principal/Chief Executive's 2022-2023 Staff Appraisal and Pay Award
- the Principal/Chief Executive's 2023-2024 Objectives
- the Clerk to the Corporation's 2022-2023 Staff Appraisal, hours recommendation and Pay Award
- the Clerk to the Corporation's 2023-2024 Objectives

The meeting ended at 8pm