Minutes of the Governing Body Meeting held on
Monday 26 March 2018 at 5.00 pm in the Board Room

Present

Mr Rob Davies (CG and Chairman)

Dr Andy Allen (CG),
Mrs Andrea Waller-Amos (Staff Governor - Business Support),
Mr Trevor Arnold (CG), Mrs Moira Britton (CG),
Mr Ashley Coleman-Cooke (CG), Mrs Carol Cooney (CG),
Mr Andrew Dyne (CG), Ms Jean Golightly (CG), Mr Lee Holdsworth (CG),
Mrs Zoe Lewis (Principal / Chief Executive), Mr Andrew Malcolm (CG),
Mr Tony Parkinson (CG), Mr Tom Courtman-Stock (Student Governor),
Mr Peter Studd (CG), Mr Matthew Horner-Trewick (Student Governor),
Mr Iain Wright (CG)

Officers

Mr Richard Atkinson (Clerk), Mr John Chance (VP),
Mr Gary Cumiskey (DP), Mrs Carolyn Kipling (VP), Mrs Jane Steel (AP),
Mr Peter Wilson (MD)

In Attendance (Agenda Item 5.2 only)

Mr Paul Stone (Director of Higher Education)

Key

CG - College Governor EM - External Member
Clerk - Clerk to the Corporation DP - Deputy Principal
MD - Managing Director VP - Vice Principal
AP - Assistant Principal DOP - Director of Programme

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<tr>
<th>Action</th>
<th>18/012</th>
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<tbody>
<tr>
<td>ITEM 1 - APOLOGIES</td>
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<tr>
<td>Mrs Diane Cleves (Staff Governor - Academic)</td>
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<td>Miss Marina Gaze (CG)</td>
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<td>Mrs Yasmin Khan (CG)</td>
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<td>ITEM 2 - MINUTES &amp; APPOINTMENTS</td>
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<tr>
<td>2.1 14 December 2017</td>
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<td>The minutes of the 14 December 2017 were approved.</td>
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<td>2.2 5 February 2018</td>
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<td>The minutes of the 5 February 2018 were approved.</td>
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<tr>
<td>Item</td>
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<td><strong>2.3 Written Resolution 23 February 2018</strong></td>
<td>The Clerk to the Corporation presented an up-date on the Written Resolution that was approved on the 26 February 2018, which gave the Principal / Chief Executive authority to discuss alternative solutions for an Institute of Technology bid.</td>
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<td><strong>18/014 ITEM 3 - MATTERS ARISING</strong></td>
<td>The Clerk to the Corporation informed the Governing Body that all actions have now been completed, with the exception of one item outstanding from the 5 February 2018, and this was in relation to the publication of the 2018 - 2023 Strategic Plan. It was noted that this will be shared with Governors shortly, as the College was awaiting national comparators to be inserted into the document.</td>
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<tr>
<td><strong>18/015 ITEM 4 - DECLARATION OF INTERESTS</strong></td>
<td>None.</td>
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| **18/016 ITEM 5 - STRATEGIC OVERVIEW** | **5.1 Principal / Chief Executive’s Report**

The Principal / Chief Executive provided an overview relating to student outcomes, financial stability, devolution of adult skills, Area Review, Higher Education, Institute of Technology, progress with publishing the 2018 - 2023 Strategic Plan, and an up-date with A Levels and recruitment. Governors welcomed the up-date, especially the positive progress with outcomes.

After some discussion, Governors requested that:

- The A Level provision continues to be reviewed with the Corporate Services Committee and / or Governing Body.
- The Governing Body is kept up to date regarding the papers presented to the Transaction Unit, following a discussion that took place between Matt Atkinson and the Chairman of Governors at the AoC Governance Summit on the 14 March 2018.
- The Principal / Chief Executive ensures that the Department for Education is aware of the inaccuracies in one of the Institute of Technology Bids. |
5.2 Higher Education Up-date

The Director of Higher Education attended for this item and gave an overview of the current position, following the decision on the 15 September 2017 to enter into a Validation Agreement with the Open University and Pearson Education, including the outcome of the Quality Review Visit, the transition to direct funding status with the Higher Education Funding Council for England (HEFCE), the opening of a UCAS account, course approvals, and the application data.

Finally, the Governing Body wished to place on record their sincere thanks to the Higher Education Team for the hard work and dedication in getting programmes validated.

*The Director of Higher Education left at the end of this item.*

5.3 Management Accounts (January 2018)

The Vice Principal - Finance & Registry presented the January 2018 management accounts, following detailed discussion at the Corporate Services Committee on the 9 March 2018, and highlighted that the position remained on budget.

Governors requested that the March 2018 management accounts be refined to include additional information relating to debt management.

5.4 Financial Health Improvement Plan Up-date

The Vice Principal - Finance & Registry presented an up-date on the College’s current Financial Health, and the actions scheduled to improve it.

Governors then asked:

- Whether the savings plan would be across all areas of the business, including pay, non-pay, terms & conditions, as well as other potential areas for savings?
- Whether an estates savings utilisation figure has yet been agreed?
- Whether there were any further opportunities to grow the rental income for the building when it was not Under-occupied?
- Whether the recent lease-back scheme agreed was mainly for IT equipment, and also whether the Financial Statements Auditor had been consulted with regards to the lease-back?
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<th>ITEM 6 - STUDENT EXPERIENCE</th>
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| **6.1 Standards Committee Recommendations**  
* (6 March 2018) |

Mr Ashley Coleman-Cooke, Chairman of the Standards Committee, presented a thorough review of the meeting, which had carried out extensive monitoring of progress against the College and Department Key Performance Measures *(KPMs)*.

Governors were then up-dated on how the College compares to the National Achievement Rates, as they have just been released, and Governors requested that the information is shared with them as soon as possible.

| **6.2 Progress Measures & KPIs Up-date** |

The Vice Principal - Quality & Performance presented the latest Performance Dashboard, which highlighted progress against the Key Performance Measures *(KPMs)* and the key metrics.

The Governing Body welcomed the addition of two new columns to the Performance Dashboard to track English & Maths progress *(16 - 18)*, as well as tracking high grades.

Governors requested that the Progress Measures & KPIs Up-date report be uploaded onto the BoardIQ Governance Portal, taking into account that some tables needed to be refined following discussion.

| **6.3 Curriculum Up-date** |

The Deputy Principal briefed the Governing Body on the progress being made, with a number of areas of focus, including GCSE English & Maths, A Levels, Adult Provision and Apprenticeships. The Deputy Principal then shared with the Governing Body an up-date on the actions that have been undertaken following the Ofsted Inspection in 2016 *(Appendix 2 of the report)*, and this follows a previous up-date shared on the 15 September 2017.
Governors welcomed the comprehensive document, and Governors requested that the document be uploaded onto the BoardIQ Portal as soon as possible.

Further up-dates were then shared on English & Maths, Teaching & Learning Observations (1200), CPD, Department Reviews, Workforce Development Days, qualification structure, and an up-date on the DFE Report into Teaching, Learning & Assessment.

Governors then asked:

- Whether all staff were now part of the Department Review Process, as in previous years some staff have been excluded?
- The two Student Governors confirmed that the Department Review Process is making a positive improvement to Teaching & Learning?

### 6.4 Safeguarding Up-date

The Assistant Principal - Students presented an up-date in relation to Safeguarding, with key areas being discussed, including the number of safeguarding interventions to date, Prevent Action Plan, and an up-date on induction refresher training for students.

It was noted that mental health interventions have continued to fall, and this is due to the support from the Safeguarding Team, as well as work being carried out in the wider Tees Valley. The Governing Body welcomed the trend, and thanked the Assistant Principal - Students for providing the additional information in the report.

Some discussion then took place on the proposed changes to the Safeguarding Students Policy and Procedures, and after some discussion on the changes needed, it was agreed that:

- Safeguarding Students Policy & Procedures is approved.

Governors requested that the Assistant Principal - Students up-dates the document, and shares it with the Clerk to the Corporation so that it can be uploaded onto the BoardIQ Governance Portal.
6.5 Student Services Up-date

The Assistant Principal - Students presented an up-date on activities, including financial assistance for students, office adaptations, student counselling service, Live Learn Well Project, changes to the Careers provision, with the College having to implement the Gatsby Charitable Foundations Benchmarks, which were published in December 2017.

The Assistant Principal - Students briefed the Governing Body that the Student Services Team had recently won Student Services Team of the Year at the national NAMSS Conference, which was a prestigious award. Governors welcomed the news and requested that their congratulations be passed on.

Some discussion then took place on the Counselling and Mental Health Support Services, and Governors requested further up-dates to highlight what actions the College is taking to ensure that male students are made aware of the support services in place.

Jane Steel

7.1 Corporate Services Committee Recommendations (9 March 2018)

Mrs Moira Britton, Chairman of the Corporate Services Committee, presented a thorough review of the meeting, and following an up-date on the discussions held regarding financial health, bank loan, sale of land and the 2018 / 2019 Capital Budget, a number of recommendations were approved:

- The existing Revolving Credit Facility (RCF) is renewed on the same terms that are currently in place.

- The additional £1m overdraft facility is approved.

- A three-year contract award to Santander for the provision of day to day banking services is approved.

- Heads of Terms will be developed with the Snow Dome developers on the basis of an annual fee and fixed term of up to forty years, subject to appropriate break clauses, and agreement being reached regarding maintenance of the car park, and discussion over alternative parking arrangements.

- The additional list of OCP Providers for 2017 / 2018, as detailed in the Northern Skills Group report, is approved subject to satisfactory Due Diligence being carried out.
7.2 Audit & Risk Committee Recommendations
(13 March 2018)

Mr Andrew Malcolm, Chairman of the Audit & Risk Committee, presented a thorough review of the meeting, which included some discussion on introducing more advisory reports to add value, along with how the Audit & Risk Committee will now deep dive into key risks on the College’s Risk Registers. After some discussion, a number of recommendations were approved:

- The Anti-Fraud & Bribery Policy is approved.
- The Fraud & Bribery Response Plan is approved.
- The Gifts & Hospitality Policy is approved.
- The Risk Management Policy is approved.
- The Internal Audit Tender Documentation, Timetable and Criteria Scoring Matrix, as detailed in Appendices 1 & 2 of the Internal Audit Tender report, is approved.

Governors requested that the above policies be loaded onto the BoardIQ Governance Portal as soon as possible.

7.3 Northern Skills Group Up-date

The Managing Director - Northern Skills Group provided an up-date on the Apprenticeship numbers, developments and policy, with a comprehensive overview also being provided on Outward Collaborative Provision (OCP), along with an up-date on Traineeships, following some discussions at the Standards Committee on the 6 March 2018.
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### 7.4 Health & Safety Term 1 Up-date

The Vice Principal - Quality & Performance presented an overview of Health & Safety activities for Term 1, with the report highlighting that the number of Accidents & Incidents have continued to show a declining trend over the last three years, with thirty-seven Health & Safety Inspections having taken place.

Governors then asked:

- What actions are in place to minimise the risks regarding fire?
- How many Riddor accidents have been reported in 2017 / 2018, as the report was not clear?

### 7.5 Equality, Diversity & Inclusion Term 1 Up-date

The Principal / Chief Executive presented a review of the activities, including the number of awards received, training, staff and student surveys, and the role of the new Nominated Governor (Yasmin Khan). Governors also noted the progress being made with the Equality Action Plan.

### 18/019

**ITEM 8 - GOVERNANCE**

**8.1 Search & Governance Committee Recommendations (5 February 2018)**

The Chairman of Governors presented the Search & Governance Recommendations from the 5 February 2018, and after a discussion, it was agreed that:

- The Publication of Minutes & Papers Policy is approved.
- The changes required to the Instrument & Articles are approved, as the document needs to be updated to incorporate the changes in the Publication of Minutes & Papers Policy.
- Mr Trevor Arnold’s Term of Office as a College Governor would not be extended past 2 October 2018.
- Due to his expertise, Mr Trevor Arnold, would convert to an External Member for a period of four years from 3 October 2018 to 2 October 2022, and would serve on any Employer Liaison Boards, where his skills and experience could be utilised.
Action

- The 2017 / 2018 Governance Performance Indicators are approved.
- The Background Information for Governors document is approved.
- The Governor Nomination Process is approved.
- The Governor Induction Programme is approved.

The Clerk to the Corporation was then requested to make the required changes to the Instrument & Articles, so that they align with the new Publication of Minutes & Papers Policy, and also was requested that the approved policies and procedures be uploaded onto the BoardIQ Governance Portal.

8.2 Governance Up-date

The Clerk to the Corporation presented an up-date on membership, Student Sabbatical Officer Recruitment, Nominated Governors, Prevent Training, Automatic Disqualification Rule Changes, GDPR Regulations, and the 2018 Governance Summit.

8.2.1 Governance Annual Report 2016 / 2017
8.2.2 Student Union Constitution Up-date
8.2.3 Calendar of Meetings 2018 / 2019

The Governance Up-date Report highlighted a number of other approvals that were needed under agenda items 8.2.1 and 8.2.3, and after discussion, the following were approved:

- The Corporate Governance Annual Report 2016 / 2017 is approved.
- The Calendar of Meetings for 2018 / 2019 is approved, subject to the 21 March 2019 Governing Body meeting being changed to 4.00 pm, and also being a combined Strategic Planning / Ordinary Meeting.

Governors then debated the proposals by the Senior Leadership Team to amend the Student Union Constitution (agenda item 8.2.1), so that there was a limit of one-year for the Term of Office for the Sabbatical Officer. After some discussions, it was agreed that:

- The Student Union Constitution is approved, with a maximum one-year term for the Student Sabbatical Officer.
Governors requested that the 2016 / 2017 Corporate Governance Annual Report, 2017 / 2018 Calendar of Meetings and Student Union Constitution be loaded onto the BoardIQ Governance Portal.

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<tr>
<th>18/020</th>
<th>ITEM 9 - DATE OF NEXT MEETINGS 2017 / 2018</th>
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<tbody>
<tr>
<td></td>
<td>• Saturday 19 May 2018 at 10.00 am (Strategic).</td>
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<td>• Thursday 5 July 2018 at 5.00 pm.</td>
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<tr>
<th>18/021</th>
<th>ITEM 10 - MATTERS FOR PUBLICATION</th>
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<td>All agenda papers will be made available, except the following:</td>
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<tr>
<td></td>
<td>5.1 Principal / Chief Executive’s Up-date</td>
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<td>5.2 Higher Education Up-date</td>
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<td>5.4 Financial Health Improvement Plan Up-date</td>
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<td>7.3 Northern Skills Group Up-date</td>
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<tr>
<th>18/022</th>
<th>ITEM 11 - ANY OTHER URGENT BUSINESS</th>
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<th>18/023</th>
<th>ITEM 12 - RESERVED MATTERS</th>
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The meeting closed at 8.05 pm

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