

**CONFIRMED MINUTES OF THE CORPORATION BOARD HELD
 ON FRIDAY 16 NOVEMBER 2018 AT 13.00 IN THE COMMITTEE
 ROOM, GREEN LANE, MIDDLESBROUGH**

Present

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| Graham Robson | Chairman |
| Ian Butchart | Independent Member |
| Kieron Goldsborough | Independent Member |
| Ian Swain | Independent Member |
| Tim Bailey | Independent Member |
| Robin Simmons | Independent Member |
| Sarah Fawcett | Independent Member |
| Jane Havakin | HE Staff Member |
| Rosie Hare | Staff Governor |
| Isabel Carroll | Student Governor |
| Rachel Wilkinson | Student Governor |
| Martin Raby | Principal |

In attendance

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|-----------------|-----------------------------------|
| Jackie White | Clerk & Governance Advisor |
| Stuart Slorach | Vice Principal Resources |
| John Waddington | Vice Principal Student Experience |
| Phil Trotter | Co-opted Member |

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|---------------|---|---------------|
| 18.018 | <u>WELCOME AND INTRODUCTIONS</u> The Chairman welcomed members to the meeting. | Action |
| 18.019 | <u>APOLOGIES FOR ABSENCE</u> Apologies of absence were received from Patrick Smith, Amy Norris, Jane Rapley, Denise Ogden, David Hughes Independent Members and Evy Hardwick Staff Member. | |
| 18.020 | <u>QUORUM</u> The meeting was quorate in line with standing order 8.1 Meetings of the Corporation Board and its committees shall be quorate when 40% of the total membership of the Governing Body or its committee, excluding vacancies, is present, except where otherwise stated within the terms of reference for that committee. | |
| 18.021 | <u>DECLARATION OF INTEREST</u> There were no further interests identified by members in relation to the agenda. | |
| 18.022 | <u>UNCONFIRMED MINUTES OF THE MEETING HELD ON 6 JULY 2018</u> The minutes of the previous meeting held on 6 July 2018 were agreed as an accurate record. | |

18.023 **UNCONFIRMED MINUTES OF THE MEETING HELD ON 12 OCTOBER 2018**

The minutes of the Strategy meeting held on 12 October 2018 were agreed as an accurate record subject to the following:

Page 3, 18.007 Student Recruitment – para 5, line 3, insert “could” following Board.

Page 7, 18.013 Key Strategic Objectives – para 3, line 1, replace profession with Professor. Repeat on para 7, line 1.

18.024 **MATTERS ARISING**

The following matters were updated:

17.076 - Presentation on Moodle - Included on the L&D plan for governors

17.135 - Draft Self-Assessment - Check the name of the remuneration committee - The CUC Code on Remuneration does not require the Remuneration Committee to be called Remuneration & Nomination Committee

17.127 - ESFA Funding dashboard included on Audit Committee agenda for 23 November 2018

17.076 - Governor ambassador for SU agreed that this should be picked up by the Governor linked into Student Services Buddy

17.169 - Members update - all governor reviews by the 24th of September

17.173 - Proposed revenue and capital budgets and 3 year financial forecast - information issued

17.176 - Strategic Objectives - session to be scheduled on brand and naming conventions – still outstanding

17.178 - Annual review of the Instrument & Articles of Government, Scheme of Delegation & Reservation, Standing Orders and TOR - TOR for the Audit Committee reviewed in October and further revised for approval in November

18.005 - Governor Issues -Clerk to liaise with the Principal to take forward the revised buddy programme outstanding

18.005 Governor Issues - Pre-meeting discussions agreed and scheduled

18.005 - Governor Issues -July Board meeting to coincide with Graduation and an evening dinner be arranged prior to graduation the following day - Scheduled

18.025 **MEMBERS UPDATE**

The Chairman offered members the opportunity to provide an update on issues not covered under the agenda.

Mr Goldsborough discussed that he had met and had a good meeting with Liam Bradley and Cass Ferguson. Members noted that there was lots of enthusiasm and that he will be spending

more time with them looking at the current marketing strategy.

Mrs Fawcett advised members that she had met with Teresa Latchman and discussed resources within the student services function and noted that they were stretched and with the desire to increase student numbers and the complexity of the student's needs, this was proving difficult. Issues such as physical space and resources in Hartlepool are tight and consideration of space for the relocation in Middlesbrough needs to be picked up. Mrs Fawcett noted that support staff also needed time and facilities to do research and learning.

Mr Swain met with Rob Kane and talked a lot about challenges and opportunities with the School.

The Chair advised he had met Adrian Wintle and discussed management information and proposed a presentation of the management information for members.

Mr Trotter met with Amy Crossland and discussed the agenda around keeping children safe in education and changes with HR policies and procedures.

Finally Mr Bailey met with the Principal, Vice Principal Resources and Mr Simmons around the capital programme and DAPs.

18.026 **PRINCIPAL'S REPORT**
Confidential report.

18.027 **KPIs**
The Vice Principal Resources referred members to the previously circulated report and members noted that currently it is very early in the recruitment cycle to get a clear view of how this is progressing against target. However as at 1 November 2018 there are currently 46 HE applications (which is made up of deferrals and new applications for 2019/20 entry); and 59 FE applications. Attendance and retention data for this early part of the year is good. Staff sickness remains below target at 3.2%

Mrs Fawcett asked for further information on the 10 students leaving at HE and the Vice Principal Resources confirmed that this was a small cohort of students and generally the issues related to home sickness, student finance etc.

The Corporation Board RECEIVED the KPI update for information.

18.028 **DRAFT YEAR END FINANCIAL POSITION**
The Vice Principal Resources referred members to the report on the Draft financial statements for the financial year ended 31 July 2018 advising these are now in the closing stages of being audited.

The School has met its banking covenant obligations for the

year.

The operating deficit of £(370)k is unchanged from what was reported in October. Comprehensive income remains at £523k. Cash balances at the year-end remain the same at £463k after making a payment of £1.2m to Barclays Bank to reduce the operational gearing of the School in order to comply with the covenants in place for the debt to the bank. The £1.2m was drawn back down in early August.

The School has met with RSM for the Audit Closure meeting where no major issues were reported. There is still a technical adjustment relating to depreciation being reviewed by the RSM technical team which may result in a larger depreciation charge, but we will find this out in due course.

The Corporation Board NOTED the Draft Year End Financial Position

18.029

MANAGEMENT ACCOUNTS SEPTEMBER 2018

The Vice Principal Resources presented the year to date figures in the Management Accounts for September 2018 and members noted that after 2 months' trading show an adverse variance to the operating deficit budget of £48k.

The Vice Principal Resources referred members to the discussion at the October Strategy Day meeting regarding this issue and advised that this relates to lower than forecast recruitment numbers at both HE and FE. The lower figures for HE impact in-year whilst the FE figures mainly impact in the following financial year due to lagged funding, but there is some impact on current year.

A revised forecast is currently being drawn up to identify the £207k in savings required to meet banking covenants. As was discussed in October, many savings have already been identified. Further savings of £24k were required; work has identified more savings to help offset this residual balance, but investigations are still ongoing to eradicate this and to create an amount of budget contingency.

Once this exercise has been finalised the School will discuss the situation with Barclays Bank as part of our ongoing liaison to keep them informed as to the developing financial position of the School.

The Chair asked the Vice Principal Resources where the savings have been found and he advised that this was from renegotiation of contracts, overtime options, recruitment, small savings from in year budget changes.

Mr Trotter asked the Vice Principal Resources if there is a target for contingency and he discussed that he would like as much as possible.

The Principal commented that this exercise is the backdrop to the comments on risk and financial consequences. It is a combined effort and lots of people are contributing to it.

The Corporation Board NOTED the Management Accounts

18.030

SELF ASSESSMENT REPORT AND QUALITY IMPROVEMENT PLAN

The Vice Principal Student Experience presented the School Self-Assessment Report (SAR) for 2017-18 which provides a summary document setting out the School's FE academic performance for the year, together with the School's formal judgement of the grades, that it believes would be applied if an Ofsted inspection were to take place. This year the School's assessment is that it should be graded 'Outstanding'.

The Quality Improvement Plan (QuIP) sets out the actions that should be undertaken by the College to address any issues identified in its SAR.

It follows the common inspection framework and is a document which is sent to Ofsted which they will base their risk assessment on.

It will be updated and see the picture as it stands rather than a document which is static.

Mr Bailey asked the Vice Principal Student Experience whether it took a long time to pull together such a large and concise document and he advised that it was a lengthy process and acknowledged other staff involvement in the process.

Mr Bailey also asked whether the Vice Principal Student Experience uses it as an opportunity to reflect on issues and he advised that the document is a self reflecting process. Key to making this work effectively is about the process and cycle and continuing to try and improve.

Mr Bailey raised concern regarding one grade which was level 3 in interactive design and asked if there was to be focus on this area. The Vice Principal Student Experience advised that there would be focus and actions have been developed and added to the action plan.

Professor Simmons acknowledged the work and commented that it was a robust and honest document and thanks to all involved for it.

Mrs Fawcett referred members to page 52, learner perception of behaviour and acknowledged that this was low; the Vice Principal Student Experience discussed that this is an area the School always finds interesting as when visitors come to the School they comment that the behaviour is good

Mr Trotter commented that there are a lot of things the School

are putting in place to improve teaching, learning and assessment and when would he want to see this improving. The Vice Principal Student Experience commented that there isn't a specific time, but at each stage of the quality monitoring we have in place we would like to see improvement in addition to the individual performance management process.

The Corporation Board APPROVED the SAR and QIPP

18.031

ANNUAL REPORT BY ACADEMIC BOARD

The Principal referred members to the Annual Report by the Academic Board and members noted that the School has undertaken to comply with the provisions of the Committee of University Chairs (CUC) document, The Higher Education Code of Governance (2014). In this context the School is mindful of the provisions not only of the Code's provisions (specifically Element 4 relating to academic governance) but also the CUC Illustrative Practice Note 3: Academic Governance (January 2017). The latter document suggests that the governing body should receive formal opinions in respect of the quality of academic outcomes (para 30) and the management of academic quality and standards, from the Academic Board.

Members noted that the Report considers a range of academic governance and quality issues, and draws heavily on information included in the Annual Overview Report to the Arts University Bournemouth (AUB). In particular, it includes assurance and opinion statements to the Board in relation to the quality of academic outcomes and the management of academic quality and standards that have been approved by the Academic Board.

Mr Goldsborough referred members to page 6 – creative arts high grades – and noted that these were not included in the report, the Principal advised that the data was not yet available.

Mr Butchart referred members to pages 21/22 – library strategy – and commented that the staff are working very hard on enhancing teaching and learning and that this is very demanding on staff time, and will become harder against a back drop of tight resources.

Mr Trotter asked the Principal how significant the HEA fellowship is to the School. Professor Simmons commented that it is an administrative process which requires you to focus on practice in teaching and learning and Mrs Havakin commented that she felt it was an opportunity for self reflection and that she is on with her application as are a number of other staff.

The Corporation Board APPROVED the Academic Board Annual Report

18.032

SAFEGUARDING POLICY

Professor Simmons left the meeting.

The Vice Principal Student Experience referred members to the

Safeguarding Policy and members noted that the Board are required to review and approve the policy annually. The Policy has been updated in line with the changes to Keeping Children Safe in Education statutory guidance that was released in September 2018 and to reflect changes within the School during 2018-19.

The Corporation Board APPROVED the Safeguarding Policy

18.033 USE OF THE SEAL

The Clerk presented the use of the Seal report and members noted the use of the seal since the previous meeting.

The Corporation NOTED the use of the seal

18.034 ANNUAL CYCLE OF BUSINESS OF THE BOARD

The Clerk referred members to the report which set out those matters proposed to be considered by the Corporation Board during the Academic Year 2018/19.

The Principal advised that HEFCE needs replacing with the Annual Report from Academic Board, FE+ no longer exists and the Quality Strategies will not be presented to the next meeting

The Corporation Board APPROVED the annual cycle of business

18.035 REVIEW OF MEETING CONDUCT AND IDENTIFICATION OF ITEMS FOR INCLUSION IN THE RISK REGISTER

The Chairman asked members if there were any items of business discussed today that required adding to the risk register and no items were identified.

Reflecting on the meeting members felt that it had been good, and effective and enjoyable.

18.036 CONFIDENTIAL ITEMS

It was agreed that the Principal's report was confidential.

Clerk

18.037 MINUTES OF SUB COMMITTEES

There were no minutes from sub committees.

18.038 ANY OTHER COMPTENT BUSINESS

There were no further items of business and the meeting closed.

18.039 DATE AND TIME OF NEXT MEETING

The next meeting of the Corporation Board will take place on Friday 14 December 2018 at 11:00 am in the Board Room, Church Street Hartlepool. Members were reminded that the Christmas lunch at 11.45 am.

Signed:

Date: