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**CONFIRMED MINUTES OF THE CORPORATION BOARD HELD ON FRIDAY 13 MARCH 2020 AT 13:00 AT CHURCH LANE, HARTLEPOOL**

**Present**

Mr P Smith Chair

Dr M Raby Principal

Professor J Rapley Independent Member (by telephone at 14:39, Enc 7)

Mr T Bailey Independent Member

Mrs S Fawcett Independent Member

Professor R Simmons Independent Member (departed at 15:25)

Ms A Norris Independent Member

Mr I Swain Independent Member

Mr I Butchart Independent Member

Mr D Hughes Independent Member

Mr S Ahmed HE Student Member

Mrs E Hardwick Staff Member

Ms R Hare Staff Member

Ms J Havakin Staff Member

Mr R Kane Staff Member

**In attendance**

Mr S Slorach Vice Principal Resources

Mr P Chapman Vice Principal Employability & External

Relations

Mr J Waddington Vice Principal Student Experience

Mr M Wheaton Vice Principal Higher Education

Mr J D Banks Clerk & Governance Advisor

**Apologies**

Mr K Goldsborough Independent Member

Mr P Trotter Co-opted Member

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| **20:021** | **WELCOME AND INTRODUCTIONS**  The Chair welcomed members to the meeting and set out that Prof. Jane Rapley would join the meeting by telephone. | **Action** |
| **20:022** | **APOLOGIES FOR ABSENCE**  As listed above. |  |
| **20:023** | **QUORUM**  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.” |  |
| **20:024** | **DECLARATIONS OF INTEREST**  The Clerk for his role at Bishop Auckland College. | Clerk |
| **20:025** | **UNCONFIRMED MINUTES OF THE PREVIOUS MEETING**  The minutes of the previous meeting held on 07 February 2020 were agreed as an accurate record subject to changes noted by the Board. | Clerk |
| **20:026** | **MATTERS ARISING**  Matters arising were noted by the Board. |  |
| **20:027** | **MEMBER’S UPDATES**   1. The Chair referred to his “buddy” meeting with Claire Moore, regarding the ESFA financial submission, which showed the School in “Good Financial Health”; 2. Sarah Fawcett referred to her meetings regarding both Equality & Diversity and Safeguarding; 3. Ian Butchart referred to his meeting with Rosie Hare regarding how the School met HE and FE priorities, demand for MA programmes and the use of Microsoft Teams; 4. Eyv Hardwick commented on understanding of external examinations in relationship to Teaching, Learning & Assessment (TLA) and her paper to be received by Academic Board; 5. Rosie Hare echoed Ian Butchart’s comment regarding Microsoft Teams and its positive impact in responding to the COVID-19 pandemic; 6. Rob Kane referred to all colleges being required to appoint a Careers lead. |  |
| **20:028** | **CONFIDENTIAL ITEM** |  |
| **20:029** | **KEY PERFORMANCE INDICATORS**  Mr Slorach presented his report and highlighted some key points, below:   1. HE - attendance, at 89% was excellent and the level of retention, at 99% (rounded) particularly high; 2. FE – attendance had marginally dropped into the red but that retention was high; 3. Sustainability – staff absence, at 7.1% was considerably up on the benchmark but that this was skewed by 8 staff on long term sickness absence which represented 75% of all absences. The Principal emphasised that these absences were not predominately work related.   The Board raised the following questions:   1. Was temporary cover in place for absences in order to reduce strain on colleagues?   The Principal confirmed cover was in place and that although there was an associated cost, there was a budget in place to cover it;   1. What progress had been made in developing a KPI for HEA fellowships?   Mr Slorach responded that there were no benchmark targets for this. The Principal confirmed that there was a large spreadsheet covering this topic as part of the DAPs process;   1. The Board requested that one or two elements of the spreadsheet be brought forward as KPI; 2. The Board asked whether the heading “Curricula Developments” could be re-titled?   Mr Slorach would do so.  The Board NOTED the Key Performance Indicators. |  |
| **20:030** | **MANAGEMENT ACCOUNTS TO JANUARY 2020 (PERIOD 06)**  Mr Slorach summarised the main points from his report and  set out there was little change since the February meeting. He highlighted the following key points:   1. There were no concerns regarding the year end, he expected that the position would be “Good” financial health and that the covenants would be met; 2. Variance relating to the staff 1% pay rise in March and backdated to August was accounted for in his expectations for the year end; 3. In terms of non-pay costs there was always an element of care in timing these but he would expect them to balance; 4. The January cash position was £500k but in February the second Student Finance England payment related to student loans took the School’s cash position into seven figures. This “spikey” cashflow was a matter that the ESFA had continued difficulty in understanding; 5. The implications of the COVID-19 pandemic remained an matter to watch; 6. While there were no issues for this year, 2020/21 was another matter and reference should be made to Mr Waddington’s papers next on the agenda.   The Board referred to Barclays Bank being at risk to the sector and questioned whether this would have any adverse impact in terms of the School’s covenants? Mr Slorach suggested that in the scale of Barclays priorities, these matters would not be head of their hit list.  The Chair clarified that the accounts were considered at the Finance Committee meeting prior to the Board and the Committee’s recommendation was to accept the report as presented  The Board NOTED the Management Accounts to January 2020 (Period 06). |  |
|  | **Professor Jane Rapley joined the meeting at 14:39 by telephone** |  |
| **20:031** | **CONFIDENTIAL ITEM** |  |
| **20:032** | **RISK MANAGEMENT UPDATE**  Mr Slorach explained that the position was very much as reported to the Audit Committee the previous Friday and set out that an Internal Audit programme was under development.  The Chair asked if the COVID-19 pandemic had been added to the Register. Mr Slorach confirmed that it had and reviewed other elements of the Register as it stood, see below;   1. Possible Changes to Academic Delivery - was included on the Register together with the associated restructure measures as two items; 2. Brexit – COVID-19 had drawn general attention away for this and the future was imponderable; 3. ISQ2 – was covered in the Principal’s report; 4. Middlesbrough Relocation – was also covered in the Principal’s report and was broadly on track; 5. HE & FE matters had been discussed extensively earlier in the meeting.   The Board discussed the COVID-19 position, as follows:   1. The question of financial panic once the pandemic ends and consequent implications for businesses. Ian Swain referred to two businesses he worked with that were broken by the pandemic; 2. The importance of financial assistance for students and the Principal referred to the School’s Hardship Fund.   The Board NOTED THE Risk Management Update. |  |
| **20:033** | **MINUTES OF SUB COMMITTEES**  The Board NOTED the minutes of the sub-committees.  The Clerk referred to item 15 on the agenda and mention of Remuneration Committee and that this was included in error and should be disregarded. |  |
| **20:034** | **OfS REPORTABLE EVENTS**  The Principal referred to his previous reports to the Board regarding this matter. He explained that the new campus at Middlesbrough was not thought to have reached the point of being reportable. He would work with the new Head of Governance to clarify the OfS position.  The Board NOTED the OfS Reportable Events update. |  |
| **20:035** | **CONFIDENTIAL ITEMS**  Confidential Items were noted. |  |
| **20:036** | **ANY OTHER COMPETENT BUSINESS**  The Board discussed the closure position of other HE and FE providers, in particular, that Northumbria University would be closed from the following Monday, and that the LSE and Durham University were closed.  The Board requested that the Association of Colleges should be requested to provide guidance. |  |
| **20:037** | **REVIEW OF MEETING**  The Board view was that the meeting achieved the objectives and participants had sufficient opportunity to speak. |  |
| **20:038** | **DATE AND TIME OF NEXT MEETING**  Friday 24 April in the Committee Room, Green Lane, Middlesbrough. |  |
|  | **Meeting closed at 15:35** |  |

Signed: …………………………………………………………………………………….

Date: ……………………………………………………………………………………………