**Meeting of the Corporation Board**

**Friday 13th November 2020 at 1330hrs**

**Boardroom, Hartlepool and Via Zoom Conference Call**

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| **Members present:**  Mr P Smith  Dr M Raby  Mr T Bailey  Mrs S Fawcett  Professor R Simmons  Mr I Butchart  Mr K Goldsborough  Mr D Hughes  Mrs A Snow  Mrs E Hardwick  Mr R Kane  Ms J Havakin | | PS  MR  TB  SF  RS  IB  KG  DH  AS  EH  RK  JH | Chair  Principal  Independent Member  Independent Member  Independent Member (Zoom)  Independent Member (Zoom)  Independent Member (Zoom)  Independent Member (Zoom)  Independent Member  Staff Member  Staff Member (Zoom)  Staff Member (Zoom) | |
| Miss G Blake | | GB | HE Student Member | |
| **In Attendance:** | |  |  | |
| Mr P Trotter  Mr S Slorach  Mr P Chapman  Mr M Wheaton  Mrs L McLaren | | PT  SS  PC  MW  LM | Co-opted Member (Zoom)  Vice Principal Resources  VP Employability & External Relations  Vice Principal Higher Education  Head of Governance | |
| **Apologies:** | |  |  | |
| Professor J Rapley  Mr I Swain  Mr J Waddington | | JR  IS  JW | Independent Member  Independent Member  Vice Principal Student Experience | |
|  |  | | | **Action** | |
| 1. | The Chair opened the meeting at 1332.  Mr Smith welcomed everyone to the meeting. | | |  | |
| 2. | **Apologies for absence**  Apologies from Professor Rapley and Mr Swain. | | |  | |
| 3. | **Group 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.” | | |  | |
| 4. | **Declaration of Interests**  The Declaration of Interests was noted. | | |  | |
| 5. | **Confirmation of minutes from the previous meeting**  The Minutes from the previous meeting held on Friday 2 October, 2020 were **CONFIRMED** by all. | | |  | |
| 6. | **Matters Arising**  There were no matters arising. | | |  | |
| 7. | **Member’s Update**  Mr Smith updated the Board on his meeting with Faculty Leaders and Mr Kane in his role as Head of FE. It was noted that the meetings were very useful and everyone was working very hard to overcome some challenges around Marketing which had been raised.  Mrs Fawcett updated on her meeting with Student Services regarding changes within the team and also responses to supporting students who may be staying in Hartlepool over the Christmas period. Miss Blake advised that a survey would be sent out to students soon to allow everyone to start planning and give reassurance to those staying. A Facebook page would be developed to provide a support network together with activity suggestions from the Student Union.  Dr Raby advised that student participation on the Academic Board was very good.  Mr Goldsborough noted that he had been in touch with Cassandra Ferguson in Marketing and would be meeting with Dr Raby in the coming week and linking in with Ms Ferguson to help where possible on issues raised. | | |  | |
| 8. | **Confidential Item** | | |  | |
| 9. | **SUSTAINABILITY**  **Management Accounts**  Mr Smith noted that Finance Committee had met prior to the Corporation Board and reviewed the accounts. Everything was looking positive and on track.  The Board noted the paper.  The Chair thanked Mr Slorach for the report. | | |  | |
| 10. | **KPI’s**  Mr Slorach presented the update on KPI’s to the Board.  The Board noted the information.  The Chair thanked Mr Slorach for the update. | | |  | |
| 11. | **Capital Projects Update**  Dr Raby noted the following:  **Middlesbrough**  Middlesbrough project was progressing well and a topping out ceremony would take place w/c November 23.  **Hartlepool ISQ2**  Encouraging progress had been made giving a workable project, with a good contingency. The tender is valid until November 20th and work is currently being undertaken on the Funding Agreements with the Combined Authority. Contractors are due on-site on November 23rd.  The funding agreements are delayed due to small issues relating to ESFA grant money, which Mr Slorach was working to resolve. However, the funding agreement may not be signed by the time contractors are due on-site.  Mr Bailey, Chair of the Capital Programme Sub-Committee, asked if the Board would support a letter of comfort to the contractor to the value of £100k, thus ensuring we receive the tender price and the contractors can start on-site on November 23rd. Any delays may mean that work is pushed back to January and material costs increase.  Mrs Fawcett noted that the £100k would not be paid out from day one and had a willingness to do this.  The Board **APPROVED** the approach of a letter of comfort to allow work to commence.  Dr Raby noted that a new subsidiary Company, The Northern Studios (Hartlepool) Ltd had been set up as this will have an on-going life. Governance arrangements will be reviewed and also how the company sits within the group. | | |  | |
|  | **1422: Mrs Fawcett declared an interest in the next item and left the meeting.**  **Mrs McLaren noted to the Board that the paper had not been circulated to Mrs Fawcett following her declaration of interest.** | | |  | |
| 12. | **Confidential Item** | | |  | |
|  | ***1442: Mrs Fawcett re-joined the meeting*** | | |  | |
| 13. | **EXCELLENT STUDENT EXPERIENCE**  **Update on HE and FE delivery methods and Covid-19**  Mr Wheaton gave a verbal update to the Board on the situation with delivery methods and Covid-19:   * Delivery methods continue to be kept the same with as much in school work as possible. Operating as near to normal * The wearing of masks in all areas has been reinforced inline with guidelines reviewed at the weekly Covid meetings. * Auto extensions at HE had been given to those self-isolating to try and reduce some of the stress caused by the situation. * December 8 will be the last in-person teaching day before moving to on-line. This will allow students to plan to travel home for Christmas.   Mr Kane noted that FE had been following the School approach, however, having spoken with colleagues at other institutions most were delivering mainly on-line. A visitor to Green Lane had been very surprised at the level of rigour at the entrance (sign-in / temperature checks) which was not being done by other institutions.  Mr Bailey congratulated everyone for managing to continue in these times.  The Chair thanked Mr Wheaton for the update. | | |  | |
| 14. | **GOVERNANCE AND COMPLIANCE**  **Risk Management Update and Risk Register**  Mr Slorach presented the paper to the Board. He advised that there were no changes since the last update. The biggest risk continues to be COVID-19 related, followed by restructuring related risks and construction.  Mr Butchart noted that following the Audit Committee earlier in the day, concern had been raised relating to Banking Covenant in 2022. Mr Slorach advised that he would be speaking with the Auditors prior to signing off the accounts in December to resolve the issue. Dr Raby noted that the issue related to building funds raising a cause for concern.  The Chair thanked Mr Slorach for the report. | | |  | |
| 15. | **Policies**  **Safeguarding Policy**  Mr Wheaton and Mrs Fawcett presented the paper to the Board. The main items updated were outlined and the Board was asked to approve the policy.  The Board **APPROVED** the Safeguarding Policy.  Mrs Fawcett raised the issue of Governors Safeguarding Training circulated by Mrs McLaren.  This training was compulsory for all Governors to undertake. Mrs McLaren thanked those who had already completed the training and agreed to circulate the links to Prevent, Channel and Safeguarding to all Governors. Certificates of completion should be sent to Mrs McLaren for completeness. | | |  | |
| 16. | **Terms of Reference: Academic Committee**  Mr Wheaton presented the proposed Terms of Reference for the Academic Committee. The purpose of the Academic Committee is to provide governance oversight, in matters relating to academic standards and quality, and student experience, relating to the School’s further and higher education provision. Professor Simmons would chair the sub-committee.  The Board **APPROVED** the terms of reference for the Academic Committee. | | |  | |
| 17. | **Minutes of Sub-Committees**  The minutes of the sub-committees for Capital Programmes Group and Academic Board were presented to the Corporation Board for information.  The minutes were **NOTED** by the Board. | | |  | |
| 18. | **OFS Reportable Events**  None. | | |  | |
| 19. | **Confidential Items**  Item 8 – Principal’s Report  Item 12 – Green Lane Disposal | | |  | |
| 20. | **Any Other Competent Business**  ***Adoption of the International Holocaust Remembrance Alliance (IHRA) Working Definition of Antisemitism***  Dr Raby presented the letter received from Gavin Williamson, Secretary of State for Education, regarding its position on antisemitism. The letter had been sent to all institutions delivering Higher Education, urging institutions to adopt the International Holocaust Remembrance Alliance (IHRA) working definition by the end of 2020. It was noted that there were a number of areas of ambiguity which raised potential conflict with our institutional commitment to free speech, and other adequate protections are afforded to Jewish individuals, we feel refusing to adopt would be politically unwise and would ask the Board to approve the adoption of the definition.  The Chair asked for comments/questions.  Professor Simmons noted that this was a difficult topic. He broadly agreed with the position however, freedom of speech does raise issues. In the current climate, it may be advisable to take the line of least resistance. Dr Raby noted that we do have the Equality Act which covers a number of issues.  The Board had a very useful discussion on this issue with members agreeing with the general statement however raising issues with the Government of Israel aspect of the statement.  After much discussion on how to take this matter forward, the Chair called a vote:   * those in favour of adopting the statement as set out: 10 * those against adopting the statement: 3 * Abstentions: 0   The Statement was **APPROVED** by the Board.  Miss Blake asked if anything could be done to improve the first impressions on entering buildings such as Church Square. There were a number of leaks and mould on windows. Dr Raby noted that following discussions with the Faculty Leaders, Mr Slorach would be creating a log which would be worked through by Estates and reviewed on a regular basis to help improve issues. | | |  | |
| 21. | **Review of Meeting**  Everyone viewed the meeting as satisfactory. | | |  | |
| 22. | **Date and time of next meeting**  The next meeting of the Corporation Board will take place on Friday December 4th, 2020 at 1330hrs. If possible, this meeting will go ahead in person depending on guidelines, in the Boardroom, Hartlepool and via Zoom Conference Call. | | |  | |
|  | The Chair thanked the Corporation Board members for their useful discussions.  The meeting closed at 1530. | | |  | |

**Confirmation of the minutes of the**

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| Signed: | |
| Chair of the | Date: |