**Meeting of the Corporation Board**

**Friday 1 October 2021 at 1100hrs**

**Board Room, Middlesbrough and Via MS Teams**

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| **Members present:**Mr P SmithDr M RabyMr T BaileyMrs S FawcettMr K GoldsboroughProfessor R SimmonsProfessor J RapleyMr I SwainMr D HughesMrs E Hardwick Ms G MillerMr M Blanshard | PSMRTBSFKGRSJRISDHEHGMMB | ChairPrincipalIndependent MemberIndependent MemberIndependent MemberIndependent Member Independent MemberIndependent Member Independent MemberStaff MemberIndependent MemberIndependent Member |
| **In Attendance:** |  |  |
| Mr P TrotterMr P ChapmanMr J Waddington Mr M WheatonMrs L McLaren | PTPCJWMWLM | Co-opted Member VP Employability & External RelationsVP Higher EducationVP Strategic ProjectsHead of Governance |
| **Apologies:**Ms J HavakinMr S Slorach | JHSS | Staff MemberVP Resources |
|   |  | **Action** |
| 1. | The Chair opened the meeting at 1102. Mr Smith welcomed everyone to the meeting.  |  |
| 2. | **Apologies for absence**Apologies were received from Ms Havakin and Mr Slorach.  |  |
| 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 were noted. |  |
| 5.  | **Confirmation of minutes from the previous meeting**The Minutes from the previous meeting held on Monday 5 July, 2021 were **CONFIRMED** by all. |  |
| 6. | **Matters Arising**Dr Raby advised the Board that the Graduation ceremonies would be taking place on December 7th and 8th and asked if Governors would be interested in a dinner on the evening of December 7th. Governors agreed that this would be a good thing to do if possible.Mr Smith advised that the Governance & Search Committee had met and selected a new FE Student Governor, Quinn Walker, who would be joining the Board from November. The Committee would also be meeting a potential Board Member on Monday with an accountancy background.  |  |
| 7. | **STRATEGY MEEETING****Strategic Context & Priorities 2021-22**Dr Raby presented the Strategic Context & Priorities paper to the Board, outlining that the School is * performing well for a relatively small institution split between Further and Higher Education.
* Needs to improve the programme offer, especially those performing averagely. We are aware some programmes do not convert well and there has been a dip in conversions which we need to improve
* Students come from quintile 1 and 2 of the Polar4 participation data set due to background and this is similar to our competitors
* Rebooted Programme meetings to drive improvement within programmes. Systems and processes are being put in place to support staff, working on common problems to make notable improvements.
* Performance indicators aligned to strategic objectives will be brought to the November meeting

Professor Simmons thanked Dr Raby for the paper and noted that it makes perfect sense, small shifts would make a difference to our overall performance. It is vital that the quality of the programmes is good. Conversion rates are not bad, but we could always try for more. Dr Raby advised that some programmes performance is poorer than others, down to market but we do need to try and pull those up.Professor Rapley noted that institutions had been optimistic and a lot have not converted, however acceptance of home students have become oversubscribed to get people through the door because of the lack of foreign students in the time of Covid.Dr Raby noted that there was a hope that the new Scott Building and Northern Studios would create a halo effect and help raise the profile of some programmes. Graphics had been successfully relaunched and there was a possibility of the same with fashion.Mr Waddington advised that the restrictions to in-person interviews were a restricting factor to some courses. One interviewer openly admitted that they had not performed to their best on the online platform for interviews and had asked for help. However, another department had thrived with the online process. There is an opportunity to support one another to develop skills.Mr Hughes asked if there was anything about the Polar4 participation graphs we would want to change. Dr Raby advised that it was around FE to HE progression and engagement on the open days. If students did not come here, they did not go anywhere. We need to increase credible links to creative industries and promote our students and their successes (e.g. students work featured in Killing Eve, and a student work for the Guardian whilst still studying)Professor Rapley noted that the School should be very proud of itself, our students are given the confidence and support to do these things. Those in quintile 4 will go for a city life institution. To help we need to encourage the Student Union to be more exciting. Mr Wheaton added that the students were coming in with potential, and we become the support network whilst they are away from home.Professor Simmons added that we are serving a different demographic, different social backgrounds will want to study in a university city. The graphs may look like this going forward, however, that is not necessarily a bad thing. Mr Bailey agreed that there are a lot of good things happening and also areas of challenge within the strategy. The size of our institution is something we cannot do a lot about, but would like to hear more about areas lacking. The challenge ahead is a hybrid world and how we can get ahead of this. How do we engage with our alumni to build our network? As a Governor it would be good to have the opportunity to sit in a teaching session and try and break down any barriers with students and staff to show Governors are approachable.Dr Raby advised that Arts University Bournemouth was a similar size to our institution when it started. We want Finance to look at different areas as part of the DAPs process to investigate bigger group sizes, funding to student union. Small size can limit the spend, growing HE can provide spend. We have a good teaching space which we are building on, accommodation is fine with additional opportunities being established, gaining 150 more undergraduates would give us a great position. We need to be beyond an intake of 200 to breath comfortably. Mrs Hardwick noted as part of her role she was looking at the generational changes to learning in the changing world. Using the academic strategy and working together we are looking at creative thinkers, social mobility, trends, and terminology. This allows us to know our learners and teach creatively. Mr Chapman underlined this process and noted that it was also considered when marketing and discussing factors with students.Professor Simmons urged caution with any assumptions on learning abilities. There are changes, however the core remains the same. We do need more HE students and we have identified some operational issues to help this. Students want to be in person, having an “all online” approach was unsettling.Professor Rapley supported the points made by Professor Simmons, we are here to provide challenge to senior management but it is up to the academics and management to deliver. Each student learns in a different way and we need to stimulate the creativity. A key component is staff, great students attract great staff, great staff attract great students.Dr Raby thanked the Board for the very useful debate. |  |
| 8. | **Governor Involvement**Dr Raby presented the paper to the Board outlining that the Governance & Search Committee discussed an initial agenda and sought less ambiguity, with fuller questions and discussion points to help facilitate the Governors Buddy meetings. The resulting agenda was included in the papers for review. Mrs Fawcett asked if she was the only Governor who had a link to Business Support. It was noted that she was, however, we were looking to recruit new Governors who would bring in a link to HR.Mr Hughes noted that some of the questions seemed harsh and more like a management review, we need to soften the questions to ensure that this does not feel like an appraisal.Dr Raby noted this point and advised that the questions were for guidance to allow Governors to know the type of information to seek. Some staff will be happy to talk openly but we need to reiterate that the Governing Body are aware of issues and are looking at objectives and strategically important areas to feedback to the Corporation Board.Mr Wheaton advised that what we are looking to do is ensure that key objectives can be linked to the strategic plan and make sure that the operational plans are moving forward. These discussions will allow the feedback of relevant information to the Board.Ms Miller asked if the process had been communicated to staff. Mr Wheaton advised that when the operational plans are finalised we would like to invite the relevant Governor into the conversation with their area to be involved in the discussions from the start. We would like Governors to be central to the Institution and be involved in the conversations.Professor Rapley noted that the questions were good as an aide memoire but looked very prescriptive. We also need to invite feedback from those on the ground to ensure we have bottom up feedback on issues. We need to allow space, what do our buddies want Governors to know.Mr Bailey commented that he would be happy for staff to see the list of questions to help with the exchange of information.The Board thanked Dr Raby for the paper and would await invitations to join the operational plan discussions ahead of a one to one buddy meeting. |  |
| 9. | **DAPs**Mr Wheaton presented the Degree Awarding Powers paper to the Board, outlining the current activities undertaken towards the preparation of the Self Evaluation Document (SED) which will be ready in draft form by late February.We are currently exploring what evidence we will have within appendices that will support our narrative within the SED. The Curriculum Development Group (CDG) is reviewing this, part of which looks at additional evidence we can supply which demonstrates the rigour of our approval process and look at amending stage 2 proposal documentation to include sign off by finance, support staff, library staff etc as well as some additional inclusions. Evidence within existing scrutiny documents draws from: * Independent governance reviews,
* The knowledge and understanding Governors have on how we meet our strategic outcomes and an appropriate level of challenge
* Our ability to resource new provision and maintain existing provision
* Relevance of our curriculum offer and standard of our awards, so CDG, our validation process, and PSM/APR
* That we are managing and monitoring the academic experience
* That academic governance is conducted in partnership with its students

Dr Raby noted that the School’s strategic plan remained unchanged, DAPs and Transfer to HEI were long term goals. Previously DAPS had lacked a proper understanding of what was needed, then Covid delayed the process. Sector transfer is based on growing numbers to meet the criteria and financial sustainability.Mr Trotter asked if there were any concerns around the process which required management and if the Board would be provided with an update session on matters going forward. Mr Wheaton advised that the QAA would seek evidence, we have no concerns as things are easy to find. If we can find them then the QAA will find things. Mr Wheaton agreed to provide the Board with a document outlining the process and what to expect during the review process.Dr Raby advised that a review of the deliberative structure was underway to review the operations of the School.Mr Bailey noted that he found the paper very good and noted that the challenges made by the Board in the past may not have been minuted. It would be good to look at a challenge workshop for the governing body.Professor Rapley also requested a session to refresh on the scale and purpose nearer the time as we approach the DAPs submission. The Board needs to have confidence, without stress, we will not have 100%, but need confidence to present the facts.Mrs Fawcett enquired about Ofsted. It was noted that the Ofsted process echos this and Mr Kane is currently preparing for this.Professor Simmons furthered Professor Rapley’s point and noted that this was HEI build up and Institutional confidence was required. We are not a weak institution, we can achieve this and need to balance the critical with the strengths.Ms Miller asked why we were seeking DAPs, and if there were any risks in obtaining DAPs. Dr Raby advised that it would allow us to respond quickly to process changes, going through another institution makes us slower to respond due to the stages we have to go through with AUB. Any validation process has to be submitted through AUB. Mr Wheaton advised that this can be an 18mth – 3yr process for changes to be made.Professor Simmons advised that most universities had used franchised degrees. A sign of institutional maturity in requesting degree awarding powers, can be seen as very symbolic.The Board thanked Mr Wheaton for the report. |  |
|  | **Break @ 1242hrs and resume @ 1310hrs** |  |
| 10. | **Members Update**Mr Smith advised that he had an update with Auditors next week as they progress the 2020/21 audit.Mrs Fawcett advised that she had met with Mrs Latcham, Student Services and the team. All was progressing well and the space within the new building was very productive. |  |
| 11. | **Confidential Item** |  |
| 12. | **SUSTAINABILITY****Student Recruitment**Mr Chapman presented a paper outlining the position relating to FE and HE student recruitment in he 2020/21 cycle. FE numbers have risen compared to last year and HE numbers have fallen short of our expected number.Professor Rapley noted that it is difficult for a small institution to hear that students had gone to other institutions. Professor Rapley concurred that to lose students to weaker institutions was disappointing. There was also the effect of some prestigious institutions opening their doors wider to bring in more students due to the lack of international students applying due to the pandemic.Mrs Fawcett asked if open days where held on week days as well as weekends. Mr Chapman confirmed that we do both weekend and weekday open days.The Board thanked Mr Chapman for the update. |  |
| 13. | **Confidential Item** |  |
| 14. | **Capital Projects - Update**Dr Raby presented an update paper to the Board on the two capital projects. It was noted that the sale of Green Lane was progressing and was due to be completed by October 31st. A Non-Disclosure Agreement had been signed between the parties.The Scott building was due to be completed by October 22nd and the Studios by November 24th. A request for a 22wk extension had been received.A request to TVCA had been made for additional funds to allow completion on both Middlesbrough and ISQ2. This request would come out of additional monies made from the higher than expected sale price of Green Lane and would cover the cost in overrun in ISQ2 and project costs in Middlesbrough.Mr Hughes asked if the overrun costs would be added to the loan. Dr Raby advised that this is the case, 50% of costs was a grant from TVCA and the other 50% was a repayable loan, with repayment after the fifth anniversary of practical completion.***1415: Mr Goldsborough left the meeting***The Board thanked Dr Raby for the update. The end result looks positive with two new buildings to allow us to continue to deliver for our students. |  |
| 15. | **EXCELLENT STUDENT EXPERIENCE****National Student Survey**Mr Waddington presented an update on the School’s performance in the National Student Survey 2021. It was noted that the survey was undertaken during the national lockdown with many students completing the survey whilst having no access to the School’s facilities.Overall, the School’s satisfaction has declined on previous years. The decline of -7.68% whilst disappointing is in line with a national trend. The School continues to compare well with other competitor institutions in challenging times, with a higher satisfaction rate than most competitors.Professor Simmons advised that with all things considered the School had done well and should be considered a good result. Some institutions had done worse. Online teaching is very draining and hard on students and staff.Dr Raby advised that staff morale had been hit by this. Some were unhappy regards the speed of getting back to face to face teaching and felt we were only concerned about student income. We are trying to work with staff to lift moraleThe Board thanked Mr Waddington for the update. |  |
| 16. | **Graduate Outcome Survey**Mr Chapman presented the second Graduate Outcome Survey to the Board, which covered the 2019 leavers cohort. The overall headline is that the employability rate for the School is 81%, which is the same as the last report for 2018 leavers. It was to be noted that the review was undertaken through lockdown and return rates had not been very good. If the data had been cleansed then there could have been an uplift of between 4-5 points.Mrs Fawcett asked if we could do our own review. Mr Chapman confirmed that we were unable to do this.Professor Simmons celebrated the placing which the School holds within the table beside universities and HEI’s. We are competing with those institutions which should be commended.Mr Hughes echoed Professor Simmons comments and added that we are taking quintile 1 students and giving them quintile 4 opportunities. |  |
| 17. | **Student Voice**No update. |  |
| 18. | **COVID-19**Mr Waddington presented the update on the Schools approach to Covid-19 and teaching arrangements. Face to face teaching had resumed and adaption of what we have done well to allow us to move forward, including continuing the Industrial Liaison presentations on a Wednesday afternoon. The Covid Response Group meets regularly to review guidance and communicate to staff and students.Dr Raby advised that we have applied HE guidance to our Hartlepool site rather than the FE guidance due to our HE and FE campuses being separate.Mrs Fawcett asked about CO2 monitoring within the School. Dr Raby advised that this was being monitored by our Estates team. The new Middlesbrough Campus had this built in.Mr Kane updated the Board that Ofsted had resumed visits following the suspension during the pandemic. One of the questions being asked is how have Institutions supported students through Covid. As a School we have taken all steps possible and have met, if not exceeded expectations at times.The Board thanked Mr Waddington for the report. |  |
| 19. | **GOVERNANCE AND COMPLIANCE****Risk Management Update & Risk**Dr Raby presented the Risk Register and noted the key areas summarised on the report. It was noted that the Risk Register is regularly reviewed by the Audit Committee. Mr Swain confirmed this and noted that it would be reviewed in-depth at the Audit Committee in November.Mr Bailey noted that the School had now left Green Lane and the sale was agreed. Has there been any publicity around the School’s departure / site development. Dr Raby advised that a Non-Disclosure Agreement was in force around the sale so we are contractually not allowed to make any disclosures. We, as a School are dealing with public money and obtained the best deal which we could in accordance with our discussions with TVCA.The Board **noted** the report. |  |
| 20. | **Use of Company Seal**Mrs McLaren presented a report to the Board on the use of the Company Seal.The Board **noted** and thanked Mrs McLaren for the useful information. |  |
| 21. | **Policies****Staff Disciplinary Policy & Grievance Policy**Professor Rapley identified that this was a very important document and one which is imperative we get right. It would be difficult for the Principal to chair any disciplinary with a member of their senior management team. These types of things can rupture relationships and need to be dealt with quickly and correctly.Dr Raby advised that HR were very proactive, and more proactive than needed. If there was an issue with a Vice Principal there could be provision to use Governor involvement as is the case if an issue arose with the Principal or Head of Governance.Mr Bailey noted that it would be useful to have the mechanism of Governor involvement included within the documentationThe Board asked for gender neutral wording to be used throughout the document and the mechanism of governor involvement to be included in the document.***Professor Simmons left the meeting at 1455.***Mr Trotter also noted the important issue of appeals. Whilst a rare occurrence in small institutions there needs to be clear guidance established that the same people cannot hear/be involved in any appeals. Dr Raby agreed to add in additional wording to the start of the grievance policy to outline the difference between grievance and disciplinary.The Board asked for the Staff Disciplinary Policy and Grievance Policy to be brought back to the November meeting. With further explanation on the changes to the policy, and incorporation of the comments made today.**Safeguarding Policy**The Safeguarding Policy has been updated in line with the Keeping Children Safe changes. Mrs Fawcett advised that she had received an update from Mrs Latcham that the Safeguarding Plan would be submitted to the Safeguarding Committee and she was content with the updates to the policy.The Board **approved** the Safeguarding Policy. |  |
| 22. | **Minutes of Sub-Committees**Mr Smith advised the Board that the Governance & Search Committee was * seeking a new HE Student Governor following Ms Blakes departure from the position.
* A new FE Student Governor had been identified, Quinn Walker would join the Board from the November meeting.
* A meeting with a potential Governor was due to take place on Monday
* Seeking a new Governor with HR experience

Mr Swain advised that the Audit Committee would be looking at tenders for Auditors later this year.The Board **noted** the Minutes of the Sub-Committees. |  |
| 23. | **OTHER MATTERS****OFS Reportable Events**Dr Raby advised that the OfS Reportable Events had been relaxed and as such the School did not have to report the Campus relocation.Mr Swain queried if the new subsidiary company would have to be reported. Dr Raby agreed to enquire about this matter. |  |
| 24. | **Confidential Items**Item 11 Item 13  |  |
| 25. | **Any Other Competent Business**None |  |
| 26. | **Review of Meeting** The meeting was viewed to be good and was very good to be back in person.  |  |
| 27. | **Date and time of next meeting**The next meeting of the Corporation Board will take place on Friday November 12 at 1330hrs in our Hartlepool Campus.The meeting will be held in person and with the option of MS Teams if required. |  |
|  | The Chair thanked the Corporation Board members for their useful discussions. The meeting closed at 1506hrs. |  |

**Confirmation of the minutes of the**

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