**Meeting of the Corporation Board**

**Thursday June 29th, 2023 at 1100hrs**

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

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| **Members present:**  Mr T Bailey  Dr M Raby  Mr D Hughes  Mrs S Fawcett  Mr K Goldsborough  Professor J Rapley  Professor R Simmons  Ms G Miller  Mrs K Baggaley  Ms N Brett  Dr E Leonard Cross  Mrs E Hardwick  Ms J Havakin  Ms P Clarkson  Mr R Kane | | TB  MR  DH  SF  KG  JR  RS  GM  KB  NB  ELC  EH  JH  PJC  RK | Chair  Principal  Independent Member  Independent Member  Independent Member  Independent Member  Independent Member  Independent Member  Independent Member  Independent Member  Independent Member  Staff Member (HE)  Staff Member (HE)  Staff Member (FE)  VP Further Education | |
| **In Attendance:** | |  |  | |
| Mrs L McLaren  Mr M Wheaton  Mr S Slorach  Mr J Waddington  Mr P Chapman | | LM  MW  SS  JW  PC | Head of Governance  VP Strategic Projects  VP Resources  VP Higher Education  VP Employability & External Relations | |
| **Apologies:**  Mrs A Crossland  Mr M Blanshard  Ms R Marsh  Ms S Webber  Ms K Binns | | AC  MB  RM  SW  KBs | VP People Services  Independent Member  HE Student Governor  HE Student Governor  FE Student Governor | |
|  |  | | | **Action** | |
| 1. | The Chair opened the meeting at 1101hrs.  Mr Bailey welcomed everyone to the meeting. | | |  | |
| 2. | **Apologies for absence**  Apologies were received from Mr Blanshard, Ms Marsh Ms Webber, Ms Binns and Mrs Crossland. | | |  | |
| 3. | **Group Quorum**  The meeting was quorate in line with Instruments and Articles 13.1 “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 Board **noted** the Declaration of Interests.  Mrs McLaren advised that a request for updated declarations would be circulated during the summer for the 2023/24 academic year. | | |  | |
| 5. | **Confirmation of minutes from the previous meeting**  The Minutes from the previous meetings held on Friday March 10th, 2023 and Friday May 19th, 2023 were **CONFIRMED** by all, with one minor change on the May 19th set. | | |  | |
| 6. | **Matters Arising**   1. Mrs McLaren advised that she would seek further information from Mrs Crossland regarding the requirements for the Joint Consultative Committee. *\*\*POST MEETING NOTE: Dr Leonard-Cross has agreed to represent the Corporation Board on the Joint Consultative Committee\*\** | | |  | |
| 7. | **Members Update**  Mr Bailey advised the Board that he had a number of announcements to make relating to retiring Governors.  Firstly, Mrs Fawcett was stepping down after serving 12 years on the Governing Body. Mrs Fawcett was the Governor Lead for Safeguarding and SEND, and had been an outstanding advocate for our students in this area. Mrs Fawcett had provided some diligent contributions within the Board, Finance & General Purposes and Capital Programmes Group and will be sorely missed.  Next, our two HE Staff Governors, Mrs Hardwick and Ms Havakin are stepping down after 6 years. It has been a real pleasure watching you navigate providing unbiased feedback to the Board whilst working within the School, with good clear contributions.  *Professor Simmons joined the meeting at 1111hrs.*  The HE Student Governors were also stepping down from their role. Unfortunately, Ms Marsh was unable to attend the meeting today, however she had sent the following note:  *“The past 3 years have genuinely been the best of my life. As a mature student, the prospect of returning to education was extremely daunting but I found the entire experience and everyone I encountered to be welcoming and supportive, particularly my lecturers, Jamie Macdonald and Jill Cole. Their encouragement and patience have not only helped me explore and develop my practice but have allowed me to grow personally, building my confidence.*  *My immediate plan is to go travelling for a year however I look forward to hopefully returning to the School to complete my Masters in the future.”*  Finally, Mr Chapman is retiring as Vice Principal, Employability & External Relations. Dr Raby advised that Mr Chapman was going to be a big loss to the School, it had been far too easy to have as a sounding board due to expertise and skills. He has played a big part in raising the School’s profile and we will miss him. He won’t be going away entirely; he will be returning in a consulting capacity to assist with the consultation work relating to Sector Transfer.  Mr Bailey noted that Mr Blanshard had resigned from his position on the Board. Mr Swain would be continuing on a co-opted basis to the Board and Chair of Audit and the Governance & Search Committee would be looking to recruit a new member with an accountancy qualification.  Mr Bailey also noted a Chairs Action which had been taken relating to a “global” mandate which was out of date. The Chairs Action allowed the Finance Department bring this mandate up to date with current names. It was noted that the online account mandate is up to date and current. The Board **noted** the Chairs Action.  All Board members thanked all retiring members for their time, input and dedication to the role over the years.  Mrs Fawcett thanked everyone and noted it had been a real privilege serving on the Board for the last 12 years. It had been lovely to see the creativity and talent of our students. Thank you for your time and friendship.  Ms Havakin thanked the Board and noted that whilst she had resisted the role in the first instance, it had been very enjoyable and would recommend it to anyone thinking about putting their name forward for the next term. Ms Havakin also noted a thanks to Professor Rapley for her personal friendship and donations to the archives.  Mrs Hardwick also noted her thanks for a very enjoyable 6 years.  Dr Leonard Cross asked if we captured any video promotions to encourage new members to the Board. Dr Raby noted this point. | | |  | |
| 8. | **Confidential Item** | | |  | |
| 9. | **SUSTAINABILITY**  **Confidential Item** | | |  | |
| 10. | **Confidential Item** | | |  | |
| 11. | **Confidential Item** | | |  | |
| 12. | **Business Support Annual Leave**  Dr Raby presented the paper on Business Support Annual Leave and declared his interest in the paper, together with staff members around the table.  Professor Simmons advised the Board that the matter had been discussed at the Remuneration Committee and was recommended for approval. The mood of the meeting noted that it was a win/win situation, with a proposed Christmas shutdown which would provide all staff with a much-needed break and savings for the School as buildings would be closed.  The Board **approved** the change to the Business Support Annual Leave. | | |  | |
| 13. | **Confidential Item** | | |  | |
| 14. | **EXCELLENT STUDENT EXPERIENCE**  **Student Voice**  Mr Bailey advised that attendance from student representatives had been relatively poor this year and we would need to try and look at ways to improve the attendance.  The feedback from Ms Marsh had been reported under Members Update and was encouraging to hear. The Governance & Search Committee will endeavour to find good members for the coming year.  *The meeting paused for lunch at 1238, at which point Dr Leonard Cross and Mrs Hardwick left the meeting.*  *The meeting reconvened at 1307.* | | |  | |
| 15. | **GOVERNANCE & COMPLIANCE**  **Confidential Item** | | |  | |
| 16. | **Report on the partnership with the Arts University Bournemouth (AUB)**  The Board **received** the report and thanked Dr Raby for the comprehensive overview. | | |  | |
| 17. | **Sub-Committee Terms of Reference**  Mrs McLaren presented the Terms of Reference for all Corporation Board Sub-Committees. It was noted that all sub-committees had reviewed their terms of reference and recommended them to the Board for approval. One point to note relating to the Audit Committee, quoracy was now “half of members” to be present to be quorate.  Academic Board membership was currently being reviewed and a term of reference would be brought when this had been resolved.  The Board **approved** the terms of reference for the Board sub-committees. | | |  | |
| 18. | **Meeting Dates for Board and Sub-Committees**  The Board **noted** the dates for 2023/24.  Mrs McLaren advised that invites would be sent over the summer to ensure dates were in Governor’s diaries. | | |  | |
| 19. | **Minutes of Sub-Committees**  The Board **received** the minutes of sub-committees. | | |  | |
| 20. | **OTHER MATTERS**  **OfS Reportable Events**  Dr Raby noted that there was no OfS Reportable Event. However, we would check whether setting up a dormant subsidiary qualified as a reportable event. | | |  | |
| 21. | **Any other Business**  None. | | |  | |
| 22. | **Confidential Items**  Item 8  Item 9  Item 10  Item 11  Item 13  Item 15 | | |  | |
| 23. | **Review of Meeting**  The Board agreed that it had been a very good, comprehensive meeting with some rewarding discussions. | | |  | |
| 24. | **Date and Time of Next Meeting**  The next meeting of the Corporation Board will take place on Friday October 6th, 2023 at 1100hrs at 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 1338hrs. | | |  | |

**Confirmation of the minutes of the June Corporation Board:**

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| Signed: T. Bailey | |
| Chair of the Corporation Board | Date: October 20th, 2023 |