

Meeting of the Board

Venue: Conference Room 3, South Tyneside College

Date: Wednesday 16 December 2015

Time: 4.00pm – 6.25pm

Present: Andrew Watts (in the Chair)
David Byrne
Jed Calcutt
George Clark
Terry Cornick
Peter Davidson
Malcolm Grady
Hilary Harrison
Mark Overton
Alison Rowley
Thivvyaanandan Sermugam
Les Watson
Susan Wear
Nick Whalen-Griffiths
Lindsey Whiterod
Des Young

In Attendance: Neil Longstaff (Clerk)
Helen Beaton
Jon Vincent (Principal & Chief Executive of Tyne Metropolitan College)
Bill Midgley (Chair of Tyne Metropolitan College)

ITEM NO.	ISSUES	ACTION
1.	<p>Apologies for absence</p> <p>There were no apologies for absence to be received.</p>	
2.	<p>Declarations of interests</p> <p>The Chair reminded members to declare any conflicts of interest as they arose on the agenda.</p> <p>The members of the Board were reminded of the standing declarations in respect of roles held in the Academy Trust for the following Members:</p> <p>L Watson - Director and Member L Whiterod - Director, Member and Chief Executive A Watts – Director and Member</p>	
3.	<p>i) Meeting with Chair and Principal of Tyne Metropolitan College</p> <p>Confidential item</p>	

	<p>LW and AW withdrew from the meeting.</p> <p>DB took the Chair.</p> <p>ii) Performance Review Committee Feedback (discussed in absence of staff and students)</p> <p>Confidential item</p> <p>Staff and students re-joined the meeting.</p>	
<p>4.</p>	<p>Minutes and Matters Arising</p> <p>The minutes and confidential minutes of the meeting held on 14 October 2015 were approved and signed by the Chair.</p> <p>Matters arising</p> <p><u>Update on Learner Recruitment</u></p> <p>Governors were informed that contribution levels from each school/department were now included as part of the management accounts.</p> <p><u>Estates update</u></p> <p>Confidential item</p>	
<p>5.</p>	<p>Chief Executive's Report</p> <p>The paper provided the Board with a strategic update on the following issues:</p> <ul style="list-style-type: none"> • Halls of Residence Inspection • Update on Plumbskills • Spending Review and Autumn Statement • Area Reviews <p><u>Halls of Residence Inspection</u></p> <p>The Halls were inspected in November 2015 and the draft report had now been received. It was expected that the report would be published the following week. The grade given was 'Outstanding' across all areas.</p> <p><u>Plumbskills update</u></p> <p>Confidential item</p> <p><u>Funding</u></p> <p>Changes made to visa requirements for international students studying in the UK were outlined by HB. This included a reduction in the length of time students could study at FE level from 3years to 2years.</p> <p>The changes had potential serious implications for the College as it could see a reduction of £2m particularly from the Marine School. The changes take effect from 1</p>	

	<p>January 2016 but would not have any impact for a further 2 years.</p> <p>The College was lobbying the government to oppose the changes and highlight the impact on delivery of Marine courses.</p> <p>Resolved: That the report is received and accepted.</p>	
6.	<p>Academy Trust Update</p> <p>The last Board meeting for the calendar year had taken place and there were no major issues.</p> <p>It was reported that the Board had agreed to accept support from a National Leader in Education (Tina Murphy from Holy Trinity CE Primary School).</p> <p>Resolved: That the report is received.</p>	
7.	<p>Policies</p> <p>The following policies were presented for approval:</p> <ul style="list-style-type: none"> • Safeguarding • Health and Safety <p>It was noted that these had been updated to take into comments from the Finance and Resources Committee and were now recommended for approval.</p> <p>Q. Why brought to Board? The level of delegation for such policies was explained by the Clerk.</p> <p>Resolved: That the above-mentioned policies are approved, as presented.</p>	
8.	<p>Student Union Report</p> <p>Thivvyan Sermugam was welcomed to his first meeting.</p> <p>Jed Calcutt introduced the report from the Student Union (SU) and gave further details regarding the following matters:</p> <p><u>Student Union elections</u></p> <p>Following recent elections there were now eight members of the Students Union. It was noted that two of the new members were marine collaboration learners from Nigeria.</p> <p><u>Events</u></p> <p>A number of events and fund raising activities for charities were detailed in this section of the report. A governor suggested that should the Student Union wish to adopt a charity he could organise a place on the NHS Trust as it was in need of a student representative.</p> <p>Two members of the Students Union were now anti-bullying champions for the College and were being advertised as such on posters around the College site. Governors</p>	

	<p>thought this was an excellent idea.</p> <p><u>NUS Card Sales</u></p> <p>NUS card sales had been selling well this academic year.</p> <p><u>Training</u></p> <p>The President and Vice President attended the NUS FE conference in Harrogate in October which also enabled them to network with other officers from across the country.</p> <p>The Students Union recently carried out their Prevent training with the Head of Student Services.</p> <p>Resolved:</p> <p>i. That the report is accepted and that the students work with charities is to be commended.</p> <p>ii. That Peter Davidson is to facilitate the appointment of a student representative on the NHS Trust.</p>	PD
9.	<p>Quality reports:</p> <p><u>Professional and Vocational College (PVC)</u></p> <p>The Chair of PVC explained that these documents had been to the relevant committees for consideration and were presented for information.</p> <p>It was commented that during the recent Ofsted inspection the inspectors recognised the work being undertaken and confirmed that this was a ‘Good’ college with a strong leadership team.</p> <p>The establishment of the English and Maths Task Group was reported and issues facing the College were highlighted. Inspectors had been impressed with the work undertaken across the College and actions taken between management and governors. The Staff Governor indicated that the perception was that staff were now receiving good support.</p> <p>Q. Safeguarding – in the PVC report it referred to increases in referrals, which could be seen as concerning? This appeared to be owing to improved reporting arrangements but further clarity was to be given.</p> <p>The Staff Governor informed the Board that safeguarding was a high priority and staff were classifying issues very carefully. All staff were aware of their responsibilities and reporting what they observed. A governor stated that in her role within a school the reporting procedures were very strict.</p> <p>A governor stated that it was important to note that Sunderland’s Children’s Services had been rated inadequate by Ofsted which had resulted in them being replaced with a voluntary trust.</p> <p>The Staff Governor reported that she had worked hard to receive the necessary support from the Local Authority. Concerns over the lack of transitional information to the</p>	

	<p>College around Looked After Children (LAC) who enrolled at the College had been raised with the LA's Head of Looked After Children's Education and action had been promised (detailed in report).</p> <p>Resolved:</p> <p>i. That the report is approved.</p> <p>ii. That Mr M Bettencourt (Head of Looked After Children's Education) be invited to a meeting of the PVC Quality Committee to talk about progress being made with the safeguarding concerns for LAC.</p> <p>iii. That HH and AR are asked to meet to discuss further the issues on safeguarding and report back to the Board.</p> <p><u>South Shields Marine School (SSMS)</u></p> <p>It was reported that under staff utilisation the target for staff achieving their contractual teaching commitment was not being met owing to new staff being employed who required training. It was explained that if given a full time role it could have consequences for teaching and learning.</p> <p>The Clerk highlighted the proposal to have governor representation at future Learner Forums.</p> <p>Reference was made to the Marine School Balanced Scorecard and the measures covered.</p> <p>Q. Rates of return re. customer measure low? It was clarified that this was the level of returns by employer not a criticism of the College.</p> <p>It was noted that the next survey was to cover more employers and the date of issue was to be moved to July/August to secure a greater return.</p> <p>Resolved: That the report is approved.</p>	<p>AR/NL</p> <p>HH/AR</p>
<p>10.</p>	<p>Marine school update including:</p> <ul style="list-style-type: none"> • HE College Self-Assessment Report • SSMS FC Self-Assessment Report <p>It was reported that these documents had been presented to the SSMS Quality and Curriculum Committee for consideration.</p> <p>Issues that had been highlighted by the members of the committee were detailed in the minutes of the recent meeting. It was noted that the Principal for SSMS had been asked to deal with under performance of certain groups of students e.g. the Bangladeshi and Arab students below the College average (HE) and full cost African students (OOW Deck).</p> <p>It was felt that staff were open and transparent about issues within the College and governors were confident that the issues highlighted were being addressed.</p> <p>Resolved: That the reports are approved.</p>	

11.	<p>FE College Self-Assessment Report</p> <p>This document had been to the relevant committee and was presented for further consideration.</p> <p>Governors were informed that the format had been changed since the previous report with more focussed data, charts and RAG rated action plans.</p> <p>A governor commented that the format was much improved. However, it was felt that there remained some duplication with information within the Quality Report which needed to be addressed.</p> <p>Resolved:</p> <p>i. That the report is agreed.</p> <p>ii. That LWa and AM are to work together to remove any unnecessary duplication in the reports to governors (SAR and Quality Reports).</p>	LWa/AM
12.	<p>Attendance 2014-15</p> <p>The members of the Board were reminded that they had set a target of 75% attendance at Board and Committee meetings. The report explained that it was essential to monitor group and individual attendance to ensure that targets were being met and, if not, to address any difficulties which individual Members might have and consider ways in which attendance, if necessary, might be improved.</p> <p>A schedule of attendance for 2014-15 was presented for the Board to consider.</p> <p>College attendance against a national survey average was provided for information. It was reported that at South Tyneside College they had achieved 82.6% which was above the College survey average (79.52%).</p> <p>Members' attention was drawn to those attendances falling below the target levels. It was also noted that the Chair had discussed attendance with governors as part of their annual 1-1 meeting.</p> <p>Resolved: That the report is received and agreed.</p>	
13.	<p>Governance Self-Assessment:</p> <p><u>Performance of the Board and individual Members</u></p> <p>The report provided an update on the performance reviews of the Board and individual governors during 2014-15.</p> <p>Members of the Board had been asked to complete an online survey to review the Board's performance during 2014-15. Results were detailed in Appendix 2.</p> <p>The Board's strengths and areas for improvement were detailed in Appendix 1. The Clerk highlighted two areas that had been identified as requiring improvement in successive surveys. These were to be addressed over the coming year.</p> <p>The Chair of the Board had reported to the Clerk that he had met governors (who held</p>	

	<p>office during 2013-14) to discuss and assess their individual performance during 2014-15. This process was to assist in identifying future board succession and individual development and training needs.</p> <p>The Clerk informed governors that the areas for improvement would form part of the College's SAR under the Leadership and Management Section. Governors were of the view that the report provided a good analysis for discussion.</p> <p>It was noted that this report was being presented to the Board as it affected the governance of the College and they needed to take ownership of it.</p> <p>Resolved: i. That the report is received and agreed. ii. That the Board's performance is reported upon in the College's Self-Assessment Report (SAR) under Leadership and Management.</p> <p><u>Position Paper</u></p> <p>The Clerk presented a draft governance position paper based on self-assessment and sought governors' views on the comments and judgements made.</p> <p>Each section of the position paper had been graded similar to Ofsted categories. Areas of governance that could require further improvement were detailed within the updated Action Plan.</p> <p>It was noted that an initial overall judgement of 'Good' had been made for the governance of the College and that the College's self-assessment programme received the highest grading by Auditors (Good).</p> <p>This paper was approved by the Governance and Search Committee at which it was recommended that the Training Plan be added as an appendix.</p> <p>Resolved: That the report is received and agreed.</p>	NL
<p>14.</p>	<p>Review of Governance Structure</p> <p>The aim of the report was to undertake a further review of the governance structure and associated documentation.</p> <p>Revised documentation, as detailed below, took into account views received through committees of the Board.</p> <ul style="list-style-type: none"> • Schedule of Meetings 2015-16 <ul style="list-style-type: none"> - The Board was recommended to replace the February and April meetings of the F&R Committee with one scheduled for March (9 March in 2016). This would result in the F&R Committee having 4 meetings per year instead of 5. • Business Planner 2015-16 <ul style="list-style-type: none"> - Revised to take into account a reduction in the number of F&R Committees by re-allocating workload. <p>A recommendation of the Governance and Search Committee was to nominate governors to fill positions of Link Governors. This was considered. It was generally felt</p>	

	<p>that the role of Link Governor needed to be clarified before appointments could be made but the principle was endorsed.</p> <p>The concept of Advisory Members/Co-options to the Board and Working Parties/Task Groups was raised and discussed. This request was mainly around the appointment of former governors in an advisory capacity once their term of office had ended. Governors took the view that if there was a specific task to be undertaken and the role of Adviser was limited then it could be beneficial to the Board/committee/Task Group to appoint on an ad hoc basis where there was a lack of expertise within the group in order to enhance deliberation.</p> <p>With regard to the PVC Quality Committee’s composition it was recommended that a position of Educational Specialist be added to strengthen the membership.</p> <p>The Clerk confirmed that the Chair, during his 1-1 meetings with governors, had identified a common theme which was a need to streamline reports to committees and the Board to focus on strategic matters. Governors felt that there was for too much paperwork being issued which wasn’t necessary and felt levels of delegation should be reviewed.</p> <p>Q. Why were documents for information being presented to the Board/Committees? The Clerk highlighted examples of documents where the Board needed to receive them even though decisions were not required as they needed to take ownership or be given assurances that work was being completed e.g. Audit Committee’s Annual Report.</p> <p>The Clerk highlighted a course called Finance for non-financial governors which was being delivered by the AoC. Anyone interested was to contact the Clerk (flyer made available).</p> <p>Resolved:</p> <p>i. That the Board approves the revised documentation as identified above.</p> <p>ii. That the Board agrees to establish Link Governors in the following areas but that further information on their role be presented to governors for consideration before appointments to these positions are made:</p> <ul style="list-style-type: none"> • Outcomes for Learning • Personal Behaviour and Welfare • Teaching and Learning • Leadership and Management <p>iii. That the PVC Quality Committee’s composition be amended to include a position of Educational Specialist.</p> <p>iv. That the Clerk, in consultation with the Chair, be asked to undertake a further review of governance and areas of delegation with a view to achieving more strategic reports and thereby reducing the amount of paperwork being presented.</p> <p>v. That governors agree to the Board, its Committees or Task Groups being able to appoint Advisory Members (including former governors) on an ad hoc basis to assist them with their work when it is identified that the group is lacking in a particular expertise which can’t be addressed from existing governors. This role is to be limited for the duration of the task/project identified. The standing orders</p>	<p>NL</p> <p>NL</p> <p>NL</p> <p>NL</p>
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	were to be modified accordingly.	
15.	<p>Annual Report on Risk Management</p> <p>The purpose of this report was to provide the Board with an update on risk management in order to assist them in recommending the signing of the annual statement of governance and internal control as part of the College annual report to the Board.</p> <p>This report had already been considered by the Audit Committee which recommended that the Board sign the statement of governance and internal control.</p> <p>The key points raised were as follows:</p> <ul style="list-style-type: none"> • Risk management was a standing item at every Senior Management Team (SMT) meeting • Corporate risk register was regularly reviewed by SEG • Operational risk registers for all areas of the College were reviewed at termly performance monitoring reviews <p>HB responded to questions.</p> <p>Resolved: That the Board agree the report having been assured of the risks identified and that they are being addressed.</p>	
16.	<p>Annual Report to Board from Audit Committee</p> <p>The Clerk introduced this report highlighting key areas for governors' consideration.</p> <p>It was explained that the Board was required to receive a report on the work of the Audit Committee on an annual basis.</p> <p>It was noted that all audit areas had received either a Good or Satisfactory rating.</p> <p>Attention was drawn to the selection process for auditors which had taken place during the year.</p> <p>Resolved: That the Board accepts this report and that the Chair of Audit is authorised to sign off the document.</p>	TC
17.	<p>Annual Report and Financial Statements for the Year Ended 31 July 2015 including Regularity Audit Opinion and Management Letter</p> <p>The Board received the accounts that had been circulated in advance of the meeting. It was reported that the accounts had been considered in detail by the Members Working Party, Audit and Finance and Resources Committees, all of which recommended that they be approved.</p> <p>HB highlighted specific areas where appropriate signatures were required and questions were invited.</p> <p>Areas requiring formal approval were:</p> <ul style="list-style-type: none"> • Operating and financial review (page 11) by Chair of Board 	

	<ul style="list-style-type: none"> • Statement of Corporate Governance and Internal Control (page 20) by Chair of Board and Chief Executive • Statement of responsibilities of the Members of the Board (page 22) by Chair of Board • Financial Statements (page 29) by Chair of Board and Accounting Officer <p>Reference was also made to the Regularity Audit Opinion and Management Letter. Members recommended that the Letter of Representation from auditors (Management Letter) be signed by the Chair of the Board.</p> <p>Resolved:</p> <p>i. That the annual report and accounts for the Year Ended 31 July 2015 are approved and that the appropriate persons, as identified in the papers, are authorised to sign the relevant sections of the documents (as detailed above) on behalf of the Board.</p> <p>ii. That the Chair is authorised to sign the Letter of Representation from auditors.</p>	<p>AW/LW</p> <p>AW</p>
<p>18.</p>	<p>Management accounts and commentary</p> <p>HB introduced this report which had been considered and reviewed by the Finance and Resources Committee.</p> <p>As at the end of October 2015, the College had made a £633k operating deficit, which was £94k above target but £311k below the 2014-15 position.</p> <p>Total income was £698k below budget due to low Adult Learner Responsive, 16-18 Apprentices, Adult Apprentices and other tuition income. These were expected to be partially due to timing differences due to courses commencing in mid-September; however income projections for other tuition income had been reduced by £1.3m within the year end forecast. There were some full cost income areas that were currently doing well but it was too soon to determine if income would be higher than forecasted in these areas by the end of the year. Partnership delivery was expected to deliver the full apprentices allocation and the College anticipated delivering the adult allocation in full.</p> <p>Payroll costs were £278K below target and £131k below 2014-15 costs. This was primarily due to low lecturer and classroom support costs during the early months of the academic year.</p> <p>Non-pay expenditure was £514k below target and £44k below 2013-14. This was largely timing differences due to low partnership costs, however high marketing costs had been incurred for September recruitment.</p> <p>It was reported that the College's financial health was rated as "Satisfactory", however this was anticipated to be a short term deterioration due to the low income at the start of the academic year and the College was forecasting it would be 'Good' by the end of the year.</p> <p>Further work was needed on identifying savings and action was being taken to address the situation. This was to be shared with governors when finalised.</p> <p>Resolved: That the report is approved.</p>	<p>HB</p>

19.	<p>Student Union Accounts 2014-15</p> <p>Members were informed that the accounts for 2014/15 had been to F&R Committee and were recommended for approval.</p> <p>Resolved: That the report is approved.</p>	
20.	<p>Estates Report</p> <p>This paper was intended to give the Board a detailed update on strategic estates matters, works progress, ongoing maintenance, property issues and progress against the premises strategy. This report covered the following:</p> <ul style="list-style-type: none"> • Continuing renewal programmes, including updates of progress on the current Phase 4 project, an outline of progress on Phase 5 project and other grant funded works and bids. • Estates General Issues, indicating procurement <p>Resolved: That the report is received and accepted.</p>	
21.	<p>Dr Winterbottom Charity</p> <p>This paper was intended to give the Board an update on proposals for how the College could make more formal the Dr Winterbottom Charity proposal.</p> <p>All options open to the Board were detailed within the report.</p> <p>The Board was asked to:</p> <ul style="list-style-type: none"> • Agree to start a fund within the College for charitable purposes • Create a committee to manage the fund on behalf of the Board • Delegate to the committee the task of agreeing a name and agreeing terms of reference for the charity. • Agree to match fundraising for the charity on a pound for pound basis up to £5k pa. <p>LWa, who declared an interest, indicated that the small amount of monies left over from recent fundraising could be used to start the charity.</p> <p>Resolved: That the above-mentioned recommendations are approved.</p>	LWa/HB
22.	<p>Minutes of Committees since the last Board meeting</p> <p>AW re-joined the meeting.</p> <p>The minutes of the meetings of the following committees/Task Groups were received by the Board:</p> <ul style="list-style-type: none"> • CCNE – 12 October 2015 • E&MTG – 12 October 2015 • G&S – 4 November 2015 • Audit – 18 November 2015 • F&R – 19 November 2015 • PVC (QCC) – 25 November 2015 	

	<ul style="list-style-type: none"> • SSMS (QC) – 2 December 2015 • GSWG – 2 December 2015 <p>Resolved: That the minutes, as mentioned above, are received.</p>	
23.	<p>Any Other Business</p> <p>The Chair thanked all the staff for their hard work and dedication over the year.</p> <p>Staff withdrew from the meeting.</p> <p><u>Holiday Request</u></p> <p>Confidential item</p> <p><u>Meeting with Tyne Metropolitan College Board</u></p> <p>Confidential item</p>	
24.	<p>Identification of Confidential Items</p> <p>Resolved: That the following matters are to remain confidential:</p> <ul style="list-style-type: none"> • Item 3 - Meeting with Chair and Principal of Tyne Metropolitan College • Item 4 - Matters arising re. Estates update • Item 5 – Plumbskills update • Item 23 – Any Other Business re. Holiday Request and Meeting with Tyne Metropolitan College Board 	
25.	<p>Date and Time of Next Meeting</p> <p>Members were reminded that the next meeting of the Board was scheduled for Wednesday 23 March 2016 at 4.00pm.</p>	

Note
G&S – Governance and Search
F&R – Finance and Resources
P&V (QCC) - Professional and Vocational (Quality, Curriculum and Community) Committee
SSMS (QC) – South Shields Marine School (Quality and Curriculum) Committee
CCNE – Career College North East
GSWG – Growth Strategy Working Group
E&MTG - English & Maths Task Group

Chair:

Date: