

Present: Mr Bill Midgley (Chair)
Mrs Sheila Alexander (*until 7.00 pm*)
Mrs Sarah Bartlett (*until 7.15 pm*)
Mr Mick Burton (*until 7.15 pm*)
Dr Graeme Cruickshank (*from 5.10 pm*)
Prof Mary Dunning
Mr Bernard Garner
Prof Gary Holmes
Cllr Janet Hunter
Ms Bethney Jamieson (*until 7.15 pm*)
Dr Adam Langman
Mr Colin Seccombe
Ms Vivien Shipley
Mrs Veena Soni
Mr Jon Vincent (Principal) (*until 7.15 pm*)

In attendance: Mrs Rosamund Moore, Company Secretary
Mrs Ann-Marie Crozier, Deputy Principal: Finance & Corp. Development (*until 7.15 pm*)
Mrs Audrey Kingham, Deputy Principal: Curriculum & Bus. Development (*until 7.15 pm*)
Mrs Pam Robertson, Director of Learning Development (*from 5.15 pm to 5.35 pm*)

[The meeting commenced at 5.00 pm.]

ACTION

1. Apologies for Absence

Mr Karl Ward and Ms Jacqueline Lackenby had given their apologies.

2. Declaration of Interest and Withdrawals

Governors and staff were asked to make any declarations of interest under this item or at any point during the meeting if they considered that there was an interest to declare.

Ms Jamieson had an interest in item 3.d and the Principal, Deputy Principals and Company Secretary in item 3.h.

It was agreed that for item 3.h, the Principal, Deputy Principals, Staff Governors and Student Governor would withdraw from the meeting. It was agreed that the Company Secretary would not be required to withdraw for this item.

For automatic declarations of interest of all Governors and staff at each meeting **see addendum**.

3. Chair of Governance, Performance & Search Committee's Report and Recommendations: Minutes of the of Meeting of 14 October 2015

Item taken out of order

a. Appointment of Student Governors and Welcome:

The Chair of Governors reported that last week the Company Secretary and he had met the two students who were nominated as this year's Student Governors. Ms Lackenby had indicated she would be away for this meeting due to a prior commitment, but she was still keen to join the Board. The Governance, Performance & Search Committee had received a nomination from each of the two Student Council branches: the Student Council at Coast Road campus/TMC had nominated Ms Bethney Jamieson and the Student Council based at the QA campus had nominated Ms Jacqueline Lackenby. **Governors approved the appointment of Ms Bethney Jamieson and Ms Jacqueline Lackenby as the Student Governors from 14 October 2015 to 31 July 2016.**

The Chair of Governors welcomed Ms Jamieson to the meeting.

a. **Size and Composition of Corporation Board, taking Account of current Vacancies:**

The Chair of Governors reported on the Committee's discussions regarding the two Independent Governor vacancies and the size and composition of the Corporation Board.

With respect to the appointment of an Independent Governor from one of the QA Sixth Form schools, the Committee had felt that it was not the right time to fill the vacancy. This was due to the fact that interim Head Teacher arrangements were currently in place at both Marden and Norham High Schools, and Mr Stephenson of John Spence Community High School had already served his term of office in the rotation and was fully committed with his new build. **Under the circumstances described above, Governors agreed to retain a vacancy for an Independent Governor from one of the QA Sixth Form schools.**

Governors considered the size of the Corporation Board which currently stood at 19. The Chair of Governors reminded those present that an Independent Governor vacancy had arisen following Mrs Jones' departure at the end of her term of office on 31 July 2015. He indicated that the Committee had considered what type of skills, expertise and experience would add value to the Board if this vacancy were to be filled.

Dr Cruickshank arrived at 5.10 pm.

The Chair of Governors reported that the Principal, Company Secretary and he had recently met an individual who could potentially fill the vacancy and had an impressive FE/HE education background. One Governor remarked that there may be a need to strengthen the link with employers. Governors had also considered reducing the size of the Board following the move to a flatter, strategic governance model. Governors generally felt that it would be sensible to reconsider making Board appointments if further vacancies arose at the end of the academic year in order to ensure Board membership remained balanced and had the right skills set. **After further deliberation Governors agreed to reduce the size of the Corporation by one Independent Governor to 18.**

b. **Equal Opportunity Monitoring Measurable Objectives:**

The Committee had considered whether measurable equality & diversity objectives for Board appointments should be established rather than there being a general overarching commitment to support equality and diversity. This discussion had been in the context of the setting of measurable objectives being promoted by both the UK Corporate Governance Code and the Code of Good Governance for English Colleges. Governors felt that a quota system was unhelpful to achieving a membership that brought the necessary balance of skills and experience to the strategic leadership of the College. **While the importance of achieving a balanced Board was fully endorsed and was always part of the Governance, Performance & Search Committee's ongoing deliberations, Governors agreed not to set specific measurable equality & diversity objectives for Board appointments.**

c. **Appointment of Student Governors and Welcome:**

Item taken out of order – see above.

d. **Honorary Associate Awards:**

The Committee had considered how Mrs Jones should be thanked for her longstanding commitment and contribution to the Corporation Board since her first appointment in February 2006 and was recommending her for an Honorary Associate Award.

Governors agreed to Mrs Helen Jones being made an Honorary Associate of the College in recognition of her commitment and contribution to the work of the Corporation Board.

The Chair of Governors and Company Secretary would take this matter forward and arrangements would be made for Mrs Jones to receive the award in the autumn term.

BM /
RMM

e. **Governance Self-Assessment Report 2014/15 and Quality Improvement Plan 2015/16:**

The Committee asked the Board to receive the Governance Self-Assessment Report for 2014/15 with a small amendment to the overarching summary statement which would clarify why the Effectiveness of Governance grade had moved from a 1 (outstanding) for 2013/14 to a grade 2 (good) for the current year. The grade 2 was due to the fact that the College had underperformed in a number of areas and the Board needed to acknowledge overall responsibility for this. The Governance Quality Improvement Plan for 2015/16 was included in this item and reflected the points raised in the Self-Assessment Report.

RMM

Governors approved the Governance Self-Assessment Report 2014/15 subject to the amendment of the summary statement as stated above and also the Quality Improvement Plan 2015/16.

The Quality Improvement Plan would be monitored throughout the year in the usual manner.

f. **Scheme of Delegation 2015/16:**

The Scheme of Delegation had been updated for the current year as follows: Mrs Moore's job title had been changed to Company Secretary and the policy and procedure approval schedule (Annex 1) had been updated as part of an annual process.

Governors approved the Scheme of Delegation for 2015/16.

g. **Governor Development Plan 2015/16:**

The Chair of Governors indicated that the Committee was proposing two amendments to the Development Plan for 2015/16, namely, item b. should be 'Understanding of the quality of teaching, learning and assessment', and 'Preparation for Area Reviews' should become a separate item.

RMM

Governors approved the Governor Development Plan 2015/16 with the two above amendments.

h. **Matters related to Senior Post Holders: Performance Reviews and 2015/16 Board Objectives (Themes):**

A separate, restricted/confidential minute taken of this item at end of meeting, with the Principal, Deputy Principals, Staff Governors and Student Governor withdrawing from the meeting – see below.

Governors received for information only:

i. **Governance Quality Improvement Plan 2014/15 (Final)**

j. **Governor Attendance Summer Term and Overall 2014/15**

The Director of Learning Development joined the meeting at 5.15 pm.

4. **a. Annual Safeguarding / Health and Safety Report:**

The Director of Learning Development highlighted key aspects of the annual report which covered the 2014/15 academic year, providing three-year figures for Safeguarding referrals. For 2014/15 there had been a comparable number of referrals to the two previous years. One Governor commented that this was a helpful report and asked if the referrals had helped the students and led them to being successful on their course. The Director of Learning Development stated that a large number of the referrals were dealt with through the internal support systems rather than being referred to external agencies. She indicated that she would provide a breakdown of this information in the next annual report. The report also included appendices with statistics about accidents by department and broken down between staff, learners and visitors. Incidents by department and type were also included. Importantly, no significant issues or trends had been identified.

Governors noted the Annual Safeguarding / Health and Safety Report for 2014/15.

b. Prevent Policy, issue 1.a:

Since the Prevent Policy had been endorsed by the Corporation Board in July 2015, further, more specific guidance had been issued and so the Prevent Policy had been updated to include a 'Checklist for External Speakers' at the College. The Director of Learning Development provided assurance that this was not a key issue for TyneMet; many of the speakers were known to the College and the College dealt with them year on year. Governors requested evidence of how the policy was being implemented and the Director of Learning Development observed that there should be some evidence following the next staff conference day on 23 October. Mrs Soni commented that she was the Prevent lead for Gateshead Council and would be happy to be used as a resource for the College.

AK
(PR)

Governors approved the Prevent Policy, issue 1.a as presented.

On a separate note, the Student Governor raised a matter related to the College's Anti-Bullying Policy, and referred to information related to two learners with learning difficulties. The Chair of Governors asked the Student Governor to discuss this matter with the Director of Learning Development outside of the meeting and for the Board to receive an update to ensure this was not symptomatic of a bigger underlying issue.

AK
(PR)

The Director of Learning Development left the meeting at 5.35 pm.

5. **Corporation Board Minutes and Matters Arising of the Meetings of 8 July 2015 and 9 September 2015 including confidential Minutes**

The minutes of the meeting of 8 July 2015 were approved as a true record and duly signed by the Chair of Governors.

Under *Matters Arising, item 9, Executive Team's Report, 9.0 Key Curriculum & Business Developments*: the Deputy Principal: Curriculum & Business Development indicated that the Head of Learning Innovation would make a presentation on WAMedu with student input to the Board in December (4.30 pm slot).

AK
16 Dec.

Within *paragraph 14.0 Capital Investment* the Principal indicated that an opening event for IGNITE would be planned once the final decorating work had been completed. If the formal opening was delayed, Governors would be offered a tour of the premises in November.

JV

Within *paragraph 21.0 Capital & Revenue Budgets 2015/16* of the confidential minutes, the Principal reported that since the Board had approved the budget, College's had received a further 3.8% funding cut. It was the Deputy Principal: Finance & Corporate Development's view that this did not make a material difference and therefore there was no need to present a revised budget to the Board (and the Skills Funding Agency).

All other actions were being, or had been, taken forward as agreed or were reported under other items on the agenda.

The minutes of the meeting of 9 September 2015 which had been called to consider the new Strategic Plan for 2015-2018 were approved as a true record and duly signed by the Chair of Governors.

6. Executive Team Report

4. Political Environment: Post-16 Education and Training Institutions: Area Based Reviews: The Principal reminded Governors that BIS had published guidance on Area Reviews and a number of reviews had commenced.

5. Key Strategic Developments: Investor in Innovations Standard: Following a site visit by representatives of the New Engineering Foundation in June 2015 and subsequent consideration by the Innovation Council, TyneMet had received notification in July 2015 that it had achieved the Investor in Innovations Standard. TyneMet was the second FE college along with one university in the UK to achieve this standard.

6. Health & Safety Executive Reportable Incidents & Accidents: The Principal reported that there had been one HSE reportable incident since the last Corporation Board meeting due to the length of absence from work of a member of staff.

7. Key Curriculum & Business Developments:

Learning Development Strategy, issue 1: The Deputy Principal: Curriculum & Business Development sought Board approval of the new Learning Development Strategy which the Director of Learning Development had written and which set out the College's approach to learning development and its impact on the student experience. This included digital innovation within the curriculum. In response to one Governor's question, she confirmed that this included a priority for English and maths within staff development for teaching staff.

Governors approved the Learning Development Strategy, issue 1.

Learning Walk Programme for Governors 2015/16: The Deputy Principal: Curriculum & Business Development drew attention to the Learning Walks which were planned for each term in 2015/16, along with the agreed protocols. Term 1 Learning Walks were scheduled for the week commencing 23 November and details about exact dates and times would be available by October half term so that Governors could sign up for specific Learning Walks.

Learning Walks would take place week commencing 29 February in term 2 and week commencing 25 April in term 3.

The Chair of Governors asked Governors to try to attend the Learning Walks as this was an important way by which Governors could gain an understanding of the learning experience at TyneMet.

Govs.

Governors noted the Learning Walk Programme for Governors for 2015/16 and that details for term 1 would be available shortly.

**AK /
RMM**

8. Quality Monitoring Report:

Quality Improvement Plan 2014/15 Update: The Deputy Principal: Finance & Corporate Development drew attention to the final summary update to the 2014/15 Quality Improvement Plan. The greatest impact had been made in improving Apprenticeship provision where overall success rates were now above the national rate. Two other areas where the intended impact had been achieved were an improvement in the profile of lesson observations and in high grades at A level. Positive distance travelled, but not yet to the required level, related to retention and achievement rates at TMC (though not yet at the national rate) and Value Added performance which would continue to be a key focus going forward.

Actions where the intended impact had not been achieved related to:

- Overall retention for long courses where there had been marginal improvement, but the College had not improved its relative position to the benchmarks. This had already been the subject of considerable discussion for 2015/16.
- Performance in Functional Skills – for 2014/15 a different set of delivery staff had formed a core team and key performance indicators had been changed and so this was a disappointing outcome.
- Central reporting of learner progress tracking – the new Head of Learning Innovation was taking this forward in 2015/16.

The Deputy Principal: Finance & Corporate Development indicated that the College Self-Assessment Report for 2014/15 would contain much more information and be presented at the next Corporation Board meeting in December, along with the College Quality Improvement Plan for 2015/16. She gave assurance that areas that still needed improvement would be rolled forward into the new Quality Improvement Plan.

**AMC
Agenda
16 Dec.**

One Governor commented that the overall quality of provision had suffered as a result of TMC being brought on board which had not been known at the time and asked if it was possible to predict how long it would take the College to deal with the issues and put in place longer-term plans for improvement. The Chair of Governors reminded the Board that the decision to take on TMC had been based on the information known at the time.

Another Governor commended the College for the improvement in relation to Apprenticeships, but raised a concern about the areas where progress was not being made (e.g. retention, English and maths). It was important that the College was not in the same position at this time next year.

A query was raised about the 'Moving on' survey results in regard to catering services which was in Quartile D. The Deputy Principal: Finance & Corporate Development explained that this was often a difficult area and that last year there had been no catering at TMC, but there was now an on-site facility. In addition, the College had worked with Chartwell to improve the food both at the Coast Road and QA campuses.

Governors considered and noted the Final Summary Update to the 2014/15 Quality Improvement Plan.

Separate minutes were taken of the confidential items within the Executive Team Report.

Governors considered and noted the Executive Team Report.

7. Strategic Plan 2015-18 with Targets and overarching Risk Appetite (taken in conjunction with item 12)

The Principal presented the Strategic Plan 2015-2018 to the Corporation Board. The Mission (*Raising aspirations; changing lives*) had already been approved.

Governors approved the Vision as follows:

“Over the life of the Strategic Plan Tyne Metropolitan College will:

- *Excel through highly responsive, innovative and student-centred provision which results in outstanding outcomes and prepares our students to thrive in their chosen career pathway;*
- *Achieve significant growth that is closely aligned to the needs of our local community and its economy;*
- *Meet, through a network of strategic partnerships, the social and economic needs of our community by fulfilling our role as a dynamic nucleus;*
- *Be widely acknowledged as the sub-regions leading further education provider of Sciences, Technology, Engineering and Mathematics (STEM); and*
- *Maintain robust financial health and be organisationally agile and resilient.”*

The College's **Values** remained unchanged: *Aspiration, Excellence, Inclusion, Innovation, Partnership, and Professionalism.*

Governors approved the College's Public Value Statement as follows:

"We, at Tyne Metropolitan College, are ambitious for the community and economy of North Tyneside and beyond. We relentlessly strive to raise the aspirations, support the needs and change the lives of our students and people living, working and learning throughout our community.

Our focus is on excelling and growing to facilitate investment in the services we provide our community, and on working through a vibrant network of strategic partnerships.

To fulfil our mission and vision, we actively engage with our community and passionately undertake the role of a dynamic nucleus to contribute to the fulfilment of the economic and social needs of our community, to tackling skills gaps and to shaping the services we provide."

The Principal's report outlined the Strategic Objectives underpinning the Strategic Aims, 'Excel' and 'Grow' and the Strategic Themes underpinning the Strategic Enabler, 'Partner'. The wording had been slightly amended following feedback by Governors at the Corporation Board meeting of 9 September.

The Principal highlighted the recommendation of the Audit Committee regarding the overarching Risk Appetite of the College and the Audit Committee Chair confirmed that Governors had taken into consideration the views expressed at KPMG's risk workshop held in March as well as the views expressed by the internal and external auditors. A consensus had emerged that the growth ambition within the Strategic Plan was commensurate with a 'medium' risk appetite.

Governors agreed that the College's overarching risk appetite should be 'medium'.

The Principal presented the Strategic Plan Annual Operational Targets set against each Strategic Objective (Annex 2). These would remain confidential.

Governors approved the proposed annual operational targets subject to further clarification and amendment to the above targets.

**JV
Agenda
16 Dec.**

8. Strategic Planning Event Outcomes and Follow-up (7 October)

It was noted that the Corporation Board agenda had been compiled and distributed prior to the strategic planning event and this agenda item had been included to accommodate any formal approvals not already on the agenda. **Governors noted that no such approvals were required.**

9. Application of Corporation Seal

The Company Secretary reported that the Corporation seal had been applied to a three-year lease in respect of Unit 31, North Tyne Industrial Estate. The College had leased the premises as part of an expansion of TMC for the purpose of delivering training in dry lining and plastering.

Governors endorsed the use of the Corporation seal as reported above.

10. Chair's Verbal Report (confidential), including Correspondence (if any)

There were no items of correspondence on this occasion.

Governors noted the Chair of Governors' confidential verbal report.

11. Chair's Action (if any)

None.

12. Chair of Audit Committee's Report and Recommendations: Minutes of meeting of 17 September 2015, incl. confidential minutes

Governors noted the minutes of the Audit Committee meeting of the 17 September 2015.

The Chair of the Audit Committee highlighted the following:

- a. **Annual Internal Audit Report 2014/15:**
Governors approved the Annual Internal Audit Report 2014/15.
- b. **Internal Audit Strategy & Annual Internal Audit Plan 2015/16:** The Committee Chair highlighted that this was the second year of the internal audit appointment and the number of days carried forward from the previous year had provided capacity to include a review of subcontracting controls.
Governors approved the Internal Audit Strategy & Annual Internal Audit Plan 2015/16.
- c. **2015/16 Risk Management Plan, incl. Corporation Board Assurance Map:**
The Committee Chair drew attention to the four high net risks, commenting that there was no overt financial risk within the Risk Management Plan as the College's financial position was directly linked to the income side of its operation.
Governors approved the 2015/16 Risk Management Plan, incl. Corporation Board Assurance Map.

13. Consent Agenda

Under the Consent Agenda Governors approved the following corporate document updates:

- a. **Quality Improvement Strategy, issue 6**
- b. **Quality Policy, issue 8**
- c. **Disaster Recovery Plan, including IT Recovery Plan and Evacuation Procedures, issue 8**

14. Any Other Business

None.

15. Any items to be designated as non-confidential or no longer restricted following this meeting and conversely any items to be designated as restricted/confidential

To remain confidential:

- All confidential/restricted minutes of meetings
- Item 3.h, Restricted item related to Senior Post Holders: Performance Reviews and 2015/16 Board Objectives
- Item 7, Strategic Plan operational targets, incl. Balanced Scorecard 2015/16
- Item 9, Executive Teams Report – confidential sections
- Item 10, Chair's Report (verbal)
- Item 12.c, Risk Management Plan 2015/16, incl. Corporation Board Assurance Map

To be made non-confidential:

- Item 7, Strategic Plan for 2015-18 other than operational/Balanced Scorecard targets

Future Corporation Board meetings and events:

Corporation Board Meetings:

- **Wednesday, 16 December 2015, at 5.00 pm, Conference Room, Coast Road Campus** (preceded by presentation by Head of Learning Innovation)

Opening events etc. :

- **Official Opening of TMC Dry Lining and Plastering Centre, 12 November**
- **Official Opening of IGNITE Centre for Engineering & Innovation – date tbc**
- **Governor Honorary Associate Award Dinner – date tbc**

At 7.15 pm the Principal, Deputy Principal: Finance & Corporate Development, Deputy Principal: Curriculum & Business Development, Staff Governors and Student Governor left the meeting.

A separate, restricted/confidential minute was taken of item 3.h.

The meeting closed at 7.35 pm.

Automatic Declarations of Interest by Governors and Staff

Prof Gary Holmes	University of Sunderland
Cllr Janet Hunter	North Tyneside Council
Dr Adam Langman	John Spence Community High School
Mrs Veena Soni	Gateshead Council
Mr Jon Vincent	John Spence Community High School
Mr Karl Ward	University of York
Mrs Audrey Kingham	Norham High School