

Minutes of the Meeting of the Corporation of Tyne Metropolitan College held at 4.30 pm on Wednesday, 16 December 2015 in the Conference Room, Coast Road Campus

Present: Mr Bill Midgley (Chair) *(from 5.20 pm)*
Mrs Sheila Alexander *(from 4.45 pm)*
Mrs Sarah Bartlett *(until 7.15 pm)*
Mr Mick Burton *(until 7.15 pm)*
Dr Graeme Cruickshank *(from 4.55 until 7.12 pm)*
Prof Mary Dunning
Mr Bernard Garner
Cllr Janet Hunter (Chaired meeting until Chair of Governors' arrival)
Ms Bethney Jamieson *(until 7.00 pm)*
Mrs Jacqueline Lackenby *(until 7.15 pm)*
Dr Adam Langman
Mr Colin Seccombe
Ms Vivien Shipley
Mrs Veena Soni
Mr Jon Vincent (Principal) *(from 5.20 pm)*
Mr Karl Ward *(from 5.45 pm)*

In attendance: Mrs Rosamund Moore, Company Secretary
Mrs Ann-Marie Crozier, Deputy Principal: Finance & Corp. Development
Mrs Audrey Kingham, Deputy Principal: Curriculum & Bus. Development
Mr Andrew Watts, Chair of Governors, South Tyneside College *(from 5.20 until 5.50 pm)*
Dr Lindsey Whiterod, Principal, South Tyneside College *(from 5.20 until 5.50 pm)*

[The meeting commenced at 4.30 pm.]

ACTION

It was noted that the Chair of Governors and Principal were at South Tyneside College where a Board meeting was underway. They would return to TyneMet accompanied by the Chair of Governors and CEO/Principal of South Tyneside College for item 1 of the agenda. In the meantime, the Vice Chair of Governors commenced the meeting.

Item taken out of order

1. Presentation

A separate, confidential minute was taken of this item.

2. Apologies for Absence

Prof Holmes had given his apologies.

3. 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.

The Principal, Deputy Principals had an interest in item 4.c. On this occasion, they would not be required to leave the meeting automatically, although the Board could go into closed session as necessary. Staff and Student Governors would need to withdraw.

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 Meeting of 14 October 2015, incl. restricted Minutes and Verbal Report of Meeting of 15 December 2015

The Vice Chair of Governors provided a summary of the meeting of 15 December 2015, indicating that most of the discussion had been about the restricted item relating to Board Objectives for senior post holders. She also highlighted the intention to distribute a questionnaire to evaluate the strategic governance model introduced in January 2015. The Committee had agreed the questionnaire about which KPMG had been asked to comment, with the Chair of Governors making the final decision on any amendments.

a. QASFC Committee Vice Chair and Membership:

The Company Secretary asked the Corporation Board to note that Mrs Bev Atkinson, Governor of Norham High School, had joined the Committee and asked the Board to endorse the appointment of Mr Fran Done (Marden Governor) as Vice Chair and Ms Erin Hollinshead as Student Associate Member. Prof Dunning responded to a question about the rationale for, and purpose of, the Committee. **Governors endorsed the appointment of Mr Fran Done as Committee Vice Chair and Ms Erin Hollinshead as Student Associate Member for the 2015/16 academic year.**

b. Code of Good Governance for English Colleges:

The Vice Chair of Governors reported that the Committee was recommending acceptance of the Code of Good Governance for English Colleges.

Governors agreed to adopt the Code of Good Governance for English Colleges.

Item taken at end of meeting:

c. Board Objectives 2015/16 for Senior Post Holders (targets):

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

Information only items received:

d. Governance Quality Improvement Plan 2015/16 Update

e. Governor Development and Activity 2015/16 to Date

5. Verbal Report by Student Governors

The Student Governors provided a verbal report on the activities and plans of the two branches of the Student Council and the induction training they had attended. In particular, Mrs Lackenby circulated the first issue of Purple Milk, a newspaper supported by the QA Student Council with articles by QA Sixth Form students. Three hundred copies had been printed with the intention of distributing them to the QA Sixth Form partner schools. Mrs Lackenby confirmed that the newspaper was a voluntary exercise, not linked to a particular student course. She thought the next issue would be released around Easter time. Ms Jamieson indicated that the TyneMet Student Council was considering developing a newspaper on WAMEdu, perhaps linked to subject areas.

Other Student Council work included the development of a mentoring project to help fellow students through mediation, for instance with friendship breakdowns. The aim was to take a proactive approach to things that could happen. Governors provided pointers about how this sort of support might be effective and the importance of knowing when to pass on information and to whom. The Student Governors were aware of the boundaries and the need to undertake training, for example related to safeguarding.

Both Student Governors had attended a recent governance induction event run by the NUS and it had been very useful in providing opportunities to network with their counterparts from other colleges and in helping them understand their responsibilities as Governors.

Further QA Student Council plans were to develop a student survey for the QA campus in order to seek feedback from fellow students on a variety of college-related matters. In response to a question by one Governor, the Deputy Principal: Curriculum & Business Development indicated that this was a Student Council proposal and it was for the TyneMet Student Council to decide if it wanted to replicate the QA campus survey. She reminded Governors that the College undertook surveys as a matter of routine in order to understand students' and other stakeholder views, as regularly reported to the Board.

Governors noted the verbal report provided by the Student Governors and asked for this to be a regular item on the Corporation Board agenda.

**Agendas
Corp.**

6. Corporation Board Minutes and Matters Arising of the Meetings of 14 October 2015 including confidential/restricted Minutes

The minutes of the meeting of 14 October 2015 were approved as a true record for signature by the Chair of Governors.

Under *Matters Arising, item 5.*: the Deputy Principal: Curriculum & Business Development indicated that the Head of Learning Innovation's presentation on WAMedu had been postponed to a later date due to the inclusion of today's alternative presentation. (Either 9 February Board meeting or Governor strategic planning and development event of 9 March).

**AK
Agenda
10 Feb. /
9 March**

Item 4.b.: the Deputy Principal: Curriculum & Business Development reported that the discussion about bullying at the previous meeting had been thoroughly investigated with individual students and she was pleased to report that the College had found there had been no instances of bullying.

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 14 October 2015 were approved as a true record and agreed for signature by the Chair of Governors.

Mrs Alexander joined the meeting at 4.45 pm.

10. Executive Team Report

It was agreed to commence this item of business and return to the Principal's sections on his arrival.

Dr Cruickshank joined the meeting at 4.55 pm.

8. Key Curriculum & Business Developments:

8.1 Prevent: The Deputy Principal: Curriculum & Business Development drew attention to Prevent training for staff, including how to embed Fundamental British Values into day-to-day practice. Workshops had been supported by the European Youth Forum and Director of Learning Development. Further development was planned in January 2016 and would be ongoing.

8.2 STEM Assured Re-accreditation Update: The Deputy Principal: Curriculum & Business Development had completed the submission for re-accreditation yesterday and the process was on schedule. She showed Governors the Investor in Innovations Standard trophy (awarded by the New Engineering Foundation) which the Business & Commercial Development Manager had received on behalf of the College at a recent event in London. In response to Governors, the Deputy Principal: Curriculum & Business Development indicated that the trophy would eventually be displayed in the IKE Hub once it was established.

8.3 Feedback on Term 1 Learning Walks: The report provided a summary of strengths and areas for development collated using feedback from the November Learning Walks which had been well-attended by Governors. The discussions following the Learning Walks had been particularly useful, both for Governors and the senior staff.

9. Quality Monitoring Report:

9.1 Self-Assessment Report 2014/15 and Quality Improvement Plan 2015/16 (including Summary)

The Deputy Principal: Finance & Corporate Development explained that this year's SAR validation process had been different to that of previous years and had included the Lead Governor for Quality at the validation stage. This process involved less direct validation by Governors as there was no longer a Quality & Students Committee, but the role of the Lead Governor for Quality was to provide assurance to the Board about the rigour of the self-assessment process. Governors could find the Executive Summary and the judgements on pages 4 to 14 of the SAR and the Executive Team Report provided a flavour of the key areas that had been discussed in the validation panel meetings. There had been a great deal of debate about the grade for 'Outcomes for Learners' and it was acknowledged that, although 'good', this was a borderline judgement.

Mrs Shipley described her role in the self-assessment process. She had attended departmental validation meetings where a new manager was in place for 2015/16 and she had also attended the first SLT workshop session for discussion of the College SAR. She had received paperwork in advance and been able to prepare for these meetings and she confirmed that there had been a lot of challenge in the discussions to ensure that additional work was undertaken where needed and that the final grades were valid. Mrs Shipley stated that she felt assured that the leadership and management processes were rigorous and strong performance management and action would bear fruit in the future. She observed that all issues had been identified and there was sufficient evidence to support the proposed grades.

Governors voiced their appreciation of the time that Mrs Shipley had been able to give to her role as Lead Governor for Quality, using her expertise to support the process.

The Deputy Principal: Finance & Corporate Development indicated that the Quality Improvement Plan covered areas for improvement and Governors would continue to receive an update on a termly basis. A progress meeting would also be held with Mrs Shipley each term.

In response to Governors, the Deputy Principal: Finance & Corporate Development confirmed that some issues were more significant than others, e.g. English and maths. Governors felt it would be helpful if the issues were ranked by priority. It was agreed that the Executive Team Report should make specific reference to key aspects of the Quality Improvement Plan.

AMC

A request was made to avoid the use of acronyms as this made it difficult for Governors to read and understand documents.

Governors noted the actions being taken to re-align the self-assessment process to the new Common Inspection Framework and to improve the timeliness of the validation process for 2015/16.

Governors considered and approved the Self-Assessment Report for 2014/15 and the Quality Improvement Plan for 2015/16.

10. Equality & Diversity Annual Report 2014/15 and Objectives for 2015/16:

The Deputy Principal: Finance & Corporate Development presented the Equality & Diversity Annual Report 2014/15 and the Objectives for 2015/16.

It was explained that the College had a statutory obligation to publish its equality and diversity objectives which were routinely placed on the College's website.

RMM

The report contained information on the performance against 2014/15 objectives.

Governors considered and approved the Equality & Diversity Annual Report 2014/15 and Objectives for 2015/16.

Item 10 was suspended upon the arrival on the Chair of Governors, Principal, Mr Watts and Dr Whiterod at 5.20 pm.

It was agreed that the Student Governors would remain for confidential items 1 and 16 to mirror what had taken place at South Tyneside College's Board meeting.

1. Presentation

Introductions were made and the Principal gave a confidential presentation.

A separate, confidential minute was taken of this item.

Mr Ward arrived at 5.45 pm.

At 5.50 pm Mr Watts and Dr Whiterod left the meeting, escorted by the Principal who returned at 5.51 pm.

16. Chair of Governors' Report

A separate, confidential minute was taken of this item.

10. **Item 10, Executive Team Report continued**

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

4. Political Environment:

The Principal highlighted key points from his section of the Executive Team Report.

4.1 Comprehensive Spending Review: The Principal asked Governors to note the outcomes of the Comprehensive Spending Review. He reported that a Parliamentary Committee had highlighted the fragility of the finances of a growing number of further education colleges and there had been a call to the government in today's press to provide greater certainty for colleges. Nick Boles, Minister of State for Skills, had issued the annual funding priorities' letter to the Chief Executive of the Skills Funding Agency and the Principal would write a summary for Governors with a link it to the full letter. The College would receive its funding letter for 2016/17 in the New Year.

JV

4.2 Area-based Reviews Update: On 30 October, the FE Commissioner, Dr David Collins, had published his termly letter which provided a comprehensive update on progress with regard to Area Reviews. Governors had received this letter by email and a hard copy was within Board papers. The North East LEP sub-region would be subject to an Area Review commencing in April 2016.

5. Key Strategic Developments:

5.4 Meeting with Owen Pugh Holdings Ltd: Following a number of meetings with top managers of Owen Pugh Holdings Ltd, the College was to be named as the exclusive education partner of the company in its development plans for relocating its headquarters to North Tyneside.

6. Health & Safety Executive Reportable Incidents & Accidents: The Principal reported that there had been three HSE reportable incidents since the last Corporation Board meeting, one of which had required no action. Details were provided within the report. Following an incident where a member of staff had slipped in the corridor on a drink spilt by a learner, the guidance on transporting drinks had been reissued to staff.

Regarding the injury which had occurred on the 3G football pitch, a full inspection of the pitch and fence had found no faults with either, but consideration was being given to adding some padding to the fence posts.

In response to a comment made by one Governor, it was noted that the Senior Leadership Team always received full reports on any matters raised by the Student Council with the Chair and Vice Chair of Governors so that these matters could be dealt with appropriately.

The Principal drew attention to an incident that had occurred the previous week which was not an HSE reportable incident. A case conference had been held and the parents were happy with the way the College had handled the incident. There had been no failing on the College's part in the young man's care and support.

Governors considered and noted the Executive Team Report.

7. Chair's Action None

Related to item 5, Verbal Report of Student Governors: The Chair of Governors asked the Student Governors to report back on their proposal to establish a Student Council mentoring project in respect of any issues a student might have, including if there were any allegations of bullying, as this had been mentioned at the recent Student Council meeting attended by the Chair and Vice Chair. In response to Governors' comments, the Deputy Principal: Curriculum & Business Development reminded Governors that the Director of Learning Development was the senior lead for the College's internal systems, policies and procedures to manage student issues.

**Stud.
Govs**

8. Correspondence – under Information Items

Two items of correspondence, one dated 30 October 2015 from the FE Commissioner and the termly letter from Nick Boles MP dated 7 December 2015 were included under information items.

The Chair of Governors reported that he had received a letter of thanks from Mrs Helen Jones following the recent Governor dinner when she had been made an Honorary Associate of the College.

9. Strategic Plan 2015-2018 Final Operational Targets

The Principal presented his report on operational targets which still needed Board approval.

A separate, confidential minute was taken of this item.

Governors approved the operational targets presented and noted that the final targets for Strategic Objective 2.5 would be presented for approval at the February Board meeting.

**JV
Agenda
10 Feb.**

11. Consent Agenda

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

- a. the Corporate Social Responsibility Framework, issue 2, and**
- b. the Redeployment, Retraining, Redundancy Procedure for Staff other than Senior Post Holders, issue 5**

12. Chair of Audit Committee's Report and Recommendations: Minutes of meeting of 3 December 2015, incl. confidential/restricted minutes

The Committee Chair provided a summary of the Audit Committee's meeting of 3 December and reported that KPMG proposed to conduct a review of subcontractor controls assurance using four of the audit days brought forward from 2014/15. As such, there would be no charge, but a separate Engagement Letter would be issued as required by the Skills Funding Agency. It was proposed to use the two remaining unallocated internal audit days for the planned review of corporate governance. **Governors agreed to the proposed use of internal audit days within the annual plan for 2015/16.**

Governors noted the minutes of the Audit Committee meeting of the 3 December 2015.

Audit Committee agenda items reordered:

The Chair of the Audit Committee also covered the following:

- c. **Audit Committee's 2014/15 Annual Report, Annual Self-Assessment and Terms of Reference:** The Committee had concluded that the Corporation had adequate and effective audit arrangements and framework of governance, risk management and control processes for the effective and efficient use of resources, solvency of the institution and safeguarding of assets. In addition, there was no material irregular or improper use of funds by the College or material non-compliance with the Skills Funding Agency's terms and conditions of funding under the Financial Memorandum.
Governors noted the Audit Committee's opinion and conclusion and approved the Audit Committee's 2014/15 Annual Report, Annual Self-Assessment and Terms of Reference.

The Audit Committee's Annual Report would be forwarded electronically to the Skills Funding Agency as required.

**RMM /
AMC**

- b. **Confirmation of Reappointment of Internal and External Auditors for 2015/16:** A separate, confidential minute was taken of this item.
Governors confirmed the continued appointment of Internal Auditor, KPMG, and External Auditor, PwC, for 2015/16, the second year of their respective contracts.

Ms Jamieson left the meeting at 7.00 pm.

The Committee Chair drew attention to the unqualified funding audit opinions issued by Baker Tilly UK Audit LLP (now RSM UK Audit LLP) in respect of the College's EFA and SFA funding claims for 2014/15. Only minor adjustments had been made to the returns and no systemic errors had been identified. The Audit Committee would monitor implementation of recommendations through a funding audit tracker in the usual manner. This was a very good result for the College and the College would only undergo a funding audit next year if it was in the random sample.

- a. **Financial Statements for the Year Ended 31 July 2015, Letter of Representation and PwC Management Report:** The Audit Committee Chair invited the Deputy Principal: Finance & Corporate Development to comment on the Financial Statements. She reported that both the Financial Statements and Regularity opinions were unqualified. The Income & Expenditure account was virtually identical to the July management accounts, with the statutory accounts showing a better year-end position due to the pension adjustment and change in the depreciation policy. Nevertheless, Governors noted that the College had not made an operating surplus. The College would follow up on the recommendations made in PwC's management report which also set out the letter of representation. **Governors approved the Financial Statements for the Year Ended 31 July 2015 and agreed that they and the Letter of Representation could be signed by the Chair of Governors and Principal on behalf of the Corporation Board.**

AMC

Once signed by PwC, the financial statements would be forwarded to the Skills Funding Agency and posted on the College's website.

AMC /
RMM

Information only items received:

- d. **Reconciliation to July 2015 Management Accounts**
- e. **SFA Funding Audit Opinions and Management Letter (RSM UK Audit LLP, formerly Baker Tilly) – see above minutes for commentary**
- f. **Extract from November Updates to Risk Management Plan 20115/16**

13. Chair of Queen Alexandra Sixth Form College Committee's Report and Recommendations: Minutes of Meeting of 3 November 2015

The Committee Chair reported on the November meeting of the QASFC Committee, highlighting the overall positive outcomes for QA Sixth Form students at AS and A2 levels. The Committee had requested a more detailed report on Value Added for the March meeting. Enrolment was slightly below target, but the Principal explained that the cohort was smaller, however the Chair of Governors felt it would be helpful for the Committee to receive information on the proportion of potential A level cohort recruited to the Sixth Form. Governors also felt it would be helpful to know the proportion of students who progressed from year 12 to year 13. The Committee had requested information about shared staffing (teaching) for the March Committee meeting and the Deputy Principal: Curriculum & Business Development commented that the College's first port of call was always the schools when it came to A level appointments.

AK

The Committee Chair drew attention to the proposed evolution of the collaboration, whereby a Partnership Development Group led by the Head of QCA, Mr Patterson, would replace the QASF Executive Committee and the Curriculum Development Group. It was noted that only one of the partner schools had a substantive head teacher in post and this proposal was intended as a supportive measure. As this was at variance with the current Statement of Collaboration, all four QASF governing bodies had been asked to endorse in principle the proposed change. A full proposal would be presented to the Committee for consideration in March 2016.

Governors noted the minutes of the QASFC Committee meeting of 3 November 2015 and endorsed the proposal in principle to amend the QA Sixth Form College Collaborative Statement.

Dr Cruickshank left the meeting at 7.12 pm.

14. Any Other Business

The Chair of Governors asked the Executive Team to include a session on curriculum planning, incorporating contribution by department, at the Governor strategic planning event on 9 March 2016.

AMC

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 1, Presentation
- Item 4.c, Restricted item related to Senior Post Holders: 2015/16 Board Objectives
- Item 9, Strategic Plan operational targets
- Item 10, Executive Team's Report – confidential sections & related appendices
- Item 12.b, Evaluation of performance of Internal and External Auditors
- Item 12.c, Restricted section of Audit Committee's Annual Report
- Item 12.d, Reconciliation to July 2015 Management Accounts
- Item 12.e, SFA/EFA Funding Audit Opinions and Management Letter
- Item 12.f, Extract from November Updates to Risk Management Plan 2015/16
- Item 16, Chair of Governors' Report

To be made non-confidential:

- Item 1.a, Financial Statements for the year ended 31 July 2015 once approved and signed

The Staff Governors and remaining Student Governor left the meeting at 7.15 pm.

4. c. Board Objectives 2015/16 for Senior Post Holders (targets)

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

Future Corporation Board meetings and events:

Corporation Board Meetings:

- **Wednesday, 10 February 2016, at 5.00 pm, Conference Room, Coast Road Campus** (preceded by presentation at 4.30 pm)

Events :

- **Strategic Planning and Development Event, at 4.00 pm on Wednesday, 9 March 2016**

The meeting closed at 7.20 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 |