

**Minutes of the meeting of the Board of Corporation held on  
Tuesday, 15 December 2020 at 5:00pm via Teams Conferencing**

Present:

- John Barnett
- Jill Colbert
- Tom Crompton
- Pamela Dawson
- Louise Doyle
- Louise Farthing
- Lyndsey O'Leary
- Sue Houston
- Alison Shaw
- Jeff Hope
- Jacqueline Steed
- Rob Lawson (Chair) (present at Bede Campus)
- Paul McEldon
- Iesha Heads, SU President
- Susan Pollard
- Ellen Thinnesen, Chief Executive

In Attendance:

- David Howells, Chief Operating Officer
- Nigel Harrett, Principal Northumberland College
- Judith Quinn, Interim Deputy Principal Curriculum
- Vikkie Morton, Vice Principal Student Services and Registry
- Iain Nixon, Vice Principal Partnerships and Commercial
- Lee Lister, Vice Principal Quality and Curriculum
- Christine Stretesky, Head of Corporate Governance and Policy (present at Bede Campus)

The Chair started the meeting asking for a one-word response on how everyone is feeling and their favourite Christmas song. The members and staff obliged.

**Bd/20-21/38 Apologies and consent for absence and declarations of interest**

There were no apologies received. Derek Cogle was absent without apologies.

No declarations of interest were made.

**Bd/20-21/39 Minutes of the meeting held on 6 October 2020 and Matters Arising**

The Chair asked if there were any changes to the minutes and hearing none the minutes were accepted as an accurate record of the 06 October 2020 meeting.

There are no matters arising.

## **Bd/20-21/40 CEO Report (incl Dame Mary Ney Report)**

The Chief Executive (CE) delivered the paper, first providing background into the Independent Review of College Financial Oversight report highlighting the key messages and recommendations as follows:

- Focus on good governance, culture of learning and sector led improvement and strategic leadership is key to student achievement
- Government to set out a strategic vision for FE college sector
- Greater clarity and higher expectations of good governance practice (with recommendations on how to achieve)
- Endorsement of the ESFA proposal to shift to the use of forward financial planning and cash flow data
- Review of the Oversight Guidance to allow greater flexibility to match actions to individual circumstances
- ESFA and FE Commissioner to develop a new relationship with colleges, providing a structural realignment to give colleges confidence to come forward for help at an early stage

The CE noted that in conversations with the ESFA they have indicated they plan to host annual meetings with colleges speaking with staff and governors. The Board queried whether the ESFA would have the capacity for annual meetings with all colleges or would they be using a peer support model. The CE stated that they have said they plan to do them themselves.

The Board discussed the report and recommendations and asked the Head of Corporate Governance and Policy (H CG&P) her thoughts on the report. The H CG&P responded that there were many recommendations that can easily be implemented now and suggested that the Governance Committee review the report and identify any new practices to adopt.

In response to the national engagement reported, the Board asked about international engagement and how the Group can attract more international activities. The CE explained that Sunderland College used to have international delivery many years ago and currently has a number of international students studying with us through our sport programmes. She continued noting the work with the Ford NGL programme which is based in Nashville, USA.

The SU President asked how can we support students to engage on behalf of the college. The CE reminded the SU President of all of the national engagement the President currently does (AoC, NUS) and suggested that students seek out national speakers for the Green Conference planned for next year.

The Board discussed the regional context of the CE report noting the update from the NE LEP asking whether there is a similar update from the Tees Valley Combined Authority (TVCA). Noting that we do not usually receive updates from the TVCA, the CE stated that as she sits on the LEP Advisory Board, which provides a natural link. The Board asked if this was something that governors with connections to the TVCA could help with to which the CE replied she would welcome that assistance.

Moving to the Strategic KPIs, the CE invited members of the senior leadership team to present on the strategic targets they are responsible for within the Strategic Plan.

The Interim Deputy Principal Curriculum presented the KPIs for Strategic Goal 1, Careers Focused Curriculum highlighting:

- KPIs are related to the Curriculum Plan
- One of the key deliverables is having Employer Panels in place
- Mapping curriculum to national and regional economies is fully completed

The Board asked whether there has been any consideration of high level targets specifically for EPNE's HE provision. The CE and Interim Deputy Principal agreed that HE specific targets should be included. **(ACTION: Interim Deputy Principal Curriculum)**

The Principal Northumberland College and Vice Principal Students Services and Registry presented the KPIs for Strategic Goal 2, Outstanding Learning Opportunities highlighting:

- Goal 2 KPIs rely on student achievement with targets not having been met in some areas with improvement needed at NC to see success
- Apprenticeships is a problematic target to achieve; plans are in place to improve apprenticeship achievement at NC
- Progression and Destination targets for SEND have made progress with data available around March to measure
- Gatsby pilot, Benchmark 8 is the one benchmark the Group needs to improve upon noting practices have been modified to meet this target

The Chief Operating Officer (COO) presented the KPIs for Strategic Goal 3, Uniting our Culture and Empowering our People highlighting:

- PS People will be implemented next year
- Key aspects are around improving/increasing level of response to engagement with the Thrive survey
- Targets around sickness absences tie into work around well-being and welfare

The Board asked why the employee response targets are set below 70% querying after the barriers to setting higher target response rates. The COO responded that it is not that there are barriers but that the research that undertook to set the benchmarks shows that for organisations with 1000 employees, 60-70% response rate is a good rate and the most important thing to increasing engagement is to show that the results are being listened to and acted upon.

The COO presented the KPIs for Strategic Goal 4, Strengthening Financial Resilience highlighting:

- Targets around EBITDA and borrowings as a percentage of income have been exceeded
- Market share has been maintained
- Estates and resource investment was not completed last year due to COVID and trying to spend the TU grant but will be spent this and in future years

The Board asked whether the national strategic discussion with the ESFA are likely to improve cash flows through better timed distribution of funds to colleges. The COO responded that is unlikely to occur though the Association of Colleges is attempting to get the April payment moved forward.

The Vice Principal Partnerships and Commercial (VP P&C) presented the KPIs for Strategic Goal 5, Engage Locally, Regionally and Nationally and Build our Reputation highlighting:

- Performance on all KPIs is good noting that economic contribution cannot be reported on just yet
- Employer led projects are integrated into the curriculum
- Corporate social responsibility projects are not usually linked to curriculum but are used to support projects within our communities

In response to a question by the Board, the VP P&C stated that for corporate social responsibility we are performing well noting that we started at a very low base and need to measure the number of students who engage in these projects.

The Board asked for clarification on how employer feedback is captured on the Digital Apprenticeship Service (DAS) being encouraged and used to drive improvement. The VP P&C stated that work is ongoing with the ESFA, the Apprenticeship Service and Newcastle College Group to resolve how the Group are presented on the DAS and once that is resolved, we can look to how the how the DAS employer feedback could assist us in driving improvement. The VP P&C continued that we encourage completion of our internal employer survey at an appropriate time in the year and gather evidence of benefits/impact of the skills interventions on the business and individuals.

The Board asked if there were any engagement with the new battery plant in Blyth. The VP P&C stated that Advance Northumberland has been approached and senior leaders are looking to engage, noting that as we are already working with Envision, the battery plant near Nissan, putting the college in a strong position. The Board suggested key people for senior leaders to contact to support this engagement.

The Board noted that this style of reporting KPIs provides a quantitative view of progress, but questioned on a qualitative level does this represent where we should be and where we are. The CE responded that this data comes alive in the Self-Assessment Reports for FE and the Self Evaluation Document for HE explaining that this data is being used to support those narratives. The SAR and SED and plans documents that will give governors comfort on how we are progressing.

The Board followed asking if the SAR and SED align with the RAG rating in this document. The CE responded that they do not as they are informed by a lot more data than what is reported in the Strategic KPI report. A discussion occurred on ways to improve reporting with the Board suggesting a time set aside for there to be an opportunity to connect these targets, the SAR and QIP and how they all fit in with Ofsted and QAA. The CE added that looking at COVID's impact on priorities and targets.

AGREED:

- To note the content of the CEO Report; and
- To approve the high-level strategic KPIs and note progress

## **Bd/20-21/41 Risk Register Review**

The COO introduced the risk register stating that the individual risk owners will present their owned risk.

- The VP P&C delivered Risk Reference 1 highlighting:
  - The description of the risk and its effects on the organisation
  - The controls in place and the controls being planned
  - The reduction in the likelihood and impact should all controls be completed
  - Seeing other opportunities emerging if one area drops is one mechanism used to mitigate the risk
- The COO presented Risk Reference 2 highlighting:
  - This risk is discussed at Board and committee meeting often and we are aware of all of the causes and effects
  - The controls in place
  - The additional controls such as the new finance system and providing real time information to budget holders

The Board asked how assurances can be provided that the financial plans are most effective. The COO responded that if the Board is wanting assurance that they are robust and accurate, this can be achieved by looking at what has been forecasted and comparing it with real time information and the year end actuals to determine how well the COO is understanding the situation and forecasting and adjusting appropriately.

- The Principal NC presented Risk Reference 3 highlighting:
  - This risk covers market share for all funding streams and follows the learner journey from prospective student to qualifications
  - It is not yet understood how the pandemic will impact market share in the future

The Board asked how senior leaders are planning to ensure students sit their exams this year. The Deputy Interim Principal responded that the college's ability to host exams during the pandemic have already been tested with the GCSE re-sits. As it has been announced that exams will occur, senior leaders and staff are already planning being mindful of flexibilities needed for students needing to self-isolate. She continued that in January the content of the exams will be announced, and exams are being adapted for technical exams.

- The VP SS&R presented Risk Reference 4 highlighting:
  - This risk covers failure to comply with statutory duties such as Safeguarding, PREVENT, Health and Safety, and Data Protection.
  - The number of controls already in place and describing the additional controls we have identified to mitigate the risks further
- The COO explained Risk Reference 5 stating:
  - Due to a number of incidents within the public sector, the risks around data security and IT systems has increased
  - There are a number of controls already in place, including a review by JISC which will lead to an action plan

The Board discussed at length Risk 5 with Governor Steed suggesting those two risks be reported and tracked separately within the register noting that data security is not a technical issue whereas IT infrastructure resilience is. **(ACTION: The COO to work with Governor Steed)** It was agreed that

this splitting may also aid in reducing the risk scores to reduce the remaining risk from the high category.

- The Interim Deputy Principal Curriculum presented Risk Reference 6 highlighting the key actions including:
  - The learning experience during lockdown
  - Additional controls to ensure consistency across the Group and within digital teaching
  - Estate development to support student success

The Board challenged asking if there should be an explicit reference to the role of HE partners in helping to drive quality systems across EPNE as partnerships can be as much a risk as they are an advantage. The Interim Deputy Principal responded that she and the Principal of NC have discussed and agree that this should be added.

- The CE presented Risk Reference 7 highlighting the difficulty the Group has had in recruiting certain positions and in certain curriculum areas. Key actions to mitigate were discussed.
- The CE presented Risk Reference 8 stating that integration and automation of our systems is critical to achieving our goal of excellence. Key actions to mitigate were discussed.

The SU President asked how senior leaders know that the plans/actions will have the impact of reducing the risk. The COO responded explaining the process undertaken for determining actions and reviewing them together to determine whether they will reduce the likelihood of a risk from happening or reduce the impact should it happen. He emphasised that we are not necessarily looking to remove risks, because that might not be achievable.

The Board discussed the information provided on the register and suggested that a third score, in addition to the gross and net score, would be helpful to show where we think the risk is rated after implementation of all actions. The Board mentioned that timing of review is key as changes to the economy and restrictions under the pandemic will impact the risks and controls.

AGREED: to approve the risks, their rating and the mitigation and controls identified

#### **Bd/20-21/42 COVID Governance Review (decision on meetings for new term)**

The Head of Corporate Governance and Policy (H CG&P) noted the continued good governance occurring through virtual meetings and presented the recommendation that board and committee meetings continue to be held virtually with a review at the Board's 27 April 2021 meeting.

AGREED: to approve hosting board and committee meetings via Teams with review at 27 April 2021 Board of Corporation meeting

#### **Bd/20-21/43 Data Protection Policy**

The H CG&P presented the Data Protection Policy taking the paper as read. The Board asked whether an analysis has been done on the impact of Brexit on the College's GDPR compliance.

The H CG&P responded that the ICO guidance on Brexit has been reviewed and reflected and due to the nature of where the college stores and shares data, the transition will not require modification

to practice. It will be continued to be reviewed to track any changes in regulation adopted by the UK Government. As of transition day, the UK is maintaining GDPR.

The Board reminded senior leaders of the need to review subcontractor compliance and ensure that the location our software providers, such as those that house our CRM, maintain our data is not impacted by Brexit.

AGREED: to approve the Data Protection Policy

#### **Bd/20-21/44 Teaching, Learning, Assessment and Quality Policy**

The Principal NC presented the Teaching, Learning, Assessment and Quality Policy thanking the VP Q&C and the Associate Principal Quality, Teaching and Learning for their work. He continued highlighting:

- The policy applies across the Group and all functions which effect student experience are subject to the policy, including subcontractors
- The 'Approach to TLA' included within the policy applies to all curriculum staff
- The 'Approach to Quality Enhancement' and the 'Approach to Quality Assurance' are applicable to all curriculum areas and business functions
- The professional development framework and the newly created virtual Professional Development Centre is embedded within this revised and refreshed approach, along with alignment to the Education Inspection Framework
- A proactive approach to analysis and swift intervention will drive fast paced, evidence-based quality improvement across the group, improving KPI's, student experience and performance
- The approach includes different levels of support following curriculum reviews
- The Policy provides for a fresh approach to self-assessment and quality improvement
- Discussion with unions and piloting the approach with staff

The Board suggested that the student involvement aspects of the policy may be further developed beyond the student voice/survey aspects, especially for HE provision where it is regarded as good practice to work collaboratively and proactively with students to drive quality. The Principal agreed that sections may need to be strengthened to support student voice and stated that will be considered.

The Board asked whether the policy (in particular section 5.1.1) should distinguish between self-assessment as a culture and self-assessment process. The Principal noted that this is process driven where work around professional practitioner practice and self-reflection is considered elsewhere.

AGREED: to approve the Teaching, Learning and Quality Policy subject to the changes suggested and after discussions with unions

#### **Bd/20-21/45 Management Accounts**

The COO presented the Management Accounts noting that they were reviewed by the Finance, Resources and Projects Committee. Stating he was taking the paper to have been read, the COO answered the following questions from the Board:

- For academic year 21/22 will the target for apprenticeships go up or be reduced?

- The COO responded that it is likely that the budget will be similar to this year as this is how it is planned in the current three year forecast and our forecasts are very prudent
- What was the total for Adult Education funding target for 2020/21 compared to 2019/20?
  - The COO replied that it is exactly the same this year as we allocated our budgets based on where we were this time last year
- The surplus identified on page 8 of the report has gone down since September; are we on track to meet the year-end target?
  - The COO explained that the surplus has not gone down but the deficit has and we are on target to meet year-end target noting that this will be reviewed throughout the year

AGREED: to note the content of the Management Accounts

**Bd/20-21/46 HE Update Report (including Quality Monitoring)**

The Interim Deputy Principal Curriculum delivered the report stating she is taking the paper as read and asked if there were any questions.

The Board suggested that we look to HE partners with a lens of what they can do for us. The Interim Deputy Principal responded that as part of the creation of the HE Framework it was very important to evaluate the current partners and whether they were a good fit for Group in meeting the needs of the students. She continued that those partnerships were reviewed and rationalised and it was recognised that the Group is looking to create mutually beneficial partnerships. Discussions had with university partners around their plans for the future led to ending relationships and strengthening relationships.

The Board noted that an area for mutual support is with apprenticeship delivery and Ofsted review of HE apprenticeships. The Interim Deputy Principal explained the move away from the model that only we learn from universities and not the other way around using T levels as a good example.

AGREED: to note the content of the report

**Bd/20-21/47 Students' Union Report**

The SU President delivered an update on the work undertaken by the Students' Union highlighting:

- Student councils have been set up on each campus and are showing an increase in engagement this year over last
- Students are planning a project with joinery and carpentry students to construct benches for each campus dedicated to a particular person
- SU social media platform has seen increase in followers
- The Students' Union logo has been developed with students voting on the new logo
- BLM and Black History Month were celebrated with a poster contest on inspiring African Americans
- Mental health activity packs have been developed to raise awareness
- Students engaged in FE food bank Friday donating food and organising talks by the food banks

- Green Group – plans are underway for students to take the lead on that with the Union selling reusable cups and organising a conference in spring term

The Board noted the many accomplishments considering the limitations on travel between campuses.

AGREED: to note the content of the report

#### **Bd/20-21/48 Disadvantaged and Vulnerable Learners Lead Governor Report**

Governor Dawson expressed her gratitude for being asked to be lead governor in this important area saying that she is taking time to familiarise herself with the role, the college's policies and procedures and its statutory duty. With regard to the Policy she stated she was impressed by its comprehensiveness and the data returns regarding safeguarding and Prevent. She and the VP SS&R have met twice, which was reported to be very helpful. She stated that she has taken the online Safeguarding and Prevent training. Noting that the student lunch she attended was informative and raised some issues around learning support, she hopes to do a walk through sometime next year. She concluded by giving the team a big well done for the efforts around inclusive learning during the pandemic.

The VP Q&C invited Governor Dawson to do a walk through of the new SEND facilities at Kirkley Hall.

Governor Colbert suggested that the Group think about how to best express in simple terms how we are closing the disadvantage gap and how we promote that to our disadvantaged learners.

#### **Bd/20-21/49 Partnerships and Reputation Lead Governor Report**

The Chair stated that this item will be picked up at the next meeting.

#### **Bd/20-21/50 Affirmation of Board and Recommendations from Committees**

The H CG&P presented the recommendations noting that all were reviewed and scrutinised at committee. The recommendations and affirmations include:

Board:

- Appoint Rob Lawson as a member and Chair for an additional year

FRP:

- Tuition Fees and Refund Policy
- Health and Safety Policy
- Simon Patterson as Vice Chair

Governance:

- Terms of Reference
- Appoint Paul McEldon as a member and Chair of FRP for an additional year
- Appoint Natasha Bradshaw as HE Student Governor at Northumberland College

Northumberland Local Governing Board:

- Terms of Reference

Sunderland Local Governing Board:

- Terms of Reference

With regard to the Health and Safety Policy the SU President asked whether First Aid training can be made compulsory for all staff and students. The COO responded that requiring for all staff is not something we have done and would potentially require a change to employment contracts. He continued that the Group is looking to pay a small amount of compensation for those who are willing to undertake the training and be on the first aid rota. The VP SS & R responded that with regard to students, we first look to see if first aid training makes sense with their curriculum area (citing Childcare and Sport Science as examples) noting there is a cost element to providing the training. She continued offering the opportunity for bespoke training from the Group Director of Health and Safety if there is a group of students keen on being trained.

The Chair, noting that he and Governor McEldon's second terms were up this year, asked the H CG&P if there were any other governors whose terms are up soon. The H CG&P stated that Governor Crompton's second term is up in 2021 and a member of the Sunderland Local Board will be completing their first term.

AGREED: to accept the recommendations of the Committees as outlined in the paper

**Bd/20-21/51 Confidential minutes of the meeting held on 06 October 2020 and Matters Arising**

This item was determined to be confidential with minutes maintained separately.

**Bd/20-21/52 Confidential minutes of the meeting held on 01 December 2020 and Matters Arising**

This item was determined to be confidential with minutes maintained separately.

**Bd/20-21/53 EPNE Self-Assessment Annual Report and QIP**

This item was determined to be confidential with minutes maintained separately.

**Bd/20-21/54 Self-Assessment of Governance and Quality Improvement Plan**

This item was determined to be confidential with minutes maintained separately.

**Bd/20-21/55 Finance – Working Capital Facilities**

This item was determined to be confidential with minutes maintained separately.

**Bd/20-21/56 Estates- Berwick (Adams Drive)**

This item was determined to be confidential with minutes maintained separately.

**Bd/20-21/57 Apprenticeship Performance Summary (Sub-contracted and College Provision)**

This item was determined to be confidential with minutes maintained separately.

**Bd/20-21/58 Draft Minutes of the following Committees**

- Governance Committee (19 October 2020)
- Sunderland Local Governing Board (22 October & 24 November)
- Northumberland Local Governing Board (22 October & 26 November)
- Northumberland Education Quality & Innovation Committee (19 November 2020)
- Finance Resources & Projects Committee (01 December 2020)

AGREED: to note receipt of the draft minutes

**Bd/20-21/59 Any Other Business**

This item was determined to be confidential with minutes maintained separately.

*The staff governor and SU President were asked to leave the meeting as the two AOBs were determined to be confidential for governors and senior leaders only.*

**Bd/20-21/60 Date, time and venue of next meeting**

- 26 January 2021, 5:00pm, Teams

There being no further business, the meeting adjourned at 20:07