

**Approved Minutes of the meeting of the Board of Corporation held on
Tuesday 28 June 2022 at 5:30pm via Teams Conferencing**

Present: John Barnett
Derek Cogle
Pamela Dawson
Louise Doyle
Cllr Louise Farthing
Taylor Finnigan, SU President
Jeff Hope
Sue Houston
Lyndsey O’Leary (from item 85)
Susan Pollard, Staff Governor
Alison Shaw (Vice Chair)
Philip Smith
Jacqueline Steed
James Stuart (Chair)
Ellen Thinnesen, Chief Executive

In Attendance: Ellis Hill, SU President Elect
David Howells, Chief Operating Officer
Nigel Harrett, Principal Northumberland College
Toni Rhodes, Principal Sunderland College
Judith Quinn, Vice Principal Curriculum and Achievement
Vikkie Morton, Vice Principal Student Services and Registry
Iain Nixon, Vice Principal Partnerships and Commercial
Lee Lister, Vice Principal Curriculum
Donna Swan, Governance Officer/Minute Taker

Bd/21-22/81 Apologies and consent for absence and declarations of interest

There were apologies from Jill Colbert and Julia Fox for which consent was granted.

There were no declarations of interest.

Bd/21-22/82 Minutes of previous meeting held on 5 April 2022 and Matters Arising

The regular minutes were discussed and agreed to be an accurate record of the meeting held on 5 April 2022 except for:

- Bd/21-22/67 – Safeguarding Biannual Report, 1st bullet point on page 3

ACTION: the Head of Corporate Governance and Policy and the Vice Principal, Student Services and Registry to agree additional text/amend to provide greater context.

The remaining part of this item was determined to be confidential with minutes maintained separately.

Bd/21-22/83 Minutes of the special meeting held on 30 May 2022 and Matters Arising

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

Strategy and Legal Duties

Bd/21-22/84 Chair's Report

The Chair reported that:

- He had hosted a positive visit by Lord Currie of Kirkharle to the Kirkley Hall Campus. Lord Currie is a former student of Kirkley Hall, and he was highly complimentary of the many changes he saw on campus and offered support to the College as it continues its journey.
- He has also drawn DEFRA's attention to some areas of concern within the Green Skills agenda and has brokered a wider meeting with the Department for stakeholders to discuss these.

AGREED: to note the report.

Bd/21-22/85 CEO Report

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

Bd/21-22/86 EPNE Curriculum Offer for 2022/23

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

Bd/21-22/87 Management Accounts – April 2022

The Chief Operating Officer presented the Group's Operating Position, Balance Sheet and Cash Flow position for the nine months ending 30 April 2022. He referred to the scrutiny of the Management Accounts, which had taken place at the Finance, Resources and Projects Committee on 14 June 2022. He noted for the Board that a question was raised around the bank covenant test regarding cash flow available for debt service (CFADS) looking lower than previously stated. In response he noted all bank covenant tests were passed and the CFADS looked lower due to the forecast having been made when several factors were being finalised. The most recent forecast indicates that cash flow available for debt service cover is higher for this fiscal year.

AGREED: to note the management accounts.

Bd/21-22/88 Risk Register Annual Review

The Chief Operating Officer presented the Strategic Risk Register to the Board noting that:

- The Strategic Risk Register was scrutinised by the Audit Committee at its meeting on 16 June 2022 and
- The Strategic Risk Register will be the subject of a session at the Governors' Strategy Away Day in November 2022.

Governor O'Leary, Chair of the Audit Committee, reiterated that the Audit Committee undertakes this holistic review of risk annually but also looks at specific risks in depth throughout the year.

The Chief Operating Officer indicated that, with regards to ref 1 – Economic risk, a further action plan is being developed to lower risk further and achieve the target residual rating of 4. As mentioned, a major refresh of the risk register is planned for the Autumn.

Whilst acknowledging the work of the Audit Committee in this area, the Chair noted the importance of the Board being fully sighted on the risk being carried by the Group; this was particularly true in the current fast-moving environment. The Chief Executive, using ref 3 – Market Share to illustrate the point, argued the importance of pulling out specific areas, in Market Share this was Adult, to avoid these risks getting lost within generalisations.

AGREED: to note the Strategic Risk Register.

BD/21-22/89 Predicted Achievement (all ages and funding streams)

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

Quality

Bd/21-22/90 Higher Education Quality Improvement Plan

The Vice Principal, Curriculum and Achievement presented the Higher Education Quality Improvement Plan highlighting that in the 5 key areas of improvement, there are 2 actions that are not on track. Both actions involve the creation of triangulated, automated data reports which, when delivered, will allow the Group to be more fleet of foot and proactive in intervention. Governor Dawson commended the improvement achieved to date, in particular the progress on improving student feedback in the national survey and the progress on professional development.

This part of the discussion was determined to be confidential with minutes maintained separately.

AGREED: to note the report.

Bd/21-22/91 OFSTED Residential Inspection: Feedback and Quality Improvements

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

Bd/21-22/92 OFSTED Full Inspection: Feedback and Quality Improvements

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

Governance

Bd/21-22/93 Chairs' Updates

Governor O’Leary, Chair of the Audit Committee, advised that the committee had recently been involved in monitoring risk from the audit perspective. At the next meeting, the committee will be receiving the year-end reports.

Governor Hope, Chair of the Northumberland Local Governing Board, advised that he had been delighted to see the Chief Executive’s presentation with its strong focus on the localism agenda as this had been a theme running through his one-to-one discussions with members of the Northumberland Local Governing Board. Governor engagement is often grounded in local concerns, and, within any new governance structure, a balance needs to be achieved to enable Governors to remain engaged thereby ensuring the Group’s continued development.

Governor Hope then went on to share his disappointment that the New Build College equipment bid for Levelling Up funding had not been successful; however, it did seem there were other opportunities that could be explored and for which a compelling case for funding could be made.

Governor Barnett, Chair of the Sunderland Local Governing Board, commended the Vice Principal for Partnerships and Commercial for the Employer Engagement Case Studies that had been reported at the last meeting of the Sunderland Local Governing Board; these had been excellent. He also endorsed the comments made by the Chair of the Northumberland Local Governing Board with regards to local engagement, and the impact on local people and the communities served by the Colleges.

Governor Stuart, in his capacity as Chair of the Governance Committee, highlighted that the proposals around the new governance structure were to be discussed at the Special Board meeting scheduled for Tuesday 5 July 2022.

AGREED: to note the reports.

Bd/21-22/94 Committee Recommendations

The Board APPROVED the following recommendations of its committees:

Finance, Resources and Projects Committee (14 June 2022):

- Probation Policy
- Grievance Policy
- Dignity at Work Policy
- Financial Regulations

Audit Committee (16 June 2022):

- Financial Regulations
- Appointment and Remuneration of the Internal and External Auditors
- Approval of External Audit Strategy and Plan

Governance Committee (20 June 2022):

- 2021-22 Governance Self-Assessment Plan
- External Board Review Plan

Bd/21-22/95 Lead Governor Updates

Governor Dawson, Lead Governor for Vulnerable and Disadvantaged Students, reported that she had undertaken three Lead Governor visits as follows:

- November 2021 – Safeguarding
- March 2022 – Inclusive Learning and
- May 2022 – one-to-one meeting, when the issue of the Prevent agenda not being fully embedded in the workplaces of Apprentices was discussed together with how this could be achieved and evidenced.

She has also carried out visits to the Kirkley Hall Campus to review the progress with High Needs learners which has been exceptionally good, particularly during the pandemic.

AGREED: to note the report.

Student Experience

Bd/21-22/96 Student's Union Report (including Financial Report) and Budget

The outgoing President of the Students' Union presented her final report for 2021/22 as follows:

- Of the £5000 budget approved by the Governors for the use of the Students' Union in 2021/22, a total of £4782.95 has been spent. The balance will be used to produce welcome packs/induction resources for new students.
- The proposed budget for 2022/23 is appended to the report for approval by the Governors. The new budget includes funding for the development of new areas of focus and will be reviewed by the in-coming President, Ellis Hill, when he comes into post on 1 August 2022.
- Turnout for the Students' Union election has increased by 2642% over last year's turnout with engagement from all the main campuses.

AGREED: to approve the Students' Union budget subject to the customary conditions.

The Chair then welcomed Ellis Hill, the Students' Union President Elect, and asked when he would be taking up his post and what had inspired him to want to become involved. The Students' Union President Elect advised that he formally took up his post on 1 September 2022 but would be "shadowing" the outgoing Present for the month of August. He had put himself forward as President as he was intrigued about what the role was all about but because he was aware that lots of students were still suffering from the aftereffects of the pandemic, both academically and personally, and he wanted to do what was possible to support them.

Bd/21-22/97 Thanks, and Farewell: Nigel Harrett and Taylor Finnegan

The retiring SU President, Taylor Finnegan, gave a presentation in which she charted her year as SU President and her many achievements in the role. She also spoke to her personal journey and the progress she has made in terms of her personal development.

The Chair responded with his warm congratulations and the good wishes of the Board as to her future studies as she takes up her university place in the Autumn.

The Board also said goodbye to the Principal of Northumberland College, Nigel Harrett, who is retiring after 33 years in education. Governor Hope, as Chair of the Northumberland Local Governing

Board, spoke to Mr Harrett's authenticity and patience which made him easy to work with and which enabled people from the local community to be engaged. He stated that Northumberland owes Mr Harrett and his team a great deal.

Mr Harrett responded that he would not be fully retiring, wanting to see the College "all the way" to Outstanding. He considered his to be a wonderful job which changes lives every day, often giving people a second chance in life. With Northumberland College, there had been opportunities and challenges but, with the support of an excellent team who have put the College at the forefront of what they do, the time seemed right to hand it on for the next stage of the journey. He thanked everyone and said that he was also looking forward to a life outside of the College.

The Chair wished him well for the future and congratulated him on the leadership and transformation which Mr Harrett has brought about at Northumberland.

Bd/21-22/98 Any Other Business

There was no other business raised.

Bd/21-22/99 Date, time, and venue of next meeting

- Tuesday 5 July 2022 at 6:00pm in the Conference Room (Room 19), Washington Campus

There being no further business the meeting closed at 7:45pm.

Informational Items

Bd/21-22/100 Draft minutes of the following Committees:

The Board acknowledged receipt of the following reports:

- Sunderland Local Governing Board (24 May 2022)
- Northumberland Local Governing Board (26 May 2022)
- Finance Resources and Projects Committee (14 June 2022)
- Audit Committee (16 June 2022)

Bd/21-22/101 Papers from Committees

The Board acknowledged receipt of the following reports:

- Internal Audit Reports:
 - Continuing Professional Development (CPD)
 - Follow Up

Signed: James Stuart (Chair)

Dated: 18 October 2022