

**Minutes of the meeting of the Board of Corporation held on Tuesday 14 February 2023  
at 6:00pm in the Conference Room Washington Campus**

**Present:** Louise Bradford (withdrew from the meeting for part of item Bd/22-23/33)  
Ian Brown  
Derek Cogle (via Teams)  
Pamela Dawson  
Louise Doyle (arrived during item 33)  
Cllr Louise Farthing  
Julia Fox  
Ellis Hill, SU President  
Sue Houston  
Chris Jones  
Susan Pollard, Staff Governor  
Alison Shaw, Vice Chair  
James Stuart, Chair  
Ellen Thinnesen, Chief Executive

**In Attendance:** David Howells, Chief Financial Officer  
Gary Potts, Principal, Northumberland College  
Toni Rhodes, Principal, Sunderland College  
Kendra Kirby, Vice Principal, Curriculum  
Judith Quinn, Vice Principal, Curriculum Enhancement, and Innovation  
Lee Lister, Vice Principal, Northumberland College and SEND  
Vikkie Morton, Vice Principal, Curriculum and Student Services  
Naomi Robson, Vice Principal, Resources  
Christine Stretesky, Head of Corporate Governance and Policy  
Donna Swan, Governance Officer

The Chair welcomed Kendra Kirby, recently appointed Vice Principal, Curriculum to her first Board meeting and advised there would be one further item of Any Other Business. He also reminded Governors about the Student Events planned for 2 and 15 March and requested that those wanting to attend contact the Head of Corporate Governance (HCG) by 17 February 2023.

**Bd/22-23/31 Apologies and consent for absence and declarations of interest**

There were apologies for absence from Governors Colbert, Hope, Magog, O'Leary, Ramanathas, Redpath, Smith, and Towns. The following interests were noted but without conflict:

- Governor Farthing – items Bd/22-23/35 and 38 as a member of Sunderland City Council, and
- Governor Pollard – item Bd/22-23/38 as a staff member working with the EPNE Training team.

### **Bd/22-23/32 Minutes of previous meeting held on 20 December 2022 and Matters Arising**

The Board agreed the minutes presented as an accurate record of the meeting held on 20 December 2022. The remaining part of this item was deemed confidential with minutes maintained separately.

There were no matters arising.

### **Bd/22-23/33 Transition Programme Mid-Year Discussion**

This item was deemed confidential with minutes maintained separately.

### **Bd/22-23/34 Chair's Report**

The Chair updated the Board on the work he is involved with as follows:

- with respect to the External Board Review he confirmed the appointment of GatenbySanderson to undertake the review. The briefing process is underway with documents being provided to GatenbySanderson, after which they have indicated that they would wish to spend time with the Board at a workshop in early June.
- he recently attended a meeting of the AOC Chair's Network and gained confidence with respect to how well the College operates.
- referring to the AOC Week of Action which commences on 1 March 2023, where the AOC intends to lobby the Government for more funding, the College will support where it considers this appropriate.
- he met recently with the ESFA and FE Commissioner's teams for the College's Annual Strategic Conversation where the College and the Governors received great feedback.

AGREED: to note the report.

### **Bd/22-23/35 CEO's Report**

This item was deemed confidential with minutes maintained separately.

### **Bd/22-23/36 Governance Self-Assessment Review and Quality Improvement Plan**

The HCG presented the Governance Self-Assessment Report (SAR) 2021/22, which had been drafted by a panel of Governors, namely the Chair and Governors Dawson, Doyle, and Smith, and which had assessed the College's governance as Good.

She then confirmed the 5 areas addressed in the Quality Improvement Plan for 2022/23 as:

- Utilisation of Governors' local, regional, and, where appropriate, national connections to benefit the Group, our students and/or our communities,
- Equality, Diversity, Inclusion and Belonging,
- English and Maths achievement,
- Governors' contribution to environmental sustainability and carbon footprint reduction,
- Board member attendance at Board and committee meetings.

The Board stated that it was good to see that, despite the length of the SAR, the areas of focus had been confined to a few areas that could be significantly improved within a reasonable timescale. It was important that the goals set were achievable.

It was noted that the Governor Impact Tracker, an innovation of the previous QIP, had been a useful source of information for the SAR together with minutes, outcomes from the Governor Personal Development Conversations, Governor Skills Audits, the Equality Diversity, and Inclusiveness Questionnaire and so on. Governor Dawson, who had participated in the SAR process for the first time, commented that, whilst there was a considerable bank of information underpinning the SAR, the "searchability" of that bank might require some improvement.

The Board also noted with approval Equality, Diversity, Inclusion and Belonging as an area within the QIP which will assure progress continues, however, noted that diversifying Board membership should also be a focus.

The HCG thanked the Governors for their significant input into the process, particularly as the deadlines for submission required Governors to give of their time during the Christmas holiday period.

AGREED: to approve the Governance SAR 2021/22 and the Governance QIP 2022/23.

**Bd/22-23/37 EPNE Training**

This item was deemed confidential with minutes maintained separately.

**Bd/22-23/38 City Hall**

This item was deemed confidential with minutes maintained separately.

**Bd/22-23/39 Management Accounts**

This item was deemed confidential with minutes maintained separately.

**Bd/22-23/40 Modern Slavery Statement**

The HCG presented the report highlighting:

- The annual statement is a requirement of The Modern Slavery Act 2015 which sets out the information that must be included within it.
- The statement has been reviewed and updated by the Procurement Manager for continued accuracy and has been confirmed by the Executive Leadership Team as representing current Group practice around the prevention of modern slavery.

AGREED: to approve the statement for signature by the Chief Executive on behalf of the Board and for subsequent publication on the College's website.

**Bd/22-23/41 Committee Recommendations**

The HCG advised that there had been no requests for any of the items to be withdrawn for further discussion by the Board.

The Board ACKNOWLEDGED the following actions taken using Chair's authority on the recommendation of the named committee:

Finance Resources and Projects Committee

- sign letters in support of Wave 5 T Level bids.

The Board APPROVED the following on the recommendation of the named committees:

#### Audit and Risk Committee

- appointment of Haines Watts as Internal Auditors.

#### Curriculum, Quality and Student Experience Committee

- approve the HE Self Evaluation Document and Quality Improvement Plan.

#### Finance Resources and Projects Committee

- approve the Tuition and Refunds Policy 2023/24.

#### Governance Committee

- closing of the 2021/22 Quality Improvement Plan.

#### Remuneration Committee

- approve the Remuneration Committee Terms of Reference.
- appoint Lyndsey O’Leary Chair of the committee.

The remainder of this item was deemed confidential with minutes maintained separately.

#### **Bd/22-23/42 Chair Updates**

The following updates were provided by the Committee Chairs:

#### Audit and Risk Committee

In the absence of Governor O’Leary, the HCG advised that Governor O’Leary had asked her to share that the process to appoint an Internal Auditor had been carried out fairly and in compliance with procurement regulations.

#### Curriculum Quality and Student Experience Committee

Governor Jones, acknowledging he was absent from the last meeting, highlighted the following significant items of business of the Committee:

- Scrutiny of the progress of the QIP is a big focus of the Committee,
- Review of the HE SED and QIP including the work identified to collaborate with students on curriculum design,
- Greater clarity was obtained about what the Journey to Outstanding will entail; and
- The new approach to Teaching Learning and Assessment was explained and welcomed.

#### Finance Resources and Projects Committee

Governor Fox highlighted the following items as significant from the previous meeting:

- The Savings Programme was tested in detail by the Committee, and
- The first of the appendices to the evolving Estates Strategy was presented with respect to the Kirkley Hall campus. The format was found to be user friendly, and the Committee made additional suggestions as to items that could be usefully added.

#### English and Maths Scrutiny Committee

Governor Bradford referred to the Committee's initial understanding of the provision which was validated by the visit to City Campus when Governors were able to see teaching in action. The Committee has a clearer understanding of what success looks like. The HCG advised that this was the first campus visit of this type undertaken by Governors during her time at the College and the PSC stressed that this had significant differences to traditional Learning Walks, in that Governors had the opportunity to meet with various levels of staff.

It was explained that during the visit, Governors had not been observing lessons in a formal, quality assurance sense, but visiting, which allowed them to see the experience of students in a different way and they themselves also being viewed differently by staff and students. There had been a change in the tone and culture within the English and maths team which had led to tangible positivity from the staff. Governor Bradford also commented upon the importance of the visibility of governance. She asked for a report to the Committee on the perceptions of the visit by staff involved.

AGREED: to note the reports.

### **Bd/22-23/43 Lead Governor Updates**

The following updates were provided by Lead Governors:

#### Lead Governor for Safeguarding

Governor Stuart reported as follows:

- In discussion, he learned of safeguarding cases, the proportionate numbers of cases within the College and the smooth tracking of these.
- He reiterated the importance of the Board maintaining their training in Safeguarding and Prevent as it is for the Board to set the standard in this regard.
- He shared information about a training opportunity for Governors on "Youth Crime" which is being jointly run by Young Asian Voices and Northumbria Police. The CE stated that there was room for a few governors to attend and to let the HCG know if interested in attending.

#### Lead Governor for Quality

Governor Dawson reported as follows:

- She advised that she had been a member of the Higher Education Self Evaluation Document (SED) Panel; this was her third year of working on the Panel and she had been impressed with the year-on-year improvement with regards to the SED, the use of data to support it and the process around undertaking this work.
- She had also acted as a "critical friend" in the production of the HE Teaching Excellence Framework (TEF) submission and congratulated the Vice Principal, Curriculum Enhancement, and Innovation (VPCEI) on the quality of teaching in the face of a pandemic, significant mergers, data capture challenges and changes of HE partners.

The VPCEI thanked Governor Dawson for her significant help and support with both the HE SED and the TEF over several years and thanked the SU President for his work in completing the Student Submission.

#### Lead Governor for Economy and Place: Hartlepool

Governor Houston highlighted the following issues relating to Hartlepool and Tees Valley area:

- Devolution issues,
- Tees Valley Local Enterprise Partnership is looking to recruit new members, and
- Her work in attempting to get the Tees Valley Business Club to hold events at HSFC has been successful.

**Bd/22-23/44 Draft Minutes of the following Committees**

This item was deemed confidential with minutes maintained separately.

**Bd/22-23/45 Papers from Committees**

This item was deemed confidential with minutes maintained separately.

**Bd/22-23/46 Any Other Business**

There were two items of business deemed confidential with the minutes maintained separately.

There was no further business.

**Bd/22-23/47 Date, time, and venue of the next meeting**

The Board noted the arrangements for the next meeting as follows:

- Tuesday 9 May 2023 at 6:00pm in the Conference Room at Washington Campus

There being no further business, the meeting closed at 8:15pm.

**These minutes were approved by the Board of the Corporation at their meeting of 9 May 2023 pursuant to minute Bd/22-23/49.**