

**Approved Minutes of the meeting of the Board of Corporation
held on Tuesday 19 March 2024 at 5:15pm
in the Theatre at Hartlepool Sixth Form College
and via Teams Conferencing**

Present:

Louise Bradford, Vice Chair -South
Ian Brown (via Teams)
Pamela Dawson (via Teams)
Louise Doyle
Julia Fox
Jeff Hope (via Teams)
Chris Jones
Lyndsey O’Leary (via Teams)
Susan Pollard
Alison Shaw, Vice Chair –North (via Teams)(from item 70)
Darren Sterling
James Stuart, Chair
Ellen Thinnesen, Chief Executive (from item 66)

In Attendance:

David Howells, Chief Financial Officer
Toni Rhodes, Deputy Chief Executive
Judith Quinn, Vice Principal Curriculum, Enhancement, and Innovation
Lee Lister, Vice Principal Northumberland College and SEND
Vikkie Morton, Vice Principal Student Services and Community
Iain Nixon, Vice Principal Partnerships and Commercial
Naomi Robson, Vice Principal Resources
Christine Stretesky, Head of Corporate Governance and Policy
Donna Swan, Governance Officer (via Teams)

The Chair welcomed Governor Sterling to his first Board meeting following his appointment.

Bd/23-24/61 Apologies and consent for absence and declarations of interest

There were apologies for absence from Governors Houston and Laing for which consent was granted. The Attendance Report was received and noted. There were no declarations of interest.

Bd/23-24/62 Minutes of previous meeting held on 19 December 2023 and Matters Arising

The Board agreed the minutes presented as an accurate record of the meeting held on 19 December 2023.

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

The Board Action Log was received and noted as being substantially complete, except for the discussion of the Board's Strategic Sustainability Goal (poverty) which has not yet taken place due to other priorities.

Bd/23-24/63 Minutes of Special Meeting held on 8 February 2024 and Matters Arising

The item was deemed confidential with minutes maintained separately.

Bd/23-24/64 SEND Framework 2024-27

The Vice Principal, Northumberland College and SEND (VP-SEND) presented the SEND Framework advising that this updates the previous version which covered a five-year period from 2018. Given the ever-changing SEND landscape, the Framework addresses the next three years and sets out the College's strategic ambitions for its SEND provision (present high standard to exceptional) and the actions necessary to achieve them.

Governors asked for and received clarification around the number of students presenting with SEND or learning difficulties with the raw numbers trending upward.

Governors challenged the performance measures and the measuring of impact. The VP SEND and VP Student Services and Community explained that behind each performance measure is an annual operating plan which provides for the specific actions and measurement of impact.

Reporting progress was discussed, with Governor Doyle as Lead Governor for SEND remarking that she has her next visit on 10 May and members were reminded that Lead Governors report at each meeting.

The Board commented that the presentation on SEND provided at the Strategy Afternoon has helped set the context for the Framework and they are delighted to see the ambition contained within the document.

AGREED: to approve the SEND Framework 2024-27.

Bd/23-24/65 Policies

The Chief Financial Officer (CFO) presented the following suite of HE policies for approval:

- HE Tuition Fees Policy
- HE Refund and Compensation Policy
- HE Admissions Policy
- HE Appeals Policy
- FE Fees and Refunds Policy

The Board questioned how tuition fees are set by the College and it was explained that most colleges charge the fees set by the UK Government, although this is not mandatory, and colleges may consider market conditions in setting its fees. There are some students and some courses which are exempt from paying fees and where fee levels are discretionary, but generally the College adheres to the guidance. The Vice Principal Curriculum, Enhancements and Innovation shared how and why the HE Fees are set at the level they are explaining that if the College wanted to charge the full amount

allowed by government, an Access and Participation Plan would need to be adopted. The CFO provided assurance our fees are very competitive within the region noting the benchmarking exercises that are done to ensure value for money. Governor Dawson commented on her work with the College to validate the HE SED and the inclusion in that process of a full analysis of our competitors and their fees and the appetite that students may have to pay more. The Board thanked the leadership for the explanation of the fees' regime which confirmed that the College was competitive, delivering Value for Money with some opportunity to charge a little more. The Board queried whether the policies as drafted contained enough detail to which the CFO responded they did not, but new more detailed policies would be presented next year.

Focusing on the HE Admissions Policy and the HE Admissions Appeal Policy, the Board noted the responsibilities included for the Student Collectives. The DCE explained that student collectives are evolving to include HE specific groups at each campus who will be supported by the campus lead.

AGREED: to approve all of the presented policies.

[The Chief Executive (CE) joined the meeting.]

Bd/23-24/66 Contract Approval

This item was deemed confidential with minutes maintained separately.

Bd/23-24/67 Modern Slavery Statement

The Head of Corporate Governance and Policy (HCGP) presented the College's Modern Slavery Statement which had been updated but was otherwise substantially unchanged.

AGREED: to approve the Modern Slavery Statement and agree to its publication.

Bd/23-24/68 Acknowledgements and Committee Recommendations

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

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

Governance Committee

Item 68a – appointment of Nick Collins as a co-opted member of the Finance Resources and Projects Committee.

Item 68b – adoption of the new Association of Colleges' FE Governance Code.

Item 68c – approval of Governance QIP 2023-24 (based on EPNE QIP).

Remuneration Committee

Item 68d – adoption of the Remuneration Committee Terms of Reference

Audit and Risk Committee

Item 68e – approval of Data Protection Policy

The Board acknowledged of the following committee decisions:

Finance Resources and Projects Committee

- Award of HSF Wave 5 T Level Contract to MJ Phoenix

The Board acknowledged of the following out of meeting discussion:

- Strategic Conversation with the Chief Executive on 26 January 2024: Devolution.

Bd/23-24/69 Strategic Roadmaps

This item was deemed confidential with minutes maintained separately.

[The Vice Chair - North joined the meeting.]

Bd/23-24/70 Management Accounts and Financial Forecast

The CFO presented the Management Accounts to 31 January 2024 and Financial Forecast.

The headlines are:

- Actual Educational EBITDA is £2,761k (11%),
- Cash balances are £1778k above forecast, higher than expected at this stage but tied to the timings of capital payments,
- Actual ESFA 16-18 learners enrolled were 243 above the funded number, representing significant unfunded growth, and
- Current Financial Health forecast is 190 points/Good.

Overall, EBITDA is going up, the factor in this is the Washington Campus lease.

The Chair of the Finance Resources and Projects Committee (FRP) added that the Committee was due to meet on 26 March when these matters would be discussed in more detail. Whilst the financial position is currently positive, the Committee is not complacent as it is aware that whilst the Washington lease monies assist the position, the aggressive savings plan that the College was pursuing has had to be tailored to support staff required to service the provision the College is delivering.

The Board referred to previous years when shortfalls in the delivery of contracted provision had arisen late in the year and the resultant gap had had to be filled by subcontracted provision and questioned the risk of this occurring again this year. The CFO acknowledged that some adjustments had had to be made to subcontracted provision and this was reflected in the revised forecast. However, he emphasised that the College had subcontracted well below the 25% cap, and, therefore, there was headroom to comfortably increase the level of subcontracting.

The other key strategy to reduce reliance on subcontracting was the introduction of EPNE Training which is doing all the things it had been hoped it would. There has been an expansion in workplace training and employability skills and EPNE Training is making progress towards being able to replace subcontracted provision with the right offer. The Chair of the FRP shared that subcontracting was discussed at the last FRP meeting with reports showing it is tracking well.

The CE raised the future of Adult Skills delivery which is in transition from a mixed environment to a fully devolved region which will be moving to a new Adult Skills strategy. This will require the College to be able to respond with new internal reporting procedures and strategic curriculum planning. The budget associated with Adult Skills is significant and it would be entirely appropriate for the Board to request a steer on strategy, timing and so on.

ACTION: report addressing the strategy around the delivery of Adult Skills provision post devolution (CFO).

The Chair asked about plans for the Washington Campus once the current lease term is up. The CFO advised that, beyond ensuring that the premises are returned in the condition they had been let in, the College was open to any proposals for its reuse. He also confirmed that the forecast does not assume any income derived from the property after the end of the lease term.

AGREED: to note the report.

Bd/23-24/71 Chair's Report

The Chair imparted the following information:

- Interviews for new membership have taken place and have been successful noting the continuous review to ensure the Board and its committees has the right membership.
- He had attended a meeting of the Student Collective at Bede Campus and was interested in the perceptions of the students and the types of projects they want to get involved with. A discussion then took place about what support could/should be provided to the collectives to assist with the development of meeting management skills to ensure all voices are heard equitably.

The DCE mentioned that the Student Collectives have recently adopted terms of reference which should help with the structure of meetings and other changes being made to student voice to include meetings with student representatives and campus/college leadership on a regular basis. The Board requested the revised plan for student voice be brought to the next Board meeting as it would like the opportunity to discuss its interaction with student voice and how that should look; noting the meeting it had with students during the Strategy Afternoon. Governor Shaw offered to share good practice from Newcastle University on student engagement.

AGREED: to note the report.

Bd/23-24/72 Committee Chairs' Reports

This item was deemed confidential with minutes maintained separately.

Bd/23-24/73 Lead Governors' Updates

This item was deemed confidential with minutes maintained separately.

Bd/23-24/74 Draft Minutes of the following Committees

This item was deemed confidential with minutes maintained separately.

Bd/23-24/75 Papers from Committees

This item was deemed confidential with minutes maintained separately.

Bd/23-24/76 Any Other Business

There was no further business.

Bd/23-24/77 Date, time, and venue of the next meeting

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

- Tuesday 14 May 2024 at 6:00pm in a venue to be confirmed.

Bd/23-24/78 Meeting Wrap-up

The Chair asked members to reflect on the meeting and provide any feedback to him and/or the Head of Corporate Governance and Policy but also took the opportunity to canvas feedback on the format of the day, that is a Strategic Afternoon followed by the Board meeting. Board members supported the format, commenting that the energy and excitement had been maintained throughout.

The meeting closed at 7:00pm.

These minutes were approved by the Board of Corporation at its meeting on 14 May 2024 pursuant to minute 81.