

Meeting of the Board

Venue: Conference Room 3 at South Tyneside College

Date: Wednesday 13 December 2017

Time: 4.05pm – 6.30pm

Present: Bill Midgley (in the Chair)
 Sheila Alexander
 David Byrne
 George Clark
 Terry Cornick
 Graeme Cruickshank
 Bernard Garner
 Malcolm Grady
 Gary Holmes
 Brooklyn Nielson
 Mark Overton
 Alain Reynier
 Colin Seccombe
 Andrew Watts
 Susan Wear
 Lindsey Whiterod

Apologies: Martin Hottass
 Andy Walton

In Attendance: Neil Longstaff (Director of Governance)
 Helen Beaton (Chief Operating Officer)

ITEM NO.	ISSUES	ACTION
1.	<p>Apologies for absence</p> <p>The Board approved apologies for absence received from those identified above after having first considered the reasons for their absence.</p>	
2.	<p>Declarations of interests</p> <p>The Chair reminded members to declare any conflicts of interest as they arose on the agenda. With regard to Item 7 academy update, GH reminded governors that he was a trustee of North East Futures UTC.</p> <p>With the agreement of governors, the Chair changed the order of business as follows:</p>	
3.	<p>Minutes and Matters Arising</p> <p>The minutes and confidential minutes of the meeting of the Board held on 18 October 2017 were approved and signed by the Chair.</p> <p>Matters arising not covered on agenda</p>	

	<p><u>3.1 Visit to the simulator and MOST</u></p> <p>NL confirmed that arrangements had been made for governors to visit the simulator and MOST. It was noted that SW had taken up this offer.</p> <p><u>3.2 Tyne Coast College Culture - Initial Proposals</u></p> <p>LW indicated that she would involve governors in the drive to implement cultural changes as and when required. An update on the Culture Change checklist was to be given when finalised.</p> <p><u>3.3 Annual Report on Safeguarding</u></p> <p>LW confirmed that with the support of the Principals, she was reviewing the areas of support/early help given with regard to Mental Health.</p> <p>MO informed the members of the Board that in his role as Link Governor for Safeguarding, he had met with the Executive Director of HR to discuss matters concerning Prevent and mental health.</p> <p><u>3.4 Salary of Chairs</u></p> <p>Confidential item.</p> <p><u>3.5 Governance</u></p> <p>It was noted that Matthew Leadbeater had been successful in the recent elections for Local Staff Governor on TyneMet Local Board and Eddie Becket had been appointed as Local Staff Governor on STC Local Board.</p>	LW
4.	<p>Presentation: Principal of Tyne Metropolitan College</p> <p>The members of the Board were provided with an overview on Tyne Metropolitan College's provisions and structure, SWOT Summary and business plan.</p> <p>AK responded to a number of questions during her presentation, which included the following:</p> <p>Q. Did high sickness levels indicate other deeper issues? No, figures included a range of sickness issues, some of which were long term.</p> <p>Q. Cover from across sites used? Yes, where possible. There were no underlying issues to report to the Board.</p> <p>It was commented that the College had three headline brands but there were a number of others such as the specialist academies etc. It was suggested that an exercise be undertaken to identify all brands associated with the College and to show how they linked in with the College group structure.</p> <p>Resolved: That the information is received and acknowledged.</p> <p>AK was thanked for her presentation.</p>	LW
5.	<p>Chair's Update</p> <p>The Chair highlighted the following matters for governors information:</p>	

	<ul style="list-style-type: none"> • Feedback from AoC Conference, which included future funding, Labour Party's stance on FE provision and views on accountability, and interventions by FE Commissioner. • Ofsted inspections had seen a fall in good grades being awarded although in recent weeks there had been a slight improvement • Payment to Chairs was to be an issue covered at a forthcoming AoC Governance conference. This was an issue that could be followed up by the Governance and Search Committee in due course. • The Chair and Chief Executive now meet on a weekly basis • A Principals Meeting (North East) had been arranged for Tuesday 20 February 2018 at 8.00am to be hosted by Tyne Coast College. John Taylor from the ESFA was also to attend. • Members on Local Boards needed to understand the College structure and their role in the organisation, which was to be achieved through training. <p>Resolved: That the information is received and acknowledged.</p>	
6.	<p>Report of the Chief Executive</p> <p>This paper provided the Board with a strategic update on the following issues:</p> <ul style="list-style-type: none"> • Budget and Enrolment Numbers 2017/2018 • Growth Plan Update • Devolution Update • Merger Update • HR Update • Industrial Strategy <p>The Chief Executive provided further clarification on the following:</p> <p><u>Growth Plan</u></p> <p>Confidential</p> <p><u>Devolution</u></p> <p>This was viewed as a challenge particularly on the adult education budget as £23m had been devolved to the local councils (Newcastle, North Tyneside and Northumberland).</p> <p>Q. Mayor of North Tyneside involved? Assisting with the TMC redevelopment.</p> <p><u>Merger Update</u></p> <p>LW had received positive feedback from her meeting with schools across the region (Also see <i>Item 7 below</i>)</p> <p><u>Ofsted preparation</u></p> <p>Position papers were being drafted in readiness for an Ofsted inspection of the College, which was expected before the end of the academic year.</p> <p>Resolved: That the information is received and accepted.</p>	

7.	<p>Academy Trust Update</p> <p>Confidential item.</p>	
8.	<p>Approval of Policies</p> <p>The following polices, which had been recommended by the Audit Committee, were presented for Board approval:</p> <ul style="list-style-type: none"> • Data Protection • Fraud and Bribery <p>Resolved: That the above-mentioned policies are approved, as presented.</p>	
9.	<p>Reports from Local Boards</p> <p>The Chairs of each of the Local Boards gave an overview of the reports considered at their recent meetings.</p> <p><u>STC Professional Vocational</u></p> <ul style="list-style-type: none"> • Considerable scrutiny was given to the updated College Self-Assessment Report (SAR) and subsequent Quality Improvement Plan (2017/18). • Within the QIP review dates were RAG rated to reflect a judgement about the impact of the actions. • Curriculum Improvements Reviews continued to contribute to high quality provision. • Promising reports overall. <p>A governor asked authors to consider carefully the terminology used when writing their reports, making reference to the phrasing of the recruitment of apprenticeships.</p> <p><u>Tyne Metropolitan College</u></p> <p>Key points highlighted in the report were:</p> <ul style="list-style-type: none"> • Good achievement performance in 2016/17 at TyneMet, Queen Alex and TMC. Very strong academically. • The Apprenticeship recruitment was causing concern. The changes in the funding and introduction of the Levy had impacted upon the summer term of 2016/17 recruitment and reduced the amount of funding/recruitment expected to continue in learning into 2017/18. • Partnership working with the Local Authority, schools, university, community groups and employers was very good. • Detailed scrutiny was given to both the SAR and QIP documents, which had been endorsed by SEG. • The Colleges Higher Education Self Evaluation Document had been reviewed and approved. <p><u>South Shields Marine School</u></p> <p>A good positive report had been received at the recent meeting and there had been significant challenge by members of the Local Board.</p> <p>Issues considered included:</p>	

	<ul style="list-style-type: none"> • Student attendance levels were good and above target (92%) • Teaching quality was good • Achievement rates in FE were outstanding, but a variable range of results for the HE and Full cost provisions. Improvement actions were needed to ensure student success targets were met. Course management was being reviewed on poor performing courses and this included a need to ensure students were ready to sit their exams. • Financial expenditure was within budget • The student voice was recorded and the issues raised were covered in the improvement plan where appropriate. <p>Q. Declining enrolment a concern – risk? A short-term issue with overseas students but not expecting a decline. It was noted that DB and the principal of SSMS were to visit the Middle East to ensure students were coming through. LW indicated that it was not a strategic concern at this stage.</p> <p>Resolved: That the reports from the Local Boards are received and information acknowledged.</p>	
10.	<p>College Self-Assessment Reports and Quality Improvement Plan(s)</p> <p>i. <u>Tyne Coast College combined data and Self-Assessment</u></p> <p>The purpose of this report was to provide the Board with a joint Self-Assessment document with combined data for 2016/17 outcome for learners.</p> <p>Governors attention was drawn to the following matters:</p> <ul style="list-style-type: none"> • The combined data for 2016/17 demonstrated a College with high performance for Outcomes for Learners with 87% 16-18 year olds, Adults at 90% and the whole College based at 88.3% • Achievement rates across Apprenticeships combined had declined due to impact of sub-contractor issues highlighted in the main report. • Achievement rates were high and continued to improve well above National Averages. • Outcomes for Learners had been positively impacted by a high standard of teaching, and robust and rigorous quality assurance procedures and processes. • Leadership and management had embedded a changing culture to raise aspirations. <p>Resolved: That the Self-Assessment Report 2016/17 for Tyne Coast College is received and approved.</p> <p>ii. <u>STC and TyneMet College Self-Assessment Reports 2016/17 and Quality Improvement Plans 2017/18</u></p> <p>iii. <u>HE College Self-Assessment Report</u></p> <p>iv. <u>SSMS Full Cost Self-Assessment Report</u></p> <p>v. <u>Report update on Dr Winterbottom Halls November 2017</u></p> <p>The self-assessment reports and quality improvement plans for STC and TyneMet College were presented for approval. These documents had been to the relevant Local Boards and scrutinised by Local Governors and were now being recommended for approval by the Board.</p>	

	<p>The Board was made aware that a separate HE SAR approval meeting had been held before the SSMS Local Board to undertake a detailed review of the SAR to enable it to be signed off by the CEO and sent to HEFCE by the given deadline. The findings and recommendations from the pre-meeting had also been presented to the Local Board for endorsement.</p> <p>Governors were of the view that all these documents had received detailed scrutiny at local level and gave a positive picture, which provided a good basis for moving forward.</p> <p>Resolved: That the Board:</p> <ol style="list-style-type: none"> i. Approve the above-mentioned documents. ii. Acknowledges the very good and continuing performance in 2016/17 of classroom based learning. iii. Acknowledges the outcomes for learners with Learning Difficulties and Disabilities iv. Acknowledges the stringent and robust procedures to ensure high quality provision both internally and externally through sub-contractor arrangements. v. Endorses the review undertaken by the HE SAR Working Group on the HE SAR and agree to the SSMS Local Board monitoring the improvement plan proposed for 2017/18. 	
<p>11.</p>	<p>Student Union Report</p> <p><u>Elections</u></p> <p>Student Union elections for the remaining officers posts were held at the beginning of November and the results were shared with the Board.</p> <p>It was noted that the President, Brooklyn Neilson was to serve on the Queen Alexandra Sixth Form Committee and TyneMet Local Board to ensure that there were consistent numbers of students represented on all Boards.</p> <p><u>Meetings</u></p> <p>The first meeting of the Student Union Officers was held on Thursday 30th November at South Tyneside College. A presentation was given, which outlined the aims of the Student Union and each member was issued with a roles and responsibilities document, which they signed. Dr Malcolm Grady attended the meeting in his role as Student Mentor and he offered support and guidance to the learners in relation to their role on the Boards/Committees.</p> <p>Resolved: That governors agree to receive the report.</p>	
<p>12.</p>	<p>Governance Update - Review of Queen Alexandra committee membership, governance arrangements and Collaborative Partnership documentation</p> <p>The purpose of this report was to provide the Board with an overview of the completed consultation activity in relation to the Collaborative Partnership Agreement, the proposed governance arrangements and committee membership, and the completed review documentation for approval.</p>	

	<p>Governors were pleased to see that a consensus had been reached on a way forward.</p> <p>The Director of Governance indicated that the appointment of a Local Governor as Chair of the QA Committee would require an amendment to the College's standing Orders.</p> <p>Resolved: That the Board:</p> <ul style="list-style-type: none"> i. Approve the updated committee membership proposal, which reduces the number of school governors from two per school to one plus each Head Teacher and maintains the associate membership recommendations for the committee to add to the associate membership list as and when meets the need of the committee. The current University, community and business/ industry members are to continue in their role. ii. Approve the updated terms of reference, which reflects the views of the committee members, focusing upon transition, quality standards and preparing students for their destinations from Queen Alexandra Sixth Form. iii. Acknowledge the required corporate cosmetic update for the Collaborative Partnership Agreement, which will be undertaken by the marketing team. iv. Amend 10.4.1. of the College's Standing Orders relating to the appointment of a Chair and Vice Chair of Committees/Local Boards/Working Parties/Task Groups to read "The Chair and Vice Chair will be appointed from the Board" v. Appoint David Bavaird, as Chair of the committee vi. Appoint Jim Coltman as Vice-Chair of the committee. 	<p>NL</p> <p>NL</p> <p>NL</p> <p>NL</p> <p>NL</p>
<p>13.</p>	<p>Annual Reports to Board from Audit Committee (STC and TyneMet College)</p> <p>The Chair of Audit Committee introduced the Annual Reports for both South Tyneside College and TyneMet College highlighting key areas for governors' consideration.</p> <p>It was explained that the Board was required to receive a report on the work of the Audit Committee (audit functions) on an annual basis.</p> <p>The Audit Committee had received the reports and concluded that the information provided allowed them to recommend the signing of the statements of governance and internal control by the Chief Executive and Chair as part of the College's annual reports.</p> <p>Resolved: That the Board accepts these reports.</p>	
<p>14.</p>	<p>Internal Audit Annual Reports (Internal audit annual opinion) Year ending 31 July 2017</p> <p><u>South Tyneside College</u></p> <p>The above mentioned report covered the following areas:</p> <ul style="list-style-type: none"> • The annual internal audit opinion • The basis of auditors' audit opinion • Appendix A: Annual opinions • Appendix B: summary of internal audit work completed 2016/17 <p>The auditors concluded that the College had an adequate and effective framework for risk management, governance and internal control. However, auditors work had</p>	

	<p>identified further improvements to the framework of risk management, governance and internal control to ensure that it remained adequate and effective.</p> <p><u>TyneMet College</u> The above mentioned report covered the following areas:</p> <ul style="list-style-type: none"> • Executive summary • Planned coverage and outputs • Implementation of recommendations • Performance of Internal audit • Classification of report ratings • Classification of findings <p>The auditors work supported the view that the College had adequate and effective risk management, control and governance processes to manage the achievement of its objectives. Auditors were also satisfied that, based on the work completed, management had implemented adequate arrangements in respect of economy, efficiency and effectiveness.</p> <p>HB reported that an issue had arisen since the report for TyneMet College had been presented to the Audit Committee. It was brought to governors' attention that auditors (PwC) had given the wrong audit opinion, as TyneMet College was no longer trading. HB had today received an updated report, which reflected the true position that TyneMet Corporation had dissolved on 1 August 2017. It was confirmed that there were no changes to any judgements made within the report other than to show the accounts were being presented on a break up basis.</p> <p>Q. Audit opinion? Updated and now gave a true and fair reflection of the College and it remained a clean audit report.</p> <p>It was commented that the performance of PwC had been poor during the time they had worked on behalf of TyneMet College.</p> <p>Resolved: That the reports are received and approved.</p>	
<p>15.</p>	<p>Annual Reports and Financial Statements for the Year Ended 31 July 2017 including Regularity Audit Opinion and Management Letters</p> <p>The Board received the accounts for South Tyneside College and TyneMet College, which had been circulated in advance of the meeting. It was reported that the accounts had been considered in detail by the Audit Committee and the Finance and Resources Committee with each recommending their approval by the Board.</p> <p>HB highlighted specific areas where appropriate signatures were required and questions were invited.</p> <p>Areas requiring formal approval were:</p> <ul style="list-style-type: none"> • Operating and financial review by Chair of Board • Statement of Corporate Governance and Internal Control by Chair of Board and Chief Executive • Statement on the College's Regularity, Propriety and Compliance by Chair of Board and Chief Executive • Statement of responsibilities of the Members of the Board by Chair of Board 	

	<ul style="list-style-type: none"> Financial Statements by Chair of Board and Accounting Officer <p>Reference was also made to the Regularity Audit Opinion and Management Letters. Members recommended that the Letters of Representation from auditors (Management Letters) be signed by the Chair of the Board.</p> <p>Resolved:</p> <ol style="list-style-type: none"> That the annual report and accounts for South Tyneside College and TyneMet College for the Year Ended 31 July 2017 are approved and that the appropriate persons, as identified in the papers, are authorised to sign the relevant sections of the documents (as detailed above) on behalf of the Board. That the Chair is authorised to sign the Letters of Representation from auditors. 	<p>LW/BM</p> <p>BM</p>
<p>16.</p>	<p>Letter from Peter Lauener Chief Executive and Accounting Officer for the Education and Skills Funding Agency (ESFA)</p> <p>Governors received a copy of a letter sent by Peter Lauener, Chief Executive and Accounting Officer for the ESFA, which covered standards of governance and accountability in colleges in the FE sector.</p> <p>Specifically it focussed on the role of the accounting officer, findings from the ESFA's work with colleges, data quality and recent changes at the ESFA.</p> <p>Q. Can the Board be given assurances to point 8 re. commercial activities? HB explained that this particular issue was covered as part of the budget sign off.</p> <p>Resolved: That the letter is received and content acknowledged.</p>	
<p>17.</p>	<p>Student Union Accounts 2016-17</p> <p>Members were informed that the accounts for 2016/17 had been to Finance and Resources Committee and were recommended for approval.</p> <p>Q. Fundraising for own resources? This was achieved through the sale of student union cards.</p> <p>Q. Control of expenditure? The Union were required to follow College financial procedures and expenditure required the approval of a member of staff.</p> <p>Resolved: That the report is approved.</p>	
<p>18.</p>	<p>Application of the Seal</p> <p>The Director of Governance confirmed that the College Seal had been used on one occasion since the last report was given to the Board; this being Sports England Awards - Deed of Variation.</p> <p>Resolved: That the information is received and noted.</p>	

<p>19.</p>	<p>Minutes of Committees/Working Groups of the Board</p> <p>The Board received the minutes of the meetings of the following Local Boards/Committees/Working Groups. The Chair indicated that most matters/actions had been addressed during the Board meeting.</p> <ul style="list-style-type: none"> (i) Quality and Standards – 1 November 2017 (ii) HE SAR Working Group – 8 November 2017 (iii) SSMS Local Board – 15 November 2017 (iv) Finance and Resources – 21 November 2017 (v) Audit – 22 November 2017 (vi) Queen Alexandra Sixth Form College – 27 November 2017 (vii) TyneMet Local Board – 28 November 2017 (viii) STC Local Board – 29 November 2017 <p>Matter Arising</p> <p><u>Quality Policy</u></p> <p>Resolved: That the Quality policy is received.</p> <p><u>Internal and External Auditors Re-appointment</u></p> <p>It was reported that the Audit Committee was recommending the reappointment of both auditors for the final year of their contracts at the price tendered (KPMG and RSM).</p> <p>Resolved: That the Board agree to reappoint both internal and external auditors for the remainder of their contracts and to be remunerated as per the tendered price.</p>	<p>HB</p>
<p>20.</p>	<p>Any Other Business</p> <p><u>Capital Project</u></p> <p>HB informed the Board that planning permission for the construction facilities at TyneMet would be submitted before the Christmas break.</p> <p>Governors were invited to attend a meeting with the Architects and Project Manager on Monday 18 December 2017 at 10.00am to consider the final elevations and layouts.</p>	
<p>21.</p>	<p>Date and time of next meeting: Wednesday 28 March 2018 at 4.00pm at TyneMet College site.</p>	
<p>22.</p>	<p>Management Accounts to 31 July 2017</p> <p>Confidential item. Staff and student governors left the meeting.</p>	
<p>23.</p>	<p>Performance Review</p> <p>At this stage in the proceedings all remaining staff withdrew from the meeting.</p> <p>Confidential item.</p>	

24.	Identification of confidential items Resolved: That the following matters are to remain confidential: <ul style="list-style-type: none">• Item 3.4 - Salary of Chairs• Item 6 – Report of Chief Executive – Growth Plan• Item 7 – Academy Trust Update• Item 22 - Management Accounts• Item 23 – Performance Review Feedback (Annual Salary Review for Senior Post Holders and Director of Governance) – restricted item	
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Chair:

Date: