



MEETING OF THE BOARD OF GOVERNORS

WEDNESDAY 19 OCTOBER 2022

Report: Minutes of the meeting held on Wednesday 6 July 2022
Author: Clerk
Action: Approve
Status: Open otherwise as marked confidential

Present: Michael Wood-Williams (Chair of the meeting – MWW)
David Alexander (Principal / CEO – DA)
Justice Abban (JB)
Aneela Ali (AA)
Lisa Crichton-Jones (LCJ)
Carol Davenport (CD)
Gareth Edmunds (GE)
Martin Gannon (MG)
Martin Hedley (MH)
Sharon Kinleyside (SK)
Alan Potter (AP)
Richard Rowe (RR)
Mike Welsh (MW)

In attendance: Jeremy Cook (Deputy Principal: Finance & Resources – JC)
Nadine Hudspeth (Director of Marketing, Communications, Estates and Health & Safety – NH)
Ivan Jepson (Director of Business Development and Innovation – IJ)
Chris Toon (Deputy Principal: Curriculum & Quality – CT)
John Taylor (ESFA – JT)
Emma Moody (Clerk - EM)

3226 Chair's welcome, apologies, conflicts of interest

MWW welcomed everyone to the meeting. Apologies were received from Sarah Stewart, David Brind, Claire Jane Rewcastle and Roux Diablo.

GE declared his potential interest in relation to the **THIS ITEM IS CONFIDENTIAL AND NOT FOR PUBLICATION.**

No governor declared any other conflict of interest at this stage but governors were reminded that if a conflict arose during the meeting, they should declare it as soon as they became aware of the same.

3227 Minutes of the previous meeting 18 March 2022

The minutes of the meeting held on Friday 18 March 2022 were agreed as a correct record.

3228 Matters arising and Action Log

The action log circulated in advance of the meeting was noted.

Action: JC to liaise with DB regarding the content and format of financial governance training for governors into the next academic year.

3229 Chair's Report

A verbal update was given by MWW.

MWW noted the move by the College into PIMS status and governors welcomed this. The College has recruited a new Director of Governance and Compliance who is expected to start into the Autumn. For the time being, EM/WBD will continue to provide clerking support services to the College.

MWW referenced the student awards and encouraged governors to attend future events. He also reported on the staff conference which had been successfully hosted last Friday. It had showcased the work of the College and provided governors with a good understanding of what was going on across the College.

MWW encouraged governors to complete the online training which had been circulated earlier this week.

The report was noted.

3230 Principal's Report



AGIT 05 Principal's
Report - 06 July 2021

DA delivered a PowerPoint presentation –

Key themes of the presentation were:

PIMS

- the move into PIMS allowed the College to access opportunities which it was restricted from doing, whilst in intervention;
- there was no longer a requirement to consult the DfE on areas previously required whilst in supervised status;
- the College had/is making progress on key areas within the PIMs plan, including the recruitment of a new Director of Governance and Compliance, the progression of **THIS ITEM IS CONFIDENTIAL AND NOT FOR PUBLICATION**, and the continued progress in achieving a sustainable and stable financial position.

People Matters

- the College is re-running the recruitment process for the Director of People and Occupational Development role, using an alternative recruitment firm. For the time being, executive responsibility for Health and Safety will remain with NH;
- the people KPIs show a stable recruitment market, and the staff team were able to deliver a strong curriculum offer

Celebrating Success

- the Government visited the College's T Level provision and the College continues to maintain strong delivery this morning;
- the College was visited by Ant and Dec for the Making Media course

Partnership working

- DA has joined the CBI regional Council. The College has hosted various events and further events are planned for this week;
- DA mentioned plans for continuing the community conversation and the desire to look at the creation of a "community partnership" or similar;

A Changing Landscape

DA outlined that the new College would require to engage with a changing landscape going forward, with key developments including:

- the changes to the Dfe/FEC intervention framework;
- the new duties and obligations set by the Skills and Post 16 Education Bill, including the College duty to review curriculum provision
- the OFSTED inspection framework now requires Governors to discharge their duty to ensure that the College meets local skills' needs;
- the ongoing Dfe consultation in relation to the college sector accountability and funding framework;
- local skills improvement plans and the introduction of accountability frameworks
- Levelling up and devolution;
- the ongoing review of college ONS classification

College Strategy

The Board approved the new College strategy on 6 June and DA confirmed that this has been launched at the staff conference on 1 July and had been well received. Further work would now be undertaken on planning the wider rollout of the strategy over the summer along with the underpinning strategies, operational plans and KPIs to support its delivery.

The report was noted.

CA joined the meeting at 10.20am

3231 Update from Committee Chairs

Audit Committee

An update on the work of the Audit Committee was provided by MWW.

Key updates as follows:

- the audit reports were generally strong, and the management response was positive;
- the audit Committee was keen to ensure that the continued development of the risk register provided governors with the assurance they needed.
- MWW drew particular attention to the strong internal audit reports in relation to safeguarding and subcontracting and noted the findings in relation to College procurement processes.

Curriculum and Quality Standards Committee

An update on the work of the Curriculum and Quality Standards Committee was provided by CD.

CD reported the particular focus on apprenticeship provision and the plan for improvement in certain key areas. The Committee would continue to monitor and track progress against the plan.

Finance and General Purposes Committee

An update on the work of the Finance and General Purposes Committee was provided by MH.

Key updates:

- noted the Committee's review of the draft 2022-23 sub-contracting plan;
- noted the potential funding awards which were pending at the time of the meeting, which would if successful have a positive impact on the budget/College finances for next year;
- noted the potential move of the classification of the College to a public sector body and the consequences that this would have on the College;
- confirmed that the Committee had applied detailed scrutiny of the budget for next year and was recommending this for approval to the Board;
- he noted the post meeting confirmation from the ESFA regarding the level of potential tolerance for AEB funding, and the loss of the 3% tolerance which the ESFA had previously communicated would be received.

Governance

An update on the work of the Governance Committee was provided by EM

Key updates:

- The Committee reviewed the skills matrix and Board composition and felt that the Board was now well complemented.
- The Committee had considered methods of engagement with student governors and prospective student governors and would continue to consider how best to support those in that role.

People and Remuneration

An update on the work of the People and Remuneration Committee was provided by LCJ.

Key updates as follows:

- the Committee had overseen a substantial piece of work in relation to completion of mandatory training and had now received assurances in this regard;
- the Committee continues to consider the relevance of the People related KPIs and would be reviewing these in the next cycle.

The reports were noted.

Changes to Committee Remits

The report was presented by EM.

The Board resolved to revise the Rules of Procedure applicable to Committees of the College.

Amendment to Code of Conduct

The report was presented by EM.

The Board resolved, to support the effective governance of the College, to adopt the revised Code of Conduct with immediate effect and pending further review in the next academic year.

3232 2021/22 Teaching and Learning Performance

The report was presented by CT. He referenced the depth of data that was used to inform this report.

CT said it was important to understand the data in context, for example, levels of attendance in ESOL may be lower than A level but demonstrated the complex situations experienced by many of those learners.

He said that Maths and English continued to be a challenge, as it was for many colleges. He said the teacher assessed grades had resulted in some subsequent anomalies in grading.

Attendance had improved slightly since the writing of this paper but attendance was still not at the levels pre covid.

MW recognised that these patterns were common across the sector. CT confirmed that the College retained a focus on this area and would analyse the data to inform the remedial actions.

GE asked about the link to the budget and consequences of taking remedial action in order to ensure projections were met. CT referenced the College resources that would be allocated to this and that they could be flexibly applied and actions taken. There would be a number of interventions by teaching support both in and out of College.

CT expressed some caution in the projected out-turns in light of the move back to normal assessment as opposed to teacher assessed grades. It is anticipated the Government may recalibrate back to the position pre covid.

GE asked if this would impact on progress scores, but CT did not think it would in light of the individual assessments undertaken on learners at the point of entry and that this would be across all providers.

In relation to apprenticeships, the challenge is sector wide. The report has undertaken a bottom up approach to predicting grades in this area. Because the assessment framework is still relatively new, projections were potentially less reliable.

LCJ asked about measures being taken pre start date to ensure that those signed up to courses actually start their course. CT confirmed that a panel looks at each apprentice decision to withdraw and the data is captured so the College understands the general reason for withdrawal.

CT confirmed that the rate was similar to what the College would expect, and was not skewed due to covid.

MWW thanked CT for the useful paper.

MG left the meeting at 11am.

The report was noted.

3233 FTC Offices Sale

GE left the meeting at 11.05am.

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The report was noted.

3234 Management Accounts as at 31 May 2022

GE returned to the meeting at 11.20am

The management accounts were presented by JC.

Governors noted the disappointing position taken by the ESFA in relation to AEB, but also noted that the College moved into the next academic year in a strong financial position.

The accounts were approved.

3235 Insurance Contract Approval

The report was presented by JC.

AC noted that cyber security was excluded because of the cover already in place and questioned the cost position of it rolling into next year. JC confirmed that cyber security cover was renewed in May but would be monitored and the cost consequences of potential future cover and consolidation would be reviewed.

The Board approved the appointment of Zurich Municipal to provide insurance services to the College for three years from 1 August 2022 with an option to extend for a further two years.

3236 Partnership and Subcontracting Assurance

Proposed Contract Awards

The report was presented by IJ.

LCJ asked if the Jewish community were content with the current provider and IJ confirmed it was.

GE asked if the same level of due diligence was done on providers, regardless of it being a direct award. IJ and CT confirmed all due diligence had been undertaken across all potential sub-contractors.

The Board approved:

- 1. Award of a subcontractor contract to SORA Services Ltd with a value of £1,964,000 for 2022/23***
- 2. Issuing a VEAT notice and awarding a subcontractor contract to the Jewish Teacher Training College with a value of £425,000 for 2022/23***

Approval of 2022/23 Subcontracting Plan

The report was presented by IJ.

CD asked about the plan for moving down to 25% over the next 2 years. IJ noted the potential change in devolution in the North of Tyne which could impact on this. Otherwise, the College, would look to work with its partner to transition to new levels of sub-contracting over the period.

DA noted the challenges in this area and the difficulty the College would have in delivering some of the sub-contracted provision itself.

EM confirmed that F & GP would track the College's activity and progress in this area and had discussed this issue at its last meeting.

The Board approved the subcontracting policy and delivery plan, value of subcontracted income and contract award to subcontractor organisations listed for 2022/23.

3237 Collaboration Update

The report was presented by IJ.

The report was received and the status of ongoing tenders was noted.

Approval of Funding Bids / Tenders

The report was presented by IJ.

DA noted that this potential £2.9m of income was positive but not included in the budget presented to this meeting.

IJ also noted the bid for North of Tyne ESF funding and the contract would arrive for signature soon. This had previously been agreed and approved by the Board.

The Board agreed the following resolutions:

Green Skills Bootcamp

- 1. The Board approved the signing of the NELEP contract subject to contract terms being agreed by any two governors.***
- 2. Subject to completion of 1 above and appropriate due diligence, the Board approved the award of subcontracts for project delivery to AIS Survivex Limited and Provincial Seals Limited.***

Wave 3 Digital Skills Bootcamp

- 1. The Board approved the signing of the DfE contract subject to contract terms being agreed by any two governors.***
- 2. Subject to completion of 1 above and appropriate due diligence, the Board approved the award of subcontracts for project delivery to the delivery partners; Baltic Apprenticeships, Infinity27 Ltd, New College Durham and Tyne Coast College.***

3238 Approval of Budget for 2022/23

The report was presented by JC.

Key points:

- the development of the budget had been thorough and inclusive, involving staff and governors, and committees;
- F & GP have reviewed the draft budget twice and recommend to the Board for approval.

AA asked whether capital expenditure was predominantly hardware or software, and JC confirmed it was mainly software. AA asked whether the College's requirements for software updates had been taken into account. DA said work was underway (led by CT) looking at this and a consultant had been appointed to review the College's approach to digital. At the next F & GP meeting, an update would be provided but it was noted that there would be some work required in this regard. The budget this year would be digital planning with digital transformation following.

AP was surprised that there was no capital spend allocation to software. He also asked how behind the College was on refreshing its hardware.

DA said the College was looking at its IT infrastructure in terms of how it enabled staff to do their job at a very basic level. The College was at a functional base level at this stage.

DA also referenced the staff to turnover ratio costs and the ESFA formally confirming this week that this was no longer a trigger for intervention.

The Board approved the budget for 2022/23 and the forecast for 23/24. The approved figures will be included in the College Financial Forecast Return that will be submitted to the ESFA by 31 July.

3239 Governor Appointments

A verbal update was given by EM.

The Board approved the reappointment of Sarah Stewart, Claire-Jane Rewcastle and Martin Gannon for a further term of 4 years, and the continuation of Sarah Stewart as chair of the Corporation

3240 Internal Audit Plan 2022/23

The report was presented by JC.

The internal Audit Plan for 2022/23 was approved.

3241 Gateshead College Foundation

The report was presented by EM.

It was resolved that two Board members be given delegated authority to oversee and approve the terms of the Operating Agreement on behalf of the Board, and thereafter that the Operating Agreement is executed on behalf of the College.

3242 Risk Register

The report was presented by JC. Governors noted that the content and form of the register would be brought back to the next meeting following review at executive level over the Summer.

The report was noted.

3243 Calendar of Meetings for 2022/23

The calendar was shared by EM.

The Board calendar for 2022/23 was approved.

3244 Any Other Business

There was none.

3245 Date of next meeting

The next meeting was confirmed to be Wednesday 19 October 2022 at 10.00am. The Board Autumn Conference will be held on Wednesday 5 and Thursday 6 October 2022.