



MEETING OF THE BOARD OF GOVERNORS – Main Minutes

TUESDAY 15 MARCH 2023 – 10am to 11.35am

Governors	Type	Initials	Attendance	Apologies
Sarah Stewart	Chair / Independent	SS	X	
David Alexander	Principal / CEO	DA	X	
Michael Wood-Williams	Vice Chair / Independent	MWW	X	
Aneela Ali	Independent	AA		X
David Brind	Independent	DB	X	
Lisa Crichton-Jones	Independent	LCJ	X	
Carol Davenport	Independent	CD	X	
Gareth Edmunds	Independent	GE	X*	
Martin Gannon	Independent	MG	X	
Martin Hedley	Independent	MH	X	
Alan Potter	Independent	AP	X*^	
Claire-Jane Rewcastle	Independent	CJR	X	
Mike Welsh	Independent	MW	X*	
Richard Wensley	Staff Governor (Teaching)	RW	X	
Sharon Kinleyside	Staff Governor (Support)	SK		X
Roux Diablo	Student Governor (16-18)	RD		X
Bradley Young	Student Governor (19+)	BY	X	
Clerk				
Nicola Taylor	Director of Governance & Compliance	NT	X	
Attendees				
Chris Toon	Deputy Principal: Curriculum and Quality	CT	X	
Jeremy Cook	Deputy Principal: Finance and Resources	JC	X	
Ivan Jepson	Director of Business Development and Innovation	IJ	X	
Nadine Hudspeth	Director of Brand and Learner Experience	NH	X	
Deni Chambers	Director of Curriculum and Skills	DC	X	

*Attended via Teams / ^Attended for part of the meeting.

3288 1. Chair's welcome, apologies, conflicts of interest

The Chair opened the meeting and welcomed the attendees. The Chair made specific welcome to RW.

Apologies were received from AA, RD and SK. It was noted that AP could only join for the first part of the meeting and LCJ would need to briefly leave the meeting.

The Board agreed that the meeting was quorate.

The Chair apologised for any confusion regarding the timing of the meeting, and confirmed that the 5 July 2023 Board meeting would be taking place at the later time of 4pm.

The following conflicts of interest were logged:

- MG in relation to the Council's options appraisal of the site of Gateshead International Stadium, due to be covered within item 5.
- MWW in relation to Item 8.

Members were reminded to declare any conflicts which arose during the meeting.

3289 2. Ratification of Approval of Teaching Staff Governor – Richard Wensley

It was noted that RW had been elected by Teaching Staff for the role of Teaching Staff Governor following a nomination and election process. RW secured 37.50% of the overall votes. Electronic approval of appointment had been sought in advance of the meeting.

The Board ratified the approval of the appointment of Richard Wensley as the Teaching Staff Governor for a term of 2 years.

Introductions took place.

LCJ left the meeting.

3290 3. Minutes of the previous meeting 19 October 2022

- A) The Board **reviewed** the main minutes of the meeting held on 13 December 2022 and **agreed** that they were a true and accurate record of the meeting.
- B) The Board **reviewed** the confidential minutes of the meeting held on 13 December 2022 and **agreed** that they were a true and accurate record of the meeting.

The minutes were approved.

3291 4. Matters arising and Action Log

The Chair presented the action log and noted that the induction process for BY was ongoing, and that JC and DB were to meet to discuss the proposed finance training for governors. It was noted that this meeting was expected to take place in the next quarter.
Action: JC and DB to discuss finance training.

The report was noted.

3292 5. Chair's Report

The Chair provided the following updates:

- The College had received notification of its exit from Post Intervention Monitoring Support (PIMS) from the DfE the previous week. Following this, a complimentary letter had been received from the Northern Territory Director. This was **noted and appreciated** by the Board.
- The Ofsted inspection had taken place during 7 to 10 March 2023.
- The North East Chamber of Commerce (NECC) held their Chamber Annual Dinner at Durham Cathedral on 9 March 2023 which included the involvement of the College's catering and hospitality students. This was a successful event with c700 attendees.

The Board **noted their thanks** to the CEO/Principal and staff for their continued hard work and support resulting in the exiting of PIMS and completion of a positive Ofsted inspection.

The updates were noted.

3293 6. Principal's Report

The Chair noted that, based on feedback from the Board self-assessment, the Principals' report was circulated in advance of the meeting to allow the Board to digest the information in advance and prepare any questions.

A) Main Report

DA presented the report and shared some additional slides in relation to the recent Ofsted inspection, highlighting the following:

- The Ofsted inspection had taken place between 7 and 10 March 2023, with a final feedback meeting on 10 March 2023. Gradings had been provided on a confidential basis, subject to validation, with the report expected within 4-6 weeks.
 - *Covered under a confidential minute.*
- CT and DC had collated feedback throughout the week and were in the process of creating a fuller report which would be shared with staff and governors.
Action: Internal feedback report to be shared with the Board.
- It was expected that the Ofsted report would be received ahead of the Spring Board Conference, and more detailed feedback would be discussed as part of the agenda at that time on 27 April.
- The slides showcased the gradings* of Ofsted relating to quality of education, effectiveness of safeguarding and contribution to meeting local skills needs. The slides also presented comparisons of the Ofsted 2023 outcomes* against the College Self-Assessment Report (SAR) for 21/22 and the Ofsted 2023* outcomes against the Ofsted 2020 outcomes.
* Provisional gradings subject to validation.
 - *Covered under a confidential minute.*
- As part of the inspection, a snap-survey was issued to staff with 24 hours to complete. 314 staff members responded, with 97% confirming they were proud to work for the College.

LCJ re-joined the meeting.

Thanks were provided to all governors, with a specific thanks for those able to participate within the inspection.

DA highlighted other elements of his report, noting that:

- Confirmation had been received that the College had exited the PIMS process.
- A section of the Spring Board Conference would focus on the continuing changes within the FE landscape, and would follow on from the update and briefing provided at the Autumn Board Conference.
- The NECC Chamber Annual Dinner had been a real success with a number of compliments being received in relation to the Gateshead College learners.
- *Covered under a confidential minute.*

Ahead of DA providing an update relating to the Council's options appraisal of the Gateshead International Stadium (GIS) site, due to the potential conflict of interest, MG was asked to temporarily leave the meeting.

MG left the meeting.

DA provided the following update:

- *Covered under a confidential minute.*

GE left the meeting.

Covered under a confidential minute.

MG re-joined the meeting.

Covered under a confidential minute.

The Board **agreed** that communication between the College and the Council remained key.

The report was noted.

B) High Level Summary Key Performance Indicators (KPIs) for the Board

DA presented the report, noting progress was being made towards the KPI targets for 22/23.

C) Accountability Agreement

NT presented the report, noting that this was a revised version of the report submitted through the Curriculum & Quality Standards Committee following the College seeking an approval of an extension of the submission deadline to 31 July 2023. This extension had been granted. A draft version was required to be submitted by 31 May 2023 and would be shared with the Board at the Spring Board Conference.

The report was noted.

3294 7. Update from Committee Chairs

The Chair noted that a summary document relating to the most recent round of committee meetings had been provided to ensure all Board members remained up to date with the work of the committees, and this had been based on feedback from the Board self-assessment. This report was in addition to the available minutes being shared.

AP left the meeting.

Each Committee Chair was asked if there were any additional points to highlight:

- The Chair of Finance & General Purposes Committee (MH) noted that the Committee had covered the risk register and, as previously noted, had a thorough discussion regarding the newly added risk relating to the Gateshead International Stadium site.
- The Chair of Audit Committee (MWW) noted that the Committee had a robust discussion regarding the approach to risk as part of the Risk Management Policy and this continued to develop.
- The Chair of People & Remuneration Committee (CJR) noted that the Committee received an update from the Director of HR & OD (VC) relating to emerging themes and initial ideas since starting in post. The Board **noted** the work of VC since appointment.

The report was noted.

3295 8. Confidential Item

Covered under a confidential minute.

The report was approved.

3296 9. Finance Update

JC presented the report which covered the following:

- A 2023/24 budget update:

The budget setting process had been fully integrated with the curriculum and business planning process, and the budget setting process had previously been reviewed by internal audit with strong assurance.

GE joined the meeting.

The budget was on track to be provided to the Finance & General Purposes Committee ahead of seeking Board approval in July 2023.

- An update on the Decarbonisation proposals submitted for Salix funding:

The College had been successful in a Salix funding bid; however, the level of financial support was much less than originally envisaged. Initially, the College had anticipated financial support of 80% however this was offered at a much lower level of 20%, resulting in the proposed projects being unaffordable for the College to progress with. Additional funding and / or additional time had been requested by the College, however both were declined by Salix and therefore the level of funding offered was not able to be accepted.

The Board **queried** if this has been the same across the sector and the associated impact on colleges in a similar situation. It was noted that the College were unaware of the circumstances of other colleges but JC would enquire across his network. **Action: JC to link in with other colleges to determine their experience of Salix funding and the levels of support, and then feedback to the Finance & General Purposes Committee.**

- An update on DfE capital grants:

The College had received 2 strands of additional capital funding from the DfE following the ONS decision to reclassify colleges into central government. The College were in the process of identifying eligible projects and a further update would be provided to the Finance & General Purposes Committee.

Action: JC to provide Finance & General Purposes Committee with an update of eligible projects for the DfE capital funding.

- The management accounts for the 6-month period to 31 January 2023:

The College were on target to deliver an operating surplus for 2022-23 of £50k more than the approved budget in July 2022. There were healthy cash reserves in place, which were projected to be retained through the next 12 months. Financial performance was consistent with the ESFA financial health rating of outstanding. The College were due to meet all bank covenants.

JC noted that the February 2023 (P7) accounts would be provided to the Finance & General Purposes Committee in March 2023. The Board **queried** if there was anything likely to largely impact the budget and forecasting over the next month and it was suggested not.

The Board **took assurance** from the financial information provided and **noted their thanks** to the finance team.

The report was noted.

3297 10. Quality Improvement Plan (QIP)

CT presented the report and highlighted the following:

- The Chair of the Curriculum & Quality Standards Committee had been involved in the review and update of the QIP, with feedback taken on board and implemented.
- The actions within the QIP came from the areas for improvement highlighted within the SAR.
- The QIP was an aspect of the quality standards approach across the College.
- All elements of the QIP had been validated as part of the Ofsted inspection, and 1 area relating to work experience was ongoing. The College were pleased to hear positive comments relating to maths and English attendance as part of the inspection as had worked hard to improve this.

The Chair of Curriculum & Quality Standards (MW) noted that a robust discussion relating to the QIP had taken place at the recent Committee meeting. The Committee would be looking to discuss the inspection feedback at their next meeting, alongside lessons learned and next steps. The Committee would expect to see an updated QIP incorporating the Ofsted outcomes rather than a separate action plan.

The Board **agreed** that it would be beneficial to have the current QIP updated in relation to the Ofsted outcomes rather than another action plan being generated and **took assurance** from the positive information presented.

The report was noted.

3298 11. Subcontracting 2023/2024

Covered under a confidential minute.

The report was approved.

3299 12. Strategic Risk Register

JC presented the report and highlighted the following:

- The register identified 14 strategic risks, however a discussion would take place with the Executive Team regarding the potential removal / revision of the risks relating to PIMS and Ofsted.
- The approach to risk had been discussed at Audit Committee, and tolerable levels of risk had been suggested and applied to each risk. This had resulted in 4 risks requiring additional treatment, over and above the current mitigations in place. For all other risks, although tolerable, the mitigations would continue.

The Chair of Curriculum & Quality Standards (MW) asked for the risk relating to Ofsted to be discussed at the next Committee meeting, as part of the regular risk discussion.

The Chair of People & Remuneration (CJR) noted that the Committee had discussed whether R11 was sufficient to cover potential people related risks, and had requested further information regarding operational HR risks which they would receive at their next meeting.

The Chair of Audit Committee (MWW) confirmed that good discussions regarding the risk register and risk management took place at each Audit Committee meeting, and the Committee noted the improvement and evolved position.

The Board **noted their thanks** to the Executive Team for the work within this area.

The report was noted.

3300 13. Items for Approval Following Committee Recommendation

The Chair brought the Board's attention to a number of documents which had been previously considered and recommended through committees. The Chair asked each Committee Chair to highlight any additional points.

Considered and recommended by F&GP in February 2023:

- A) Financial Regulations - Approval
- B) Tuition Fee Policy 2023-2024 - Approval

The Chair of the Finance & General Purposes Committee (MH) noted that due to the ONS decision to reclassify colleges into central government, and revised guidance being issued relating to associated implications, the College's Financial Regulations had been updated in line with updated guidance, however it was expected that future revisions would be required throughout the period of transition. The Tuition Fees policy had been updated as part of its annual review.

Considered and recommended by Curriculum & Quality Standards in February 2023:

- C) Cross College Careers Programme 22-23 – Approval

The Chair of the Curriculum & Quality Standards Committee (MW) noted that the College had an ongoing Careers Strategy and full Board approval of the annual Careers Programme ensured compliance with one of the Gatsby Benchmarks.

It was **requested** for future annual programmes to be broken down by provision type to allow the Board to see any differences in approach. **Action: 23/24 and future Careers Programmes to be broken down by provision type.**

Considered and recommended by Audit in February 2023:

- D) Risk Management Policy
- E) Health & Safety Policy

The Chair of the Audit Committee (MWW) noted that the Risk Management Policy had been updated in relation to the delegation to committees (other than the Audit Committee) and this was to improve and ensure consistency of the approach to risk. The Audit Committee had sought assurance that the Health and Safety policy remained a live document with the appropriate supporting mechanisms in place and this was provided.

Considered and recommended by Governance in March 2023

- F) Governor Recruitment, Development and Succession Planning Policy
- G) External Governance Review
- H) Board Development Plan 22/23

The Chair of Governance Committee (SS) noted that the Board Development Plan was provided for information only, and in place to recognise the ongoing development of Board members.

NT noted that following approval of the organisation to carry out the External Governance Review, an initial scoping meeting would take place ahead of the review being carried out in the Autumn term.

Considered and recommended by P&R in March 2023

- I) Gender Pay Gap Report 21/22
- J) Equality and Diversity Statement 21/22

- K) Statement of Non-adoption of the HE Senior Staff Remuneration Code
- L) LGPS Discretions Policy

The Chair of People & Remuneration (CJR) noted that the College were keen to improve the reporting of EDI data and make better use of reporting with this being a key theme of the College's strategy. The statement of non-adoption related to the College having adopted the AoC's version of the code, with this being more applicable to FE.

The following documents were approved:

- ***Financial Regulations***
- ***Tuition Fees Policy***
- ***Cross College Careers Programme***
- ***Risk Management Policy***
- ***Health & Safety Policy***
- ***Governor Recruitment, Development and Succession Planning Policy***
- ***External Governance Review***
- ***Gender Pay Gap Report***
- ***Equality and Diversity Statement***
- ***Statement of non-adoption of the HE Senior Staff Remuneration Code***
- ***LGPS Discretions Policy***

Action: NT to process document approvals.

3301 14. Any Other Business

N/A

3302 15. Date of next meeting

Thursday 27 April 2023 – Spring Board Conference

It was requested for the Spring Board Conference to start at the earlier time of 12pm to allow the Ofsted inspection report to be factored into the agenda. The Board **agreed** the earlier time of 12pm. **Action: NT to issue an updated meeting invite.**

Covered under a confidential minute.

Wednesday 5 July 2023 – Board meeting