

Agenda No: 04



MEETING OF THE BOARD OF GOVERNORS – MAIN MINUTES

Wednesday 3 July 2024 – 4pm to 6.30pm

Governors	Type	Initials	Attendance	Apologies
Michael Wood-Williams	Chair / Independent	MWW	X	
David Alexander	Principal / CEO	DA	X [*] ^	
Martin Hedley	Vice Chair / Independent	MH	X	
Aneela Ali	Vice Chair / Independent	AA	X [^]	
David Brind	Independent	DB		X
Lisa Crichton-Jones	Independent	LCJ	X [*] ^	
Carol Davenport	Independent	CD	X	
Martin Gannon	Independent	MG		X
Darren Curry	Independent	DCu		X
Claire-Jane Rewcastle	Independent	CJR	X	
Eamon Toland	Independent	ET	X	
Maria Craig	Independent	MC	X	
Peter Francis	Independent	PF	X [*]	
Richard Wensley	Staff Governor (Teaching)	RW	X	
Dan Wallace	Staff Governor (Support)	DW	X	
Will Berridge	Student Governor (16-18)	WB		X
Morgan Penaluna	Student Governor (19+)	MP		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	
Vicki Casey	Director of People & OD	VC	X	
Deni Chambers	Director of Curriculum & Skills	DCh	X [^]	
Leanne Alldred	Learner Engagement Manager	LA	X [^]	

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

3379 1. Chair's welcome, apologies, conflicts of interest

The Chair opened the meeting and welcomed the attendees.

The Chair noted that LA, Learner Engagement Manager and two learners, Dan and Holly, would be joining the meeting for Item 6.

Apologies had been received from DB, DCu, MG, WB and MP. **The Board agreed that the meeting was quorate.**

There was an ongoing conflict of interest of MG relating to Gateshead International Stadium, and although MG had sent apologies, certain reports had been redacted to manage this ongoing conflict.

MWW, PF and MC would be asked to step outside of the meeting for discussions regarding their appointments under item 13.

There were no additional conflicts of interests noted. Members were reminded to declare any conflicts which arose during the meeting. It was agreed members would remain in the meeting where their appointment / reappointment would be discussed.

The update was noted.

3380 2. Minutes of Last meetings

- A) The Board **reviewed** the main minutes of the meeting held on 24 April 2024 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 24 April 2024 and **agreed** that they were a true and accurate record of the meeting.
- C) The Board **reviewed** the notes from the Spring Board Strategy Day on 25 April 2024 and **agreed** that there were a true and accurate record of the meeting.

The minutes were approved.

AA joined the meeting.

3381 3. Matters arising and Action Log

The action log was presented; 3 actions were ongoing however all other actions had been completed or closed.

The report was noted.

3382 4. Chair's Report

The Chair noted that there had been a hive of activity taking place across the College over the last term and had assurance of positive progress being made.

The update was noted.

3383 5. Principal's Report

5.1. Main Report

Covered after Item 6

DA presented the report, providing updates from across the College and the wider landscape. DA specifically highlighted the following:

- The College continued to explore partnership opportunities within the devolved framework through the North East Combined Authority. The College were looking to facilitate more localised discussion with other North East colleges.
- The publication of the AoC's Opportunity England report, calling on the elected government to create a new system for lifelong learning.
- Recent College successes relating to the recent Bridging the Gap event with learners and partners, the Student Edge Awards and the Staff summer Celebration.

The Chair and a number of governors were able to attend the Student Edge Awards and the Staff Celebration and provided their positive feedback regarding the events.

The Chair noted the demands such events placed on governor time but highlighted the opportunities they provided to celebrate both student and staff success.

The report was noted.

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

Covered after Item 4.

NT presented the report, noting progress was consistent with the majority of KPIs on track. Learner attendance remained amber, and energy consumption and net electricity consumption remained red as reported at the last meeting.

KPIs would be reviewed at the start of the 2024/2025 academic year, taking account of the end of year position of 2023/2024. The Accountability Statement included a proposed target relating to learner attendance and retention, therefore if approved, this would be the updated target for 2024/2025.

The report was noted.

3384 6. Learner Voice

LA and the Course Representatives joined the meeting.

NH presented the report and noted LA and two course representatives had joined the meeting to provide the Board with learner feedback. Introductions took place.

The Board had the opportunity to speak to the two Course Representatives, one studying A-Level subjects and one studying Level 3 Digital Journalism and Content Creation. The Board were able to ask the learners questions relating to their experience as course reps and their views relating to learner experience.

The learners advised that their voices felt heard, and the College had made a genuine effort to improve learner voice over the course of the year. As part of the Course Representative feedback, the learners had been provided with responses and outcomes following their feedback. Improvements had been actioned and implemented by the College. The learners noted the positive work of the Learner Engagement Manager.

An example was provided where learners had suggested a re-write of the course summary for their area which led to them assisting in revising this along with creating a video being created to advertise this.

In terms of the College environment, it was felt to be engaging and inclusive. The College was a positive place to be with a welcoming atmosphere and learners felt able to be themselves.

The learners advised that they felt the prices within the College shop and vending machines were high, however noted the College had explained the reasons for them being at this level. They wanted to reiterate the cost pressures on learners, linking with the cost-of-living crisis. The Board

noted this had been raised previously and this was something the Board wanted to understand further.

Action: JC / NH to have a further discussion regarding shop / vending machine prices and report to the first meeting of the Finance & General Purposes Committee.

In terms of the cost-of-living crisis, the Board **asked** about the impact on learners, the learners noted they were aware this was having a direct impact on some of their peers. Some were struggling with paying rent, were needing to pick up additional hours at work to cover increased costs and were facing financial security worries; this linked to impact on both financial and wellbeing concerns. It was noted some learners were just outside of the bursary threshold however this didn't always mean they were in a better financial position. The Board **queried** what might be able to be done in relation to expanding access to bursary funding for learners and were advised that the rules regarding this were set by the ESFA, however the College would seek to review what options might be available going forward. It was noted there was an Internal Audit planned within 2024/2025 for Student Support Funds and this would also consider how the funds were operating.

It was suggested course representatives could be invited to the next meeting of the Gateshead College Foundation Board to set out some of the financial pressures faced by learners.

Action: NT / NH to arrange for Course Representatives to attend the next meeting of the Gateshead College Foundation Board.

Action: JC and NH to consider outcomes of Foundation discussion with learners in relation to bursary funding and consider any possible revisions possible to bursary funding and thresholds and report to the first meeting of the Finance & General Purposes Committee.

The learners suggested more subject specific resources to develop their experience would be beneficial in some areas (cameras were a specific example provided), and more green space (noting the limitations of the College campus) would be welcomed which could link with gardening / sustainability clubs, which in turn could be a benefit to positive mental health.

The Board **asked** the learners how peer views were collected, and how the representatives ensured the representation of all voices. The learners explained different methods of were used, these included class meetings, online forms and one to one discussion. Some representatives had also suggested their class peers could reach out to other representatives who they might feel more comfortable in approaching to prevent any barriers for collecting views. It was suggested a Google Classroom, or similar, could be set up amongst course reps to allow the sharing of best practice, ideas and information.

For Course Representatives in 2024/2025, the learners suggested the opportunities could be better advertised in a more positive and impactful way. It was suggested previous course representatives could be used to advertise and encourage applications.

In terms of linking learner voice to Board, it was noted the Board had the Student Governors, and it was hoped the Student Governors, along with AA as the Learner Voice Link Governor would be able to attend future Student Leadership Group meetings.

In terms of sustainability, it was suggested further information could be shared with learners to set out what the College were doing to progress this.

In terms of College opportunities, the learners suggested the College could further utilise learners looking for work experience, placement or employment.

The Board **thanked** the learners for their insightful feedback and **noted** the difference they had made to the future learner experience.

Action: NH/ LA to consider the suggestions of learners relating to:

- **Google Classroom for Class Representatives**

- **Green space**
- **Subject specific resources**
- **Bursary funding / those sitting just outside of the bursary threshold (linking with JC as above)**
- **Future Course Representative recruitment**
- **Information sharing regarding Sustainability Strategy development**
- **Placement, work experience and employment for learners**

The report was noted.

LA and the Course Representatives left the meeting.

Item 5.1 Covered at this point.

3385 7. Accountability Statement 2024/2025

CT presented the report and a short presentation which set out the work undertaken linking the College Strategic Plan, operational planning, annual community conversation outcomes, horizon scanning, Board strategy day outcomes and progress on the Accountability Statement for 2023/2024, to develop the proposed Accountability Statement for 2024/2025. The Accountability Statement remained the same format as the previous year with the additional section relating to Local Needs Duty which was now required on an annual basis.

Some of the lessons learned from the latest round of operational planning updates suggested some actions were more likely to be 18-month actions or were dependent on external factors which could hamper progress outside the College's control.

CT confirmed the actions included within the Accountability Statement weren't the only priorities the College would be looking to take forward into 2024/2025 however were those specific to DfE funding streams, as per the requirement.

In relation to the progress update for 2023/2024, reflections were some of the targets set were ambitious and had been reframed for 2024/2025.

DA reiterated the level of consultation undertaken to reach the proposed targets included within the Accountability Statement. DA reminded the Board that all Board / Committee level KPIs would be reviewed in the new academic year.

The Board queried the following:

- The information contained within the context and place section of the document relating prior to the North East Combined Authority (NECA) and **suggested** for the information to be caveated with the updated position of the NECA.

Action: CT to make reference to the new structure of NECA within the Statement for 2024/2025.

- The achievability of the targets proposed and whether there was still sufficient ambition – it was noted the targets remained ambitious and although some targets relating to attendance and retention had reduced, they remained a challenging target.

The Board **discussed** the importance of measurement of the impact of the targeted outcomes.

The Board approved the Accountability Statement for 2024/2025.

Action: CT to submit approved Accountability Statement to the DfE.

The report was approved.

3386 8. Subcontracting Plan and Policy 2024/2025

DCh left the meeting.

IJ presented the report noting this set out the proposed College Subcontracting Plan for 2024/2025, along with an updated Subcontracting Policy. IJ provided an update on the changes in the subcontracting plan, as per the report. The plan and policy had been recommended for approval by the Finance & General Purposes Committee.

IJ confirmed there was no subcontracting threshold set out by the newly formed North East Combined Authority for 2024/25 however the 25% subcontracting threshold remained for DfE funded provision.

The Board queried the following:

- The level of risk relating to high levels of subcontracting within specific areas and the longevity of this – it was confirmed this was low risk and closely monitored by the College. Alternative methods would be deployed if this was ever to be an issue.
- Alternative arrangements for tutoring provision delivered by the Glasshouse – it was noted the one-to-one tuition would now be delivered directly by the College and recruitment was underway to resource this. The College maintained a positive working relationship with the Glasshouse and student performances would continue at this venue, therefore there was expected to be no impact to the learner experience other than their tuition being delivered by the College.

The Board approved the Subcontracting Plan and Policy for 2024/2025.

Action: IJ to progress the publication of the approved Subcontracting Policy.

The report was approved.

3387 9. Budget 2024/2025 and Financial Forecast 2025/2026

JC presented the report and highlighted the following:

- The proposed budget was forecast to be an ESFA financial health rating of Good, and due to meet all bank covenants. Sensitivity analysis had been undertaken to provide reassurance of this.
- The budget did include a significant increase in pay costs. This was due to pay uplift assumptions and additional support for learners relating to mental health and wellbeing, safeguarding, and pastoral care. This was vital to support attendance, retention and achievement of learners.

DCh rejoined the meeting.

- There was a healthy capital budget included, making use of both College funds and capital grants. There was a pipeline of activity in place.
- A financial forecast has been included for 2025/2026, however JC caveated this was an estimation only and was likely to change ahead of the budget being finalised for that year.
- The budget for 2024/2025 and financial forecast for 2025/2026 had been recommended for approval by the Finance & General Purposes Committee.

The Board discussed and queried the following:

- Assurance and ambition of the proposed budget – JC provided reassurance of the robust planning process which underpinned the budget, noting this began with curriculum intent, local

market intelligence, collaborative working across curriculum and support teams, and internal scrutiny and challenge.

- Mechanisms in place to identify in-year variations and the monitoring of this – it was noted the College were good at flexing and responding to need, and this would be closely monitored on an ongoing basis and through the oversight of FGP. Frequent meetings would take place in the Autumn term to review learner numbers, and this would follow through to the Management Accounts which would be reported to the Finance & General Purposes Committee and Board.
- Salary increments and provision for a pay award – it was confirmed the majority of staff were on an incremental salary scale and these increments were contractual and predetermined. In relation to a potential pay award, the College would take a view on this once learner numbers were confirmed in the Autumn term. Any pay award would apply from January 2025.

The Board **questioned** the impact of the cost-of-living crisis on staff. It was noted the College were cognisant of this and were aware they were unable to complete with industry salaries however were focussing on the full benefits package for staff. The College were awaiting the publication relating to the teachers' pay review for 2024/25 and an understanding of how this might influence central government funding for a college sector pay increase.

The Board **noted** staff costs were rising more than income and this impacted the pay: income ratio however understood the reasons for this and reiterated the need to support learners.

The Board approved the Budget for 2024/2025 and Financial Forecast for 2025/2025.

Action: JC to submit the Budget for 2024/2025 and Financial Forecast for 2025/2025 to the ESFA.

The report was approved.

3388 10. College Strategies to Approve

10.1. People Strategy

VC presented the report and highlighted the level of consultation and engagement undertaken to develop the College People Strategy, noting the evident passion of feedback in ensuring the College is a better place to work.

The People Strategy had been recommended for approval by the People Committee.

The Chair of the People Committee, LCJ noted the level of work undertaken and the continued inclusion of the People Committee throughout its development.

The Board **queried** the approval of the success indicator targets, VC confirmed these would be considered by the People Committee, with some metrics still to be developed. VC noted the need for the evolution and development of targets over the life of the strategy.

DA noted the College would be working with MC as the Planning and Performance Link Governor in the new academic year regarding reporting on progress.

The Board approved the People Strategy.

Action: VC / ET to brand the finalised People Strategy document and agree launch / publication.

10.2. Governance Strategy

NT presented the report and noted the College Governance Strategy was to be a Board owned strategy, with the Board Development Plan acting as the action plan for delivery. The Strategy consisted of 8 objectives, and this had been recommended for approval by the Governance Committee.

The Board **queried** if the Governance Strategy specifically made reference to the Spring Board Strategy Day outcomes, and were advised the themes were appropriately covered within the document, with any specific actions to be considered as part of the Board Development Plan.

The Board approved the College Governance Strategy.

Action: NT to brand the finalised College Governance Strategy document and agree launch / publication with MWW.

The reports were approved.

3389 11. Internal and External Audit Plans 2024/2025

JC presented the report and highlighted both the 2024/25 Internal and External Audit plans had been recommended for approval by the Audit Committee.

A tender process would be undertaken during the 2024/2025 academic year for the internal and external audit provision from 2025/2026 onwards. A recommendation was planned to be brought to the Board for approval in April 2025.

Work would be undertaken with each of the Board committees to ensure a continued risk-based approach to internal audit planning from 2025/2026 onwards.

The Board approved the Internal and External Audit Plans for 2024/2025.

Action: JC to confirm approval of plans with both the internal and external auditors.

The report was approved.

3390 12. Policies for Approval

Financial Regulations

The Financial Regulations had been updated following publication of the Colleges' Financial Handbook to ensure compliance. The revisions had been recommended by the Finance & General Purposes Committee.

The Board approved the Financial Regulations.

Action: JC to progress the publication of the approved Financial Regulations.

Admissions Policy

This policy had been developed to outline the College's practice for managing the admissions of learners and to ensure a fair and consistent process. This was a new policy and had been recommended by the Curriculum & Quality Standards Committee following revisions to ensure compliance with the Office for Students (OfS).

The Board approved the Admissions Policy.

Action: NH to progress the launch / publication of the approved Admissions Policy.

Feedback and Complaints Procedure

A number of the College's complaints procedures had been amalgamated to prevent the need from having a different procedure for different groups of people. This, along with the Grievance Procedure (Staff), would make up the College's complaints procedures. The Feedback and Complaints Procedure had been recommended by the Curriculum & Quality Standards Committee.

There was discussion ahead of the Board meeting as to whether this policy would explicitly cover casual workers, however further work was being undertaken to explore this and a revision would be brought to the Board if required following relevant committee consultation.

The Board approved the Feedback and Complaints Procedure.

Action: NH to progress the launch / publication of the approved Feedback and Complaints Procedure.

Action: VC to consider the process for complaints from casual workers and report to the first meeting of the People Committee.

Grievance Procedure (Staff)

As per the above, the Grievance Procedure (Staff) had been developed as part of the College's complaints procedures. This related to employees. This had been recommended by the People Committee.

The Board approved the Grievance Procedure (Staff).

Action: VC to progress the launch / publication of the approved Grievance Procedure (Staff).

3391 13. Corporation Matters

NT presented the report which covered the following:

- The outcomes from the Board Strategy Day.
- The updated governance documentation relating to the Board Standing Orders, Terms of Reference and Committee Terms of Reference, noting that the documents had been recommended by the Governance Committee and reviewed by the relevant committees. Meeting dates for 2024/2025 had also been proposed and recommended through the Governance Committee.

The Board approved the following:

- **Board Standing Orders**
- **Board Scheme of Delegation**
- **Board Terms of Reference**
- **Committee Terms of Reference**
- **Meeting Dates 2024/2025**

Action: NT to progress revised governance documentation.

In relation to recommended appointments and reappointments, NT noted the following:

MWW left the meeting

- The Governance Committee had recommended the re-appointment the MWW.

The Board approved the reappointment of MWW for a further term of 4 years, with effect from January 2025 to January 2029.

A member of the Governance Committee confirmed that the Committee would be looking at succession planning and timing for the Chair and Vice Chairs who would be due to leave the Board within a ten-month window.

MWW rejoined the meeting.

- Expressions of interest had been sought from Curriculum & Quality Standards Committee and Audit Committee members for the role of Chair of the Committee.

PF left the meeting.

The Board approved the appointment of PF as the Chair of the Curriculum & Quality Standards Committee with effect from September 2024.

PF rejoined the meeting.

MC left the meeting

The Board approved the appointment of MC as the Audit Committee with effect from September 2024.

MC rejoined the meeting.

- The Governance Committee recommended the appointment of DW to the Finance & General Purposes Committee.

The Board approved the appointment of DW to the Finance & General Purposes Committee.

Action: NT to progress appointments/re-appointments.

The report was noted, and the various appointments / documents approved.

3392 14. Finance Report – P10 May Accounts

JC presented the finance report for May 2024, noting that this had been approved for presentation to the Board by the Finance & General Purposes Committee.

The accounts set out Good financial health (as defined by the ESFA), healthy cash balances, a positive investment in capital expenditure, and loan covenants being met.

JC outlined that the forecasted end of year surplus contained within the May 2024 management accounts may not materialise at the year end, however any variance was expected to be within the parameters of achieving the surplus as set out within the Board approved budget in July 2023.

The report was noted.

3393 15. Performance Report and Quality Improvement Plan

CT presented the performance report which provided an update on the latest year to date performance figures, alongside the latest update of the Quality Improvement Plan.

The College had set challenging targets in relation to improvements within attendance and retention and these have been reflected upon within the Accountability Statement for 2024/2025.

There was a small risk around not reaching the target achievement rate for apprenticeships, and this was due to challenges with End Point Assessment (EPA) organisations not having sufficient resource ahead of the year end. There was also an in-year change to funding rules which impacted the apprenticeship standard being studied by the Jewish Girls Academy and this was expected to have an additional impact on in-year achievement. Further information would be provided at the October 2024 Curriculum & Quality Standards Committee.

Action: CT / DCh to provide a report to the October 2024 Curriculum & Quality Standards Committee regarding Apprenticeship Achievement and challenges.

The report was noted.

3394 16. Committee Chairs Update

DA and LCJ left the meeting.

The report was presented for information, and the following updates were provided:

The Chair of the Governance Committee (MWW) noted all pertinent items discussed at the Governance Committee had been covered as part of the meeting.

The Chair of the Curriculum and Quality Standards (CQS) Committee (CD) noted the Committee received a helpful update and presentation from the Safeguarding Manager about how the College work with external agencies as part of proactive safeguarding. All Board members continued to be encouraged to attend at least one CQS meeting per year. The Board **thanked** CD for her role as Interim Chair.

The Vice Chair of the People Committee (CJR) noted the Committee had received a presented on the College's Annual Staff Survey results and requested for this information to be shared with the full Board due to the positive results and large increase in the response rate. This would be shared in the next couple of weeks.

The Chair of the Finance and General Purposes (FGP) Committee (MH) noted the Committee's focus on maintaining Good financial health and spend appropriate with the College's strategic objectives. The Committee were being kept updated with developments relating to the Estate and Sustainability strategies. It was pleasing to see learners at the heart of each strategy.

The Chair of the Audit Committee (AA) noted the Committee has received a set of strong internal audit reports and the College's Business Continuity Plan which was due to be internally audited in the future. NT was working on an assurance mapping exercise linking with the Strategic Risk Register. The Committee also discussed the College's Cyber risk, noting recent cyberattacks across organisations. The Board **thanked** AA for her role as Interim Chair.

The report and updates were noted.

3395 17. Review of Strategic Risk Register

JC presented the report and noted that the Risk Register would be refreshed over the summer period for the start of the new academic year. Amends following the April 2024 report reflected to conversations at Committee and Executive level.

JC confirmed that the College, via the North East Apprenticeship Agency, had been successful in its recent application to the Flexi Job Apprenticeship Agency (FJAA).

The report was noted.

3396 18. Meeting Evaluation

The Chair noted the method of capturing meeting evaluation had been discussed at a recent Chairs' Forum and Governance Committee. It was agreed that there would be an open dialogue to collect any reflections however there would not be a scoring request. A form would be circulated post-meeting to capture any additional post-meeting reflections.

LCJ left the meeting.

The following positives were noted:

- The discussion with learners was insightful and allowed the Board to hear learner voice directly.
- There had been a good presentation of reports and agenda items.
- There was good chairing and an effective pace of the meeting.

- The quality of the papers was excellent with lots of detail.
- The work of the committees was evident through the relevant recommended reports, Committee Chairs updates and committee minutes.
- There had been great value and insight provided within the meeting discussion from Board members.
- The format of the meeting allowed for items requiring approval to be considered ahead of items for information.

The following areas for improvement were noted:

- More discussion time on strategic risk would be beneficial.
- A limit on the number of items to ensure sufficient time for discussion, and the exploration of starred items included for information which wouldn't be presented / discussed without exception.

3397 19. Any Other Business

N/A

3398 20. Date of next meeting

The next meeting was scheduled for Wednesday 6 November 2024, followed by the Autumn Board Strategy Day on Thursday 7 November 2024.