



# TyneCoastCollege

## Meeting of the Board

<b><u>Venue:</u></b>	via Microsoft TEAMS
<b><u>Date:</u></b>	Wednesday 14 July 2021
<b><u>Time:</u></b>	4.00pm – 6.00pm
<b><u>Present:</u></b>	Andrew Watts (in the Chair) (AW) Sheila Alexander George Clark (GCI) Malcolm Grady Gary Holmes Martin Hottass Mark Overton Wendy Starks Jacqueline Watson Susan Wear Lindsey Whiterod (LWh)
<b><u>Apologies:</u></b>	David Byrne Graeme Cruickshank Ian Pippin Colin Seccombe Donya Urwin Andy Walton
<b><u>In Attendance:</u></b>	Neil Longstaff (Director of Governance) Jane Cuthbertson (Chief Finance Officer)

ITEM NO.	ISSUES	ACTION
1.	<b>Apologies for absence</b>  The Board received and approved apologies for absence from those identified above after having first considered the reasons for their absence.	
2.	<b>Declarations of interests</b>  The Chair reminded members to declare any conflicts of interest as they arose on the agenda.  There were standing declarations for links to Tyne Coast Academy Trust for the following: AW, GH, MO, GCI, MG and LWh. LWh and JC declared an interest in Item 12.	
3.	<b>Minutes</b>  The minutes of the meeting of the Board held 31 March 2021 were approved and were to be signed by the Chair.	

	<p><b>Matters Arising not covered elsewhere on the agenda</b></p> <p><u>3.1 Sport England (Tackling Inactivity in Colleges - Code for Sport Governance)</u> NL highlighted that he had received a letter from Sport England's Director for Children and Young People stating that the College had achieved compliance with their Code for Sport Governance.</p> <p><u>3.2 Nominations for Dr Winterbottom Fellowships</u> Responding to a question NL informed governors that Ms Collins had replied indicating that she was delighted to accept the Dr Winterbottom Fellowship award and felt humbled and privileged.</p> <p>LWh explained that the recently appointed Fellows would be invited to the next open event at the College to present their award.</p> <p><u>3.3 TCC Strategic Plan 2020-25 and progress against Strategic Priorities</u> Confidential item</p> <p><u>3.4 Self-Evaluation Report – Halls of Residence</u> Confidential item</p>	
4.	<p><b>Minutes of Committees of the Board</b></p> <p>The following minutes were received and content acknowledged:</p> <ul style="list-style-type: none"> <li>• Business Development Committee - 5 May 2021</li> <li>• Queen Alex Sixth Form Committee - 18 May 2021</li> <li>• Governance Committee - 26 May 2021</li> <li>• Quality, Curriculum and Standards Committee - 16 June 2021</li> <li>• Audit Committee - 23 June 2021</li> <li>• Finance and Resources Committee - 2 July 2021</li> </ul>	
5.	<p><b>Chair's Update</b></p> <p><u>Pay Recommendation</u> Governors were reminded that due to the impact of COVID-19, the 1% pay award built into the budget last year was not released to staff and as part of the 20/21 budget setting process a 2% pay award was built into the budget.</p> <p>Due to the uncertainty regarding COVID-19 during the 20/21 academic year and the impact upon commercial income governors agreed in December to retain the 2% pay award within the forecast with a view to deciding later in the academic year.</p> <p>Governors were informed that the Finance and Resources Committee had now recommended payment of the 2% salary increase backdated to 1st August 2020, which was approved via Chair of the Board's Action to enable the deadline to be met for the July payroll and to ensure the payment was in the correct academic year.</p> <p><b>Resolved: That the Chair's Action is endorsed.</b></p>	
6.	<p><b>Items for information</b></p>	
	<p><b>6.1 Chief Executive's Report</b></p> <p>The purpose of this report was to provide the Board with a regular report on key activities and issues from the Chief Executive.</p> <p>The CEO drew the attention of governors to the following:</p>	

- FE White Paper Update
- Estates Update
- Customs House Update
- Covid Update
- Redundancy and Restructure Update
- Marketing Update
- Data Dashboard
- TCC College Curriculum Strategy Drivers 2019-2024
- Stakeholder Engagement Strategy 2021/22-2023/24
- Innovation Pipeline Bid - NELEP
- Academy Trust Update
- AoC Update to NE Principals/Chairs 22-06-2021

Update on Estates Proposal

Confidential item

Covid

An update on Covid measures in place at the College were outlined to the Board.

Customs House

Confidential item

Voluntary Redundancy

Confidential item

School Liaison

A governor stated that as the Yr11 and Yr10 pupils were the future of the College, governors should be more aware of projections coming through from schools and have a detailed analysis as to which schools were reacting to the College's transition, publicity events etc. LWh reported that such data had been presented to the Business Development Committee and could be shared wider on the Knowledge area of Meetingsquared.

LWh

T Levels

LWh made governors aware of issues encountered with registering the College for T Levels but was liaising with the ESFA to rectify this problem. This was a national issue.

Q. Will there be an Ofsted update for governors owing to a change in risk as from September? LWh reported that the self-assessment documents had been updated (as had TCAT documents), to take account of the extended scope to include sexual abuse and grooming. It had been suggested that this area be covered through the Link Governor for Safeguarding. The Safeguarding Governor confirmed that this had already been picked up with the College's safeguarding lead.

LWh

Q. Extended period between inspections for 'Good' Colleges? It was confirmed that this was normally within 5 years.

The Chair of the Quality, Curriculum and Standards Committee drew governors' attention to key quality issues linked to Ofsted that all governors needed to understand. These were also covered in papers later in the agenda.

**Resolved: That the Board agree to receive the report and acknowledge the information provided.**

The members of the Board formally recorded their thanks to Michael McCarthy for his work at Tyne Coast Academy Trust and wished him well for the future.

7.	<b>Items for approval via Committee</b>	
	<p><b>7.1 Management Accounts and Commentary</b></p> <p>Confidential item</p>	
	<p><b>7.2 Budget 2021-22 and 2 year Financial forecasts – including capital expenditure &amp; KPIs</b></p> <p>The purpose of this report was for governors to approve a budget prior to the start of a financial year, which was a requirement of the financial memorandum.</p> <p>The CFO highlighted the following key assumptions that had been built into the budget and would be closely monitored throughout the next academic year:</p> <ul style="list-style-type: none"> <li>• The income shortfalls this year related primarily to the impact of Covid-19 and were within the Marine School and Engineering. Whilst expected income had been factored into a robust Curriculum Planning process both remained key risk areas in the next academic year.</li> <li>• The 21/22 Teachers Pension Grant was guaranteed but an assumption had been made for the payment of £614k for this grant in 22/23.</li> <li>• The 21/22 budget included £117k new staff posts to support delivery and future growth in the youth college and £170k SLA agreements with Morpeth Town Football Club and Thunder Rugby with approximately 90 more learners planned to be delivered through these SLA's. However, governors were asked to note that only the cash allocation of £12.05m had been included in the budget.</li> <li>• An assumption had been made regarding a 50% delivery model in 22/23 in respect of a partnership agreement with the OLC to deliver HE programmes. Delivery was not assumed in 21/22.</li> <li>• A 1% pay increase of c£200k (including on-costs) had been included in the budget next year.</li> </ul> <p>Overall, the budget had been set which allowed the college financial health rating as measured by ESFA to remain as 'Good' as well as meet the loan covenants from Santander.</p> <p>The Chair of F&amp;R Committee via email stated "Comes with the endorsement of Finance Committee after a robust discussion and challenge at the meeting resulting in SEG amending the original proposal and showing an improved outturn. We noted that SEG was being cautious and at most realistic in the assumptions on growth - for example nothing is included (either income or expenditure) for the OLC contract discussed elsewhere in the meeting. Allowing for the £850k additional depreciation mentioned above both 21/22 and 22/23 come just on the positive side of break even. We would have liked to see EBITA being maintained (it falls from a forecast outturn this year of 5.65% to 4.49% and then 4.19%) but this is in part a consequence of the rising staff costs as well as the view on growth. We were pleased to see that the budgeted financial health was maintained in mid -Good range and all banking covenants would be met. Cash flow remains strong. We noted the capital budget was £800k which suggested a continuing squeeze on such expenditure. We were reassured though that all minimum standards would continue to be met. As set out in the paper, no allowance for the outcome of the various capital bids has been made, so this area will need to be revisited when we know the result. Failure to secure the capital for a relocation may well require additional capital needs which could be significant."</p> <p>The Chair asked JC to deliver a development session in the autumn term to give an overview of the different funding streams for the College and discuss the setting of the financial strategy over the next 5 years with specific targets. LWh indicated that it would be beneficial to have this conversation with governors.</p>	

	<p><b>Resolved:</b></p> <ul style="list-style-type: none"> <li>i. That Board approve the Budget 2021-22 and 2 year Financial forecasts, as recommended by Finance and Resources Committee.</li> <li>ii. That the CFO is asked to organise a development session focussing on the College's financial strategy, to be held in the autumn term.</li> </ul>	JC
	<p><b>7.3 Approval of Student Union Budget 2021/2022</b></p> <p>This report sought governor approval for the Students' Union budget for 2021-22.</p> <p>It was proposed to offer the Union a budget of £15,000 for activities and payment of officials and support for those officials. Funds would continue to be distributed for work undertaken by members of the union committee.</p> <p>It was noted that the budget was monitored as part of the monthly management accounts package provided by the Finance Department.</p> <p><b>Resolved: That the Board agree a budget of £15,000 for the 2021-22 academic year.</b></p>	
	<p><b>7.4 Curriculum Strategy (3 year and 1 year Action Plan)</b></p> <p>The purpose of this report was to update governors on the progress of the 2019 – 2024 curriculum strategy.</p> <p>After considering the impact of Covid 19 the strategy had been updated to reflect the changing external environment. Changes had been made to the completion date of some of the actions to reflect delays that had occurred in some areas, such as apprenticeship recruitment.</p> <p><b>Resolved: That the Board agree Curriculum Strategy as recommended by the Quality, Curriculum and Standards Committee.</b></p>	
	<p><b>7.5 Annual Equality and Diversity Report incl. Objectives 2021-22</b></p> <p>The purpose of the report was to provide the quality, curriculum and standards committee with an overview of the work undertaken by Tyne Coast College, over the past year, to support the commitment to equality and to meet the requirements of the Equality Act 2010.</p> <p>This paper has been scrutinised by Quality, Curriculum and Standards Committee.</p> <p><b>Resolved: That the Board approve the report as recommended by the QCS Committee.</b></p>	
	<p><b>7.6 Succession Planning</b></p> <p>Confidential item</p>	
	<p><b>7.7 Annual Review of Governance</b></p> <p>The purpose of this report was to make recommendations to the Board regarding the annual review of the following:</p> <ul style="list-style-type: none"> <li>a. Governance Structure</li> <li>b. Instrument and Articles of Government</li> <li>c. Standing Orders and Code of Conduct</li> <li>d. Committee composition and membership</li> <li>e. Terms of Reference and membership of Business and Stakeholder Groups</li> </ul>	

	<p>f. Terms of reference of committees g. Business Planner 2021-22</p> <p>NL highlighted the following:</p> <ul style="list-style-type: none"> <li>• Instrument and Articles of Government (I&amp;A) and Standing Orders - minor changes were being proposed, which included a review of the decisions recently taken relating to the appointment of the Vice-Chair of the Board.</li> <li>• The Code of Conduct - Minor changes had been made.</li> <li>• The Terms of Reference and membership of Committees were being presented for review and approval. Proposed amendments were highlighted in the report.</li> <li>• The members of the Queen Alex Sixth Form Committee had recommended that the Committee be dissolved as it did not reflect the current positive working relationships that existed between the schools and the college.</li> </ul> <p>Views were sought around the continuation of the Business, Community and Stakeholder Groups. It was generally felt that these groups should be tried and tested as the Covid situation had prevented these from taking place as planned. It was commented that engagement was more important than having formal meetings. It was suggested that the stakeholder engagement paper should be used by SEG to develop a framework for engagement. It was argued that stakeholders should be engaged for specific reasons and it should be through informal events which were interactive but balanced with frequency. The Chair felt that the College's success should be celebrated more with stakeholders through breakfast meetings and talking about the College's future direction and how to engage with business. LWh described her role on the Bank of England stakeholder group that could also be taken into consideration when developing a College framework.</p> <p>NL outlined concern raised by the Trust Board around the continuity of the Members of the Trust if direct links were to be created between the sponsor's committee Chair's and positions held at the Trust. Therefore, it was asked that these Chairs be given a minimum of a two year term in office.</p> <p><b>Resolved:</b></p> <ol style="list-style-type: none"> <li>i. <b>That the Board agree the following:</b> <ol style="list-style-type: none"> <li>a. <b>The revised governance structure, as presented.</b></li> <li>b. <b>The Instrument &amp; Articles of Government, as presented</b></li> <li>c. <b>The Standing Orders and Code of Conduct, as presented</b></li> <li>d. <b>Committee composition and membership, as amended</b></li> <li>e. <b>The Terms of Reference of Committees, as presented.</b></li> <li>f. <b>The Business Planner 2021-22, as presented</b></li> </ol> </li> <li>ii. <b>That the Board agree to dissolve the Queen Alex Sixth Form Committee and CCNE Board with future reporting arrangements being incorporated into the terms of reference of the Committees, where needed.</b></li> <li>iii. <b>That the CEO is asked to consider what will be the most appropriate mechanism/structure to engage with stakeholders taking into account comments from governors, consultation with SEG etc. and making a recommendation through the Governance and Search Committee.</b></li> <li>iv. <b>That the English and Mathematics Task Group be dissolved as it is no longer needed.</b></li> <li>v. <b>That the Board approve the following appointment arrangements between the Academy Trust and sponsor:</b> <ul style="list-style-type: none"> <li>• <b>Members of the Trust (x3) – those holding the positions of:</b> <ul style="list-style-type: none"> <li>- <b>Chair of Governance Committee</b></li> <li>- <b>Chair of Audit Committee</b></li> <li>- <b>Chair of Finance and Resources Committee</b></li> </ul> </li> <li>• <b>Trustees (x2) - those holding the positions of:</b> <ul style="list-style-type: none"> <li>- <b>Chair of the College Board</b></li> </ul> </li> </ul> </li> </ol>	<p>NL</p> <p>LWh</p> <p>NL</p>
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	<p style="text-align: center;"><b>- Vice-Chair of the College Board</b></p> <p><b>vi. That the Governance and Search Committee is asked to consider whether the terms of office of Chairs of Committees should be given a minimum of two years thereby providing some continuity for those positions directly linked to TCAT.</b></p> <p>The Chair, on behalf of the Board, thanked Gary Holmes, David Byrne and Graeme Cruickshanks for their contribution to the Board during their terms of office and wished them well for the future.</p>	NL
	<p><b>7.8 Appointment of Chair and Vice-Chair of the Board</b></p> <p>During discussion on the terms of office for governors, the G&amp;S Committee felt that both the Chair of the Board and Vice-Chair each be given two year terms, which would allow for Dr Grady to have two full years as Chair, which would fit with the College's succession plan.</p> <p><b>Resolved: That the Board confirm Mr George Clark as Chair and Dr Malcolm Grady as Vice-Chair of the Board for two year terms of office with effect from 1 August 2021 as recommended by G&amp;S Committee.</b></p>	
	<p><b>7.9 Corporate KPIs Report</b></p> <p>The purpose of the paper was to propose Key Performance Indicators that could be monitored throughout the academic year. The KPIs reflected the student journey.</p> <p>Eight key areas were identified that the college would monitor throughout the academic year. Each KPI would be monitored against the College's own internal target and against national benchmarks (where available) The monitoring would allow early intervention to take place should any KPI start to fall below its agreed target. Regular reports on KPIs would be made to governors, SEG and the Senior Management Team (Principal and Assistant Principals).</p> <p>It was noted that this paper had been scrutinised by the Quality, Curriculum and Standards Committee.</p> <p><b>Resolved: That the Board agree the KPIs for monitoring throughout the 2021/22 academic year, as recommended by the Quality, Curriculum and Standards Committee.</b></p>	
	<p><b>7.10 College HE Fees</b></p> <p>This paper was to confirm the Higher Education (HE) Fees for 2022/2023 academic year.</p> <p>Following the Audit Report on HE Fees and the requirements of the Competition and Markets Authority (CMA) the college needed to ensure that its HE fees were fully ratified by the Board of Governors. In order to meet the requirements of the CMA the college needed to ensure its HE fees were published 12 months in advance. As Tyne Coast College did not have an Access and Participation Plan approved by the Office for Students, the college could only charge up to a maximum of £6,165 for its own HE provision and a maximum of £9250 for the University of Sunderland provision.</p> <p>Governors noted that this paper had been scrutinised by the Finance and Resources Committee.</p> <p><b>Resolved: That the Board agree the HE fees and their publication.</b></p>	

	<p><b>7.11 OLC Proposal</b></p> <p>Confidential item</p>	
	<p><b>7.12 Internal Audit Strategy 2021-24 and Plan 2021-22</b></p> <p>This strategic plan and annual internal audit plan set out the scope of the planned work to be undertaken by internal audit for 2021-22 within a wider 3 year strategy and had been presented to Audit Committee.</p> <p>This plan was developed based on consideration of the College’s strategic objectives, risk profile and assurance framework as well as other factors affecting the College in the year ahead including changes within the sector and challenges around Covid-19. It was stated that auditors would work closely with management to deliver an internal audit programme which remained flexible and agile to ensure it met the College’s needs in the current circumstances.</p> <p>The key points to note from the plan were highlighted.</p> <p><b>Resolved: That the Internal Audit Plan 2021-22 and Strategy 2021-24 is approved as recommended by the Audit Committee.</b></p>	
	<p><b>7.13 Quality reports – overview</b></p> <p><b>7.13.1 STC &amp; TyneMet Colleges</b></p> <p>Confidential item</p> <p><b>7.13.2 Marine School</b></p> <p>Confidential item</p>	
	<p><b>7.14 Policies</b></p> <p>The following policies were presented for approval, which had been scrutinised by Committee:</p> <ul style="list-style-type: none"> <li>• Corporate Social Responsibility Policy</li> <li>• Bursary Policy</li> <li>• Data Protection Policy</li> <li>• Foreign Travel Policy</li> <li>• Travel and Expenses Policy</li> <li>• Senior Postholders Disciplinary Policy and Procedure</li> <li>• Governance Policies: Access to Governors’ Meetings / Governor Attendance</li> </ul> <p><b>Resolved: That the above-mentioned policies are approved.</b></p>	
8.	<p><b>Items for Approval</b></p> <p><b>8.1 Policies</b></p> <p>The following policies were presented for approval on the recommendation by SEG:</p> <ul style="list-style-type: none"> <li>• FE Admissions Policy</li> <li>• HE Assessment malpractice and maladministration Policy</li> </ul> <p><b>Resolved: That the above-mentioned policies are approved.</b></p>	



	<p><b>8.2 Student Union Report (Constitution)</b></p> <p>NL informed the Board that there was some additional work required on the new student union constitution before it could be brought to the Board for approval. Consultation had taken place with the Chair over the appointment arrangements of the Student President who at present, would also become the Student Governor.</p> <p>The Board was asked to agree in principle that the Student Governor should always be a current student of the College. It was explained that the proposal within the new constitution was to remove the model of paying honorariums to six representatives and replace with a paid Student Union President who would be an employee of the College on a fixed term contract for 10 months (advertised externally). It was suggested that the Vice-President could fulfil the role of Student Governor as he/she would be elected by the student body.</p> <p>The Chair stated that the idea of a Student President being a paid role was a good step forward as they could focus on engaging students but as a principle, the Student Governor role should be from the current student body who could represent the student voice on the Board. LWh supported this approach.</p> <p>It was noted that the student constitution would normally be approved by Governance and Search Committee therefore delegation to the Chair of this committee was being sought to progress matters as quickly as possible.</p> <p><b>Resolved: That the approval of the Tyne Coast College Student Union Constitution be delegated to the Chair of the Governance and Search Committee, in consultation with the Director of Governance, and that he ensures that the principle of ‘the person holding the position of Student Governor will be a student from the current student body’ is adopted.</b></p>	MO
9.	<p><b>Any other business</b></p> <p><u>Chair of the Board.</u></p> <p>The Chair Designate, on behalf of the Board, took the opportunity to thank Mr Watts for his tremendous services to the College during his terms of office as Chair of the College Board stating that he had delivered a highly effective leadership and had positioned Tyne Coast as a leading College in the region. LWh thanked AW for his support over the years and the contribution he had made to the College, stating it had been a pleasure to work with him.</p> <p>AW thanked fellow governors and members of SEG for their support over the years and the Director of Governance for his advice and guidance.</p> <p>The Chair Designate also thanked GH for his contribution.</p>	
10.	<p><b>Identification of confidential items</b></p> <p><b>Resolved: That the following matters are to remain confidential:</b></p> <ul style="list-style-type: none"> <li>• <b>Item 03 – 3.3 (Strategic Plan) and 3.4 (Halls SEF)</b></li> <li>• <b>Item 06.1 – Chief Executive’s Report Re. Estates, Customs House and Voluntary Redundancy</b></li> <li>• <b>Item 07.1 - Management Accounts</b></li> <li>• <b>Item 07.6 - Succession Planning</b></li> <li>• <b>Item 07.11 – OLC Proposal</b></li> <li>• <b>Item 13 Quality reports</b></li> <li>• <b>Item 12 - Chair of the Board's Report re. Pay Review (restricted)</b></li> </ul>	

11.	<p><b>Date and time of future meetings</b></p> <p><b>Resolved: That the schedule of meetings 2021-22 is approved, as presented and that the Chair/Vice-Chair are asked to keep under review whether meetings should continue to be held via TEAMS. It was suggested that a hybrid approach be considered where possible.</b></p>	
12.	<p><b>Chair of the Board's Report re. Pay Review</b></p> <p><b>Confidential item (restricted)</b></p>	

Chair: ..... Date: .....

DRAFT