



TyneCoastCollege

Meeting of the Board

Venue: South Tyneside College/Teams

Date: Tuesday 19 December 2023

Time: 3.30pm – 5.40pm

Present: Malcolm Grady (in the Chair)
George Clark
Doug Cole
Neil Henry
Gary Hindmarch
Surajah Hunter
Clive Johnson (TEAMS)
Colin Seccombe
Donya Urwin (TEAMS)
Jacqueline Watson
Lindsey Whiterod (LWh)

Apologies: Martin Alexander
Mark Overton
Alain Reynier

In Attendance: Neil Longstaff (Director of Governance)
Jane Cuthbertson (Chief Operating Officer)
Mandy Morris (Principal)
Lorna Lister (Governor Support Officer)
Allyson Edney (Director of HR)
David Hoose (Mazars)

Action Tracker

Item	Summary of Action Required	By whom	Status	Comment/Update
Meeting of the 17 October 2023				
3.	<u>Presentation</u> presentation at the beginning of a Board meeting - feedback from Careers Advisers on students' readiness for work.	Chair		Scheduled for July 2024
14.	<u>Demolition Block A Tyne Metropolitan College</u> governors approve, in principle, the demolition of Block A, as requested and that demolition plans with timescales be brought back to a future meeting of the Board.	JC		Agenda item
Meeting of the 19 December 2023				
5.	<u>Committee Minutes – Matters arising</u> Presentation on the New Build for STC be added to the agenda for the Development Event being held on 24 January 2024.	NL		Done

6.	<u>Presentation</u> a presentation to demonstrate how things are developed from strategy/policy into practice – could focus on regional priorities/LSIP etc.? The CEO/Principal were to follow this up.	LW/MM		Scheduled for Development Event June 2024
9.	<u>Annual Reports and Financial Statements</u> i. That the annual report and accounts for Tyne Coast College for the Year Ended 31 July 2023 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.	MG/ LWh		Done
	ii. That the Chair / Chief Executive is authorised to sign the Letters of representation from auditors.	MG/ LWh		Done
21.	<u>Enhanced skills inspection</u> Principal is to give a presentation at the Governor Development Event on 24 January 2024 around engagement with the stakeholders and meeting the local skills needs.	MM		Done
24.	<u>Governance update</u> That governors agree to re-appoint Mark Turnbull and Doug Cole as College Governors, each for a further three-year term of office.	NL		Actioned

Minutes

ITEM NO.	ISSUES	ACTION
1.	Apologies for absence The Board received and approved apologies for absence from those identified above after having first considered the reasons for their absence.	
2.	Declarations <u>2.1 Declarations of interests</u> 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: MG, CS, LW and CJ. <u>2.2 Business to be raised under Item 31</u> None.	
3.	Performance and Salary Review feedback of Senior Post Holders Confidential item (restricted) <i>Staff withdrew from the meeting for this item, taking no part in any discussion or voting.</i>	

<p>4.</p>	<p>Confirmation of the minutes.</p> <p>The minutes of the meetings of the Board held on 17 October 2023 and 21 November 2023 were approved and to be signed by the Chair.</p> <p>Matters arising not covered elsewhere on the agenda</p> <p>As shown on the Action Tracker and/or as follows:</p> <p><u>Governor Training</u></p> <p>It was reported that governors were up to date with their training other than Martin Alexander who was working through the modules having recently been appointed.</p>	
<p>5.</p>	<p>Minutes of Committees/Task Groups of the Board</p> <p>The following minutes were received:</p> <ul style="list-style-type: none"> • New Build Task Group - 9 October and 20 November 2023 • Governance and Search Committee - 15 November 2023 • Finance and Resources Committee - 28 November 2023 • Quality, Curriculum and Standards Committee - 6 December 2023 • Audit Committee - 12 December 2023 <p>Matters arising</p> <p>The Chair of each Committee was provided with an opportunity to highlight key issues arising from the meetings that were not being covered on today's agenda.</p> <p>New Build Task Group – The Chair of the Board reported that the Task Group had received an updated presentation from the new Architects on the new build for STC at its meeting earlier that day and recommended that this be given at the next Development Event to keep all governors up to date with the build and its design.</p> <p>Resolved: That a presentation on the New Build for STC be added to the agenda for the Development Event being held on 24 January 2024.</p> <p>Finance and Resources Committee – The Chair of F&R drew governors' attention to the time of day he had received the draft F&R Committee minutes, which concerned him. He hoped that the changes in governance discussed at the Committee meeting would provide support to the Governance Team and allow for an acceptable work life balance as working late into the night was not acceptable and should not become the norm. The Chair of the Board responded indicating that he had discussed with the Director of Governance his workload, stating that it should be acknowledged that it had been an extremely busy term, highlighting the number of meetings held/rescheduled and issues having to be covered. It was also acknowledged that it was important to provide the necessary support to the DoG role to ensure the continued effectiveness of the Board. The governance report to the F&R Committee had been accepted, which allowed for a regrading of one post and the creation of another (Governor Support Officer). The Chair reminded governors that the Governance Team were responsible for all governance issues for both the College and Tyne Coast Academy Trust and from September, would also cover governance requirements for South Shields Marine School.</p>	<p>NL</p>
<p>6.</p>	<p>Presentation: AoC Update</p> <p>Mandy Morris (Principal) provided feedback from the recently attended AoC Conference for governor information.</p>	

	<p>The presentation outlined the sessions attended by staff, networking undertaken and key messages from the Conference including:</p> <ul style="list-style-type: none"> • T Level pitfalls and successes • Improving attendance. • Just One More Thing – FE Commissioner pilot project • Mindful education – adjusting to blended learning requirements of organisations, employers and learners • Challenges facing sector e.g. resources, lifelong learning etc. • Delivering the Adult Education Budget • Driving organic culture change <p>Q. To bring this to life, can someone from the academic side come and give a presentation to demonstrate how things are developed from strategy/policy into practice – could focus on regional priorities/LSIP etc.? The CEO/Principal were to follow this up.</p> <p>Resolved: That the Principal is thanked for her presentation and the information is received and acknowledged.</p>	LW/MM
<p>7.</p>	<p>Chair's Update/Actions</p> <p>Nothing to report on this occasion.</p>	
<p>8.</p>	<p>Report of the Chief Executive</p> <p>The purpose of the report was to provide the Board with key activities and issues from the Chief Executive Officer.</p> <p>The following were highlighted in the report:</p> <ul style="list-style-type: none"> • Marketing Activity Update (all brands) • South Shields Marine School Update • Annual Report on UKVI Applications since 30 March 2023 • South Shields Marine School Weekly Bulletin • Digital Update • Partner Update • AoC Chief Executive's Letters • TCAT (Tyne Coast Academy Trust) Update • TCC Health Check – Letter from Shelagh Legrave (FE Commissioner) • FE Commissioner – Autumn Newsletter • Ministerial Letter on the Lifelong Learning Entitlement from Minister Halfon • Letter to T-Level Providers regarding Advanced British Standards from Minister Halfon • TCC-Capital Project Keep In Touch Notes from Emma Stookes • FE Commissioner Roadshow Slides <p><u>8.1 TCAT</u> Confidential item</p> <p><u>8.2 New Build – Planning Permission</u> Confidential item</p> <p><u>8.3 2022/23 Pay Award</u> Confidential item</p> <p><u>8.4 QA Retention Payment</u> Confidential item</p>	

	<p><u>8.5 2022/23 Pay Award</u> Confidential item</p> <p>Resolved: That the Board agree to receive the report and acknowledge the information provided.</p>	
<p>9.</p>	<p>Annual Reports and Financial Statements for the Year Ended 31 July 2023 including Regularity Audit opinion and representation letter</p> <p>DH joined the meeting.</p> <p>The Board received the accounts for Tyne Coast 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, recommending their approval to the Board.</p> <p>The specific areas where appropriate signatures were required were highlighted and questions were invited. Areas requiring formal approval were:</p> <ul style="list-style-type: none"> i. Strategic Report (by Chair of Board) ii. Statement of Corporate Governance and Internal Control (by Chair of Board and Chief Executive) iii. Statement on the College’s Regularity, Propriety and Compliance (by Chair of Board and Chief Executive) iv. Statement of responsibilities of the Members of the Board (by Chair of Board) v. 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 on behalf of the Board.</p> <p>JC confirmed that auditors had issued an unqualified audit opinion. It was noted that the Finance and Resources Committee had been unable to review the accounts element ahead of the Board meeting owing to adjustments needed relating to the strategic position taken on the Cobalt project. However, the reconciliation between the Management Accounts and Statutory Accounts for the Year Ended 31 July 2023 together with a Budget Monitoring timetable for 2023-24 had been shared with the members of the F&R Committee. The issue relating to the credit note had been raised with both the Chair of F&R and Chair of Audit Committees. Appropriate training for relevant staff was to be implemented to ensure financial regulations were followed correctly; a further update was to be given to the F&R Committee in March 2024.</p> <p>DH (Auditor) reported that this was another very clean external audit process and therefore, the auditors were in a position to sign off the accounts. There was little to raise other than the accounting practices around pensions, which had been highlighted at the Audit Committee.</p> <p>The auditors expressed thanks to JC and her team for an exceptional Audit Completion Report.</p> <p>Q. Are auditors’ content that there is more than adequate disclosure of severance payments in the accounts? Yes.</p> <p>The Chair thanked JC and the Auditors for the quality of the report.</p>	

	<p>JC reported that the Regularity Audit was to inform governors of the work and evidence the College had provided the external auditors in order to carry out their work on regularity. Mazars stated that they had found no issues to report.</p> <p>Q. Regularity something new as part of new ONS reclassification? No, it has always been a requirement but the questionnaire had been extended to cover elements of this.</p> <p>The Chair of F&R Committee highlighted the key items from the reconciliation between the Management Accounts and Statutory Accounts; these being:</p> <ul style="list-style-type: none"> • The treatment of costs against Cobalt • Adjustments on the pension schemes • Credit Note (TNT) <p>The Chair of F&R stated that the Board could be content and confident that managements accounts have been accurate during the course of the year. It was noted that the Board was carrying forward a large element for a potential severance payment.</p> <p>DH left the meeting.</p> <p>Restricted confidential discussion took place on a staffing matter (Staff withdrew from the meeting taking no part in any discussion or voting). <i>See separate minute.</i></p> <p><i>Approval for the signing of the accounts was to be given after receipt of the Annual Report from Audit Committee (see below)</i></p>	
<p>10.</p>	<p>Internal Audit Annual Report (Internal audit annual opinion)</p> <p>The internal audit annual report had been presented to and discussed with the Audit Committee where RSM, the College’s internal auditors were in attendance and confirmed that overall, they were pleased that the college had an adequate and effective framework for risk management, governance and internal control.</p> <p>Some recommendations had been made to further enhance frameworks where applicable, which the college had agreed to implement.</p> <p>The Vice-Chair of Audit stated that, overall, this had been a positive report and thanks should go to the COO and her team.</p> <p>Q. HE partial assurance given – is this a concern? No, all recommendations by auditors to address the situation had been agreed and were being implemented; Audit Committee would track actions.</p> <p>Resolved: That the report is received and approved.</p>	
<p>11.</p>	<p>Annual Report to Board from Audit Committee</p> <p>In the absence of the Chair of Audit Committee, the Director of Governance introduced the Annual Report for the 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 before the signing of the statutory accounts.</p> <p>The Audit Committee had received the report 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:</p> <ul style="list-style-type: none"> iii. That the Board agree to receive the report and acknowledge the information provided. iv. That the annual report and accounts for Tyne Coast College for the Year Ended 31 July 2023 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. v. That the Chair / Chief Executive is authorised to sign the Letters of representation from auditors. 	<p>MG/ LWh</p> <p>MG/ LWh</p>
<p>12.</p>	<p>Student Union Accounts 2022-23</p> <p>This paper provided Governors with details of the Student Union accounts results for 2022/23 and an overview of activity in the year.</p> <p>The following were considered:</p> <ul style="list-style-type: none"> • Net Budget £15,144 • Actual Net Expenditure £15,144 • Variance: £0 <p>Governors were pleased to see that the funding had been spent owing to good leadership by the former Student President.</p> <p>It was noted that F&R Committee had scrutinised this report.</p> <p>Resolved: That the information is received and acknowledged.</p>	
<p>13.</p>	<p>Tyne Coast College Financial Plan from ESFA</p> <p>The purpose of this report was to confirm the College Financial Forecasting Return (CFFR) had been provided to the ESFA.</p> <p>The ESFA had returned a 'Requires Improvement' score for both the latest outturn forecast year (22/23) and current budget year (23/24).</p> <p>The ESFA provided a financial dashboard for the governors to review, which included key performance indicators and measured those against both target benchmarks and benchmarks achieved in the education sector.</p> <p>It was noted that the College must submit their 22/23 financial statements and supporting documentation to the ESFA by the 31 December 2023.</p> <p>JC stated that the financial dashboard had not been presented to the F&R Committee as it had only recently been received.</p> <p>Resolved: That governors agree to receive the report and acknowledge the information provided.</p>	
<p>14.</p>	<p>Management Accounts</p> <p>Confidential item</p>	
<p>15.</p>	<p>In Year Savings Action Plan 2024/25</p> <p>Confidential item</p>	

16.	Annual Pay award Confidential item	
17.	New Build Update Confidential item	
18.	Quality Update Confidential item	
19.	College Self-Assessment Reports 2022-23 (Quality Improvement Plans 2023-24) Confidential item	
20.	Quality Policy and Strategy Confidential item	
21.	<p>Enhanced skills inspection</p> <p>This paper provided an update on the enhanced skills inspection agenda for governors.</p> <p>The Principal made reference to the following:</p> <ul style="list-style-type: none"> • In September 2023 Ofsted introduced the enhanced inspection which meant that they began to look at the extent to which FE Colleges were addressing the local, regional, and national skills needs. • The inspection results to date were provided to governors <p>Key questions that governors were likely to be asked to address were set out in the paper for consideration.</p> <p>Link Governor roles were discussed and gaps identified. It was noted that owing to the recent resignation of Wendy Starks there was a need to appoint a Link Governor for skills. Governors were also asked to become familiar with the College's work around engaging with stakeholders and how the College met the local skills need.</p> <p>The Chair thanked the Principal for the focussed awareness raising paper. The Director of Governance highlighted that despite an increase in scores when compared to the previous year, the two questions receiving the lowest scoring in the Board performance reviews were on stakeholder engagement and local skills needs. It was commented that these should be addressed through further training.</p> <p>Resolved:</p> <ol style="list-style-type: none"> That governors accept the report as presented. That the Principal is to give a presentation at the Governor Development Event on 24 January 2024 around engagement with the stakeholders and meeting the local skills needs. 	MM
22.	Annual Safeguarding Report Confidential item	

<p>23. Equality and Diversity Report</p>	<p>This report provided an overview of the work undertaken by Tyne Coast College, over the past year, to support its commitment to Equality, Diversity, and Inclusion.</p> <p>The annual report was reviewed by the QCS Committee and was being recommended for approval.</p> <p>Governors were of the view that this document was both informative and well presented.</p> <p>Resolved: That the EDI report is approved.</p>	
<p>24. Governance update</p>	<p>The purpose of the report was to provide the Board with an update on the College governance arrangements.</p> <p>NL highlighted the following:</p> <ul style="list-style-type: none"> • The current composition and membership of the College Board. • Current vacancies and the re-appointment of two current governors for further terms of office on the recommendation of G&S Committee. Delays in appointing a Student Governor were noted. • The responses to the Board Performance Survey 2022/23 and discuss whether any action was required. Action was to be taken at next Development Event (See Item 21 above). • Governors were being asked to review the membership of its committees including Chair/Vice-Chair roles. • The Board was advised of the formal appointment of an external reviewer (Stone King) to carry out the external review of governance for the College, which was to commence in January 2024. An outline of the process was explained by the Director of Governance. • The Succession Plan had been updated through G&S Committee and was being presented for approval. • The governance position paper 2022-23 was presented and outlined. • Governors were made aware of the new Code of Good Governance and compliance against the existing Code following the review by G&S Committee. <p>The Link Governor for Safeguarding presented her report to the Board.</p> <p>With regard to the role of Vice-Chair of F&R Committee, DU sought more time to consider whether to accept in view of her personal commitments.</p> <p>Governors discussed potential governors and it was reported that contact had been made with MF but it was understood that she was unavailable until Spring 2025.</p> <p>The Chair commented that governor 1-2-1s had been delayed but were expected to be completed by the end of January 2024.</p> <p>Resolved:</p> <ol style="list-style-type: none"> i. That the Board receives the report acknowledging the information presented. ii. That governors agree to re-appoint Mark Turnbull and Doug Cole as College Governors, each for a further three-year term of office. iii. That the Succession Plan, as presented, is approved. iv. That the Board accept the Governance Position Paper, as presented. 	<p>NL</p>

	<p>v. That the new Code of Governance is adopted by the Board as from 1 January 2024 and that future compliance is to be made against this document.</p> <p>DC withdrew from the meeting during consideration of his re-appointment to the Board.</p>	
<p>25. Student Union Report</p>	<p>The Chair was disappointed to hear that the Student President needed to step down from her role having made positive contributions to date. It was reported that appointments/ elections across the Student body were to be held in the new year.</p> <p>The report submitted to the Board provided an update on the current position and future plans for the student union; these included:</p> <ul style="list-style-type: none"> • Student President role • Student Elections • Budget • Update on activities • Enrichment • Events <p>It was reported that Emma Douglas, Director of HE was keen to work with Student Services to drive the Student Union and ensure the best student experience for HE students.</p> <p>Resolved: That the Board agree to receive the report acknowledging the information presented.</p>	
<p>26. Risk Management update</p>	<p>The purpose of this report was to provide the Committee with an update on Risk Management in order to assist in the review of the College framework of Governance and Internal control.</p> <p>The Head of Finance informed the Committee that the following activity had taken place since the last annual update on risk management:</p> <ol style="list-style-type: none"> i. The corporate risk register was reviewed regularly by the College Management Team (CMT) and was provided as part of this report. ii. Operational risk registers for all areas of Tyne Coast College were reviewed at performance review meetings. iii. The college risk appetite was shown with only 9.7% of residual risks being primary risks from the inherent 38.2%. <p>Resolved: That the Board are satisfied that the college has appropriate procedures for the consideration of risk management in its activities.</p>	
<p>27. Modern Slavery and Human Trafficking Statement 2023/24</p>	<p>This report was to provide governors with the Modern Slavery and Human Trafficking Statement, recommended by Finance and Resources Committee.</p> <p>It was reported that there was a requirement for certain commercial organisations to publish an annual statement setting out the steps they had taken to prevent modern slavery in their business and their supply chains. This was a requirement under section 54 (Transparency in Supply Chains) of the Modern Slavery Act 2015.</p> <p>The statement was for 2022/2023, looking towards 2023/2024.</p>	

	Resolved: That the Board approve the attached statement as recommended by Finance and Resources Committee.	
28.	<p>Annual Report on Health & Safety, Action Plan and Policy</p> <p>This report gave an update on accident/incident data and significant Health and Safety developments during 2022/23 academic year at Tyne Coast College (TCC).</p> <p>This report provided summary of information on health and safety and the Tyne Coast College approach during the period.</p> <p>The report also summarised changes to the health and safety policy that had been accepted by QCS.</p> <p>The Chair of QCS stated that there were good health and safety practices within the College.</p> <p>Resolved: That the Board approve the report and policy updates, as recommended by the Quality, Curriculum and Standards Committee.</p>	
29.	<p>Annual Data Protection Report</p> <p>The paper provided the Board with the annual report on the college's implementation of the General Data Protection Regulation and provided an update on progress.</p> <p>It was noted that the report had been scrutinised by Audit Committee.</p> <p>The CEO highlighted the importance of the work undertaken by the IT Team to keep the College safe and secure.</p> <p>Resolved: That the report is received and information acknowledged.</p>	
30.	<p>Fraud and Bribery Policy</p> <p>An updated Fraud and Bribery Policy was presented for approval. It was noted that the changes were primarily ensuring job titles were correct. There had been no changes to the Fraud Act 2006 or the Bribery Act 2010.</p> <p>A link between this policy and the Whistleblowing Policy had been added at the request of Audit Committee.</p> <p>Resolved: That the Board agree the updated policy, as presented.</p>	
31.	<p>Any other business</p> <p>None.</p>	
32.	<p>Date and Time of Next Meeting</p> <p>Tuesday 26 March 2024 at 4.00pm</p>	
33.	<p>Identification of confidential items</p> <p>The Board agree that the following should remain confidential:</p>	

	<ul style="list-style-type: none"> • Item 03 - Performance and Salary Review Feedback of Senior Post Holders (Restricted) • Item 08 - Report of the Chief Executive (sections as listed above) • Item 09 – Staffing Matter (Restricted) • Item 14 - Management Accounts • Item 15 – In-Year Savings Action Plan 2024/25 • Item 16 - Annual Pay award • Item 17 - New Build update • Item 18 - Quality Update • Item 19 - College Self-Assessment Reports 2022-23 (Quality Improvement Plans 2023-24) • Item 20 - Quality Policy and Strategy • Item 22 - Annual Safeguarding Report <p>The Chair thanked governors for their work during the calendar year.</p>	
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Chair:

Date: