



# TyneCoastCollege

## Meeting of the Board

<b><u>Venue:</u></b>	via Microsoft TEAMS
<b><u>Date:</u></b>	Wednesday 27 January 2021
<b><u>Time:</u></b>	1.00pm – 1.25pm
<b><u>Present:</u></b>	Andrew Watts (in the Chair) (AW) George Clark Malcolm Grady Gary Holmes Ian Pippin Colin Seccombe Donya Urwin Andy Walton Jacqueline Watson Susan Wear Lindsey Whiterod (LWh)
<b><u>Apologies:</u></b>	Sheila Alexander Graeme Cruickshank Martin Hottass Mark Overton
<b><u>In Attendance:</u></b>	Neil Longstaff (Director of Governance) Jane Cuthbertson (Chief Finance Officer)

ITEM NO.	ISSUES	ACTION
1.	<p><b>Apologies for absence</b></p> <p>The Board received and approved apologies for absence from those identified above after having first considered the reasons for their absence.</p> <p>It was noted that Sheila Alexander had to step back from her governor role for a short period owing to additional demands on her work commitments relating to the rollout of the Covid-19 vaccine. It was hoped that SA could recommence duties in April 2021. Governors endorsed this arrangement. It was noted that George Clark would act as Chair of Audit Committee in SA's absence.</p>	
2.	<p><b>Declarations of interests</b></p> <p>The Chair reminded members to declare any conflicts of interest as they arose on the agenda.</p> <p>There were standing declarations for links to Tyne Coast Academy Trust for the following: AW, GH, CS, GC, MG and LWh.</p>	

<p><b>3. Internal Audit Annual Report (Internal audit annual opinion)</b></p>	<p>The above mentioned report; which had been considered by Audit Committee, covered the following areas:</p> <ul style="list-style-type: none"> <li>• The annual internal audit opinion</li> <li>• The factors and findings which had informed auditor’s audit opinion</li> <li>• The basis of auditor’s audit opinion</li> <li>• Auditors performance</li> <li>• Appendix A: Annual opinions</li> <li>• Appendix B: summary of internal audit work completed 2019/20</li> <li>• Appendix C: Opinion classification</li> </ul> <p>The auditors concluded that the College had an adequate and effective framework for risk management, governance and internal control. However, auditors work had identified further enhancements to the framework of risk management, governance and internal control to ensure that it remained adequate and effective.</p> <p>Of the six internal audit reviews undertaken in 2019/20, three reviews received a substantial assurance level and three received reasonable assurance.</p> <p>The Chair of Audit Committee thanked staff for achieving a good report under difficult circumstances.</p> <p>Q. Content with the performance of internal auditors? Yes, they offered good support but also provided challenge where needed. It was also noted that the audit plan was being implemented effectively.</p> <p><b>Resolved: That the report is received and approved.</b></p>	
<p><b>4. Annual Report to Board from Audit Committee</b></p>	<p>The Chair of Audit Committee 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>Mazars had experienced a difficult year in terms of staff resourcing and had been late in commencing work with the College for a number of reasons but they had acknowledged this and had given assurances that there would not be a repeat next year. Work had now been completed and an unqualified report had been given.</p> <p>Q. Membership of Audit Committee? It was noted that Susan Wear had agreed to serve on Audit Committee but this still left the Committee operating on the minimum of 3 members and this would need to be reviewed at the next Board meeting. However, it was expected that this term would be relatively quiet for the Audit Committee and that SA and MO were likely to return at the end of term.</p> <p>The members of the Audit Committee were thanked for their work over the year.</p> <p><b>Resolved: That the Board agree to receive the report and acknowledge the information provided.</b></p>	

<p><b>5. Annual Reports and Financial Statements for the Year Ended 31 July 2020 including Regularity Audit opinion and representation letter</b></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 by 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"> <li>• Strategic Report (by Chair of Board)</li> <li>• Statement of Corporate Governance and Internal Control (by Chair of Board and Chief Executive)</li> <li>• Statement on the College’s Regularity, Propriety and Compliance (by Chair of Board and Chief Executive)</li> <li>• Statement of responsibilities of the Members of the Board (by Chair of Board)</li> <li>• Financial Statements (by Chair of Board and Accounting Officer)</li> </ul> <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.</p> <p>It was noted that electronic signatures were acceptable to sign off the accounts/letters.</p> <p>The Chair of F&amp;R Committee outlined the role of the committee in the Board accepting the accounts, explaining that an outcome from this had been for JC to clarify at the next F&amp;R Committee meeting what steps, if any, were needed to address the impact of the year-end adjustments. It was stressed that this was not a cause for concern.</p> <p>Q. Pension liability increased? Yes, there had been an increase of £18m. It was noted that this could have been a potential breach of the covenant agreement but discussions had been held last year with the bank re. Covid-19 and the College could provide Mazars with this correspondence demonstrating that the bank was supportive of the College. It was expected that the covenant would be removed next year.</p> <p>Q. Was the CEO content with the way in which her emolument was being reported in the accounts? The CEO indicated that she was comfortable with the way in which they were set out.</p> <p><b>Resolved:</b></p> <p><b>i. That the annual report and accounts for Tyne Coast College for the Year Ended 31 July 2020 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.</b></p> <p><b>ii. That the Chair or Chief Executive is authorised to sign the Letters of Representation from auditors.</b></p>	<p>AW/LWh</p> <p>AW/LWh</p>
<p><b>6. Approval of the Fraud and Bribery Policy</b></p>	<p>It was reported that the Fraud and Bribery Policy was last presented in December 2017 and had been reviewed by both the Chief Finance Officer and Audit Committee and was now being presented to the Board for approval.</p> <p><b>Resolved: That the Fraud and Bribery Policy is adopted by the Board, as recommended by Audit Committee.</b></p>	

7.	<b>Any other business</b>  None.	
8.	<b>Identification of confidential items</b>  None.	
9.	<b>Date and time of future meetings</b>  <b>Resolved: That the next meeting of the Board is to take place on Wednesday 31 March 2021 at 4.00pm via TEAMS.</b>	

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