

**PART A Minutes of the Corporation meeting held on 8 July 2019 at 4 pm
University Centre Board Room 4H01**

Present Gill Alton CEO, Erika Stoddart (Chair) Tony Bramley arr 4.20 (Vice-Chair), Lucy Ottewell-Key, Erika Stoddart, Ashley Corrigan (HE Student Governor) Liz Parry, Robert Edwards, Wendy Spalding (arr 4.30)

In Attendance Susan Bailey, Clerk to the Corporation, Adrian Clarke Group Director Corporate Services, Tony Lawlor Group Director Finance, Debra Gray Principal GIFHE, Ann Hardy Principal Scarborough TEC.

1. Apologies for absence

1.1 None received.

2. Declarations of Interest

1.2 None received. Members were reminded to declare any interests throughout the meeting where necessary.

3. Group Director Finance

3.1 The Chair welcomed Tony Lawlor Group Director Finance to his first meeting of the Corporation confirming his role as Company Secretary and named signatory on the bank mandate

4. Minutes of the Corporation meeting held on 21 May 2019 and matters arising.

4.1 **RESOLVED** the minutes of the Corporation Meeting held on 21 May 2019 were approved as a true record and signed by the Chair. Matters arising were as follows:

4.2 **Minute 12 Budget Planning process** The Chair confirmed that the meeting held on 25 June 2019 to consider the GIFHE and Scarborough TEC annual budgets 2019-20 had been very helpful in allowing the Chair and Vice-Chair of the Corporation to consider these budgets in depth prior to submission to the Corporation.

4.3 **Minute 14 Memorandum of Understanding (subsidiary companies and agreement with partners)** The Group Director Corporate Services stated that in view of latest developments relating to MODAL Training Ltd the Memorandum of Understanding document was to be re-submitted to the next meeting of the Corporation and would articulate the split of group ventures and the posts of individuals.

4.4 **Minute 18 Audit Committee 7 May 2019** The Chair reported that Robert Edwards had agreed to chair the Audit Committee on an interim basis as the

only member currently eligible (NB co-opted and staff members are not eligible to chair the audit committee under the Post 16 Audit Code of Practice)

5. Strategic Measures 2018-19 – RAG rated report & ‘return to green’ reports

5.1 The CEO submitted the Group’s Strategic Plan update report including latest attendance and retention KPIs (Key Performance Indicators) Exception reports generated by Strategic Measures (SM) RAG rated amber or red and therefore requiring further attention and scrutiny by the Corporation and Management were as follows:

- SM 1.1 / 1.2** Strategic Measures for **retention and attendance** were positive and had again increased from this time last year. Whilst attendance continued to be challenging at Scarborough TEC and Skegness TEC this had not affected retention.
- SM 1.3** **In year functional skills achievement results**, although not final, currently showed a decline overall for the TEC Partnership. Members commended Scarborough TEC for the significant improvements in Functional skills secured this year. It was noted that final results would be reported to the Corporation during the Autumn Term 2019.
- SM 1.5** **Destinations Data** showed continuing improvements for all learning sites again this year particularly for the 16 - 18 cohort.
- SM 1.6** **FE and HE Learner satisfaction results** showed significant improvements in the results for Scarborough TEC with the exception of the response rate for ‘I am aware of what I can do when my course ends’ which for both GIFHE and Scarborough TEC had reduced by 18% and 9% respectively. Members were informed that the Quality Team were now following up the decline in this area through a number of actions and initiatives.

5.2 Members wished to commend the CEO, GIFHE and Scarborough TEC Principals for the continuing improvements secured and excellent results to date which particularly for Scarborough TEC showed significant progress towards agreed quality improvement targets.

RESOLVED The Strategic Plan update and actions to address key issues were noted.

6. Draft Group Strategic Plan and Measures 2019-20

- 6.1 The CEO presented the final version of the Group Strategic Plan and associated Measures 2019-20 confirming that the plan had been circulated to college managers, all college staff and unions for comment and further input. It was noted that the final version now incorporated all feedback received and would form the basis for Corporation oversight of TEC Partnership performance and activity during 2019/20.
- 6.2 It was agreed that the Strategic Plan 2019/20 remained relevant and synchronised with the Corporation’s agreed vision and ambition for the Group to maintain and go beyond outstanding. In respect of the review of the Group’s Curriculum Offer it was agreed that members be invited to the Group’s Curriculum Planning day to be held

in November 2019 and receive a 15 minute pre-meeting briefing in October 2019 to review Curriculum and provide feedback, the results of which could feed into the Curriculum planning day.

- 6.3 In respect of SM 4.5 'Continuously explore partnership and collaboration opportunities' it was agreed that progress of the IoTs and ERC merger should be reported and monitored accordingly at each meeting.

RESOLVED The Group Strategic Plan and Measures 2019/20 were approved.

7. National Leaders and Institute of Technology (IoT) update

The CEO submitted an update report on the latest developments with National Leaders and IoTs, the main points as follows:

- The two Strategic College Improvement Fund (SCIF) bids for Wolverhampton College (£50k) and Coventry College (£60k) had been successful with a scoping meeting to agree actions now undertaken.
- The SCIF initiative had now ended.
- DfE guidance and templates to progress the IoT to full licence had yet to be issued however plans for both IoTs continued to progress in order to complete the Licence and Capital Funding agreement by Friday 19th July 2019 to avoid any potential delays.
- The GIFHE Computing department had won first place, second place and two third places in the Regional World Skills. Hairdressing at GIFHE had won a first and second place and Beauty Therapy a second place. The Media Make-Up team at Scarborough TEC had also won first place in the regional heats.
- The MOET apprenticeship provision (nominated by Orsted) had won the Humber Renewables Training Award.
- GIFHE were to host the regional Welding competition due to the excellent facilities on offer.

RESOLVED The National Leaders and IoT update report was noted.

8. Strategic opportunities feedback

Minute 8 was classified as confidential in accordance with Clause 17 of the Instrument of Government indefinitely.

9. Management Accounts period 10 and commentary as at May 2019

Minute 9 was classified as confidential in accordance with Clause 17 of the Instrument of Government until ESFA publication of the Groups' Annual Budget 2019-20 and Financial Plan 2019-22.

10. Group Annual Budget 2019-20 and two year forecast 2019-21

Minute 10 was classified as confidential in accordance with Clause 17 of the Instrument of Government until ESFA publication of the Groups' Annual Budget 2019-20 and Financial Plan 2019-22.

11. Capital projects update 2018-19

- 11.1 The Group Director Corporate Services submitted the Capital Projects update report 2018-19 confirming that the TEC Partnership expected to complete capital works across the Partnership on time and within budget. Members were informed of the following:
- 11.2 The GIFHE capital budget had been restricted to priority items during 2018-19 due to the current cash flow position. Projects over £100,000 planned for the year included:
- a) TAG phase 5 (provision of additional external spaces)
 - b) Completion of the Humber Health Care (including Nursing) part funded by the Humber LEP Grant. Members were pleased to note the installation of the new counselling rooms, refurbishment of the main science laboratory and completion of the nursing ward and clinical ancillary room with fixtures, fittings and equipment had now been procured and installed.
- 11.3 The Scarborough TEC capital budget for 2018-19 showed an underspend of £1,097 k with the sales of the Westwood and LED sites ongoing and not included in the accounts.
- 11.4 **RESOLVED** The Capital Projects 2018-19 update report was received and noted.

12. Capital Budget 2019-20 including Institutes of Technology and MODAL capital requirements

Minute 12 was classified as confidential in accordance with Clause 17 of the Instrument of Government

13. YCC Pension Fund report (including governors' liability insurance) Confidential indefinitely

Minute 13 was classified as confidential in accordance with Clause 17 of the Instrument of Government

14. HE Oversight Committee meeting minutes 24 May 2019

- 14.1 The CEO and Clerk outlined the background to the minutes of the meeting held on 24 June 2019 summarising the key discussion points. Governors noted that operation of the HEOC now provided the opportunity for increased governor scrutiny and oversight of the TEC Partnership's HE Provision.
- 14.2 The Clerk confirmed that the HEOC meetings were now scheduled to take place prior to termly local board meetings therefore allowing for governors' comment / recommendations to be recorded in the minutes and fed up to the Corporation to provide the necessary assurance that oversight of HE provision was effective and the TEC Partnership was compliant with OfS requirements and regulations. Members thanked Professor Huxley-Binns for agreeing to chair the committee which it was agreed provided a very helpful contribution and HE perspective.

14.3 The HEOC had recommended an addition to the Terms of Reference in relation to the OfS requirement for the Committee to have 'specific responsibility to receive and monitor the OfS registration condition Improvement plan'.

14.4 RESOLVED the minutes of the HE Oversight Committee meeting held on 24 May 2019 were received and the following recommendations approved:

- a) OfS registration and HE Improvement plan
- b) HEOC revised Terms of Reference
- c) HEOC Annual Cycle of Business 2019/20
- d) Access and Participation plan

15. Scarborough TEC Board meeting minutes 13 June 2019

15.1 The Chair of the Scarborough TEC Board outlined the background to the minutes of the meeting held on 14 June 2019 summarising the key discussion points. Governors noted the following:

- The Scarborough TEC board had reviewed the draft annual budget 2019-20 recommending it for Corporation approval.
- Student numbers were up by 139 from last year.
- The maintenance work backlog at the Filey Road campus was to be addressed through IoT funding.
- Progress had been made on improvement rates and attendance with the majority of the Quality Improvement plan now RAG rated either green or amber.
- Staff morale at Scarborough TEC was good with evidence that a real team approach had now evolved.

15.2 Members recent visit to the Construction and Motor Vehicle building to meet with staff and students had been very helpful in gaining feedback and perspective about current facilities and student life at Scarborough TEC.

15.3 RESOLVED the minutes of the Scarborough TEC Board meeting held on 14 June 2019 were received and the following recommendations approved:

- a) Scarborough TEC Strategic Measures 2019-20
- b) Scarborough TEC Annual Budget 2018-19
- c) Scarborough TEC Board Calendar of meetings and Annual Cycle of Business 2019-20

16. GIFHE Board meeting minutes 18 June 2019

16.1 The Chair of the Scarborough TEC Board outlined the background to the minutes of the meeting held on 14 June 2019 summarising the key discussion points. Governors noted the following:

- A new chair of the GIFHE board was required by December 2019. Members were asked to consider undertaking the role themselves.
- Current learner achievement rates placed GIFHE 2nd in the country at 94.9% demonstrating GIFHE continued to improve year on year.

16.2 RESOLVED the minutes of the GIFHE Board meeting held on 18 June 2019 were received and the following recommendations approved:

- a) GIFHE Strategic Measures 2019-20
- b) GIFHE Board Calendar of meetings and Annual Cycle of Business 2019-20

17. Audit Committee meeting minutes 25 June 2019

17.1 The Chair of the Audit Committee outlined the background to the minutes of the Audit Committee meeting held on 26 June 2018 summarising the key discussion points. The Chair also reported that due to current staffing within the finance team, Audit Committee consideration of the TEC Partnership's Financial Regulations, Risk Management Strategy, Risk Register and Board Assurance framework had been deferred until the next meeting (1st October 2019)

17.2 RESOLVED the minutes of the Audit Committee meeting held on 25 June 2019 were received and the following recommendations approved:

- a) GIFHE Audit Strategy Memorandum for the year ended 31 July 2019 including proposed audit engagement letter.
- b) Audit Committee Calendar of meetings and Annual Cycle of Business 2019-20

18. Governor Training and Development plan 2019-20

18.1 The Clerk submitted the annual Governor Training and Development plan 2019-20 which detailed proposed planned governor training for the forthcoming year and details of the training undertaken by governors during 2018-19 which it was agreed had been extensive.

18.2 The Clerk confirmed that training and induction records were maintained and held centrally for individual governors. It was agreed that a governor induction, training and development policy be devised for inclusion within the Corporation's Standing Orders.

18.3 The Principal GIFHE confirmed that this year's Curriculum Planning day would take place the first week in November 2019 to which all governors would be invited. It was agreed that as the new Education Inspection Framework clearly centred on the 'intent' of an FE College's curriculum to achieve the greatest impact for the learner it was imperative governors oversight of this was effective.

18.4 RESOLVED The Corporation calendar of meetings and annual cycle of business 2019-21 was approved.

19. TEC Partnership Calendar of meetings 2019-21

19.1 The Clerk submitted the Corporation, Committee and Local Boards calendar of meetings 2019-21 updated to include meetings scheduled two years in advance.

19.2 RESOLVED The Corporation calendar of meetings and annual cycle of business 2019-21 was approved.

20. TEC Partnership Annual Cycle of Business (ACOB) 2019-20

20.1 The Clerk submitted the annual cycle of business (work plans) 2019-20 for the Corporation, local boards and associated committees.

20.2 The Clerk confirmed that the cycle of business was a working document likely to change in line with local, regional and national imperatives and had been devised in consultation with management in order to synchronise with the TEC Partnership's strategic planning agenda and approval of the Annual report and Financial accounts.

20.3 Members noted that the ACOB had also been devised in line with Eversheds recommended policy list and an AoC recommended ACOB list plus requirements of JACOP and ensured compliance with the Code of Governance for English Colleges.

20.4 RESOLVED Subject to a minor amendment proposed at the meeting the Corporation annual cycle of business 2019-20 was approved.

21. Membership update report as at July 2019

21.1 The Clerk submitted an update report on current Corporation and Local Board membership which detailed the following:

21.2 Following Philip Jackson's recent resignation due to local council commitments Robert Edwards had agreed to act as interim Chair of the Audit Committee as the only eligible member. It was agreed that the merger with ERC could provide the opportunity to offer the Chair of the Audit committee position to the current chair of the Audit Committee at ERC. Members endorsed this option as a possibility.

21.3 Keith Pearson, Financial Advisor and previous Group Director Finance at the Grimsby Institute Group (2015 to 2017) had attended a meeting with the Chair of the Corporation, the CEO and the Clerk to discuss the role of Audit Committee member in more detail and who was now subsequently recommended for appointment as a co-opted member of the Audit Committee.

21.4 Elections for a Corporation staff member and the FE student member of the Corporation would take place in September / October 2019. Members were reminded that the Corporation's HE Student governor was automatically the President of the Student Senate (elected by the whole HE student body)

21.5 The search for additional members of the GIFHE Board was underway particularly for a chair of the GIFHE Board.

21.6 RESOLVED That Keith Pearson is appointed as a co-opted member of the Audit Committee for a period of 4 years from 8 July 2019 including a one-year probationary period.

22 Any other business

22.1 The Chair stated that feedback from her recent 1 to 1 sessions with governors had been very positive and helpful in identifying areas for further support and emerging issues. It was agreed that the Corporation undertake a review of current succession plan arrangements using the results of the 1 to 1 sessions in order to ensure compliance with the Instrument & Articles of Government and ensure full and effective membership of the Corporation and associated local boards.

23 Chairs closing remarks:

23.1 The Chair thanked all members for their hard work and commitment to the Corporation over the last year which was very much appreciated and particularly to all members of the Senior Team for their continuous hard work in achieving another excellent year of achievements and results.

24 Date and time of next meeting Tuesday 29 October 2019 2pm – 4pm
Venue: Skegness TEC

The meeting closed at 6 pm

Signed _____ Date _____

Chair of the Corporation

Action Schedule

No	Minute Title	Action by	Action required
4.3	Memorandum of Understanding (subsidiary companies and agreement with partners)	GD Corporate Services	Re-submit MoU to next meeting (include split of group venture and individual posts)
6.3	Group Strategic Measures 2019-20	CEO	Report to each meeting on IoTs and ERC Merger in respect of SM 4.5 Partnership and collaboration opportunities.
12	Capital Budget 2019-20	GD Finance	Proceed with agreed actions
16	GIFHE Board meeting minutes 18 June 2019	All members Clerk	Consider becoming Chair of GIFHE Board Continue search for new members and Chair of GIFHE Board.
18.3	Governor Training & Development plan 2019-20	Clerk	Devise Governor induction and mentor policy within Standing Orders. Governors invited to Curriculum Strategy planning day.
19	TEC Partnership Calendar of meetings	Clerk	Issue to all governors during July / August 2019.
20	TEC Partnership Annual Cycle of Business (ACOB) 2019-2	Clerk	Amend to include GIFHE Principal Deputy CEO role.
21	Corporation membership update report	Clerk	Begin appointment process – letters to new governors, inform HR.
22	Any other business	Chair / Clerk	Review succession plan arrangements in line with 1 to 1s – report to future Corp meeting.