

**PART A Draft Minutes of the Corporation meeting held on 9 April 2019 at 12.30 pm
Main Board Room Scarborough TEC, Filey Road Campus**

- Present** Gill Alton CEO, Tony Bramley (Vice-Chair), Ashley Corrigan (HE Student) Robert Edwards, Philip Jackson, Liz Parry, Lucy Ottewell-Key, Erika Stoddart (Chair)
- In Attendance** Susan Bailey, Clerk to the Corporation, Stephen Butler Group Director HR, Hugh Callaway Group Director Marketing and Commercial Businesses, Adrian Clarke Group Director Corporate Services, Don Everitt Group Director Finance.

The Chair welcomed Professor Jodie Pennachia, Research Fellow, Processes and Practices of Governing in FE Colleges in the UK (ESRC) University of Stirling to the meeting who observed the meeting as part of the research project (all members had consented to this observation)

1. Apologies for absence

- 1.1 Apologies were received from Kai Adegbembo and Wendy Spalding-Siracusa

2. Declarations of Interest

- 2.2 There were no declarations of interest.

3. Minutes of the Corporation meeting held on 11 December 2018 and matters arising.

- 3.1 RESOLVED** the minutes of the Corporation meeting held on 11 December 2018 were approved as a correct record and signed by the Chair.

4. Matters arising: Action Schedule

- 4.1 All members had been reminded to undertake the Educare Modules (particularly the Safeguarding Module) via Governor updates sent to the Corporation and Local Boards in January 2019. **Action:** Clerk to notify the Chair of governor completion rates (May 2019)

5. Confidential Minutes of the Extra-Ordinary meeting held on 23 January 2019 and matters arising

- 5.1 RESOLVED** the confidential minutes of the Extra-Ordinary Corporation meeting held on 23 January 2019 were approved as a correct record and signed by the Chair. There were no matters arising.

6. Feedback from the Selection Panel meeting 5 April 2019

RESOLVED Minute 6 was classified as confidential in accordance with Clause 17 of the Instrument of Government.

7. Strategic Measures 2018-19 RAG rated report / 'return to green' reports.

- 7.1 The CEO submitted the Group's Strategic Plan RAG rated report the main points of which were as follows:

- 7.2 SM 1.1 **Retention** as at 29/03/19 showed a very positive picture with the TEC Partnership currently above national benchmark for retention.
- 7.3 SM 1.2 **Attendance** continued to be closely monitored and whilst attendance was lower than last year at Skeg-TEC the retention of students remained high. The TEC Partnership, GIFHE and Scar-TEC were currently on or above attendance levels at the same point last year.
- 7.4 SM 1.5 **Destination Data 2017/18** showed that the 80% target for positive destination would likely be achieved following the first round of Learner contact. Further learner contact scheduled for April and September would enable colleges to reach/ exceed this target.
- 7.5 SM 1.6 **Overall FE and HE learner satisfaction** results 2018-19 were positive with the survey having followed a different format this year via 3 questions forwarded to learners on a monthly basis.
- 7.6 SM 2.2 **Staff Feedback and Capturing Staff Morale** latest results were positive and improved from the last year's results with the survey having used the Net Promoter Score format to capture employee satisfaction. Whilst still some improvements were necessary the NPS scores (+20 and above achieved) represented an excellent improvement.
- 7.7 SM 2.5 **Staff succession process to address strategically critical posts:** An Aspiring Managers Programme had now been established in order for staff to learn and gain core managerial skills and competencies. A list of "key" strategically important posts in the Partnership will be identified together with their core skills and competencies with a development programme drawn up to offer potential successors the opportunity to enhance their own skills and competencies.
- 7.8 SM 3.3 **Embed a new approach to projects and report on win rate and profitability:** The new process now sat firmly in the centre of the TEC Partnership and supported all areas in developing projects that fit organisational and local department strategies.

Members noted that the process had now been embedded into standard practice and decision making, passing through each EMT/SMT for approval, and period review at each meeting. The approval system (including risk rating) had been put in place to ensure all parties were engaged from the start in any development and that there was absolute clarity on the deliverables, income/cost etc.

- 7.9 SM 3.6 **Achievement of the Financial Plan for Modal :**

RESOLVED Minute 7.9 was classified as confidential in accordance with Clause 17 of the Instrument of Government.

- 7.10 **RESOLVED** The Strategic Measures 2018-19 RAG rated report was noted.

8. Area Based Review / National Leaders of FE / Institutes of Technology update – Confidential minute

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

9. EDI (Equality Diversity and Inclusion) annual report 2017-18

- 9.1 The Vice-Principal Scar-TEC submitted the EDI Annual Report 2017-18 for members information. Members noted the following:

- 9.2 Areas for further review during the year included the investigation into achievement rates of HE male and female learners, achievement rates for young people in HE and the retention data for Looked After Children.
- 9.3 The EDI objectives for 2018-19 would be aligned to the Horizons checklist.
- 9.4 It was agreed that the EDI report provided a very comprehensive summary of EDI performance, compliance and activities. For future reports it was agreed that inclusion of Scarborough TEC EDI data be made clearer within the report. It was also agreed that indication as to whether EDI objectives had been met be included in future reports.
- 9.5 RESOLVED** The EDI annual report was noted and approved.

10. OfS (Office for Students) Registration confirmation document

- 10.1 The OfS Registration confirmation document was submitted for Governors information and which informed of the following:
- 10.2 The Office for Students (OfS) had now registered the Grimsby Institute of Further and Higher Education (GIFHE) in the register of English higher education providers (**the Register**) on the basis of its assessment, that the application complied with the requirements put in place pursuant to section 3(5) of HERA and that the initial conditions of registration had been satisfied.
- 10.3 The OfS had imposed an additional condition of registration and the requirement for GIFHE to submit an improvement plan for approval by the OfS by 30 April 2019 due to the potential risk in GIFHE breaching Condition B3 (known as 'Specific Ongoing Condition B3A (Grimsby Institute of Further and Higher Education)') The improvement plan must comply with the requirements of the OfS and specify the actions GIFHE intended to take in order to satisfy the specified criteria relating to improvements in student outcomes, continuation rates and progression.
- 10.4 The OfS also required GIFHE to put in place internal arrangements for the oversight of the approved improvement plan by a named committee within GIFHE's current governance arrangements (the "Oversight Committee") which must have specific responsibility for the oversight and review of the approved improvement plan.
- 10.5 A number of annexes within the confirmation letter contained information about the registration process and set out the requirements in place for registered providers.
- 10.6 It was the responsibility of the Corporation to ensure that GIFHE continued to satisfy all of its ongoing conditions of the OfS registration.
- 10.7 During discussion the following was agreed:
- a) The registration process provided an additional level of bureaucracy without the necessary infrastructure to support it and was therefore currently challenging, particularly in view of the timings of submission deadlines.
 - b) Due to timing issues and settling in with OfS process, in line with the Corporation's meeting schedule it was agreed that management submit the proposed improvement plan to the OfS for approval by the 30 April 2019 and submit to the Corporation thereafter for retrospective approval on 21 May 2019.
 - c) Following OfS notification of approval of the improvement plan subsequent oversight and review of the improvement plan would then be undertaken via the HE Advisory Board.

- d) As the Corporation had recently set up the HE Advisory Board/Committee it was agreed this Committee should operate as the OfS specified 'oversight committee' under the existing Terms of Reference and cycle of business previously agreed by the Corporation and which it was agreed complied with the requirements of the OfS improvement plan.

10.8 RESOLVED The OfS Registration confirmation document was received and discussed and the contents duly noted and approved. It was agreed that the improvement plan be sent to the OfS by 30 April 2019 and submitted to the Corporation for final retrospective approval on 21 May 2019.

11. Staff Pay Award 2018/19 reports

11.1 Members considered two proposals for awarding the staff pay award 2018/19 (reports a and b) Members wished to record that whilst the Corporation supported Management's decision, reducing staff pay awards should not be the norm.

11.2 RESOLVED The Staff Pay Award reports were noted and the following proposal approved:

- a) That a consolidated 1% cost of living pay increase to the basic salaries of all staff be applied with effect from 1 September 2019.
- b) That Support staff receive an increase in their annual leave entitlement from 25 days (FTE) to 26 days with effect from 1 September 2019 with a further review undertaken on 1 September 2020.
- c) That in recognition of the 1% increase being applied on 1 September 2019 and not backdated to 1 March 2019, the three days annual leave that would have been taken from everyone's entitlement in respect of a two week Christmas closedown (21 December to 5 January) be waived.
- d) In respect of Senior Postholders, the recommendation by the Remuneration Committee to adopt the same pay award for Senior Postholders as for the whole TEC Partnership workforce staff was agreed noting that members of the EMT had elected not to take any pay increase for 2019

12. Management Accounts as at February 2019 (period 7) Confidential minute

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

13. ESFA Financial Health Status Confirmation

13.1 The Group Director Finance talked through the ESFA Financial Health Status Confirmation letter dated 21 March 2019 in respect of receipt of the TEC Partnership Financial Statements 2018 and which confirmed the following for the TEC Partnership:

1. Financial health for 2017/18 was confirmed as Good.
2. Staff cost % improved significantly in 2017/18 to sector median.
3. Performance ratio (EBITDA) improved significantly in 2017/18 to outstanding
4. Cash days, current ratio and cash resources declined in 2017/18 reflecting investments and the cash needs of Modal and Scar-TEC.

13.2 The Group Director Finance confirmed that the TEC Partnership's Health Status for 2018-19 had also been confirmed as 'good' by the ESFA.

13.2 RESOLVED The EFSA Financial Health Status Confirmation letter was received.

14. HE Advisory Board (including terms of reference and cycle of business) 23 January 2019

14.1 The CEO outlined the background to the minutes and reported that Professor Becky Huxley-Binns, PVC Education for the University of Hull was to join the HE Advisory Board following her appointment as a full member of the Corporation, adding a very welcome HE perspective to discussions and scrutiny.

14.2 RESOLVED the minutes of the HE Advisory Board meeting held on 23 January 2019 were received and noted.

15. Modal Advisory Committee 26 February 2019

RESOLVED Minute 15 was classified as confidential in accordance with Clause 17 of the Instrument of Government.

16. GIFHE Board meeting 12 March 2019

16.1 The Chair of the GIFHE Board outlined the background to the minutes and reported that additional members had now been appointed to the board with the new student members making a particularly helpful contribution. GIFHE Board members continued to be mindful in ensuring there was no complacency during the oversight and monitoring of the excellent performance of GIFHE presently.

16.2 RESOLVED the minutes of the GIFHE Board meeting held on 12 March 2019 were received and noted.

17. Scarborough TEC meeting 14 March 2019

17.1 The Clerk outlined the background to the minutes and reported that additional members shortly to be appointed to the Scar-TEC board and had already made a good contribution as observers at the last meeting and at yesterdays' strategy discussions.

17.2 RESOLVED the minutes of the Scarborough TEC Board meeting held on 14 March 2019 were received and noted.

18. Remuneration Committee 8 April 2019 (verbal feedback)

RESOLVED Minute 18 was classified as confidential in accordance with Clause 17 of the Instrument of Government.

19 Corporation membership update

19.1 The Clerk submitted a Corporation membership update report recommending the appointment of a number of new members either interviewed or elected for appointment by respective staff / student groups and all of which had been undertaken in line with the Corporation's Selection of Governors policy and procedures. It was agreed that the Skills Matrix be considered and reviewed by the Chairs of local boards to ascertain in more detail any skills gaps.

19.2 RESOLVED

- a) The Appointment of Ed Asquith as a co-opted member of the Scarborough TEC Board for a period of four years was approved, subject to a 12 month probationary period.
- b) The Appointment of Tracy Blundell as a co-opted member of the Scarborough TEC Board for a period of four years was approved, subject to a 12 month probationary period.

- c) The Appointment of Becky Huxley-Binns as a full member as a full member of the Corporation and HE Advisory Board for a period of four years was approved, subject to a 12 month probationary period.

20. AoC Code of Governance

- 20.1 The Clerk submitted the updated AoC Code of Governance for English Colleges now fully updated and RAG rated to include the addition of the new AoC Senior Staff Remuneration Code (points 9.1 -9.2) and which showed the Corporation was fully compliant with the Code. It was noted a number of minor actions relating to non-mandatory points were ongoing the results of which would be reported to the Corporation accordingly. During discussion members agreed the following amendments to RAG ratings (reduced from Amber to Green)

Point 4.1 Green
Point 6.11 Green
Point 9.1 Green

- 20.2 **RESOLVED** The updated AoC Code of Governance for English Colleges and the amendments to RAG ratings agreed at the meeting were approved.

21. Governor IT requirements

- 21.1 The Clerk's report outlining the work to improve and enhance IT support for governors was considered. During discussion the following was agreed:

- Current E-Governance arrangements should be maintained.
- Use of governance packages such as BoardPad should be explored.
- Members should have the option to use their own device to receive and annotate governors papers or be provided with a TEC Partnership tablet (to be used only for accessing governors papers and emails) with any costs picked up by the TEC Partnership as required.
- Use of the 'goodreader' board application should be explored and / or any other compatible software.

- 21.2 The Corporation's HE Student member offered to assist other members in meetings with any IT issues in his role as GIFHE's Student TEC Champion. This offer was gratefully received.

- 21.2 **RESOLVED** The Governor IT requirements report was noted.

- 22 **Any other business** – The Chair wished to thank all members for their work over the last 2 days in formulating the TEC Partnership's future strategy to support growth, stability and the protection of TEC Partnership assets. It was agreed that discussions had been very worthwhile in providing a steer for management to press ahead with emerging opportunities and initiatives.

23 Date and time of next meeting

Tuesday 21 May 2019

4pm – 6pm

Corporation meeting

The meeting closed at 1.30 pm

Signed _____

Date _____

Chair of the Corporation

Corporation 09.04.19

Action Schedule

No	Minute Title	Action by	Action required
4	Matters arising	Clerk	Notify Chair re governors Educare Training
9	EDI annual report 2017-18	VP Scar-TEC	Future reports to further detail Scar-TEC EDI data – EDI objectives (indicate whether met)
10	Office for Students Registration document	CEO	Submit improvement plan (IP) to OfS by 30 April 2019 and Corporation 21 May 2019 for retrospective approval. Following OfS approval submit IP to HE Advisory Board meeting.
11	Staff Pay Award	GD HR	Implement pay award as approved by the Corporation.
19	Corporation membership update	Clerk	Send appointment letters to new governors / Issue skills matrix to Chairs of Local boards.
20	AoC Code of Governance	Clerk	Amend code as per governors suggestions - Send AoC code to Principal GIFHE for final review.
21	Governor IT requirements	Clerk	Explore use of 'goodreader' application

