

PART A Minutes of the Corporation meeting held on 15 December 2020 at 4 pm

Present Gill Alton CEO, Kai Adegbembo (Vice-Chair), Robert Edwards, Liz Parry, Wendy Spalding, Erika Stoddart (Chair) Walter Leschenko, Becky Huxley-Binns (until 5.15 pm) Kerri Harold

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, Stephen Butler, Group Director HR, Mike Welsh Principal ERC, Janice Sunderland, Clerk to the Corporation, Harry Smith (HE Student Senate observer)

1. Apologies for absence

1.1 Apologies were received from Cain Matthews.

2. Declarations of Interest

2.2 There were no declarations of interest.

3. Minutes of the Corporation meetings held on 27 October 2020 and matters arising.

3.1 RESOLVED the minutes of the Corporation meetings held on 27 October 2020 were approved as a true and accurate record to be signed by the Chair electronically, subject to correction of two minor typos.

4. Matters arising: Action Schedule

4.1 Min 16 Memorandum of Understanding: GD Finance confirmed that the process to dissolve Humber Construction Ltd had commenced and was likely to be concluded within 6 – 8 weeks.

Min 15 FECA Capital Project: GD Corporate Services confirmed that approval of grants had been successful and the window contract for the Scar-TEC Filey Road Campus would proceed.

Min 22 CONFIDENTIAL

5. Strategic Measures 2019-20 RAG rated report

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

Both attendance and retention were holding up well considering the challenges linked to the pandemic and data compared favourably (anecdotally) with other colleges.

Measure 1.6 Learner satisfaction feedback from each campus was positive with the results now discussed with student representatives and any planned actions to enhance the student experience shared accordingly.

Measure 2.3 HR staff training was scheduled for January 2021. A scheme to evaluate all roles covered by the National Living Wage (NLW) and those marginally above it was to be launched in 2021 and repeated annually going forward.

Measure 2.5 Post-merger it had been agreed that a review of casual staff working across the TEC Partnership would be undertaken in order to determine whether their employment status and use should remain unchanged or be revised. The outcome report was due for completion by June 2021.

Measure 2.7 The SARs from each campus (summarised in the TEC Partnership SAR) illustrated that Teaching and Learning during Covid continued to be strong. Virtual drop-in sessions continued to occur regularly to support staff and a comprehensive staff development programme was on offer to ensure Teaching and Learning continued to be of a high quality.

6.3 The document detailing ERC within the TEC Partnership opportunities post-merger outlined initial thoughts on potential growth, development and income diversification to be explored further. A list of synergies, curriculum and potential market developments detailed objectives and actions, estimated value and status (delivery dates) Members were pleased to note that the strategic merit and pace of each initiative outlined within the opportunities document would be considered with a regular and evolving review of opportunities undertaken at campus, SMT and EMT level.

6.4 The Chair thanked the CEO and EMT for the excellent results achieved during the continuing Covid-19 Pandemic. The CEO wished to formally record her sincere thanks to every member of the executive management team for the TEC Partnership's excellent performance which it was agreed had been exemplary.

It was agreed that recently identified additional funding for Health and Social Care provision available within the Humber region should be explored.

6.5 **RESOLVED** The Strategic Measures 2019-20 RAG rated report was noted.

7. CEOs update on projects and initiatives

Minute 7 was classified as confidential in accordance with Clause 17 of the Instrument of Government.

8. Self-Assessment Report 2019-20

8.1 The Principal GIFHE submitted the TEC Partnership Self-Assessment Report 2019 -20. It was confirmed that governors from each local board and an external validator had been involved in respective SAR validation panel meetings during the Autumn term 2020 with robust discussion and challenge forthcoming and agreement that the self-assessment reports provided a realistic and accurate picture of performance throughout 2019-20.

8.2 The Chair thanked the Principal GIFHE and all staff concerned for the coordination of this years Self-Assessment process and the work to achieve such excellent performance and improvements secured during 2019-20 particularly in light of the Covid-19 pandemic.

8.3 **RESOLVED** The Self-Assessment Report 2019-20 was approved.

9. Partnership Employee Services Annual Report 2019-20

9.1 The Group Director HR submitted the Partnership Employee Services annual report 2019-20. It was confirmed to members that the results of staff surveys did not feed into the annual report and were kept separate. The CEO confirmed that any emerging themes picked up through the staff surveys were picked up by EMT and if required added to the Strategic Measures report for further action.

- Discussion took place regarding BAME staff and the initiatives in place to provide management opportunities via the aspiring leaders programme which it was agreed was imperative in increasing diversity profiles and opportunity.
- The GD HR confirmed that the in house occupational health advisor was on hand to support all staff with a 24/7 helpline also available to all staff to contact regarding issues not just for themselves but for their families and that all staff were regularly encouraged to use the service if required.
- Members commended the GD HR for a most informative and comprehensive report which it was agreed provided an excellent and very helpful summary of every aspect of the TEC Partnership's Employees Services function.

9.2 **RESOLVED** The Partnership Employee Services Annual Report 2019-20 was received and noted.

10. Gender Pay Gap annual report 2019-20

10.1 The Group Director HR submitted the annual Gender Pay Gap report 2019-20 (also available to view on the TEC Partnership website) Members noted the following:

- A total of 1252 staff were on the payroll as at 31 March 2020, of these 812 were female (64.8%) and 440 were male (35.2%)
- The negative 12.89% difference between the mean pay per hour for females compared to the mean pay per hour for males was almost 3% higher than in 2019 (10.08%)

10.2 **RESOLVED** The Gender Pay Gap Annual Report 2019-20 was noted.

11. Partnership Complaints Annual report a) FE Complaints b) HE Complaint

11.1 The CEO presented the Partnership Complaints Annual Report 2019-20 for HE and FE on behalf of the ED Quality. BHB wished to record that complaints were an integral part of the feedback process and showed that the institution responded swiftly and strategically to resolve any issues raised. The Principal ERC reported that ERC also recorded compliments which it was agreed would be beneficial for full Group reporting going forwards.

11.2 In respect of informal complaints received it was agreed that the ED Quality consider how informal complaints or issues raised that did not escalate beyond a 'concern' could be recorded / logged and report back to the Corporation accordingly.

11.3 **RESOLVED** The Partnership Complaints (FE and HE) Annual Report 2019-20 was noted.

12. Partnership Safeguarding Policy and Annual Report 2019-20

12.1 The CEO presented the Safeguarding Policy and Annual Report 2019-20 on behalf of the ED Learner Services. Members were informed that the Safeguarding Policy had been updated to include information and procedures relating to ERC but that this was to cover updates only. Members were informed that the formal review of the Safeguarding Policy would be undertaken during 2021 tailored to all sites.

12.2 RESOLVED The Partnership Safeguarding Policy and Annual Report 2019-20 was approved.

13. Strategic Risk Register

13.1 GD Finance submitted the latest version of the Strategic 'Live' Risk Register informing members of the following:

- The Executive Management Team had updated the Risk Register on 24 November 2020 in accordance with latest guidance on COVID.
- EMT remained very proactive during this crisis, on alternative weeks to the formal Executive Team Meeting, EMT also held informal Covid update meetings where all matters relating to Covid were discussed collectively in order to make operational decisions which reflected current thinking.

13.2 RESOLVED The Strategic Risk Register 2019-20 was noted.

14. Management Accounts period 3

Minute 14 was classified as confidential in accordance with Clause 17 of the Instrument of Government.

15. Annual Treasury Management Report and proposed policy

15.1 The GD Finance and Vice Principal ERC presented the Annual Treasury Management Report and proposed Treasury Management policy for annual review. It was agreed that the proposed policy be resubmitted to a future meeting and include details of risk appetite and whether security or return was the aim and a formula for the amount of cash or near cash that should be held should be also specified within the policy.

15.2 RESOLVED The annual Treasury Management report was approved and consideration of the Treasury Management policy deferred for submission to a future meeting.

16. ERC Financial Statements 2019-20

16.1 The Group Director Finance submitted the ERC Members report and Financial Statements 2019-20 as recommended for Corporation approval by the Audit Committee on 8 December 2020.

16.2 Members reviewed each page of the Financial Statements 2019-20 in turn.

16.3 GD Finance stated that a Modal Letter of Support would be required with Mazars comfortable that Modal continued to be a going concern. At the additional meeting of the Audit Committee on 19 January 2021 the GIFHE Financial Statements would be recommended for Corporation approval with the Corporation having previously agreed to undertake this via Chairs Action.

16.4 RESOLVED The East Riding College Financial Statements 2019-20 and were approved.

17. Annual Report of the Audit Committee 2019-20

17.1 The Chair of the Audit Committee submitted the Annual Report of the Audit Committee 2019-20 confirming that the report provided an accurate record of Audit Committee business undertaken during the year 2019-20. The following was noted:

- In recommending the Annual report to the Corporation the Audit Committee were satisfied and were of the opinion that on the basis of the reports received from the auditors appointed by the Grimsby Institute Group, the Audit Committee, Senior Management, the College's Risk Management Group and other sources of audit information that the Corporation's assurance arrangements, framework of governance, risk management and control processes for the effective and efficient use of resources (Value for Money), solvency of the institution and the safeguarding of its assets were adequate and effective. The annual review and Self-Assessment of Audit Committee performance undertaken collectively in November 2019 had confirmed that the Audit Committee were effective.
- The Annual Report of the Audit Committee included the following documents as appendices:
 - a) Terms of Reference of the Audit Committee
 - b) End of year summary : Internal Audit Assignments 2019-20
 - c) External Audit Findings for the year ended 31 July 2020
 - d) Internal Audit Service report : Governance and Risk Management June 2020
 - e) Audit Committee Annual Cycle of Business 2019-20 (Actual)

17.2 RESOLVED The Annual Report of the Audit Committee 2019-20 was approved subject to Corporation approval via Chairs action of the GIFHE Financial Statements 2019-20 and recommendation by the Audit Committee on 26 January 2021.

18. Membership update

18.1 The membership update report was received. As detailed within the report the Clerk confirmed that the following members were now recommended for appointment to respective local boards in accordance with the Corporation's current selection procedures. The following was approved:

18.2 RESOLVED

- a) that Dawid Kapolski be appointed as a Student member of the Scarborough TEC Board for a period of 1 year.
- b) that Natalie Foster be appointed as a co-opted member of the Scarborough TEC Board for a period of 4 years.
- c) that Richard Bradley be appointed as a co-opted member of the Scarborough TEC Board for a period of 4 years.
- d) that Nigel Lowther be appointed as a co-opted member of the GIFHE Board for a period of 4 years.

19. Governor Training and Development update report

19.1 The Clerk submitted a report detailing governor training undertaken to date. Members agreed that the pilot bite-size session on Funding streams had been excellent, very comprehensive and informative. The CEO stated that the sessions would be adapted over time to cater for governors' individual knowledge base progressing from a bronze to gold standard of training.

19.2 RESOLVED The Governor Training and Development update report was received and noted with thanks to the executive team for provision of the bite-size training sessions taking place from January through to May 2021

20 Corporation Self-Assessment 2019-20 results and action points

20.1 The Clerk submitted a report detailing the outcome of this years' Self Assessment of Corporation performance and which included the completed questionnaire undertaken collectively by members of the Corporation on 23 November 2020. The results showed that governors were in agreement that the Corporation's performance continued to be effective / outstanding during 2019-20 with all decisions reached throughout the year centred on improving the experience of students and levels of achievement at the TEC Partnership. The following action points had been agreed during the self-assessment exercise:

- Clerks to review Terms of Reference in respect of governors responsibilities in relation to GDPR, Safeguarding, EDI
- Clerks to explore costs of headsets for governors
- Governors to highlight discussion items for counter-argument
- Question 20 of the questionnaire to also include reference to welfare of all staff.

20.2 RESOLVED The Corporation Self Assessment 2019-20 results and action points were noted.

21 ERC Board minutes 17 November 2020

21.1 The Chair of the ERC Board outlined the background to the minutes and provided a summary of key activities to date.

21.2 RESOLVED the minutes of the ERC Board meeting held on 17 November 2020 were received and noted.

22. Scarborough TEC Board minutes 19 November 2020

22.1 The Chair of the Scarborough TEC Board outlined the background to the minutes and provided a summary of key activities to date. Members had been pleased to note the continuing improvement in Scarborough TEC achievement rates.

22.2 RESOLVED the minutes of the Scarborough TEC Board meeting held on 19 November 2020 were received and noted.

23. GIFHE Board minutes 24 November 2020

23.1 The Chair of the GIFHE Board outlined the background to the minutes. Members congratulated the Principal GIFHE on being awarded an MBE in this years' Queens Birthday Honours list.

23.2 RESOLVED the minutes of the GIFHE Board meeting held on 24 November 2020 were received and noted.

24. Audit Committee 8 December 2020

24.1 The Chair of the Audit Committee outlined the background to the minutes drawing attention to the following:

- The Draft Annual Report of the Audit Committee had been considered in depth and was recommended for Corporation approval.
- The Annual Internal Audit Report 2019-20 provided significant assurance to the Audit Committee that TEC Partnership operations and systems of internal control were effective and compliant with governing law and good practice.

24.2 RESOLVED the draft minutes of Audit Committee meeting held on 8 December 2020 were received and noted and the following recommendations of the Audit Committee were approved:

- a) Audit Findings (completion) report year ended 31 July 2020 for ERC
- b) Self-Assessment Regularity Questionnaire 2018-19
- c) ERC Members' Report and Financial Statements for the year ended 31 July 2020

25. Support Staff Services (SSS) Subsidiary Board minutes 17 November 2020

25.1 RESOLVED the draft minutes of the SSS Board meeting held on 17 November 2020 were received and noted.

26 Chairs Succession planning

26.1 The Clerk reported that the Chair's term of office as Chair of the Corporation would come to an end on 31 July 2021. In accordance with current rules the Chair had indicated that she was happy to stand for re-election as Chair of the Corporation from 1 August 2021 until the end of her term of office on 31 December 2022 with a view to handing over to a chair elect in summer 2022.

Expressions of interest from all members of the Corporation would be requested via email in the new year (self-nomination being permitted) If more than one expression of interest was received a vote would take place, the results of which would be reported to the next meeting of the Corporation.

Further details about the role of the Chair and election of Chair/Vice-Chair procedures (Ref Corporation's current Instrument of Government Clause 5) were also reviewed.

26.2 RESOLVED the Chairs succession planning update report was noted.

27 Any other business:

27.1 The CEO thanked all governors most sincerely for their work and support during the year.

27.2 The HE Student representative feedback from a students perspective how positive they felt the meeting had been and thanked management and staff for the excellent support provided and everything done to date for all learners during the pandemic.

27.3 The Chair thanked all governors for their work and support during the year wishing everyone a very happy Christmas and a safe and peaceful new year.

28. Date and time of next meetings:

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|----|-------------------------|-----|---------------------------|
| a) | Tuesday 18 January 2021 | 4pm | Strategic Planning part 1 |
| b) | Monday 22 February 2021 | 4pm | Remuneration Committee |
| c) | Monday 8 March 2021 | 4pm | Corporation meeting |
| d) | Monday 22 March 2021 | 4pm | Strategic Planning part 2 |

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| e) | Tuesday 23 March 2021 | 4pm | Corporation meeting |
| f) | Tuesday 20 May 2021 | 4pm – 6pm | Corporation meeting |
| g) | Tuesday 6 July 2021 | 4pm – 6pm | Corporation meeting |

The meeting closed at 6.00 pm

Signed _____

Date _____

Chair of the Corporation

Action Schedule – Corporation meeting 15 December 2020

No	Minute Title	Action by	Action required
5	Strategic Measures 2019-20 RAG rated report	CEO	Explore opportunities for additional funding for Health and Social Care provision available within the Humber report back to future meeting
11	Partnership Complaints Annual report	ED Quality	Consider how informal complaints or issues raised that do not escalate beyond a 'concern' should be recorded / logged - report back to future meeting
15	Annual Treasury Management Report	GD Finance	Deferred report - submit to a future Corporation meeting
16	ERC Financial Statements 2019-20	GD Finance	Send to ESFA
17	Annual Report of the Audit Committee 2019-20	GD Finance	Submit to ESFA with GIFHE Financial Statements 2019-20 following Corp approval via Chairs Action on 26 Jan 2021 (Audit Committee meeting)
18	Membership update	Clerks	Appointment letters to newly appointed governors.
26	Chairs Succession Planning	Clerk to the Corporation	Commence election of Chair process in Jan 2021 – gather expressions of interest for Chair elect Summer 2022