

## **PART A Minutes of the Corporation meeting held on 23 March 2021 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, Cain Matthews (Staff), Kerri Harold, Harry Smith (HE Student) Keith Pearson

**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, Mike Welsh Principal ERC.

### **1. Apologies for absence**

1.1 There were no apologies for absence

### **2. Declarations of Interest**

2.2 There were no declarations of interest.

### **3. Minutes of the Corporation meetings held on 15 December 2020 and 8 March 2021 and matters arising.**

**3.1 RESOLVED** the minutes of the Corporation meetings held on 15 December 2020 and 8 March 2021 were approved as true and accurate records to be signed by the Chair electronically.

### **4. Matters arising:**

4.1 GD Finance confirmed that under Chairs Action £1m had recently been paid off TECP existing loans.

4.2 The Chair of the Corporation's second term of office was due to end on 31 December 2022 therefore all members (across the governance structure) would be asked to consider taking on the position themselves before an external advert was placed.

4.3 The Chair thanked members for their attendance at yesterday's online strategic planning event stating that she felt energised by the level / quality of debate and outcome of discussions.

### **5. Strategic Measures 20-21 RAG rated report and associated 'return to green' reports**

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

**Measure 1.1 and 1.2** Retention data, excluding Skeg-TEC showed an increase on last year. Attendance data had also held up well particularly as the sector had reported drops in attendance of 5%-10%. Actions to support students at risk were being embedded at each campus. Members commended the improvements in retention data for Scar-TEC and attendance data for ERC.

Members noted that in-year Maths and English attendance was lower than for the main learning aim with actions taken to catch up including intensive additional support, renewal emphasis in curriculum areas, test preparation and further clarity regarding the work required for centre-assessed grades.

**Measure 1.6** Learner satisfaction feedback from GIFHE and ERC campuses was positive with the Scar-TEC due to launch the survey now students were back on site.

**Measure 3.3** IoT student numbers had fallen short of target across both IoTs which was a national issue highlighted by all IoT projects. Action taken to mitigate the shortfall included a request to the DfE to spread numbers across 6 years rather than 5 and re-profile numbers to a lower final figure to reflect the slow start nationally. Management had also reviewed courses and improved marketing material to highlight completion of the high quality physical IoT accommodation.

**Measure 3.7** Merger savings to date were positive.

**5.2 RESOLVED** The Strategic Measures 2020-21 RAG rated report was noted.

## **6. CEOs update on projects and initiatives**

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

## **7. Strategic Risk Register and Board Assurance Framework template**

**7.1** GD Finance submitted the latest version of the Strategic 'Live' Risk Register and draft Board Assurance Framework template informing members of the following:

- Covid-19 had stifled the number of risks which had therefore not changed significantly during the last 6-9 months whilst working through the lockdowns.
- The Board Assurance Framework (BAF) template had been endorsed by the Audit Committee on 9 March 2021. Management planned to build on the BAF and Risk Register in line with the TECP Estates Strategy, outcome of the Corporation's SWOT analysis and emerging themes from the White Paper. Members were pleased to note that the ERC Risk Register was now in TECP Corporate format.
- The CEO stated that the BAF, a working document, had been devised with simplicity at its core and was aligned to 3 lines of defence in providing the Corporation with assurance that the risks relating to all of the boards objectives were being effectively documented and managed with thanks to the Clerk and her PA for their support in developing the document.
- The final version of the BAF was scheduled for submission to the Audit Committee for further scrutiny on 22 June 2021.
- Changing bank finance and payroll systems whilst challenging was currently progressing well.

**7.2 RESOLVED** The Strategic Risk Register and Board Assurance Framework were received and noted.

## **8. Covid-19 arrangements and actions**

**8.1** GD Corporate Services submitted the report detailing current Covid-19 actions and arrangements which informed members of the following:

- The vast majority of learners were now being taught at all campuses within a normal environment with the exception of some HE learner groups being taught remotely due to there being no practical elements within those courses.

- The TEC P continued to follow all Government guidelines and were operating voluntary lateral flow testing throughout the TECP and at all major campuses.
- One case of Covid a day had been reported with appropriate bubbles put in place immediately (on-line learning activated)

8.2 During discussion the HE Student reported the frustration for HE students around online learning which whilst had been excellent during lockdown was no substitute for face to face teaching and learning. BHB stated that the HE in FE institutions were bound by University Sector regulation which currently advised no change from current delivery until after Easter. It was agreed that there were pros and cons to online learning and something to develop for the future post pandemic.

**8.3 RESOLVED** The Covid-19 report was received and noted with thanks to all staff for their continuing hard work and commitment to continued service delivery and the safety of all staff, students and visitors to the TEC P.

## **9. Summary, feedback and action points from Strategic Planning part 1 and 2**

9.1 It was agreed that the outcome of Strategic Planning for 2021-22 had again been effective this year in involving all members of the Corporation, Committees and Local Boards in influencing the strategic direction of the institution. The inclusion of new partner ERC had been particularly beneficial in adding to the richness and quality of debate and thinking process with every board member able to express their thoughts on strategy 2021-22.

**9.2 RESOLVED** the summary and feedback from Strategic Planning part 1 and 2 was received with thanks to all governors and staff who attended.

## **10. Finance update**

10.1 GD Finance submitted the Finance update report which included the following documents for members information:

- Statutory accounts for GIFHE, ERC, Modal and SSL (as recommended by the Audit Committee to be approved by the Corporation under Chairs action on 26 January 2021)
- Management Accounts as at 31 January 2021
- Cash Loan and Bank update including details of the bank mandate now approved.
- Audit Committee recommendation to re-appoint External and Internal Auditors for a further year.
- Merger update regarding Systems and Management Accounts
- IFMC replacement details
- College Forecast Financial Return

10.2 Following review of the documents members concluded that the TEC P remained in a good position financially with a healthy cash balance and positive number of cash days. Members noted that the TEC P had now paid off £3m of the current loan facility which it was agreed was commendable. Members also commended the MIS Manager for his work in securing a most favourable outcome in respect of the recent College Forecast Financial Return (CFFR)

**10.3 RESOLVED** the Finance update report was received.

## **11. Capital update**

11.1 GD Corporate Services submitted the Capital update report 2020-21 to date including details and the progress to date of all major grant funded projects. Members were asked to approve the following projects, as recommended by the GIFHE Board on 2 March 2021:

- Lincolnshire LEP Low Carbon Capital Project
- Lincolnshire Employment and Progression Revenue Project
- Humber Work Pilot Revenue Project.

**11.2 RESOLVED** the Capital update report was received and recommended expenditure on the following projects was approved:

- a) Lincolnshire LEP Low Carbon Capital Project
- b) Lincolnshire Employment and Progression Review Project
- c) Humber Work Pilot Revenue Project

## **12. Equality Diversity & Inclusion (EDI) Policy and Annual report 2019-20**

12.1 Members reviewed the proposed EDI Policy submitted on behalf of the ED Quality Improvement and Learner Success. Members noted the following:

The policy had been presented to each college, SMT and EMT with a review of the current EDI Policy undertaken to ensure the policy remained fit for purpose across the TEC Partnership and particularly to include input from ERC.

12.2 Members also reviewed the annual TEC P EDI report 2019-20 which included GIFHE and Scar-TEC EDI annual reports. It was noted the ERC EDI annual report would be included in next years annual TEC P EDI report building on ideas and input from ERC Colleagues. The report highlighted EDI activities undertaken at GIFHE and Scar-TEC during 2019-20 (including online activities) and also included the following:

- Staff profile as provided by HR (focusing on age, gender and ethnicity\_
- Learner profile
- EDIMS Data which highlighted there were no significant achievement gaps by protected characteristics.
- Scar-TEC and GIFHE EDI committee work and actions.

12.3 Members were pleased to note that the ED Quality Improvement and Learner Success was in the process of establishing working relations with Jill Wilson, member of the GIFHE board with significant expertise in EDI.

**12.4 RESOLVED** The EDI policy was approved and annual report 2019-20 received and noted.

## **13. ERC Board Search Committee Terms of Reference**

13.1 Proposed Terms of Reference for the ERC Board were submitted for Corporation approval. Members were reminded of the Corporation's agreement for the ERC Board to retain a Search Committee post merger to continue work relating to talent management, succession planning and recruitment of Governors. Members noted the intention of both Clerks, the CEO and Chair of the Corporation to review the role and purpose of the Search Committee later in the year at group level as part of a wider review of governance.

**13.2 RESOLVED** The proposed Terms of Reference for the ERC Board Search Committee were approved.

## **14. Board Portal proposal**

14.1 The Clerks' report proposing the adoption of a purpose-built Board portal to replace the current paperless Sharepoint system to store, retrieve and disseminate governors

papers was submitted. The report detailed the following benefits of adopting a board portal:

- Ensures a safe and secure controlled system with instant access to documents
- Enhances collaboration and interconnectivity of boards
- Ceases the requirement to distribute governors papers via email
- Allows annotation of documents
- Ease of use for both Administrators and Governors
- Board portals on the market currently offer a range of benefits including streamlining meeting management, increasing security and control, enhancing efficiency and members experience, delivering effective meeting and agenda management quickly with the flexibility to alert attendees to important updates to agenda packs.

14.2 The report also included details of costings, cost savings, potential numbers of users, support required and systems available for consideration.

14.3 As the TEC Partnership Corporation had now increased in membership (circa 40 plus governors) and the number of meetings had also increased to over 30 per year it was unanimously agreed that exploration of the Board Portal market should commence as soon as possible with a view to implementation of an appropriate package in September 2021 across TEC Partnership Corporation and its committees and local boards. It was agreed that use of Sharepoint to store and disseminate governors papers had served the Corporation well in terms of efficiency and cost savings it was now time to move to use of a board portal to further professionalise governance across the group.

14.4 It was agreed that a board portal selection panel be convened to commence the process, working with IT and procurement on a specification to go to market and that only government backed board portal packages be considered.

**14.5 RESOLVED** that a board portal selection panel group be set up to progress procurement of a suitable Board Portal for implementation during the next academic year 2021-22, subject to affordability and final Corporation approval in July 2021.

## **15. HE Oversight Committee (HEOC) minutes 2 February 2021**

15.1 The Chair of the HEOC outlined the background to the minutes and provided a summary of key activities in relation to scrutiny and oversight of HE performance to date. Members were pleased to note that the recent Quality of Education Review (QER) meeting held on 5 March 2021 had been very positive and had highlighted the work of HE staff in continually enhancing the TEC Partnership's HE provision.

**15.2 RESOLVED** the minutes of the HEOC meeting held on 2 February 2021 were received and noted

## **16. Modal Oversight Committee minutes 6 January, 9 February and 10 March 2021**

16.1 The Chair of the Modal Oversight Committee outlined the background to the minutes and provided a summary of key activities to date. Members were pleased to note the continuing improvements in Modal operations despite the restrictions caused due to the second lockdown.

**16.2 RESOLVED** the minutes of the Modal Oversight Committee meeting held on 6 January, 9 February and 10 March 2021 were received and noted.

## **17 ERC Board minutes 23 February 2021**

17.1 The Chair of the ERC Board outlined the background to the minutes and provided a summary of key activities to date confirming that the St James car park and sale of the Carnaby site initiatives had now been completed.

17.2 **RESOLVED** the minutes of the ERC Board meeting held on 23 February 2021 were received and noted.

**18. GIFHE Board minutes 2 March 2021**

18.1 The Chair of the GIFHE Board outlined the background to the minutes. Members were pleased to note the number of awards GIFHE had recently been either nominated, shortlisted or awarded which it was agreed was highly commendable, particularly during the current exceptional circumstances GIFHE currently operated within. The Chair stated that GIFHEs Ever Ready plan had been considered in depth at the meeting with assurance received that GIFHE continued to be well prepared for imminent inspection.

18.2 **RESOLVED** the minutes of the GIFHE Board meeting held on 2 March 2021 were received and noted.

**19. Scarborough TEC Board minutes 4 March 2021**

19.1 The Chair of the Scarborough TEC Board outlined the background to the minutes and provided a summary of key activities to date. Members were pleased to note the continuing improvement in Scarborough TEC achievement rates and that new board members had already added an extra dimension to strategic discussions during the Scar-TEC SWOT analysis for 2021-22.

19.2 **RESOLVED** the minutes of the Scarborough TEC Board meeting held on 4 March 2021 were received and noted.

**20. Audit Committee 26 January 2021 and 9 March 2021**

20.1 The Chair of the Audit Committee outlined the background to the minutes and the following recommendations were approved:

20.2 **RESOLVED** the draft minutes of Audit Committee meeting held on 26 January 2021 and 9 March 2021 were received and noted and the following recommendations of the Audit Committee were approved (under Chairs action on 26 January 2021 for a to c)

- a) External Audit Service Completion report year ended 31 July 2020 and all associated letters of representation.
- b) Financial Statements 2019-20 for GIFHE including all associated subsidiary companies
- c) Modal Letter of Support
- d) that Mazars be re-appointed as the Group's External Audit Service providers for a further year from 1 August 2021 to 31 July 2022
- e) that TIAA be appointed as the Group's Internal Audit Service providers for a further year from 1 August 2021 to 31 July 2022

**21. Membership update and election of Chair of the Corporation from 1 August 2021**

21.1 The Clerk confirmed the following:

Expressions of interest from all members of the Corporation were requested via email on @ (self-nomination being permitted) for the position of Chair of the Corporation. One

expression of interest was received from Erika Stoddart by the deadline therefore in accordance with Corporation's current Instrument of Government Clause 5 Erika is duly elected as the Chair of the Corporation from 1 August 2021 for a period of three years.

Since the last meeting the Chair of the Corporation, the Chair of the Audit Committee, the CEO and the Clerk had met with Chelsea Senior, prospective member of the Audit Committee and was duly recommended for appointment to the Committee.

The Clerk reported that at the last meeting of the Modal Advisory Committee members had suggested renaming the committee to Modal Oversight Committee which members agreed was more accurately reflected the committee's role and which did not require any alteration to the Committee's terms of reference.

## 21.2 RESOLVED

- a) that Chelsea Senior be appointed as a co-opted member of the Audit Committee for a period of 4 years.
- b) that the Modal Advisory Committee is renamed the **Modal Oversight Committee**.
- c) that Erika Stoddart is re-appointed as Chair of the Corporation from 1 August 2021 for a period of three years.

## 22. Any other business:

- 22.1 The CEO thanked all governors most sincerely for their work and support during the term. The Chair thanked all staff most sincerely for their work and support during the term and the Vice-Chair thanked the Clerks / PAs for their work in supporting governors during the year.

## 23. Date and time of next meetings:

- a) Tuesday 18 May 2021 4pm – 6pm Corporation meeting
- b) 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 23 March 2021

No	Minute Title	Action by	Action required
4.2	Matters arising	All members	Consider taking on the role of Chair of the Corporation from 31 Dec 2022 onwards
13	ERC Search Committee TOR	Clerks / Chair	Review role of Corporation's Search Committee function in Summer 2021
14	Board Portal proposal	Clerks	Proceed with the proposal - Convene Board Portal selection panel report progress back to next meeting May 2021
21	Membership update	Clerks	Appointment letter sent to new governor