

**Part A Minutes of the Corporation meeting  
held on 27<sup>th</sup> March 2023 at 4.00pm in UCG Room 4H01**

**Present** Paul Barker (Chair), Kai Adegbembo (Vice-Chair), Josh Greaves, Ann Hardy, Kerri Harold (via Teams), Jim Harris, Andrew Lindley, Cain Matthews, Liz Parry, Keith Pearson, Mark Smith

**In Attendance** Adrian Clarke (GVP Corporate Services), Maria Turnbull-Kemp (GVP Finance), Danny Metters (North Bank Principal), Jane Spurgin (Interim Clerk), Penny Tracey (minute taker)

**1. Apologies for absence**

Apologies for absence were received from Sharon Green, Becky Huxley-Binns and Nathan Michael

**2. Declarations of Interest**

AH declared an interest as a Director of Modal.

Governors were reminded to declare any interests arising during the meeting too.

**3. Formal Approval of Written Resolutions**

3.1 The Interim Clerk went through the paper on the formal approval of the Written Resolutions.

**RESOLVED:** that the Corporation approved the following written resolution taken by members in February 2023: The approval of new governor appointments: S Green; N Carrington (Corporation) and D Myers (Hull & East Yorkshire Skills & Employment Advisory Group). N Carrington to take up post on 1<sup>st</sup> August 2023.

**4. Minutes of the Corporation meetings held on 13<sup>th</sup> December 2022 and 31<sup>st</sup> January 2023 and matters arising**

4.1 Actions from the previous meetings were discussed and noted (13<sup>th</sup> December 2022):

- 5. CEO's Update Shell Project – on today's agenda
- 16. Financial Statements – completed
- 9. Group Safeguarding Annual Report – Kerri Harold volunteered to be Safeguarding governor
- 14. Investment Strategy – completed
- 19. Disposal of GIFHE Bus Depot – completed
- 20. Extension of Interim Chair's Term of Office – completed
- 21. Written Resolution re Appointment of Guy Lonsdale to Corporation – completed
- 24.1 Any Other Business: Appointment of Jim Harris to Interim Vice Chair – completed
- 24.2 Any Other Business: Green Energy Funds paper to be brought to Special Corporation for discussion at the end of January for approval – we have received the allocation and AC will update Corporation as necessary.

**RESOLVED:** that the Corporation approve the minutes of the Corporation of 13<sup>th</sup> December 2022 as a true record.

4.2 Actions from the previous meetings were discussed and noted (31<sup>st</sup> January 2023):

- 3. Formal Appointment of Full Corporation Members – completed
- 5.1 Search & Governance Committee recommendations for the appointment of the Chair of the Corporation, the Chair of the Audit Committee and the Director of Governance – completed
- 5.4 Membership of Committees – completed
- 5.6 Calendar of Meetings 2023 – completed

**RESOLVED:** that the Corporation approve the minutes of the Corporation of 31<sup>st</sup> January 2023 as a true record.

### *Minutes of Committees of the Board (to receive and note)*

#### **5. Audit Committee – 6<sup>th</sup> December 2022**

5.1 The Audit Chair raised some key points for the Corporation:

- Progress on the Financial Statements (external auditors)/FSA Management Letter – subsequently approved by the Board on 13<sup>th</sup> December 2022
- Internal Audit Annual Review and progress this year
- Investment Strategy – subsequently approved by the Board on 13<sup>th</sup> December 2022

**RESOLVED:** that the Corporation approve the minutes of the Audit Committee of 6<sup>th</sup> December 2022 as a true record.

#### **6. HE Oversight Committee SAR Validation Panel – 12<sup>th</sup> January 2023**

6.1 The CEO raised some key points for the Corporation:

- Quality Enhancement review, NSS results and QIP action plans
- Adoption of a TEF style of reporting – ‘so what’
- Consistency of HE across the Group
- Presentation of HE data
- Showcasing best practice

**RESOLVED:** that the Corporation approve the minutes of the HE Oversight Committee SAR Validation Panel of 12<sup>th</sup> January 2023 as a true record.

#### **7. HE Oversight Committee – 31<sup>st</sup> January 2023**

7.1 The CEO raised some key points for the Corporation:

- Becky Huxley-Binn’s last meeting – members thanked her for her contribution to governance and the HE Oversight Committee
- Reviewed progress against RAG rated HE strategic objectives 22/23
- TEF report
- Update on Continuation, Retention and Attendance
- Complaints and Appeals – nothing of significance

**RESOLVED:** that the Corporation approve the draft minutes of the HE Oversight Committee of 31<sup>st</sup> January 2023 as a true record.

#### **8. Search & Governance Committee – 21<sup>st</sup> February 2023**

8.1 The Search & Governance Chair raised some key points for the Corporation:

- Looked at the outcome of the skills matrix feedback and discussed skills gaps in relation to new appointments and membership of committees. This will be reviewed again over the summer once we have the new governors in attendance to see if we still have any skills gaps.
- Considered new applicants and recommended the following appointments to the Board: Sharon Green and Neil Carrington and the appointment of Deborah Myers to Hull & East Riding Local Skills & Employment Advisory Group. Board agreed the appointments by written resolution on 28<sup>th</sup> February following receipt of satisfactory references. References were received and all have confirmed their acceptance of the positions.

- We have two independent governor vacancies and (update) applications are coming in to be considered after Easter. We have received 3 new enquiries to be governors and a Search & Governance Committee will be convened to look at these applicants. We also need to ensure our governing body has a diverse mix in terms of gender and ethnicity.

8.2 JG asked if we had a specific approach to garner interest from under-represented groups. Liz Parry explained that the Search & Governance Committee is a new Committee which will look at these gaps going forward, but we are not actively seeking applicants from under-represented groups. It is more important to ensure we have the right skills on the board rather than specifically seeking under-represented groups.

8.3 Danny Metters informed governors of the upcoming employer engagement events that are linked into LSIP's with over 300 employers invited; DM is happy to include the promotion of memberships for the Advisory Groups and this can be replicated at other sites.

**RESOLVED:** that the Corporation approve the draft minutes of the Search & Governance Committee of 21<sup>st</sup> February 2023 as a true record.

## 9. Curriculum & Quality Committee – 28<sup>th</sup> February 2023

9.1 The Curriculum & Quality Chair raised some key points for the Corporation:

- First meeting of this new committee
- Looked in detail at the student performance data and asked for future reports to be split by site
- Considered how teaching & learning is evaluated across the Group
- Considered action plans (OFSTED & SAR) to drive up performance
- Received reports on learner feedback; support for students; safeguarding and recruitment for next year.

**RESOLVED:** that the Corporation approve the draft minutes of the Curriculum & Quality Committee of 28<sup>th</sup> February 2023 as a true record.

## 10. Finance & Resources Committee – 7<sup>th</sup> March 2023

10.1 The Finance & Resources Chair raised some key points for the Corporation:

- First meeting of this new committee
- Took a detailed look at the Group's Financial Performance and the Management Accounts
- Received reports on student recruitment; projects (*capital, in-house, revenue – discussed the number of projects, capacity to deliver, the importance of these income streams and impact on cash flow*); health & safety; the staff survey and staff starter/leaver position
- Considered the estates strategy and approved funding to support the development of a detailed 3-5 year maintenance strategy

**RESOLVED:** that the Corporation approve the draft minutes of the Finance & Resources Committee of 7<sup>th</sup> March 2023 as a true record.

## 11. Audit Committee – 14<sup>th</sup> March 2023

11.1 The Audit Chair raised some key points for the Corporation:

- Chair's first meeting
- Internal audit report on Audit of Capital Grants and Revenue
- Cyber security update
- Main item here is to seek Corporation approval for the Delegation of Contract/Signature Approval Authority Policy, as recommended by Audit Committee and in their pack at Item 11a

- 11.2 In response to a query about the budget levels within the Delegation of Contract/Signature Approval Authority Policy, MTK explained the budget holder approval scales but that this Policy was more to do with signing of contracts to ensure that the CEO and GVP Finance are fully aware of all contract signings. Audit Committee had fully discussed this at their March meeting and were fully onboard with the Policy. The Policy was proposed, seconded and agreed by members.

**RESOLVED:**

That the Corporation: approve the draft minutes of the Audit Committee of 14<sup>th</sup> March 2023 as a true record; and approved the Delegation of Contract/Signature Approval Authority Policy, as recommended by Audit Committee and in their pack at Item 11a.

*Strategy*

**12. Strategic Measures 2022/23**

- 12.1 The Corporation received detailed performance reports and AH provided a verbal update to confirm what was being done to manage the key risks.

Attendance – lower than planned due to register mark changes and we are still suffering from issues with students struggling to be at college following Covid. We continue to provide support for these learners.

Staff Surveys – managers are being more visible. The CEO and GVP Finance have been running Vision, Mission & Values (VMV) workshops with staff and have also provided an open and transparent update on our finances and why some of the decisions have had been made. Staff have really appreciated this and the workshops have finished with open and frank Q&A sessions which have also gone well.

Ambition 2030 – survey sent to staff and students and so far, they have produced very similar results but we will also incorporate the feedback from the VMV workshops. Day 3 of the Ambition 2030 manager consultation programme is on 26<sup>th</sup> April and then the proposal will be brought to governors at the 19<sup>th</sup> May Strategic Awayday.

- 12.2 The Chair and members supported the business being as open as they can be which helps to alleviate staff concerns and noted that we need to capture that strong leadership is changing the mindset.
- 12.3 A governor asked was there a risk concern to alleviate the reducing gap between support staff and teaching staff salaries with regard to pay differentials. AH explained we are going through a job evaluation process for support staff impacted by the movement in the national minimum wage and clarified the decision made to give lower paid staff the better pay rise this year. A discussion was held on the need to increase student numbers which will support pay rises and safeguard jobs in the future. It was noted that management are very aware of the differentials.
- 12.4 A discussion was held on English and Maths attendance and what could be done to improve this. It was noted that some of our campuses experience a drop in attendance due to the seasonality of the towns they are located in, but it was also recognised that attendance is poor nationally. We also have poor parent engagement and are working hard to improve this. We are located in areas of high deprivation and work hard to mitigate this with free transport, free meals, breakfast clubs.

**RESOLVED:** that Corporation noted the progress, key issues and actions being taken in 2022/23

### **13. Chief Executive's Report, including LSIP engagement update**

- 13.1 AH presented the CEO Update, including LSIP engagement update. We have received some support from MP's in lobbying DfE in terms of clarification but we are struggling to get information from the government in relationship to the return of the FE sector to the public sector – we have asked for more information on short term borrowing.
- 13.2 A discussion was held about income diversification and how much of a constraint that would be to TEC Partnership to diversify its income streams. AH said there would be a reduction in the type of activities we could take forward. We don't know the conditions they will put on us but the expectation is for colleges to use their reserves. There is a lack of clarity around everything.
- 13.3 Curriculum Planning review meetings were held last week and managers were encouraged to be less cautious. Applications are up but conversions are down and processes are being looked at to tighten this up. We have checked with the local authority and there are no duplicates in us being the learner's "first choice" application. Previously we have lost learners to Franklin but we do get some of these learners back. The NEET statistics in the area are high and we have embarked on a targeted marketing campaign to recruit for September.
- 13.4 LSIPS and Accountability Framework – we are going through the process this year; with limited information our interactions will be picked up as part of the Inspection process going forward.
- 13.5 Currently restructuring the Senior Leadership Team at Grimsby from 3 Vice Principals to 2 Deputy Principals.
- 13.6 Bis – information in private business – we are the next stage of the application process and a full bid is being worked up. A further update paper will be provided if we are successful at the next stage.
- 13.7 Sale of Lady Edith Drive – we are still in negotiation regarding the ownership of the small strip of land and a further meeting is being held with Scarborough Borough Council in April to look at this.
- 13.8 A Governor asked would there be any benefit to holding a "meet and showcase" event so MP's can understand and see difference between the usual sixth form offer and our more vocational approach; this could be good publicity. AH said this was a good idea and would look at an event to better explain what we do. DM said they had already held one event with the MP and were holding further ones to promote the North Bank; this could be replicated at the South Bank.

A Governor asked were there any specific projects we are already committed to. The CEO explained this was more about future plans and growth opportunities.

A Governor asked about the potential increase in numbers in Beverley – if we secured all these learners, where would they be put? DM said we needed to see these learners convert into acceptances across the Partnership but an estates review is already planned for Beverley and Bridlington to look at making better use of existing space.

**RESOLVED:** that the Corporation noted the Chief Executive's Report, including LSIP engagement update.

### **14. Corporation Data Pack**

- 14.1 AH presented the FE Data Pack and went through the information included within the pack. AH asked was there anything else governors wanted to include?

Members felt this information was very useful and it was noted that anything by exception would be reported on going forward via a commentary to sit alongside the data.

Members requested the information was stacked and displayed in portrait and to include comparisons on previous years and also to provide a commentary about actions being taken to improve.

**RESOLVED:** that the Corporation noted the Corporation Data Pack and confirmed that its utilisation as the key data set for all TEC Partnership and Advisory Group was welcome, subject to the above amends.

## **15. Skegness Campus Update and Approvals**

15.1 The GVP Corporate Services introduced his report on the Skegness Campus Update and Approvals and provided governors with a progress report on the project.

A discussion was held on what the grant funding meant for the project and what the Towns Fund Agreement covered. It was noted that this campus development project had been very well received around Mablethorpe and Skegness and had the backing to be a real community asset.

MTK is working with a specialist VAT Advisor looking at recovering the VAT on the building and will keep governors informed

We need to focus on building the campus first and will then look at the FFE. Due diligence will be done on all contractors.

15.2 Governors proposed, seconded and unanimously agreed the signing under seal of the Towns Fund agreement with East Lindsay District Council.

### **RESOLVED:**

That the Corporation: noted the Skegness Campus Update and Approvals; and approved the signing under seal of the Towns Fund agreement with East Lindsay District Council.

## *Governance*

## **16. Governance Report**

16.1 The Interim Clerk introduced the report for the Corporation on:

- (a) the proposed Committee membership from 9th April 2023 – agreed and will review later in the year.
- (b) the plans to recruit to the Skills & Advisory Groups – noted
- (c) the appointment of Tracey Gyte as staff governor to 31 July 2026 – approved
- (d) the revised terms of reference for the Skills & Advisory Groups – approved
- (e) the revised Selection of Governors Policy – approved
- (f) the revised Scheme of Delegation – approved

### **RESOLVED:** that Corporation:

- (a) noted the proposed Committee membership from 9th April 2023;
- (b) noted the plans to recruit to the Skills & Advisory Groups;
- (c) approved the appointment of Tracey Gyte as staff governor to 31 July 2026;
- (d) approved the revised terms of reference for the Skills & Advisory Groups;
- (e) approved the revised Selection of Governors Policy;
- (f) approved the revised Scheme of Delegation.

## **17. Consultation: AoC new FE Code of Good Governance**

17.1 The Interim Clerk introduced the Consultation Exercise on the new AoC FE Code of Good Governance, including the planned responses to the consultation.

The proposed Code has gone from 10 to 6 objectives and is a positive, simpler approach. JS explained that our new Director of Governance had sat on group that drafted this Code of Good Governance.

**RESOLVED:** that Corporation noted the Consultation: AoC FE Code of Good Governance and agreed that the prepared responses be submitted.

*Other*

**18. Any Other Business**

No AoB was raised.

**19. Date and time of next Governing Board meeting:**

Friday 19<sup>th</sup> May 2023 – full day Strategic Planning event at ERC  
Friday 19<sup>th</sup> May 2023 @ 4pm – Corporation meeting  
Tuesday 4<sup>th</sup> July 2023 @ 4pm – Corporation meeting

The meeting closed at 5.48 pm

MS, CS, AC and DM left the meeting at 5.48 pm

Signed \_\_\_\_\_  
Chair of the Corporation

Date \_\_\_\_\_