

**Approved Minutes of the meeting of the Board of Corporation held on  
Tuesday 15 February 2022 at 5:30pm via Teams Conferencing**

**Present:**

John Barnett  
Derek Cogle  
Jill Colbert (left after item 43)  
Pamela Dawson  
Louise Doyle  
Cllr Louise Farthing  
Taylor Finnigan, SU President (left after item 48)  
Julia Fox  
Jeff Hope  
Sue Houston  
Lyndsey O'Leary  
Susan Pollard, Staff Governor (left after item 48)  
Alison Shaw (Vice Chair)  
Philip Smith (left during item 47)  
Jacqueline Steed  
James Stuart (Chair)  
Ellen Thinnesen, Chief Executive

**In Attendance:**

David Howells, Chief Operating Officer  
Nigel Harrett, Principal Northumberland College  
Toni Rhodes, Principal Sunderland College  
Vikkie Morton, Vice Principal Curriculum, Student Services and Support  
Iain Nixon, Vice Principal Partnerships and Commercial  
Judith Quinn, Vice Principal Curriculum  
Lee Lister, Vice Principal Curriculum  
Millie Chandler-Norris, Student Union Vice President Northumberland College (left item 46)  
Christine Stretesky, Head of Corporate Governance and Policy  
Donna Swan, Governance Officer/Minute Taker

The Chair welcomed everyone to the meeting with a specific welcome to the Students' Union (SU) officer who will be making a presentation (item 46 refers). The Chair reminded members of the Board of the usual protocol for virtual meetings.

**Bd/21-22/37 Apologies and consent for absence and declarations of interest**

There were no apologies for absence. The following declarations of interest were made:

- Governor Louise Farthing, as a member of Sunderland City Council, declared an interest in item 47b – Tenancy at Will for City Hall site and item 49 - the proposed Housing Innovation Construction Skills Academy (HICSA) development,
- The Vice Chair declared an interest in item 49 – HICSA development arising from her employment with Newcastle University, and

- Governor Sue Houston declared an interest in item 47e - the post of Senior Independent Governor as the prospective appointee.

### **Bd/21-22/38 Minutes of previous meeting held on 14 December 2021 and Matters Arising**

The regular minutes were discussed and agreed to be an accurate record of the meeting held on 14 December 2022.

There were no matters arising.

*The remaining part of this item was determined to be confidential with minutes maintained separately.*

*The Chair announced that the next item would be taken out of order so that the SU officer presenting would be free to leave the meeting at the conclusion of that item. He invited the SU officers to join a future meeting as observers.*

### **Student Experience**

#### **Bd/21-22/46 Students' Union Report**

The SU officers delivered a presentation on the areas of work the SU is currently involved in:

- The SU President spoke to the **Equality, Diversity and Inclusion** projects, referring to the Hidden Disability Scheme which includes training for staff and the themed displays being used to raise awareness of issues, and the **Health and Wellbeing** Initiatives which provide student-led mental health resources, a peer support system and information on healthy choices.  
The Vice President Northumberland College (NC) then spoke to the **Sustainability** agenda which includes projects which contribute to the College's ambition of achieving a carbon neutral position, plans to use cameras to track litter picking, SU support of the Environment, Green and Sustainability (EGS) Group and plans to work with students in Essen, Germany that is twinned with the City of Sunderland.
- The Vice President NC concluded with an update on **Societies and Events** which includes plans for an inclusive Fire and Ice Charity Ball, a new student societies survey and the student inclusive activity programme.

The Board thanked the SU officers for their presentation and asked whether the SU had any advice about how to engage students, as it can be difficult for the Board as leaders to engage with the student body. The SU President responded providing her approach to engaging with students face to face. The Vice President NC added that exercises such as the EGS Green and Sustainable questionnaire for staff and students also supported engagement as it drew students in as well as generating feedback.

The Board commended the SU for the work it was undertaking around the promotion of disabilities and mental health and highlighted the peer support scheme for forging links between the different campuses. The Board asked whether the SU had found bridging the geographic gaps between the campuses difficult. The SU President responded that the key had been to establish local representatives in each of the campuses who then fed back to the centre, enabling the SU to gain an "all-College" perspective.

AGREED: to note the contents of the report

*The Vice President NC left the meeting.*

#### **Bd/21-22/39 CEO Report**

The Chief Executive presented the report highlighting:

- The national policy landscape in relation to Further Education including
  - The Levelling Up White Paper and the Association of Colleges (AOC) response,
  - 16-18 Free Schools, and
  - The DfE draft Climate Change Strategy which fits with the College's own direction of travel.

AGREED: to note this part of the item.

*The remainder of this item was determined to be confidential with minutes maintained separately.*

#### **Bd/21-22/40 Northumberland College Strategic Roadmap**

*This item was determined to be confidential with minutes maintained separately.*

#### **Bd/21-22/41 Management Accounts**

The Management Accounts for the three months ending 31 December 2021 were taken as read by the Board.

The COO addressed questions raised by the Board in advance of the meeting as follows:

- He confirmed that the Adult Education Budget (AEB) clawback reduction is not a permanent reduction in income but is specific to the year described.
- He advised that steps are being taken to follow up on 16-18 lost learners to identify the reasons they have left but the most common destinations for lost learners are into employment, into apprenticeships or to other providers.
- He confirmed that measures to mitigate the forecasted shortfall in Higher Education (HE) income have already been implemented and the necessary cost savings have been identified.
- He referred the question on the subcontracting issue to the Vice Principal, Partnerships and Commercial under item 45.

The Chair of the Finance, Resources and Projects Committee reminded the Board that Management Accounts are reviewed and scrutinised by the Committee.

AGREED: to note the accounts

#### **Bd/21-22/42 HE Self Evaluation Document (SED) 2020-21 and Quality Improvement Plan 2021-22**

*This item was determined to be confidential with minutes maintained separately.*

#### **BD/21-22/43 HE Outcomes**

*This item was determined to be confidential with minutes maintained separately.*

**Bd/21-22/44 Apprenticeship Performance Monitoring (subcontracted and College provision)**

*This item was determined to be confidential with minutes maintained separately.*

**BD/21-22/45 Subcontracting, Partnerships and External Funding and Contracts – Performance Data**

*This item was determined to be confidential with minutes maintained separately.*

**Bd/21-22/47 Acknowledgements and Recommendations from Committees**

The Board acknowledged the following actions by the Chair of the Corporation:

- Signing of the lease renewal for the Brinkburn Sports Centre in Hartlepool.
- Signing of the Tenancy at Will for space at Sunderland City Hall.

The Board approved the following recommendations of the Governance Committee:

- Adoption of the Senior Post Holder Remuneration Code (effective for 2022/23)
- Establishment of a Remuneration Committee (effective for 2022/23).
- The addition of an HE Student Governor to the Board of Corporation and the removal of the post on each Local Board (effective for 2022/23).

The Board requested a discussion of the following recommendations of the Governance Committee:

- Adoption of the role of Senior Independent Governor; and
- Appointment of the Senior Independent Governor.

The Head of Corporate Governance and Policy (HCGP) presented the case for the establishment of the post of Senior Independent Governor within the College's Governance structure. The College is committed to striving for excellence in everything we do and the recommendation to the Governance Committee was made in the context of the new post strengthening governance in advance of the external Board Effectiveness Review and its common place in larger FE colleges, Higher Education, and the NHS. The Chair, who also chaired the Governance Committee, stated that he was entirely comfortable with the recommendation, stating that the post added a clear route of accountability and support to the role of the Chair of the Corporation.

The Vice Chair advised that, whilst she had requested the discussion, she did not oppose the recommendation and had every confidence in the proposed appointee. However, the recommendation constituted a significant change to the governance structure and, as a point of process, the Board had not had an opportunity to discuss and explore the issues surrounding the recommendation prior to it being considered by the Governance Committee. She considered that it was not good enough that the Board had only become aware of the recommendation when the agenda for this meeting had been issued and she would prefer to see issues discussed at this Board and then formalised at Governance Committee.

*Governor Smith was obliged to leave the meeting at this point due to technical difficulties.*

The Chair thanked the Vice Chair for the clarification and stated that the wider point was a powerful one. He suggested that the Governors' Strategy Day on 6 May 2022 could be used as an opportunity

for all the Governors to discuss how our governance can be shaped to take the College closer to “Outstanding”.

**ACTION:** A group of volunteer Governors, led by the Chair, to assist in shaping the Governance part of the Strategy Day agenda.

**AGREED:** The Board approved the following recommendations of the Governance Committee:

- Adoption of the role of Senior Independent Governor; and
- Appointment Governor Houston of the Senior Independent Governor.

### **Bd/21-22/48 Chair Updates**

Governor Hope was invited to update the Board on the work of the Northumberland Local Governing Board (NLGB). He responded that, in the interests of time management, he had nothing further to add to the draft minutes of the meeting held on 27 January 2022 and provided to the Board.

Governor Barnett was invited to update the Board on the work of the Sunderland Local Governing Board (SLGB). He stated that there was nothing that needed to be raised to the Board but mentioned the following:

- The Chair of the Corporation’s attendance at the Sunderland Local Board meeting on 25 January 2022, and
- Quality Teaching Learning and Assessment Report and Monitoring Reports from those curriculum areas in Support and intervention.

Governor Fox was invited to update the Board on the work of the Finance, Resources and Projects Committee (FRP). She referred to:

- the Committee’s scrutiny of the Management Accounts,
- monitoring of the Subcontracting, Partnerships, External Funding and Contracts Performance Data,
- the update as to the College’s state of cyber-readiness, and
- the comprehensive Lead Governor reports.

As there had been no meeting of Audit Committee since the last Board meeting, Governor O’Leary did not provide an update.

The Chair thanked the Chairs of the Local Boards for granting him the opportunity to observe the meetings. He referred to the Performance Monitoring Reports considered by both Local Boards with regards to English and maths and suggested that this was an area that might benefit from the attentions of a time limited Governor working group. He requested that the Chief Executive review the feasibility of such an initiative with a view to this being discussed at a future meeting. There was general support by the Board for the suggestion, with questions about how it would fit within the current structure, whether it would be more effective to commission external English and maths specialists to undertake the “deep dive” and how the learning would be shared. Governor Doyle emphasised the importance of not losing the previous excellent work undertaken to integrate English and maths into the wider curriculum, as Ofsted’s emphasis on integration is not diminishing.

The Chief Executive stated that she understood the comments and questions, stating that the College is facing a very challenging time over the next few years regarding lost learning due to COVID and remote learning. She reminded Governors that, during the Diagnostic Assessment, the FE

Commissioners had been impressed by the agility of the Board in being able to quickly turn on and off the task and finish group (the Northumberland College Education Quality and Innovation Group), which had operated below the Local Board. It was noted that the Group had worked particularly well in its approach to triangulation, which is something the Local Boards do not have sufficient time to do and was able to be appropriately challenging whilst still working collaboratively.

**ACTION:** The CE to present to the Governors the process necessary to establish a time limited task and finish group to support improvement in English and maths with appropriate terms of reference.

**AGREED:** to note the reports.

*The Staff and Student Governors were asked to leave the meeting due to the confidential nature of the next item.*

**Bd/21-22/49 Strategy, Risk and Housing Innovation Construction Skills Academy (HICSA)**

*This item was determined to be confidential with minutes for limited distribution maintained separately.*

**Bd/21-22/50 Any Other Business**

There was no other business raised.

**Bd/21-22/51 Date, time and venue of next meeting**

- Tuesday 5 April 2022 at 5:30pm via Teams Conferencing

**Informational Items**

**Bd/21-22/52 Papers from Committees**

The Board acknowledged receipt of:

- Health and Safety Mid-year Report – FRP
- SEND Performance Monitoring Report – Local Boards

**Bd/21-22/53 Draft Minutes of the following Committees**

The Board acknowledged receipt of:

- Finance, Resources and Projects Committee (18 January 2022)
- Sunderland Local Governing Board (25 January 2022)
- Northumberland Local Governing Board (27 January 2022)

There being no further business the meeting closed at 8:30pm.