

**CONFIRMED MINUTES OF THE CORPORATION BOARD HELD ON FRIDAY 17
NOVEMBER 2017 AT 12.00 IN THE COMMITTEE ROOM,
MIDDLESBROUGH CAMPUS**

Present

Graham Robson
Ian Butchart
Ian Swain
Jane Rapley
Tim Bailey
David Hughes
Patrick Smith
Phil Trotter
Eyv Hardwick
Andrea Goodwill
Martin Raby

Chairman
Independent Member
Independent Member
Independent Member
Independent Member
Independent Member
Independent Member
Co-Opted Member
HE Staff Governor
FE Staff Governor
Principal

In attendance

Jackie White
Stuart Slorach
Pat Chapman
John Waddington
Mike Wheaton

Clerk & Governance Advisor
Vice Principal Resources
Vice Principal Employability and Enterprise
Vice Principal Student Experience
Vice Principal HE

17.025	<u>WELCOME AND INTRODUCTIONS</u> The Chairman welcomed members to the meeting.	Action
17.026	<u>APOLOGIES FOR ABSENCE</u> Apologies of absence were received from Robin Simmons, Sarah Fawcett, Denise Ogden and Kieron Goldsborough Independent members and Jane Havakin Staff Member.	
17.027	<u>QUORUM</u> The meeting was quorate in line with standing order 8.1 Meetings of the Corporation Board and its committees shall be quorate when 40% of the total membership of the Governing Body or its committee, excluding vacancies, is present, except where otherwise stated within the terms of reference for that committee.	
17.028	<u>DECLARATION OF INTEREST</u> There were no further declarations of interest made other than those recorded.	
17.029	<u>UNCONFIRMED MINUTES OF THE MEETING HELD ON 7 JULY 2017</u> The minutes of the meeting held on 7 July 2017 were agreed as a true record subject to the following changes:	

	<p>Page 3, 16.263, Members update, final line, replace “was” with “were”.</p> <p>Page 9, 16.270, Report on the partnership with Arts University Bournemouth, 4th paragraph, 2nd line, through to be replaced with thought.</p> <p><u>UNCONFIRMED MINUTES OF THE MEETING HELD ON FRIDAY 13 OCTOBER 2017</u></p> <p>The minutes of the meeting held on the 13 October 2017 were agreed as a true record subject to the following changes:</p> <p>Page 2, 17.005, Marketing Issues, 3rd paragraph, 4th line, conversations to be replaced with conversions.</p> <p>Page 5, 17.010, DLHE update, 2nd paragraph, replace paragraph as follows: Jane Havakin commented that for the two programmes she was involved in which did well,</p> <p>Page 7, 17.015, insert “Tim Bailey left the meeting”.</p> <p>Page 9, 17.017 Proposal for Annual Report, Changes to key performance indicators, key targets, 6th paragraph to be replaced as follows: Patrick commented that to make life a bit easier could the Principal produce an executive summary directing members to essential parts of the report.</p> <p>Page 10, 17.019, Risk Register, 4th paragraph, insert what ifs in italics “what ifs”.</p>	
<p>17.030</p>	<p><u>MATTERS ARISING</u></p> <p>The following matters were updated:</p> <p>16.017, HE Teaching and Learning overview of approach – Mike Wheaton to provide session – completed</p> <p>16.129, Recommendations from the Search Committee – Advert for additional staff governor out for expression of interest. Instrument & Articles amended – part completed</p> <p>16.266, LGF Phase 2 – one page summary identifying expectations – completed</p> <p>16.269, An outline of new HE programmes, risks identified on risk register – completed</p> <p>16.271, Academic Board deliberative structure – additional work regarding scholarly activity picked up by Library Manager – will report back to the Board after February – Clerk to diary</p> <p>16.271, Academic Board deliberative structure – membership arrangements require further work – outstanding – Academic Board to pick up – completed</p> <p>16.271, Academic Board deliberative structure – specific amendments to TOR – completed</p> <p>17.005, Marketing issues – revised KPIs on agenda and covered in College Annual Report - completed</p> <p>17.007, Staffing changes – new staff to be invited to December meeting – completed</p> <p>17.009, National Student Survey – information circulated to staff – completed</p> <p>17.014, LGF project, project review outstanding</p> <p>17.017, Proposals for Annual Report – Principal’s introduction included - completed</p>	

17.031	<p><u>MEMBERS UPDATE</u></p> <p>The Chairman offered members the opportunity to provide an update on issues not covered under the agenda.</p> <p>Jane Rapley discussed with members that she had met with Carol Harris, her buddy, and discussed student recruitment to the contour fashion programme. Members noted there were positive signs going forward.</p> <p>Phil Trotter commented that he had attended the opening of One Church Street and members noted that the messages which were given were really encouraging. He felt it was very positive and the event was very good. He was especially pleased that the Mayor of Tees Valley was positive about the College.</p> <p>Eyv Hardwick commented that there feels to be a very positive feeling around the College.</p> <p>Tim Bailey discussed that the press throughout the opening of One Church Street was really positive and Kieron Goldsborough and Patrick Smith concurred with this.</p> <p>Andrea Goodwill discussed that she had enjoyed her visit to the new building and that it was a fantastic place to be and very vibrant.</p> <p>David Hughes advised members that he had recently read an article on the value of a small university and a small town in America which he felt had similar aspects to CCAD. David agreed to share this with members.</p> <p>The Chairman commented that he had received a silk stocking repair kit which he had donated to the College for Jane Havakin.</p>	David Hughes
17.032	<p><u>PRINCIPALS REPORT</u></p> <p>Confidential report.</p>	
17.033	<p><u>KPIs</u></p> <p>The Vice Principal Resources referred members to his previously circulated paper and members noted that the paper set out proposals to simplify the regular reporting of data to the Board with a focus on data of potentially strategic importance which is capable of meaningful analysis within the year.</p> <p>Phil commented that he agreed with the principle of focussing on the KPIs in this way. Ian Butchart advised that it would be helpful if we had comments on why the indicator is useful and the meaning of ratings within the measure.</p> <p>David commented that he would like to see safety figures included, and that he feels it is still missing the monitoring of our steps towards TDAP. The Principal advised that with regard to</p>	

	<p>monitoring TDAP, indicators monitoring growth are important and KPIs such as recruitment and retention will demonstrate this. Also TDAP is a far less quantifiable process so it's more difficult to include a figure.</p> <p>Ian Swain commented that a smaller number of measures is helpful and a brief commentary would be useful.</p> <p>Finally the Chairman suggested that the targets in the College Annual Report which are being reviewed later on the agenda are printed on a small laminated pull out so that members can refer to it.</p> <p>The Corporation Board NOTED the KPIs.</p>	
<p>17.034</p>	<p><u>LGF UPDATE</u></p> <p>The Vice Principal Resources provided members with a verbal update on the LGF project. Members noted that with regard to Phase 1, One Church Street, the only outstanding issue is the Textiles ventilation extraction. The Vice Principal is working with the sub contractors and is just waiting on them coming in to undertake the work. Other small issues such as signage and a small amount of snagging work are still required.</p> <p>With regard to Phase 1a, demolition at Church Square, contractors A1 have completed the demolition. There is a small amount of finishing off to do at a later date.</p> <p>Members noted that VEST has been appointed as contractors for Phase 2 and they are moving this along well, there are no issues with the programme at the moment.</p> <p>The Principal commented regarding the Textiles ventilation extraction work which is becoming an issue and if not fixed by December will have an impact on teaching and learning. Members noted that a short term work around has been put into place. Jane asked the Principal if any alternative facilities had been identified to mitigate the impact on teaching and learning and the Principal advised that alternatives were being explored.</p> <p>The Corporation Board NOTED the update on the LGF project.</p>	
<p>17.035</p>	<p><u>DRAFT YEAR END POSITION</u></p> <p>The Vice Principal Resources referred members to his previously circulated report and members noted that the draft Financial Statements for 2016/17 are in the process of being audited by RSM. The current position is of a deficit of £570k, for the year. This includes a £490k charge for accelerated depreciation relating to the partial demolition of Church Square which was in progress at the year end date of 1 July 2017. Including the FRS102 pension adjustment, the College had a total comprehensive income for the year of £1,862k. Cash at the year end date amounted to £1,957k.</p>	

	The Corporation Board NOTED the draft year end position.	
17.036	<p><u>MANAGEMENT ACCOUNTS</u> The Corporation Board RECEIVED the Management Accounts to September 2017 as a silent paper.</p>	
17.037	<p><u>REVISED FINANCIAL FORECAST</u> The Vice Principal Resources referred members to his previously circulated report. Members noted that a review of the budget for 2017/18 was undertaken and a modelling error was found in the forecast which meant the budget would not meet the banking covenants. A revised budget had been prepared to ensure that banking covenants are met in the 2017/18 financial year. The impact has been that savings of around £450k from the original budget have been necessary. However, the revised budget has only a small contingency within it. It also assumes a repayment of £650k of borrowing from Hartlepool Borough Council during the year, which reduces the level of gearing in the covenant calculation. Whilst further budget savings could be made to increase the contingency, these would begin to have an impact on staffing levels and/or the student experience.</p> <p>The revised budget is believed to be achievable based on current information. Importantly this demonstrates to the external auditors that the College is able to meet its banking covenants. Nevertheless, the Principalship would prefer a position with a greater level of contingency. Discussions are continuing with Barclays Bank who are remaining positive about not wanting the covenants to hold back our development, and so are apparently willing to review their position. The College is seeking a relaxation in the operational gearing ratio both for 2017/18 and 2018/19. This would create additional 'headroom' and therefore allow around £20k of programme-related non-pay savings to be released back into budgets.</p> <p>Phil asked the Vice Principal when he will know the cost of this possible relaxation from the bank and he advised that he needs to pull together the final scenarios for the bank and then it will take 4-6 weeks before they come back with an answer.</p> <p>Ian Swain commented that it is not ideal but to have the opportunity to have the wriggle room would be useful given our earlier discussions.</p> <p>Ian Butchart commented that he felt we have just discussed a "what if" scenario.</p> <p>David asked the Vice Principal Resources if he would be comfortable for the operational gearing ratio to be around 700% for a long time, and the Vice Principal Resources commented that he wouldn't but that he would be ok if it were for around 12 months.</p>	

	<p>The Corporation Board APPROVED the financial forecast outturn for 2017/18.</p> <p>Patrick Smith left the meeting.</p>	
<p>17.038</p>	<p><u>SELF ASSESSMENT REPORT AND QUALITY IMPROVEMENT PLAN</u></p> <p>John Waddington, Vice Principal Student Experience referred members to his previously circulated report and members noted that Rob Kane, the new Head of FE had authored the report.</p> <p>Members noted that the SAR for 2016/17 provides a summary setting out the College's FE academic performance for the year together with the College's formal judgement of the grades that it believes would be applied if an Ofsted inspection were to take place. This year the College's assessment is that it should be graded "outstanding". In addition members were advised that the QUIP sets out the actions that should be undertaken by the College to address any issues identified in the SAR.</p> <p>Ian Butchart referred members to page 13, strengths, Acceptable user policy and usage of IT and advised that the Audit Committee have been reviewing IT and there are still a number of outstanding actions and therefore would wish these to be reviewed to check if relevant to include. The Vice Principal Student Experience agreed to review the outstanding actions relating to IT.</p> <p>David referred members to page 12, section on employers and partners and advised that the evidence does not sufficiently demonstrate it as a strength. The Vice Principal Student Experience agreed to review the evidence again.</p> <p>The Chairman asked the Vice Principal Student Experience if there was any unofficial or official guidance on the ratings and how weightings were applied and he advised there wasn't.</p> <p>Ian Butchart asked the Principal if we were likely to receive a visit and he advised that at the moment there was no news to suggest so.</p> <p>The Vice Principal Student Experience commented that if Ofsted attended the College currently they would look at the Maths provision and we know that and we are doing lots of things to improve this.</p> <p>David referred the Vice Principal Student Experience to on page 21, C11, maths and English embedded in curriculum and asked for further information on this. The Vice Principal Student Experience advised that it is important to embed maths in everything we do and we are doing this with our programmes and doing this well, but it is only low level maths such as measuring etc. Our higher quality learners are capable of this. He advised that he is looking at how we develop students</p>	<p>VP Student Exp</p> <p>VP Student Exp</p>

	<p>creative skills to make them more flexible and fluent to build these skills into maths such as problem solving skills.</p> <p>Jane asked the Vice Principal Student Experience what he is doing about the fashion programme as the grades were 2s-3s. The Vice Principal Student Experience advised that the data is 2 years old and that 71% success rate reflects that in the first year we lost all students through retention, last year we changed the team and stabilised it, and it reflects the fact that we have put lots of things in place and provision is looking better.</p> <p>The Corporation Board APPROVED the SAR and QUiP</p>	
<p>17.039</p>	<p><u>ANNUAL OVERVIEW REPORT (2016/17)</u></p> <p>Mike Wheaton, Vice Principal HE referred members to his previously circulated report commenting that Paul Braine had undertaken a significant amount of work on the report. Members noted that the Annual Overview report is the key document in reviewing the College's HE provision. The Higher Education Funding Council for England (HEFCE) now requires institutions' governing bodies to make an assurance statement, signed by the Principal on their behalf, in respect of higher education provision. The HE Academic Board receives the AOR and suggested some monitor amendments but expressed itself as being content that the AOR was satisfactory, as was the quality of the College's provision and that, consequently, it was confident that the necessary assurance statement could be made by the Principal on behalf of the Corporation Board.</p> <p>Jane referred the Vice Principal HE to page 2 of the covering report, final bullet point with regard to national benchmarks and advised that this would need re-writing.</p> <p>David commented that it was a really good report and was amazed that 34% of students have a disability. The Vice Principal HE discussed that it is quite high but comparable with other institutions. The Principal commented that the level is common for this type of institution.</p> <p>The Chairman referred the Vice Principal HE to page 7 of the AOR and asked what are the scores were out of and he advised the scores were out of 100.</p> <p>The Chairman also commented regarding the Customer Relation Management (CRM) system on page 5, and asked the Board if they have an interest in reviewing this tool. The Board agreed to review the system in the spring.</p> <p>The Corporation Board APPROVED the AOR</p>	<p>Clerk</p>
<p>17.040</p>	<p><u>HEFCE ASSURANCE STATEMENT</u></p> <p>The Principal referred members to his previously circulated papers which reminds members of details of the newly imposed HEFCE responsibilities on governing bodies in respect of</p>	

	<p>assuring the quality of teaching and learning, which was introduced in 2016. The paper sets out evidence of how the responsibilities have been discharged so that the Corporation Board can be confident in giving its approval to the Principal to sign the necessary return.</p> <p>The Corporation Board APPROVED the Principal to sign the HEFCE assurance statement.</p>	
17.041	<p><u>ANNUAL REPORT</u></p> <p>The Principal referred members to the Annual Report which had been sent under separate cover. Members noted that the Annual Report was a first draft first attempt of an Annual Report for the College for members of the Board. This had been drafted to consolidate a number of reports considered during the year freeing time throughout the year to allow either shorter meetings or greater focus on strategic issues.</p> <p>Tim asked the Principal for clarity on the audience and the Principal confirmed it was just for the governors. Tim went on to discuss the purpose of annual reports and their use for external facing purposes and wondered if there was an opportunity to produce two documents, one full of graphics / easy read to give out to people and one for internal use.</p> <p>Phil commented that he agreed with some comments around the length of the Annual Report but did think it is a good idea.</p> <p>Jane also thought the report was a good idea and helpful – but too long and suggested some areas being more graphically presented. Jane commented that a lot of work had gone into writing the report and it seemed a pity that it is limited to Board members and should be made public.</p> <p>Ian Butchart discussed that he found the narrative helpful and the opportunities and potential approaches on page 31 were good to think about further.</p> <p>The Chairman commented that something like this is very useful and he was very pleased with the output.</p> <p>The Corporation Board RECEIVED the first draft Annual Report.</p> <p>Jane Rapley left the meeting.</p>	
17.042	<p><u>SAFEGUARDING POLICY</u></p> <p>The Vice Principal Student Experience referred members to the Safeguarding Policy and report. Members noted that the policy had been amended and considered by the College committee processes and presented to the Board for approval.</p> <p>The Corporation Board APPROVED the Safeguarding Policy</p>	
17.043	<p><u>CHANGES TO THE INSTRUMENT AND ARTICLES</u></p>	

	<p>The Clerk referred members to her previously circulated report which set out changes proposed to the Instrument and Articles.</p> <p>The Corporation Board APPROVED the Instrument and Articles</p>	
17.044	<p><u>REPORT ON THE USE OF THE SEAL</u></p> <p>The Clerk referred members to her previously circulated report which set out details of when the College Seal had been used.</p> <p>The Corporation Board NOTED the report</p>	
17.045	<p><u>ANNUAL CYCLE OF BUSINESS</u></p> <p>The Clerk referred members to her previously circulated report which set out the business of the Corporation Board for 2017/18 cycle of business.</p> <p>The Corporation Board APPROVED the cycle of business and APPROVED amendments to the cycle by the Chairman during the year if required</p>	
17.046	<p><u>REVIEW OF MEETING CONDUCT AND IDENTIFICATION OF ITEMS FOR INCLUSION ON THE RISK REGISTER</u></p> <p>The Chairman commented that he felt the meeting had gone well and members agreed.</p> <p>It was agreed that the banking covenant be included on the risk register.</p>	
17.047	<p><u>CONFIDENTIAL ITEMS</u></p> <p>It was agreed that the Principal's report was confidential.</p>	
17.048	<p><u>MINUTES OF SUB COMMITTEES</u></p> <p>The minutes of the following sub committees were received for information:</p> <p>LGF 25 May 2017, 25 August 2017, 29 September 2017</p>	
17.049	<p><u>ANY OTHER BUSINESS</u></p> <p>At the end of the meeting the Vice Principal Resources confirmed that the Textiles extraction ventilation work will commence on Monday 4 November 2017.</p>	
17.050	<p><u>DATE AND TIME OF NEXT MEETING</u></p> <p>The next meeting of the Corporation Board will take place on Friday 15 December 2017. The meeting will commence with Christmas lunch with staff and governor buddies. Venue and time to be confirmed in due course.</p>	

Signed:

Date: