

**Minutes of the Corporation Meeting Held on
Tuesday 5 December 2023**

Present: Damien Bourke, Simon Boyle, Phill Brown, Malcolm Bruce, Kirk Cornwall, Jonathan Frankham, Rachael Frankland, Shayer Hussain, John Lyne (Chair), Jackie Moores, Elaine Price, Evelyn Rayne, Arsana Subba

Nils Elgar, Clerk to the Corporation

In Attendance: Dave Dobson (Executive Director Finance, Estates, MIS and IT), Leon Dowd (Deputy Principal Quality and People), Pewist Osman (Assistant Principal Student Experience), Jemma Newton (Staff Governor elect), Nicola Welland (Deputy Principal Curriculum)

ACTION

23/24.30 Apologies for Absence

New Staff Governor Jemma Newton was welcomed to the Board meeting as an observer. She would take up her role from 11 December, following the retirement of Shayer Hussain at the end of his term of office. Pewist Osman, the new Assistant Principal Student Experience, was also welcomed to the meeting. Brief introductions were made.

Resolved: The Board of Governors resolved to approve the appointment of Jemma Newton as Staff Governor for a two-year term of office commencing 11 December 2023. **Approved**

Resolved: The Board of Governors resolved to accept the apologies of Karen James. **Accepted**

23/24.31 Declarations of Interest

It was noted that:

- (i) Jonathan Frankham had a standing declaration that he was an employee of the Education and Skills Funding Agency (ESFA), the College's principal funder and regulator;
- (ii) in relation to Agenda Item 13 (Confidential Minutes of the Board Meeting, 14 November 2023), Staff and Student Governors and College officers would withdraw from the meeting for the consideration of this item.

Noted

23/24.32 Minutes of the Meeting Held on 14 November 2023

Resolved: The Board of Governors resolved to approve the minutes of the meeting held on 14 November 2023. **Approved**

23/24.33 Matters Arising

On Minute 23/24.19 (Minutes of the Search Committee meeting, 31 October 2023), the three potential Governor candidates mentioned were invited into College to meet with the Chair and Principal. All three expressed an interest and recommendations to appoint were made.

Noted

- (i) Nicky Littler, Executive Director of Workforce, NHS Pennine Care Foundation Trust (HR expertise)
- (ii) Atta Ul Rasool, Vice Chair and Youth Officer for Ashton Constituency Labour Party. Deputy Chair for St Peters Ward Labour Party. Student at The University of Salford. Former student at Tameside College
- (iii) Remell Thompson-Bell. Former student of Droylsden Academy, local resident and student at MMU University. Works with the Co-op in a youth development role.

Resolved: The Board of Governors resolved to approve the temporary increase in the size of the Board from 15 to 17, by increasing the number of Independent Members from 11 to 13.

Approved

Resolved: The Board of Governors resolved to appoint Nicky Littler, Atta Ul Rasool and Remell Thompson-Bell as Independent Governors for an initial one year term of office. These appointments were subject to satisfactory DBS and eligibility checks and references.

Approved

23/24.34 Minutes of Committee Meetings:

(i) Audit Committee – 21 November 2023

Resolved: The Board of Governors resolved to note the minutes of the Audit Committee meeting held on 21 November 2023.

Noted

23/24.35 Safeguarding Annual Report 2022/23 and Policy

The Assistant Principal Student Experience raised the following points:

- (i) key strengths and effectiveness of safeguarding:
 - the College had self-assessed the arrangements for safeguarding as effective;
 - in the January 2023 teaching and learning survey, 95% of students said they felt safe in College;
 - the College's vulnerable students were well supported;
 - in 2022/23 there were 2,025 referrals related to 504 students. This was 64 more students (a 16% increase) on 2021/22. 227 students needed the involvement of external agencies;
 - mental health and domestic abuse remained key concerns;
 - the overall achievement rate for students receiving support was 78.1%. This was 7.9 percentage points less than the achievement rate of students who received no support (86.1%). Similarly, the retention rate for those supported was 85.1% which was 6.2 percentage points less than the retention rate of those who did not receive support (91.3%);
- (ii) recent developments:

- appointment of Deputy Team Leader – Mental Health and Wellbeing;
 - appointment of Safeguarding Administrator;
 - development of a clear mental health offer using local resources;
 - all staff completed Prevent refresher training – January 2023;
 - filtering and monitoring – development of process in accordance with Department for Education (DfE) Keeping Children Safe in Education (KCSiE) digital and technology standards;
 - a continued wellbeing focus provided by the enrichment team including men’s mental health and social prescribing;
 - termly one-to-one supervision for the Safeguarding Team provided by an experienced practitioner;
- (iii) policy update:
- the Safeguarding Policy had been revised to reflect KCSiE 2023;
 - the Prevent Strategy now included Martyn’s Law, under the “Protect” duty. The College would therefore ensure it considered the threat from terrorism and implement appropriate and proportionate mitigation measures;
- (iv) emerging themes 2023/24:
- there had been a 100% increase in the number of care experienced students enrolling in ESOL courses;
 - the College had a number of students who were involved with Children Services and who were subject to statutory support including Child Protection, Child in Need and Early Help Assessments;
 - mental health continued to be the greatest factor in referrals;
 - the College continued to support a number of students with serious domestic violence disclosures;
 - there had been a 30% increase in the number of students disclosing criminal records (from 10 to 13).

Issues discussed by Governors included a view that there had been an increase in both the number and tone of complaints by parents with parents displaying an increased sense of entitlement. The Principal added that, as a consequence of this, the College had developed an acceptable behaviour policy for parents. The Assistant Principal Student Experience indicated that the College was adapting and responding to the changing environment.

Resolved: The Board of Governors resolved to note the quality of safeguarding practice as judged in the self-assessment report. **Noted**

Resolved: The Board of Governors resolved to approve the revised Safeguarding Policy. **Approved**

Resolved: The Board of Governors resolved to approve the revised Prevent Strategy. **Approved**

Resolved: The Board of Governors resolved to note the emerging themes from the start of the academic year.

Noted

The Assistant Principal Student Experience withdrew from the meeting at the end of this item.

23/24.36 Members' Report and Financial Statements

(i) Annual Report to the Members of the Corporation on the External Audit for the Year Ended 31 July 2023 (incl. Letters of Representation)

The Executive Director Finance, Estates, MIS and IT commented that this report had previously been scrutinised by the Board of Governors in a joint meeting with the Audit Committee to meet the requirement of the ESFA. Key points included:

- (i) the College reported a surplus of £1,788k (2022: deficit £1,705k). After accounting for actuarial gain of £430k (2022: gain of £21,194k) in respect of the pension schemes the College reported total comprehensive income of £2,218k (2022: total comprehensive income of £19,489k);
- (ii) the College balance sheet position at the year-end showed net assets of £33,255k (2022: £31,037k);
- (iii) for the year ended 31 July 2024, the College had predicted a surplus of £496k within its financial budget prior to adjustments in respect of the pension schemes;
- (iv) audit opinion – Wylie & Bisset LLP, the External Audit and Reporting Accountant, had issued an unmodified audit opinion;
- (v) regularity audit opinion – Wylie & Bisset LLP had no issues to report in relation to their regularity audit opinion;
- (vi) going concern – Wylie & Bisset LLP were satisfied that the Board of Governors' assessment of the going concern basis of preparation was appropriate;
- (vii) governance arrangement – Wylie & Bisset LLP were satisfied that the College operated appropriate governance procedures and that management had adequate arrangements in place covering standards of conduct;
- (viii) internal controls – Wylie & Bisset LLP had identified one area where the operation of internal financial controls could be improved. Actions to address the resulting recommendations had already been implemented.

Governors were content with the report as presented.

Resolved: The Board of Governors resolved to approve the signing of the Statement of Members' Responsibilities by the Chair of Governors.

Approved

Resolved: The Board of Governors resolved to approve the signing of the Letters of Representation by the Chair of Governors and Principal / Accounting Officer.

Approved

(ii) Audit Committee Annual Report 2022/23

Governors noted that the Audit Committee Annual Report 2022/23 had previously been scrutinised by the Audit Committee and recommended to the Board of Governors for approval. The overall conclusion of the Audit Committee was “...that the Corporation had in place adequate and effective assurance arrangements, framework of governance, risk management and control processes for the effective and efficient use of resources, solvency of the institution and the safeguarding of its assets throughout the year ended 31 July 2023”.

Resolved: The Board of Governors resolved to approve the Audit Committee Annual Report 2022/23.

Approved

(iii) Members’ Report and Financial Statements

The Executive Director Finance, Estates, MIS and IT reported the following key points:

- (i) the outturn position including pension charges showed the College incurred a surplus before other gains and losses in the year of £1,788k (2021/22: deficit of £1,705k), with total comprehensive income of £2,218k (2021/22: £19,489k);
- (ii) if the pension entries were removed from the accounts, the College had reported an underlying operating surplus of £2,205k (2021/22: £709k). This was the surplus after stripping out net charges for payroll costs of £620k (2021/22: £2,097k) and interest income of £203k (2021/22: £317k);
- (iii) the Audit Committee had recommended the Members’ Report and Financial Statements to the Board of Governors for approval.

Governors were content with report as presented.

Resolved: The Board of Governors resolved to approve the Members’ Report and Financial Statements for the Year Ended 31 July 2023.

Approved

23/24.37 October Finance Report

Jonathan Frankham left the meeting during this item.

The Executive Director Finance, Estates, MIS and IT reported the following:

- (i) the Corporation had set a budget in 2023/24 for an operating surplus of £138k, before pension costs (FRS102);
- (ii) at the Board meeting on 17 October 2023, the Board approved a revised budget for an operating surplus of £496k, before FRS102;
- (iii) as at 31 October 2023 there was an overall favourable variance of £803k, which comprised a favourable variance in income of £302k, a £346k favourable variance in pay costs (including agency staff) and a £6k favourable variance in non-pay costs. The variances were large as they were against the

- original budget (approved in July). It was proposed that future Monthly Finance Reports would be against the revised (October) budget;
- (iv) the balance sheet remained strong, with cash and investment reserves as at 31 October 2023 totalling £12,253k, with £3,526k held as cash in the bank and the balance within the deposit accounts;
 - (v) an update on the Further Education Capital Transformation Fund (FECTF) projects:
 - *This minute is confidential as it contains commercially sensitive information.*
 - (v) a proposal for an additional £945k in capital expenditure to support the growth in 16-19 student numbers. Individual projects included:
 - improvement of the Student Services area at Clarendon Sixth Form;
 - refurbishment of E-floor of the Victoria Building;
 - improvement to the Beauty treatment area on the ground floor of T1;
 - installation of an immersive teaching space at Beaufort Road;
 - improvement of IT systems;
 The impact of this work would be for additional annual depreciation charges of £63k.

Governors considered the following issues:

- (i) the proposal to monitor future variances against the revised (October) budget, which was agreed;
- (ii) *this minute is confidential as it contains commercially sensitive information;*
- (iii) the proposed additional £945k in capital expenditure. It was noted that all the projects were related to curriculum / student facing areas (or critical infrastructure). It was noted that the immersive teaching space would comprise a 360° video wall and would have application across a range of curriculum areas from Engineering and Construction, to Human Biology and even Travel and Tourism. This project would be fully funded through a collaborative Greater Manchester Colleges' Group bid;
- (iv) the thanks of the Chair in relation to the scrutiny and support given by Phill Brown and Damien Bourke to College capital projects.

Resolved: The Board of Governors resolved to note the October Finance Report. **Noted**

Resolved: The Board of Governors resolved to approve an increase of £945k in the capital budget. **Approved**

23/24.38 **Finance Matters:**

(i) Financial Regulations

The Executive Director Finance, Estates, MIS and IT reported that he had reviewed the Financial Regulations and proposed only minor change – to job titles.

Governors were content with the report as presented.

Resolved: The Board of Governors resolved to approve the proposed amendments to the College's Financial Regulations, as outlined in the report.

Approved

(ii) Treasury Management Annual Report and Policy

The Executive Director Finance, Estates, MIS and IT reported the following points:

- (i) the recent rise in interest rates had seen investment income increase from £8k in 2021/22 to £186k in 2022/23;
- (ii) key targets for 2023/24. These included:
 - cash days in hand in excess of 25 days;
 - trade debtors less than £125k;
 - creditor payments within 30 days at 95%;
 - cashflow reported with each set of Corporation Management accounts;
 - deposits to higher interest rate accounts reviewed monthly to maximise interest, subject to a maximum of £8m with one institution.

Governors considered the following issues:

- (i) a view that the College should be able to achieve higher interest rates on its investments than those currently being achieved;
- (ii) that the trade debtor days in 2022/23 (£391k) was much higher than the target of £125k, but that much of this was with the Tameside Metropolitan Borough Council;
- (iii) interest rates for treasury deposits were regularly monitored, along with cash flow requirements.

Resolved: The Board of Governors resolved to note the progress made in respect of the Treasury Management targets for 2022/23.

Noted

Resolved: The Board of Governors resolved to approve key targets for 2023/24.

Approved

Resolved: The Board of Governors resolved to approve the Treasury Management Policy.

Approved

23/24.39 Update on Governor Engagement and Development Activities

The following Governor development and/or engagement activities that had taken place since the last Board meeting were reported:

- (iv) 20.10.23 – Attended AoC Maths and English Focus Group Meeting – John Lyne;
- (v) 14.11.23 – New Governor induction – Evelyn Rayne;
- (vi) 14.11.23 – Link Governor meeting with Deputy Principal Quality and People and Assistant Principal Student Experience re. Careers and Gatsby Benchmark – Kirk Cornwall;
- (vii) 16.11.23 – Attended College for World Skills, Automotive and Engineering – John Lyne;
- (viii) 16.11.23 – Link Governor Meeting with Deputy Principal Quality and People re. Safeguarding – John Lyne;
- (ix) 19.11.23 – Site visit to see progress with construction of Animal Management building – John Lyne;
- (x) 20.11.23 – Attended AoC Northwest Chairs’ and Principals’ Network Meeting – John Lyne;
- (xi) 27.11.23 – Attended AoC Finance Chairs’ Meeting – John Lyne.

It was noted that both Malcolm Bruce and Elaine Price would seek to arrange to meet with the Deputy Principal Curriculum regarding apprenticeships.

Resolved: The Board of Governors resolved to note the verbal update on Governor Engagement and Development Activities. **Noted**

23/24.40 Items to Note

(i) Chair’s Action

Resolved: The Board of Governors resolved to note that no Chair’s Actions had been taken since the date of the last meeting. **Noted**

(ii) Use of the Seal of the Corporation

Resolved: The Board of Governors resolved to note that there had been no use of the Seal of the Corporation since the date of the last meeting. **Noted**

(iii) Interim Report on Governor Attendance 2023/24

Resolved: The Board of Governors resolved to note the Interim Report on Governor Attendance 2023/24 (84%). **Noted**

Staff and Student Governors and College officers withdrew from the meeting at the end of this item. Before leaving, however, the Chair:

- (i) *thanked Shayer Hussain for his contribution to the Board over the past 6 years (3 terms) and wished him well for the future;*
- (ii) *thanked Governors, managers and all staff for their work and wished everyone a Merry Christmas.*

23/24.41 Confidential Minutes of the Meeting held on:

(i) 14 November 2023

Resolved: The Board of Governors resolved to approve the confidential minutes (Part B) of the meeting held on 14 November 2023.

Approved

23/24.42 Time and Date of Next Meeting – Tuesday 6 February 2024

The Chair reported that the date of the next meeting was Tuesday 6 February 2024 (via Teams).

The Clerk to the Corporation mentioned that prior to the next meeting there would be a Governor Learning Visit to Hair and Beauty and Catering (T1), followed by the Governors' Dinner in the College's Restaurant – these were taking place on Tuesday, 16 January 2024.

Minutes formally approved by the Corporation:

Chair

Date