



Full Governing Body Minutes

Meeting	Full Governing Body	Date	Tuesday 9 th July 2019
Location	Alfred Yarrow Room, Yarrow Hotel, Broadstairs	Time	5.42pm
Membership	Charles Buchanan (Chair), Graham Razey (Group Principal), Penny Williams, Gail Clarke, <i>Miranda Chapman</i> , Jonathan Clarke, <i>Tony Allen</i> , <i>Tim Kent</i> , <i>Peter Wood</i> , Linda Keen, Peter Troke, John Korzeniewski, Peter Cheney, Nicola Kelly (Staff Governor) and Omar Walker (Student Governor)		
In Attendance	<i>Anne Leese (Group Deputy Principal)</i> Chris Legg (Executive Director – Finance and Commercial Development) Tammy Mitchell (Executive Director Schools and Early Years) Paul Sayers, (Executive Director – Strategy and Partnerships) Tara Ashman (Clerk) Jamie Weir (Invited Observer)		

* *Italics notes absence*

	ITEM	COMMENTS	ACTION
1	Welcome and Apologies	<p>The Chair welcomed members to the meeting and thanked them for their contribution in the strategy afternoon which preceded the meeting.</p> <p>Apologies were received from Tony Allen, Peter Wood, Tim Kent and Miranda Chapman. Anne Leese gave her apologies and was not in attendance.</p> <p>The Chair welcomed Peter Cheney as a new Governor to the Corporation and Audit Committee and members introduced themselves around the table. The Chair confirmed Peter's appointment, which had been approved by electronic resolution outside of the meeting.</p>	

		APPROVED – The Chair confirmed the appointment of Peter Cheney to the Full Governing Body	
2	Declarations of Interest	There were no additional declarations to the meeting than those declared as standing. The Chair noted his ongoing professional relationship with Peter Cheney in regards to his parents' financial matters.	
3	Minutes of the Meeting held on 4 th June 2019	The minutes of the Extraordinary Meeting on 3 rd June 2019 and the Full Governing Body meeting held on 4 th June 2019, including the confidential part B minutes, were reviewed and all approved as an accurate record which were duly signed by the Chair.	
4	Matters Arising	There were no matters arising not covered by the agenda.	
5	Chairs Report	<p>The Chair reported that much of his time since the last meeting has been in support of the executive. He continues to have regular meetings with both the Clerk and the Principal and recently met with Kate Young as the Independent Safeguarding Chair for a detailed discussion on the report later in the meeting.</p> <p>The Chair thanked Omar Walker for his tenure as both the Student Governor and Group Student's Union President. OW thanked the board for the opportunity and hopes his time with the Group has made an impact.</p>	
6	Principal's Report	<p><i>Part of this item was considered confidential and will form Part A confidential minutes.</i></p> <p>Augar Review – There is a lot to be positive about for FE should the Government accept the recommendations. It was noted this could be a focus for a future strategy session should this be accepted.</p> <p>T Level Pilot – The team attended the first meeting for the pilot, the Government is behind this new development and there is a significant level of detail required by October 2019. This approach to level 3 technical education is a direction of travel that is likely to continue.</p>	Agenda

		<p>GR updated members on the recent interviews for the Executive team appointments and thanked Jonathan Clarke and Penny Williams for their support in the recruitment process.</p> <p>Governors found the substantial update on news for the Colleges and Business Units useful.</p> <p>GR advised that the staff survey had just closed with a 78% completion rate. It is pleasing to see staff engaging in feedback and Governors look forward to receiving the analysis at the October meeting.</p> <p>A Governor asked if the feasibility study on Sittingbourne had been shared with the wider Coalition Council, PS is meeting with them next week and has asked that it be shared in advanced of the meeting.</p>	
7	Clerk and Governor Report	<p>The Clerk updated members on the following items:</p> <p>Finance Sub-Group – Members of the Finance Sub-Group met on 2nd July and undertook a comprehensive breakdown of the 2019/2020 budget and three year forecast being presented in item 12 later in the meeting.</p> <p>Commercial Developments Sub-Group – Members received the most recent commercial accounts for discussion with no significant areas of concern to report.</p> <p>Governance Calendar 2019/2020 – The calendar of meetings has been prepared based on the current Governance structure. It was noted that changes might be made in-year dependent on the outcome of the Governance review commissioned by the Audit Committee and any recommendations therein. The Clerk had been asked to gauge availability to move the last board meeting from 30th June 2020 to 14th July 2020 however, it was agreed that the date should remain as presented.</p> <p>APPROVED – Governors approved the Governance calendar of meetings 2019/2020</p>	

		<p>EKC IntoWork Local Board – Linda Keen as Chair of the newly formed IntoWork Local Board was invited to feed back to members on the inaugural meeting. LK will be attending observations at both Eastchurch and one of the employability centres in Thanet to develop her understanding of the provision. The first meeting was well attended from prison education and this was the focus. The issues with IT at Eastchurch still remain a challenge, it was suggested that the local MP should be contacted in support of this as the risk to the IT curriculum is significant. Student voice will be captured in a slightly different way for IntoWork given the short courses and learners on programme; there will be invited representation from both the prison education and employability to each meeting as opposed to a specific Student Governor for IntoWork.</p>	
8	Teaching, Learning and Assessment	<p>TM led members through the report highlighting some key areas and invited questions.</p> <p>Minimum standards is a new addition to the Teaching, Learning and Assessment (TLA) structure next year, TM clarified these are not targets but absolute minimum expectations to ensure a level of consistency across the Colleges and Business Units. There will be a development day in term 1 for all 96 leaders on this.</p> <p>There has been a positive improvement in TLA with an increase in outstanding provision across the Group. There is a TLA programme for supported learning across the curriculum to understand what good SEND provision looks like.</p> <p>A Governor sought clarification on the introduction of phonics. TM explained it is the teaching of reading for 4 and 5 year olds with a national test aged 6. The DfE have reintroduced phonics for 16+ as part of the functional skills qualification and the challenge will be presenting this to learners in a non-primary way.</p> <p>A Governor noted that in previous Ofsted inspection the Group has been, on occasion, too harsh on itself in regards to TLA and sought assurance that there is moderation in place for a true picture. TM assured Governors that there are several layers of moderation including Principals cross College, minimum standards and Group audit sampling.</p>	

9	Risk Management Report	<p>The risk management report has undergone a full cycle of review since the last meeting with a number of additions and amendments highlighted in the report.</p> <p>Members discussed risk 11 following the recent funding audit and the risks to the Group if the audit had been undertaken by the ESFA. A key risk identified is planning 16-19 study programmes and evidencing the number of hours reported in the individualised learner record (ILR). Governors and the senior team are satisfied that there are systems now in place and the Audit Committee have commissioned a further review in December 2019. A further risk is the lack of evidence of a contract between employer and learner for apprenticeships although this has been mainly a miscommunication in understanding of the terminology between the internal auditor and the Apprenticeship team. During a follow-up visit, the internal auditor was satisfied that the necessary documentation is in place.</p> <p>A Governor asked if the feedback to local boards has closed the circle of information feeding back both ways. PS suggested that movement map be created for the local board's assurance and will action accordingly.</p>	PS
10	Safeguarding Report	<p>The Chair advised members that Kate Young is satisfied with the progress over the year and confident that the group is not exposed in any significant way.</p> <p>GR highlighted the need for further investigation into the data for Sheppey College. Although it is one of the most deprived areas the Group serves the data seems very high for the student population. It is not necessarily that the data is inaccurate but there may be the potential need for additional support.</p> <p>The Group continues to develop a level of consistency both in its reporting and in training and Kate Young was pleased to report the progress being made in this regard.</p>	
11	Audit Committee Update	<p>In the absence of any members from the last Audit Committee attending this meeting, the Chair invited questions on the summary report as presented.</p>	

		<p>GDPR – A comprehensive audit from Stone King was received, which has given way to an action plan that will be reviewed by the Audit Committee. The capacity of the DPO was discussed at the meeting and this has since been considered in an internal management meeting with support in place for 2019/2020.</p> <p>Funding – This was discussed within item 9 earlier in the meeting.</p> <p>Draft Internal Audit Plan 2019/2020 – This was approved by the Full Governing Body.</p> <p style="text-align: center;">APPROVED – Governors approved the Internal Audit Plan 2019/2020</p> <p>Financial Regulations- The Committee recommended that these be approved for use from 1st August 2019 and will be formally agreed within item 13 later in the meeting.</p> <p>Subsidiary Company – The Committee recommended that the board continue to treat the commercial activity as tax exempt and that the concept of a separate subsidiary company being established, should not be pursued. A Governor commented that there is a general difficulty in charities running a corporate subsidiary alongside its charitable status and members accepted the recommendation from the Committee.</p> <p style="text-align: center;">APPROVED - Governors agreed to continue to treat the commercial activity as tax exempt and that the concept of a separate subsidiary company being established, should not be pursued</p>	
12	2019/2020 Budget and 3 Year Financial Forecast	<p>CL led members through the revenue and capital budgets and the three-year financial forecast. The target for this year was to achieve good financial health, next year the scores will mirror the Ofsted terminology so the Group does not wish to be 'requires improvement'. With an EBITDA of 10% this is more than double most of the sector so the proposal is to reduce this to 8%. A 2% less cash generation will go straight to the revenue budget for Colleges to spend.</p>	

		<p>The Teachers Pensions employer's contribution has gone up by 8% this year with a grant being given to deal with the increase.</p> <p>CL led the Governors through the contribution of each Business Unit. Capital priorities have been agreed by the internal Infrastructure, Services and Technology Board (ISTB), which is formed of all the senior leaders for each College and Business Unit.</p> <p>The budget presented plans to deliver a good financial health for 2019/2020 but in a different way to 2018/2019 between performance, solvency and gearing ratio.</p> <p>The Finance sub-group had a comprehensive review of the figures last week and members were invited to comment. GC noted that the biggest risk to the figures is the declining student numbers and getting a sense of whether it is a loss of market share or declining demographic. Members discussed the conversion rates now each student can only make one application and this is currently unknown. Governors discussed the challenge in working with local schools in collaboration and reinforcing the difference between technical and academic. It was noted that any decline in student numbers at Canterbury College would not be a removal of provision but a reduction in the number of classes.</p> <p>Members considered the budget for both capital and revenue and were assured with the 3 year financial forecast. Members were unanimous in their approval.</p> <p>APPROVED – The revenue budget for 2019/2020 was formally approved by the Full Governing Body</p> <p>APPROVED – The £2,400,000 Capital budget for 2019/2020 was formally approved by the Full Governing Body</p> <p>APPROVED – The three year financial forecast was formally approved by the Full Governing Body</p>	
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13	Policy Review	<p>PS presented the five updated policies and procedures for Governor approval, both a clean draft copy and one with tracked changes which were highlighted to members:</p> <p>Financial Regulations – These have been reviewed by the Audit Committee with the main changes to reflect updated working practices and job titles.</p> <p>Subcontracting – The limit has been increased for contract awards to £150,000 in line with the proposed financial regulations with changes from College to Group throughout.</p> <p>Complaints – This has been updated following a review of a complaint that the procedure needed further clarity on some of the stages of the process.</p> <p>Corporate Social Responsibility – statements evidencing the commitment the Group makes in this regard have been added.</p> <p>Fees – Following further investigation since the last meeting the fees policy has been revised to reflect a £750 threshold to be implemented, below which fees are payable in full prior to the start of the course. Governors appreciated the data analysis in support of this recommendation. A Governor asked if students were offered debt counselling at the point financial difficulty is suspected. GR will liaise with the Head of Student Experience and Wellbeing to look at what can be put in place for early intervention.</p> <p>Governors approved the publication and implementation of the five policies and procedures as presented.</p> <p>APPROVED – Governors approved the Financial Regulations, Subcontracting Policy, Complaints Procedure, Corporate Social Responsibility Statement and Fees Policy for publication and implementation</p>	GR
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14	MAT Update	<p>TM advised that the information in the report is confidential, as the schools looking to join the Multi Academy Trust have not yet gone out to consultation. Consultation starts on 4 September for one month, with a 6-week consultation for staff under TUPE.</p> <p>The processes and systems are in place for a conversion date of January 2020.</p> <p>The Chair thanked TM for keeping the board apprised of developments.</p>	
15	Subcontracting 2019/2020	<p>PS presented the proposal of planned subcontracting for 2019/2020 for approval by the board. There is significant reduction in the amount of subcontracting from both a financial perspective and the number of subcontractors being used. Subcontracted provision in 2019/20 would represent a reduction of £224,600 compared with 2018/19.</p> <p>A Governor asked if the funding devolved to the Greater London Authority was included in this, GR advised it is not and would be for a one-year option based on the financial contribution it brings.</p> <p>APPROVED – Governors approved the use of Aspire and Go Train as subcontracting partners for the academic year 2019-2020</p>	
16	Draft Agenda for the next Meeting	<p>Members discussed the draft agenda for the October meeting and agreed that the agenda remain fluid dependent on need given the priorities over the summer recess.</p> <p>TM asked to bring a paper regarding the contract between EKC Group and the MAT which was accepted.</p>	Agenda
17	Any Other Business	There was no other business brought to the meeting.	
18	Matters Considered Confidential	Part of item 6 will be reported under Part A confidential minutes. The paper supporting item 14 (MAT Update) is confidential without information being redacted. Item 19 will be reported under Part B confidential minutes.	



19	Staff Pay Award 2019/2020	[Nicola Kelly, Omar Walker, Paul Sayers, Tammy Mitchell and Jamie Weir left the meeting at 8.01pm] <i>This item was considered confidential and will form Part B confidential minutes.</i>	
18	Date and Time of Next Meeting	10.00am, Saturday 5 th October 2019, Yarrow Hotel, Broadstairs	

There being no further business the meeting closed at 8.13pm

Signed: 

Print: CRS BUCHANAN

Date: 5/10/19

Agenda