



Full Governing Body Minutes

Meeting	Full Governing Body	Date	Tuesday 15 December 2020
Location	Virtual Meeting via Microsoft Teams	Time	5.30pm
Membership	Charles Buchanan (Chair), Graham Razey (CEO) (Chief Executive Officer), Allan Baillie, Ella Brocklebank, Gail Clarke , Miranda Chapman, Jonathan Clarke, Jason Howard, Tim Kent, Peter Troke, Peter Wood, John Korzeniewski, Peter Cheney, Richard Brooks, Joanna Worby, <i>Gregg Skinsley-Stephens (Staff Governor)</i> ;		
In Attendance	<p>Anne Leese (AL) (Deputy Chief Executive Officer) Chris Legg (CL) (Chief Financial Officer) Tammy Mitchell (TM) (Chief Education Officer) Paul Sayers (PS) (Chief Strategy Officer) Andrew Stevens (AS) (Chief Operating Officer) Victoria Copp-Crawley (Chief Standards Officer) Nick Holbrook-Sutcliffe (Chief Curriculum Officer) Jamie Weir (JW) (Invited Observer) Sharon Hollingsworth (SH)(Director of Governance) Kerry Hickmott (Minute Clerk)</p> <p>Guests: Natalie Garner (new independent governor) Owen Tompkins (new student governor)</p>		

(Italics denotes absence)

	ITEM	COMMENTS	ACTION
1	Welcome and Apologies	The Chair welcomed members to the meeting. Gregg Skinsley-Stephens was absent with apologies received during the meeting.	

		Due to the measures associated with the Coronavirus, the meeting took place virtually through Teams.	
2	Declarations of Interest	There was no additional declarations to the meeting other than those declared as standing.	
3	Minutes of the Meeting held on 20 October 2020	<p>The minutes and confidential minutes of the Full Governing Body meeting held on 20th October 2020 were reviewed and approved as an accurate record.</p> <p>The remote e-signing of the minutes will be undertaken by the Chair following the meeting.</p>	
4	Matters Arising	There were no matters arising.	
5	Proposed new governor appointment: Natalie Garner – Independent Governor Student Governor – Owen Tompkins	<p>The Chair of Search and Governance Committee gave an overview of the background, skills and experience of the new proposed governor, Natalie Garner. Whilst slight concern was raised in regard to her location, it was felt that Natalie would be a good fit for the Board. Her employer is happy for her to commit to the role. It was noted that remote connectivity to meetings has worked well during the pandemic and this could remain an option for Natalie on an occasional basis.</p> <p>It was queried whether there was a conflict of interest in regard to her current workplace, although it was acknowledged that Croydon College is not a competitor. It was considered that engagement with other colleges should be encouraged and will seek to share best practices.</p> <p style="text-align: center;">RESOLVED: To appoint Natalie Garner as an independent governor to the Full Governing Body.</p> <p>[Natalie Garner joined the meeting]</p> <p>As a result of the student governor election, Owen Tompkins had been elected as the new Student governor. Owen was welcomed to the Board.</p> <p style="text-align: center;">NOTED: Governors noted the appointment of Owen Tompkins as the Student Governor.</p>	

<p>6</p>	<p>Chair's Report to include:</p> <ul style="list-style-type: none"> - Update on safeguarding - Engaging Staff in Governance 	<p>The Chair welcomed Natalie Garner and Owen Tompkins to the Board. The Chair also welcomed Victoria Copp-Crawley (Chief Standards Officer) and Nick Holbrook-Sutcliffe (Chief Curriculum Officer) who were recently appointed to the senior leadership team. The governors who took part in the recruitment process were thanked for their input. The Chair advised that Simon Smith has been appointed as Chief People Officer for the Group and will join in February 2021.</p> <p>The Chair advised that due to the increased size of the executive team, senior leaders will not all be required to attend Full Governing Body meetings going forwards. They will attend only when their areas of responsibility are on the agenda. Senior Post Holders will attend every meeting.</p> <p>The Chair reported that he had attended a monthly regional AOC event that focused on FE governance in an on-line world. Whilst it was acknowledged there was a clear preference for face to face meetings, it was recognised that this was not possible at the current time, and a paper considered the preference for on-line meetings. The Chair offered to share a copy of paper to anyone interested.</p> <p>The Chair advised that he had recently met with Kate Young, the independent Chair of Safeguarding Board. Kate reported that she was confident that the Group is performing well on safeguarding matters, despite the challenges being faced. The surge of cases expected in September did not materialise. Kate regularly quotes EKC Group as an exemplary case for best practice.</p> <p>Further to the agreement to raise the visibility of governance within the Group, the following actions were discussed and agreed:</p> <ul style="list-style-type: none"> • Governor presence at induction and on-boarding of new staff; • Range of interactive sessions at existing group wide staff events; • Prepare a range of governor biographies to add some character on the individual; • Revitalise the governor link scheme with face to face meetings with member of the senior teams and their teams once government guidance permits. 	
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7	CEO's Report	<p>The report was taken as read however the CEO noted the following updates since the report had been circulated to governors.</p> <p>Three of the Group colleges have Covid testing centres for staff and students. 16 to 17 year olds students have been asked to gain consent prior to testing.</p> <p>[17:57 -GC left the meeting]</p> <p>Further guidance issued today is considering testing students daily who are in affected bubbles.</p> <p>The CEO advised that to date, there have been 83 Covid positive student cases, which has affected several hundred students needing to self-isolate. There have been 38 Covid positive staff cases. There is concern that cases may increase over the Christmas period and it is planned to continue with current measures up to week ending 4th January 2021.</p> <p>Level 3 students and apprentices reacted well to the changes of more remote learning. There has been some concern raised from adult learners attending evening classes who were only in once a week and are missing out on practical lessons.</p> <p>The recent student survey indicated that students would prefer to be in college, therefore the colleges are trying to stay open as much as possible. It was noted that all schools must publish their remote learning procedures by 18th January 2021. It was noted that there will undoubtedly be gaps in student learning, especially in the delay of practical lessons, but this is a national issue. In some cases, students may need to stay on at college for 3 years rather than 2 years to gain their intended qualifications.</p>	

		<p>Commercially, the second lockdown has impacted the finances of The Yarrow Hotel, despite having had a strong summer.</p> <p>The governing body expressed their appreciation for all the work that has been undertaken by the leadership team.</p> <p style="text-align: center;">NOTED: The Group CEO report.</p>	
8	<p>Director of Governance Report</p>	<p>The Director of Governance (DoG) sought approval on the presented updated key governance documents listed below which had been scrutinised by the Search and Governance committee and minor adjustments had been made.</p> <p>It was noted that all Governors will receive a copy of the Code of Conduct and will be required to sign and return the document to confirm their acceptance.</p> <p style="text-align: center;">RESOLVED: The following updated key governance documents were approved:</p> <ul style="list-style-type: none"> • Instrument and Articles • Standing Orders • Code of Conduct for Governors <p>The presented Governor Development Plan had been agreed by the Search and Governance Committee. The Plan details training and development for existing members as well as new members, with a blended approach of internal and external presenters for the delivery of the sessions. Members were comfortable with the Plan.</p> <p style="text-align: center;">APPROVED: The Governor Development Plan</p> <p>As part of the new governance arrangements it was suggested that the following key accountabilities were to be overseen by the committees:</p> <ul style="list-style-type: none"> • Diversity and Inclusion 	

		<ul style="list-style-type: none"> • Climate Change/Sustainability • Safeguarding • Health and Safety <p>The draft role description for each lead role was presented for governing body comment. Each Governor lead will have a direct link with the respective Executive lead 3 times a year and will be offered supportive development training, where necessary.</p> <p>It was clarified that the Governing Body Committees would still receive the reports for the area they were responsible for. It was acknowledged that the implementation of lead governors for key accountabilities adds a further level of scrutiny.</p> <p>APPROVED: The following governors were thanked for agreeing to lead the following key accountabilities:</p> <ul style="list-style-type: none"> • Lead Governor for Diversity and Inclusion - Allan Baillie • Lead Governor for Climate Change/Sustainability - Ella Brocklebank • Lead Governor for Safeguarding - Jason Howard • Lead Governor for Health and Safety - Tim Kent <p>[6.15pm – GC re-joined the meeting].</p> <p>The Director of Governance provided an updated position regarding mandatory training. Governors had been reminded of their outstanding training and are encouraged to use their best endeavours to complete all outstanding training by the end of January 2021.</p> <p>NOTED: The Director of Governance report.</p>	
9	Strategic Priorities	<p>The Chief Strategy Officer presented an update on the three main strategic priorities.</p> <p><u>Manston Airport</u> <i>[this item was considered confidential and will form Part A confidential minutes].</i></p>	

		<p><u>Ashford and Spring Lane Merger Project</u> <i>[this item was considered confidential and will form Part A confidential minutes].</i></p> <p><u>Recovery Group / COVID-19</u></p> <p>A Recovery Group has been established to focus on assisting our communities in their recovery from Covid-19. The Kickstart Scheme provides funding to create new job placements for 16 to 24-year olds on Universal Credit who are at risk of long-term unemployment. We are working in partnership with the other two Kent FE Colleges and the Kent Invicta Chamber of Commerce (KICC) to deliver the Kickstart Scheme across the county.</p> <p>[KICC is acting as a Gateway organisation for employers that are able to offer up to 30 placements, with direct referrals being made to the Colleges to provide skills and support for the young person. We have designed a core programme with the other colleges so that there is a coherent offer across the whole county. This includes advice at the end of the placement to support progression to full-time employment and further skills training, including Apprenticeships. We are also working directly with large employers who are able of offer 30+ placements, such as the NHS. A further update will be reported in due course.</p> <p>The number of EKC IntoWork employability centres has been expanded, ensuring that we can support the unemployed in each of our districts and boroughs. This includes new centres in Sittingbourne and Ashford, and improved new town centre premises in Folkestone. This provision is very well regarded by the Department of Work and Pensions (DWP) and their Kent lead is very pleased that we have been able to expand our EKC IntoWork offer.</p> <p>The Government has increased our Adult Education Budget (AEB) to support COVID-19 recovery and has launched a number of initiatives with specific funding attached to them.</p> <p>Whilst these initiatives are welcomed, they do present challenges for the Group in being able to earn the funding. In addition, the strict funding rules for these initiatives, combined with the fact</p>	
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		<p>that funding rates have remained static since 2010-11, means that there is little financial contribution.</p> <p>It was queried how KICC is communicating with local business. PS explained this was through LinkedIn and social media, and have held a webinar with employers in conjunction with the Colleges. They are starting gradually to ensure they can manage the number of placements, which is currently around 600.</p> <p>It was noted that the Kent and Medway Employment Task Force led by Jo James has kick started discussions, but they were pulling back from further publicity due to delays from DWP, as they had over 1200 employers wanting to get involved.</p> <p>[MC – declared her interest as being Chairperson of KICC Board of Directors]</p> <p>Concern was raised that the scheme would provide low skilled jobs for only 6 months and then nothing. PS advised there is a Core programme augmented with sector specific training if required and aligned with employers.</p> <p>PS advised that we are pressing the ESFA for early notification on what their reconciliation package will be, including earning thresholds that would result in the clawback of funding. It is hoped this information will be available for the March Full Governing Body meeting.</p> <p>NOTED: The Strategic Priorities report.</p>	
10	<p>Education: Self-Assessment Report 2019/20 Quality Improvement Plan 2020/21</p>	<p>The Chief Standards Officer (CSO) advised that the Self-Assessment Report (SAR) 2019/20 was approved at the Education Committee in November and was presented for information. The report was taken as read. There were no comments raised.</p> <p>NOTED: The Self-Assessment report.</p> <p>Approval was sought for the Quality Improvement Plan (QIP) for 2020/21.</p>	

		<p>It was acknowledged that the Group QIP had been developed using the Areas for Development within the SAR, alongside key themes in the Education Outcomes for Students. The Group QIP is monitored in year and updated on actions and developments to ensure progress is made against the starting point position. It was felt that the QIP was realistic and reflected the ever-moving changes associated with the pandemic. The plan focused on the quality of delivery and the areas that the Group can control, such as the student experience, progression and retention along with enrichment activities and the wider support.</p> <p>It was noted that students joining the Group this year came with centre assessed grades. Therefore, the issue of stretch and challenge along with value added may be different during the current year as a number of students may have had inflated qualifications that would not have achieved had they taken the exam. The CSO invited questions.</p> <p>The were no further comments and the CSO was thanked for the report.</p> <p style="text-align: center;">APPROVED: The Group Quality Improvement Plan.</p>	
11	<p>Finance: 11.1 Annual Report and Financial Statements 2019/20</p> <ul style="list-style-type: none"> • Post Audit Management Report • Letter of Representation 	<p><u>Annual Report and Financial Statements 2019/20</u></p> <p>The Chief Financial Officer reported that the presented Annual Report and Financial Statements 2019/20, along with the post audit management report and the letter of representation had been scrutinised by the Audit Committee along with members of the Business Committee.</p> <p>The Chair of the Audit Committee explained to members that the Committee had undertaken a thorough review of the accounts with the External Auditors. The Chair advised that the Committee is comfortable with the presented Annual Report and Financial Statements and recommended Board approval.</p> <p style="text-align: center;">RESOLVED: The Annual Report and Financial Statements 2019/20, the Post Audit Management report and the letter of representation were approved. The e-signing by</p>	

<p>11.2 Management Accounts - October</p>	<p>the Chair of the Governing Body and Chief Accounting Officer will be undertaken following the meeting.</p> <p><u>Management Accounts - October</u> The Chief Financial Officer highlighted the key aspects to the accounts.</p> <p>It was noted that there had been substantial growth to the AEB contract, which is not required, and had led to a forecasted under-performance of £910,000, although the current position is £248,000 ahead of the corresponding point last year. The CFO clarified that the underperformance in budget will be clawed back if Covid-19 restrictions allow.</p> <p>There has been an over-performance in 16-18 apprenticeships. The CFO advised that the cautious budget setting had led to a positive position.</p> <p>Performance against fee paying students has been positive on full time courses, however the performance against International courses is zero. Overall, the fee income is forecasted to be roughly in line with budget.</p> <p>The money received from Kent County Council for high needs high cost students has increased by £556,000 and this money has been spent on support for these students. Commercial services have been set cautious income targets this year. It was noted that the November income will not look as favourable as the Yarrow Hotel had to close due to the pandemic.</p> <p>Pay is within budget currently. Non-pay is largely underspent at the moment and there has been a forecasted saving identified against sub-contracting partner payments with no AEB now intended to be sub-contracted out.</p> <p>Positive movement in the EBITDA of £280,000 which maintains the budgeted 8.0% EBITDA target.</p>	
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12	<p>12.1 Annual Audit Committee Report and SAR 2019/20 includes:</p> <p>12.2 Regularity Self-Assessment Questionnaire</p> <p>12.3 Internal Audit Plan</p>	<p>It was noted that the Education Funding Agency requires an audit committee to fulfil their duties for good financial control and governance.</p> <p>The Chair of the Audit Committee presented the Committees Annual Report to the Governing Body and assured members that there were no issues to report and there were no concerns raised by the Board.</p> <p>It was acknowledged that the Audit Committee had previously reviewed the presented Regularity Self-Assessment and the Committee Chair assured members that were satisfied with the outcome.</p> <p>The Chair of the Audit Committee commended the work of the Finance team in keeping the Committee fully informed on the finance's month by month.</p> <p style="text-align: center;">RESOLVED: The Regulatory self-assessment questionnaire was approved. The e-signing by the Chair of the Governing Body and the Accounting Officer will be undertaken following the meeting.</p>	

		<p><u>Internal Audit Plan</u> The Plan had been reviewed and agreed by the Audit Committee at their last meeting in December. Members were satisfied that the Plan provided an appropriate level of assurance to the Board.</p> <p>APPROVED: The Internal Audit Plan for 2021</p>	
13	Annual Report on Health and Safety	<p>The Chief Operating Officer reported that EKC Group continued to fulfil its statutory obligations in regard to health and safety.</p> <p>There were two reportable RIDDOR incidents that occurred during the last year academic year with investigations revealing that none of the accidents were attributable to workplace failings.</p> <p>It was noted that Broadstairs College had a decrease of reportable incidents. However, it was acknowledged that there was no College Safety Officer in place for a considerable part of the year which may have led to a lack of awareness in the reporting procedure. A new Safety Officer is now in place.</p> <p>Canterbury College had an increase in reportable incidents, however there is a proactive Estates Manager in post and the reporting of incidents has been widely encouraged.</p> <p>It was noted that following a recent internal audit, the Music department at Canterbury College has increased its rating to 'good' as it scored 96%.</p> <p>NOTED: The Annual Report on Health and Safety</p>	
14	Annual list of sub-contractors	<p>The Chief Strategy Officer presented a report on the summary of subcontracted provision in 2019-20 and 2020-21 and provided an update on the ESFA's subcontracting reforms, including new requirements and the rationale for EKC Group's 2020-21 subcontracting.</p>	

		<p>EKC Group has pursued a strategy of reducing subcontracting over the last two years, focusing on meeting the needs of its communities by maximising the direct delivery of provision. The Group has long-standing partnerships with two subcontractors – Aspire and Go Train.</p> <p>New arrangements by the ESFA will seek to reduce the overall volume of subcontracted delivery across the sector by eliminating provision that is poorly managed and delivered, and provision undertaken for the wrong reasons.</p> <p>EKC Group’s strategy to reduce subcontracting provision to focus on areas that meet local need means that it is well placed to respond positively to the ESFA’s proposals.</p> <p>The ESFA rationale for the provision of subcontracting requires the Group to meet one or more of the following aims:</p> <ul style="list-style-type: none"> • enhance the opportunities available to young people and adults; • fill gaps in niche or expert provision, or provide better access to training facilities; • support better geographical access for learners; • offer an entry point for disadvantaged groups. <p>It was acknowledged that EKC Group’s partnership with Aspire clearly meets these aims. The CSO proposed the publishing of these on the Group’s website as our rationale for subcontracting with partners. In line with the ESFA’s requirements, the names of the Group’s subcontracting Partners and respective management fees will be published, also.</p> <p>The CSO requested Board approval to publish the Group’s rationale on the website.</p> <p style="text-align: center;">NOTED: The summary of subcontracted provision in 2019-20 and 2020-21, and the update on the new ESFA requirements.</p> <p style="text-align: center;">APPROVED: Publishing of EKC Group subcontracting rationale for 2020-21 on the Group Website</p>	PS
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15	Policy Report: <ul style="list-style-type: none"> • Grievance • Risk Management • Whistleblowing • Anti-Bribery and Fraud 	<p>The following policies were presented for Governing Body approval following oversight by the Policy Committee and the Audit Committee, where relevant:</p> <ul style="list-style-type: none"> • Grievance • Risk Management • Whistleblowing • Anti-Bribery and Fraud <p>APPROVED: Governors approved the Grievance Procedure; the Risk Management Policy; the Whistleblowing Policy and the Anti Bribery and Fraud policy.</p>	
16	Minutes of Committee Meetings:	<p>The following committee meeting minutes were noted:</p> <ul style="list-style-type: none"> • Education Committee (19.11.20) <ul style="list-style-type: none"> ○ The Chair of Education Committee highlighted the matter of T-Levels and the implications that these will have on level 3 students. ○ The Committee Chair also flagged that the Self-Assessment report had been approved by the Committee and noted that the recommended grade for Leadership and Management had been downgraded to good rather than outstanding. This was discussed at the Committee meeting in detail as this was largely due to the acquisition of Ashford College, whose leadership and management had yet to reach the general Group standard at the time of reporting. ○ The reporting of CPIs and data requested by governors was discussed. The Chair will discuss this item further with the Chief Standards Officer. • Search & Governance Committee (24.11.20) • Search & Governance Committee (24.11.20) Part A (Confidential) • Remuneration Committee including Part A (Confidential) (24.11.20) <ul style="list-style-type: none"> ○ The Chair of Search & Governance Committee/Remuneration Committee was comfortable that each committee had covered their key areas of accountability adequately. 	

		<ul style="list-style-type: none"> o The Committee Chair was thankful to Governors; EB; TK; JH and AB, for agreeing to take on their respective key accountability Lead Governor role • Business Committee (26.11.20) <ul style="list-style-type: none"> o The Chair of the Business Committee recognised the commendable performance of the Finance Team. o It was also noted that the Group was 7% (346 students) up on recruitment this year, which will result in increased income next year of approximately £1.7 million. o Applications are already higher compared to this time last year. A new, improved application system has been introduced. AL will advise on the number of T-Level applications to date. o There had been a focus on the implementation of the property strategy along with the commencement of the Folkestone College build. There had been some changes to the Heads of Term from Santander, who will not finalise the agreement until planning permission is received. The Board will be apprised of the situation in due course. • Audit Committee (01.12.20) The Chair of Audit Committee had nothing further to add to that previously covered in the meeting. 	
17	Any Other Business	GR advised that the Christmas Gift campaign in conjunction with Christ The King Sixth Form College had raised over £4000 of cash; over £1,000 at the Art Auction and had received thousands of donations of presents.	
18	Matters Considered Confidential	Item 9 (Manston Airport and Ashford and Spring Lane Merger Project) will be reported under Part A confidential minutes.	
19	Date and Time of Next Meeting	Tuesday 30 th March 2021 at 5.30pm	

There being no further business the meeting closed at 19:47pm



Signed: 

Print: Charles Buchanan

Date: 7th April 2021