

Full Governing Minutes

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| Meeting | Full Governing Body | Date | Friday 6 October 2023 |
| Location | Yarrow Hotel, Broadstairs | Time | 3.30pm |
| Membership | Charles Buchanan (Chair), Graham Razez (CEO) (Chief Executive Officer), <i>Allan Baillie</i> , Ella Brocklebank, <i>Gail Clarke</i> , Miranda Chapman, Natalie Garner, Jason Howard, Peter Troke, John Korzeniewski, Peter Cheney, Joanna Worby, Karen Wilks (Staff Governor), Helen Hammond, Carmel Togher, <i>Sam Lain-Rose</i> , <i>Tammy Mitchell</i> , Luca Fasulo (Student Governor), John Oliphant | | |
| In Attendance | Lucy McLeod (LM) Deputy Chief Executive Officer Chris Legg (CL) (Chief Financial Officer) Paul Sayers (PS) (Chief Information and Strategy Officer) Dan Shelley (DS) (Chief Infrastructure & Transformation Officer) Sharon Hollingsworth (GDG) (Group Director of Governance) Nicole Leader (Minute Clerk) Georgia Shelton (Observer) | | |

Italics denotes absence

| | ITEM | COMMENTS | ACTION |
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| 1 | Welcome and Apologies for Absence | The Chair welcomed everyone to the meeting. Apologies received from Tammy Mitchell, Gail Clarke, Alan Ballie, Sam Lain-Rose | |
| 2 | Declarations of Interest | There were no additional declarations to the meeting other than those declared as standing. | |
| 3 | Minutes of the meeting held 11 July 2023, including any confidential minutes | The minutes and confidential minutes of the Full Governing Body meeting held on 11 th July 2023 were reviewed and approved as an accurate record and duly signed by the Chair. | |
| 4 | Matters Arising not covered by this agenda: | No matters arising | |

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| 5 | Chair's Report | <p>The Chair thanked the Board for their time and contribution at the strategy event earlier in the day.</p> <p>The Chair informed the Board that Paula Gillespie had now left and welcomed John Oliphant to the Board. John had served on the property committee for the past year and has now joined the Full Governing Body [FGB].</p> <p>Welcome to Georgia Shelton as the new Governance Officer who will officially start her new role on the 1 December 2023 and welcome to Luca Fasulo the new student Governor.</p> <p>Charles Buchanan's second term as Chair is due to end 31 August 2025. Currently there is no role as vice Chair on the Board. The Chair of the Search and Governance committee will be speaking to members of the board regarding a Vice Chair opportunity. Further updates on this in due course.</p> <p>Education and Training Foundation [ETF] has been commissioned to carry out the external Governance review. The process begins with a questionnaire to be completed by all governors. The Group Director of Governance [GDG] will send the questionnaire to all Board members to complete following the meeting. Further details of the next steps are included in the GDG report.</p> <p>The Chair reminded Board members to complete any outstanding mandatory training. The GDG can update individual members on their respective outstanding training that requires completion.</p> <p>Allan Baillie will step down from being a governor in December 2023, It was noted that the Board's composition is well balanced currently, however, IT was identified as an area under represented on the board. The Search and Governance Committee will review Board membership and succession planning at their meeting in November.</p> <p style="text-align: center;">NOTED: The Chairs report.</p> | |
| 6 | CEO's Report | <p>The CEO updated the Board regarding the position with the DfE relating to the loan and revenue situation, both had been resolved over the summer period after a huge amount of work that went into this process. The CEO thanked all colleagues involved for their efforts in completing the required transaction.</p> <p>Huge levels of growth in student numbers have been achieved this year. Circa 500 new young people applied this year over target. The focus is now on delivering quality education and retaining these students, whilst ensuring that they receive an outstanding experience from the Group.</p> | |

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| | | <p>The CEO drew attention to the Group's strategic priorities proposing the removal of the finance strategic priority, given the current favourable financial position. Governors were comfortable with the proposal, noting that actions are taking place within the Group on the remaining priorities.</p> <p>New Group Head of Alternative Curriculum started with the Group on the 1 October 2023. The brief has been set for this post to lead in the development, implementation, and provision of a system of education across our boroughs and districts that responds to learner need, regional considerations and 'travel to learn' patterns. Enabling disengaged young people from across East Kent to reconnect with education and training and equip them for more advanced educational programmes in the future.</p> <p>A Governor asked if we knew the reasons for the student growth this year. The CEO responded that the level 2 provision has grown due to young people not achieving their GCSEs. A-levels have grown significantly due to sixth forms being unyielding in their entry grades.</p> <p>A Governor asked if there is a plan to re-engage NEET students. The new Group Head of Alternative Provision will be seeking a new location and curriculum for these students. A non-college-based provision is being looked at along with a provision that engages these students.</p> <p>The CEO attended a speech by Sir Keir Starmer at Mid Kent College where the Labour Leader outlined the policies for further education in England. It was disappointing that 'skills' were only referenced very minimally during the speech, although it took place within an FE environment locally. Further Education announcement was challenged but no questions were allowed unless pre-agreed.</p> <p style="text-align: center;">NOTED: The Group CEO report.</p> | |
| 7 | Group Director of Governance Report | <p>The GDG noted the written Special Resolution of the Governing Body dated 23 August 2023. The members of EKC Group Corporation at their meeting on 11 July 2023 approved a term loan facility of up to £4.3million to be entered into between the Corporation and The Secretary of State for Education (Lender) (the Facility Agreement) for the purpose of funding phases 2a (a three story extension) and 2b (a two story extension) of the redevelopment of Ashford College, Elwick Road, Ashford, Kent, TN23 1NN</p> <p>External Board Review</p> <p>The GDG reminded all Governors that the window for completing the questionnaires closes on the 20 October. This will be followed by separate structured interviews with the Chair, CEO, GDG and Committee Chairs along with governors JW and JH. The External Reviewer will observe the Education and Business committees virtually. The Reviewer will also attend the FGB in person on 12 December. A draft report will be</p> | |

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| | | <p>completed following the end of the fieldwork and provided to the Chair, CEO and GDG for comment. The final report will be provided by 2 February 2024 and presented to the Search and Governance Committee in March 2024.</p> <p>Governance Development Programme Update As a reminder the Education and Training Foundation (ETF) will be moving the Governance Development modules onto a new Learning Management System (LMS) platform, which will be live from mid-October with a second phase in November with the remainder in December. Governors are encouraged to sign up to the new FutureLearn platform. ETF are emailing those governors already on the current system with instructions on how to move over to the new platform.</p> <p>New AoC Code of Good Governance The new AoC code has been launched. The previous code remains in place for the current academic year. It is hoped that all FE institutions adopt the code for the 2024-25 academic year.</p> <p style="text-align: center;">NOTED: The Group Director of Governance Report</p> | |
| 8 | Revised Budget 2023/24 | <p>The CFO presented a 2023-24 revised budget to the FGB for approval and highlighted the key changes in the budget.</p> <p>Income and Expenditure Budgeted for a target outcome: Earnings Before Interest, Tax, Depreciation & Amortisation (EBITDA) 6% of turnover [original budget 5%].</p> <p>Forecasted turnover of £75.6 million [original budget £72.2 million].</p> <p>Target EBITDA: £4.4million [Original Budget: £3.5million].</p> <p>Target Cash Inflow: £4.0million [Original Budget: £3.2million].</p> <p>Loan Capital Payments: £142,000 [no change].</p> <p>Capital Equipment Fund: £1,200,000 [no change].</p> <p>EKC Group Property Strategy: £1.8million [no change].</p> | |

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| | | <p>New Loan to support Ashford College Phase 2: £3.7million [Original Budget: £4.3million].</p> <p>Key change factors:</p> <ul style="list-style-type: none"> - Increased 16-19 funding. - Additional pay award. - Additional teaching costs. - Additional pay contingency. - Teaching resources budgets. - Additional contingency. <p>EBITDA of 6% reflects an improved overall financial health as this puts the Group in “good” financial health.</p> <p>It is noted that the Group is meeting all Santander banking covenants.</p> <p>As part of the arrangements with the DfE an 18-month holiday break was agreed from paying back the capital loan, which improves the financial health of the Group through a higher current ratio.</p> <p>No in-year growth payment is included in the budget. If a payment was to be received, it would be an addition to the proposed budget.</p> <p style="text-align: center;">AGREED: Revised budget 2023/24</p> | |
| 9 | Property Strategy 2025-29 development timeline | <p>The Chief Infrastructure & Transformation Officer (CITO) presented the Property Strategy 2025-29 development timeline and explained that the DfE requires an up to date property strategy and this timeline would provide a strategy ahead of the current one expiring in July 2024. The CITO requested the FGB to consider and agree the presented timeline to develop a replacement strategy document.</p> <p>This timeline includes regular updates and sign off at FGB, the Business Committee and Property Committee alongside consultation opportunities with Local College Boards and the Group Leaderships Board [GLB].</p> <p>The Strategy will dovetail with the Group’s upcoming new strategic plan, the current one was extended to 2025.</p> <p style="text-align: center;">AGREED: 2025-2029 strategic plan paper to be presented at the December FGB meeting</p> | PS |

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| | | APPROVED: Property Strategy 2025-29 development timeline | |
| 10 | Management Accounts – July-23 (provisional year-end position) | <p>The CFO presented the July 23 year-end accounts which are provisional pre-audit results.</p> <p>It was noted that the Adult Education Budget [AEB] and Apprenticeship budget are to be updated after ILR upload.</p> <p>The Goup's financial health achieved a "Good" rating for the previous financial year and was budgeted to be maintained at this level at this academic year-end.</p> <p>The management accounts provide a background on why things have changed. The Finance Sub-Group receives a set of accounts and these are scrutinised and challenged by the sub-group. CL [CFO] and GC [Chair of Finance Sub-Group] are working on a version of the accounts for the non-financial Governors. A Governor challenged why the accounts are not being examined fully by the full governing body suggesting that questions should be asked at the FGB meeting and documented. Members of the Finance Sug-Group assured all Governors that this challenge is happening at the sub-group and documented. The detailed summary notes from the sub-group meetings are presented at the Business Committee for review for further scrutiny.</p> <p style="text-align: center;">NOTED: The Management Accounts – July-23 (provisional year-end position)</p> | |
| 11 | Policy Report: Safeguarding (including Child Protection) and Preventing Extremism and Radicalisation Policy | <p>The Deputy CEO presented the Safeguarding and Preventing Extremism and Radicalisation Policy noting that the Policy had been updated due to the changes in Keeping Children Safe in Education [KCSIE].</p> <p style="text-align: center;">APPROVED: Safeguarding (including Child Protection) and Preventing Extremism and Radicalisation Policy for publication.</p> | |
| 12 | Annual Reports: a. Staff Survey results 2022/23 b. Complaints 2022/23 | <p><u>Staff Survey results 2022/23</u></p> <p>The CEO presented the staff survey results and highlighted the improvements and where the areas of focus are. Next steps include each leader completing an action plan to address areas of concern and improvements, these are currently being drawn up.</p> | |

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| | <p>c. Use of the College Seal 2022/23</p> | <p>A Governor asked if there are any concerns with a 62% response rate. The CEO responded that the sector average is 40% and the main areas that do not complete are commercial and entry level roles. Daily access to IT is the main reason for not completing the questionnaire. All staff have been issued a laptop device, but some devices have never been used.</p> <p>Staff survey results should be included in the Local College Board cycle of business.</p> <p style="text-align: center;">NOTED: The Staff Survey results for 2022/23</p> <p><u>Complaints 2022/23</u> The Chief Information and Strategy Officer (CISO) presented the Annual complaints report with a comparison against 2021/22. The approach to complaints is to support staff to handle complaints from an informal approach at an early stage. There has been a reduction in the number of complaints, and this relates to the trend to the year before that.</p> <p>No specific trends have been identified. There is a higher number of complaints at Canterbury College. It is felt that this is due to the larger site and expectations.</p> <p>Opportunities to address issues can be dealt with in student experience reviews, which Governors are invited to attend. There are counselors at each site and course reps are in place.</p> <p style="text-align: center;">NOTED: The annual report of Complaints for 2022/23</p> <p><u>Use of the Group Seal 2022/23</u></p> <p style="text-align: center;">NOTED: The use of the College Seal for 2022/23</p> | <p>Local College Chairs</p> |
| 13 | Pay Award 2023/24 | <p>(Confidential paper: Staff, Student and Officers not present at the meeting for this item) This item was deemed confidential and will form Confidential Minutes Part A.</p> | |
| 14 | Any Other Business | No other business to discuss | |
| 15 | Matters Considered Confidential | Item 13 | |

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| 16 | Date and time of next meeting – | Tuesday 12 th December 2023. | |
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There being no further business the meeting closed at 4.55pm

Signed:



Print: Charles Buchanan

Date: 12 December 2023

The FGB Chair, CEO, and Group Director of Governance have been given delegated authority by FGB to review confidential minutes on an annual basis. The following minute was released for publication following the review panel meeting held on 14.10.24.

FGB Meeting of 06.10.23 Confidential Part A, Item 13

| | ITEM | COMMENTS | ACTION |
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| 13 | Pay Award 2023/24 | <p>(Confidential paper: Staff, Student and Officers were not present for this item)</p> <p>The CEO drew attention to the July 2023 full Governing body (FGB) meeting where the Board approved a 4.50% pay award for all EKC Group contracted staff for 2023/24 with effect from 1 August 2023.</p> <p>Further to the July FGB meeting, the Government awarded EKC Group £2,968,168 in addition to its original 16-19 funding allocation. This additional funding amounts to 5.97% of our revised pay budget.</p> <p>Following local negotiation with the University and College Union (UCU) the proposal is to increase all salary points for EKC Group (on EKC Group contracts) employees (and workers) and staff of the Yarrow Hotel Ltd by a further 2.50% effective from 1 December 2023.</p> <p>This 2.50% will be in addition to the 4.50% awarded from 1 August 2023 meaning that all scale points will increase by 7.11% for the financial year. In addition, some roles were targeted for increases in the original pay award that amount to 0.55%. The total pay settlement therefore amounts to 7.66%.</p> | |

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| | | <p>The Group will also award a £50 voucher (for all employees including Yarrow Hotel Ltd) at Christmas as a trivial benefit. This will be a flat payment irrespective of FTE.</p> <p>This increase will not apply to senior post-holders with their pay being further considered at the next remuneration committee.</p> <p>Governors noted the revised budget demonstrates that the overall pay settlement is affordable. The additional income for high needs, junior colleges and some new contracts has boosted the overall income in the revised budget. The revised budget also carries a healthy level of contingency should some of the income lines come under pressure during the year. All governors present were comfortable with the additional staff pay award proposals.</p> <p>RESOLVED: Governors approved the presented revised pay settlement for all EKC Group contracted staff for 2023/24. The additional 2.50% pay award to take effect from 1 December 2023.</p> | |
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