

Governing Body Minutes

Meeting	Full Governing Body	Date	14 th December 2016
Location	Yarrow Business Centre Boardroom, Broadstairs	Time	4.06pm
Membership	Beverley Aitken (Chair), Graham Razez (Principal), Patrick Hollis (Vice-Chair), Tom Price, Jonathan Clarke, Sarah Kemp, Patrick Finucane, Tim Kent (via teleconference), Gail Clarke, Charles Buchanan, Stephanie Martin, Miranda Chapman, Joanna Brown (Staff Governor), Joanne Timms (Staff Governor) and Jill Leigh		
In Attendance	Anne Leese (AL) (Officer) Paul Sayers (PS) (Officer) Chris Legg (CL) (Officer) Lauren Anning (LA) (Officer) Lut Stewart (LS) (Officer) Tara Ashman (Clerk) Jamie Weir (Invited Observer)		

	ITEM	COMMENTS	ACTION POINT REQUIRED
1	Welcome and Apologies for Absence	<p>The Chair welcomed members to the last meeting of the calendar year and asked that the Search and Governance appointment be brought to this point in the meeting.</p> <p>Apologies were received from Gail Clarke, Miranda Chapman and Mark Hill.</p> <p>Following the recent Search and Governance Committee, Jill Leigh was interviewed as a potential new Governor for Education and Safeguarding. The Clerk had distributed Jill's CV in advance of the meeting and The Chair advised the committee recommend Jill be appointed to join the Full Governing Body for an initial term of 12 months. Members were unanimous in the approval of the appointment and term of office.</p> <p>APPROVED - To appoint Jill Leigh to the Full Governing Body for a term of 1 year in the first instance</p>	

		<p>[Jill Leigh joined the meeting at 4.09pm]</p> <p>The Chair welcomed JL to the meeting and invited members to introduce themselves and their role within the meeting.</p> <p>The development session for this meeting on maths and English strategy was taken at this point in the meeting by way of a verbal update from Anne Leese on 2 key developments:</p> <ol style="list-style-type: none"> 1. Initial Assessment - AL reported the College has invested in a new initial assessment software (BKSB) to ensure a consistent approach, a Governor asked whether this was also being adopted within the Technical School; AL advised the process is different for these learners. Governor's discussed the historical information coming to the College from schools for the learners and the challenge this presents. A Governor asked whether the College could apply for the information under FOI (Freedom of Information) however this would have to be done by the individual given the sensitive information. 2. 2 year GCSE - The performance of Functional Skills Level 2 has still not shown the required improvement so the decision has been taken this year to offer GCSE maths and English over two years for those students on a study programme of this length or greater who has previously passed level 1 functional skills. <p>An update on teaching, learning and assessment and how these initiatives are impacting will be provided later in the meeting.</p>	
2	Declarations of Interest	There were no additional declarations of interest.	
3	Minutes of meeting held on 8th October 2016 and EGM	The minutes of the previous meeting held on 8 th October 2016 and the EGM held on 11 th November 2016 were formally approved as accurate records and were duly signed by the Chair.	
4	Matters Arising	<p>The Chair invited PS and AL to report back on the further analysis on the annual reports as requested at the last meeting.</p> <p>Complaints Analysis: PS was asked to look into whether there was a link with those areas in rapid improvement and complaints. There was only one direct link to be found so there was no direct correlation to report.</p>	

		<p>Staff Survey Analysis: AL was asked to look into the areas of concern highlighted within the staff survey and a number of these have been included within the SAR as areas of improvement.</p> <p>There were no other matters arising not covered within the agenda.</p>	
5	Chair's Report	<p>The Chair reported on the recent Area Review steering group meeting, noting that the FE Commissioner felt the process for Kent could be completed in 4 meetings rather than the original 5. All other Colleges in attendance at the steering group accepted the merger in principle which is positive news. The Chair and Jonathan Clarke, as Chair of the Transition Board met with the Area Review team on their site visit with the main focus being on the risks and the pros and cons of a merger. The Chair was keen to highlight the difficulty in reviewing post 16 provision without the schools being involved in the process.</p> <p>The Transition Board have met twice since the last meeting with Jonathan appointed as the Chair and items discussed including the terms of reference, risk register, timeline and initial views on the mission and vision of the new College. The Chair noted an EGM has been provisionally reserved for Monday 9th January 2017 following the next Transition Board meeting to agree, in principle and subject to debt restructuring, the dissolution and transfer of assets of one of the corporations.</p> <p>The Chair noted the Search and Governance meeting and the monthly one to one meetings with both the Principal and the Clerk.</p> <p>5.1 Staff acknowledgements - GR asked that Bruce Kerney and Rob Allsworth be acknowledged by the board for their work in their own time mentoring students to national silver medals. Governors were pleased to support the recommendation and the Clerk will write on their behalf.</p> <p style="text-align: center;">AGREED - The Clerk will write on behalf of the Governing Body to College staff members</p>	Clerk
6	Principal's Report	<p>[Tim Kent joined the meeting at 4.41pm]</p> <p>GR presented his report and provided further update to members on:</p> <p>Area Review - A huge amount of work and executive time has gone into the templates and spreadsheets for the Area Review process, Paul Sayers has been seconded to the role of Merger Director to manage the merger process up until 31 July 2017 in the first instance; GR is pleased with this appointment given PSS background and experience, with a particular focus on due diligence. GR notes the EGM planned for 9th</p>	

		<p>January however needs to seek further advice regarding TUPE and the banks position before assuring both Governing bodies so there may be some slippage in the date to early February.</p> <p>Successes -In addition to the two silver medals mentioned in the staff acknowledgements the College has been shortlisted for another TES award for contribution to the local community, in particular the Radnor Park Project.</p> <p>18-21 Work Skills Pilot - GR was pleased to report that the College reached a settlement the day before mediation to bring this matter to a satisfactory conclusion. The College has also been given a third years protection on adult funding from the SFA for this year and GR thanked the Chair and the local MPs for their work in lobbying for this.</p> <p>Safeguarding & Prevent Data - Unfortunately the data was not available for the meeting and the Clerk will circulate to members upon receipt outside of the meeting.</p> <p>The Chair thanked GR for his report.</p>	Clerk
7	Governor Feedback	<p>The Clerk invited Governors to update members on the recent business of the Governing Body outside of the Full Governing Body meetings:</p> <p>Management Accounts - Jonathan Clarke advised Shane Godwin attended the most recent management accounts meeting and guided himself and Gail Clarke through the detailed Yarrow Hotel accounts which was beneficial.</p> <p>Search and Governance - The Clerk advised the draft minutes have been uploaded to the SharePoint area however, aside from the appointment of Jill Leigh there were no further recommendations from the meeting.</p> <p>Learner Walkthroughs - Members that have recently undertaken learner walkthroughs were very positive about the experience, the Clerk will circulate more dates for the New Year and encouraged members to participate.</p> <p>The Clerk reported that the first Local Advisory Boards had taken place and Governor representatives had met in advance of this meeting to feedback on the process. The Clerk advised that the College Performance Indicators target setting would be taken back to a task and finish group of Governors next year as it was difficult for stakeholders to have meaningful input in the process without detailed explanation. The Clerk invited the respective Governor Chairs of the Advisory Board to highlight any recommendations or areas of note from the meetings:</p>	

	<p>Pre-16 - Sarah Kemp found the Nursery to be as previously reported to the board however there were 2 issues of concern within the Technical School. There are ongoing staffing issues and some curriculum concerns in the vocational pathway potentially needing a further year of study however the school is trying to retain its unique selling point. Simon Heaton also raised the concern of the heating in the school; although the thermostats have all been replaced rooms closer to the boiler are far hotter than those further away. The Chair clarified with executive that this was being picked up by the Campus based team and AL confirmed that this was the case.</p> <p>Broadstairs - Tom Price reported good attendance and good participation at the meeting, although noted it was dominated by the CPIs. Tutor absenteeism was raised as a concern for continuity for the students and the ability to teach English and maths was also highlighted. TP noted that although the SAR reads very well there appears to be a disconnect between that and what was heard within the advisory board although recognises it is a snapshot of College life and feels the next meeting will bring about further challenge on the teaching and learning profile that was presented at the meeting. Lucy McLeod as Campus Principal was honest in her response to the challenges and the advisory board have asked that she be in attendance at the next meeting for continuity; although Lucy would have taken up her post at Canterbury College by this point she has agreed to attend.</p> <p>Dover - Patrick Hollis was pleased with the outcome of the meeting and the support from the local stakeholders in what has been achieved in Dover so far. The Clerk noted that since the advisory board met an additional stakeholder has asked to participate which is really positive for the area. Jo Brown commented that the staff in attendance found the meeting useful and were pleased to have an input and voice their concerns. PH noted some concerns about marketing at a local level and Victoria Copp-Crawley as Campus Principal has a number of actions following the meeting. The main topic of discussion was engaging the learners in English and maths and strategies were discussed in getting local companies and community groups involved in promoting the value of the subjects in line with the vocational pathway. Governors discussed the challenge in recruiting and retaining teaching staff for English, maths and some of the more technical vocational areas and GR advised the College is considering setting up its own recruitment agency for supply cover and technical roles; the financial report highlights to members the significant increase in the cost of agency fees and this is a strategy to overcome this.</p> <p>Folkestone - Charles Buchanan noted a smaller turn out in attendance at the Folkestone advisory board however was pleased to see the good working relationship with the Campus Principal and Dr Katharine Harvey who has agreed to include the wider business community in the use of apprenticeships. CB echoed</p>	
--	-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------	--

		<p>the concerns in staffing and continuity for students however also highlighted the link between business development and the Campus. CB suggested a weekly email be sent out to the Campus Principals about which local companies had been engaging in the College's services, PS advised this report exists and would advise the team to send this as a matter of course in the future.</p> <p>The Chair thanked the Governors for their commitment and work outside of the main meeting.</p>	PS
8	College Performance Indicators	<p>GR apologised for the delay in circulating the final targets however, following the target setting at campus level, there were some challenge's in aggregating the targets to meet the College overall for recruitment and retention of learners. The individual Campus targets are also confirmed and these are available on SharePoint, the Clerk will send out to the Local Advisory Board Chairs and Vice-Chairs for information. GR highlighted the two new indicators that were requested, staff under capability measures and those curriculum areas in rapid improvement. The areas in rapid improvement has been set at 0 to stimulate debate and the staff under performance management has been set based on previous performance data. GR shared the two new features of the CPIs for 2016/17:</p> <ol style="list-style-type: none"> 1. Year end forecast - this will change based on the monthly data and is based on previous and existing data to forecast how close to the target we should be by then end of the year. 2. Risk - There are now 3 boxes for the current risk rating which show the last 3 month's trends to help challenge the data based on trend, GR cited employer satisfaction as an example. <p>GR advised the Risk, Audit and Compliance Committee will be looking at the spike in health and safety incidents at the meeting tomorrow and this will be reported back to the next meeting.</p> <p style="text-align: center;">APPROVED - Governors approved the Monthly College Performance Indicator targets for 2016/17</p>	Clerk
9	Finance Report	<p>CL led the Governors through the finance report; although some ups and downs within the Income and Expenditure (I&E) account the position is ahead of target at this time. CL identified the pension adjustment as much higher than budgeted and highlighted the potential struggle with cash flow in January-March. The loan has been approved but is currently waiting with the solicitors; without this then there could be some real cash flow difficulties in the early part of next year. RBS have verbally agreed that should the College go overdrawn there would be a refund of any charges as the loan is in progress but CL is hopeful that the use of the overdraft will not be required. CL invited questions.</p>	

		<p>A Governor asked whether the commercial activity is behind target or doing well as both are reported. CL advised that the commercial activity is doing well from a profitability perspective, however it has not reached the stretching income target so both statements are reflective of the commercial position.</p> <p>CL noted that quarter 1 accounts are largely complete and will be shown on the November financial management report.</p>	
10	Teaching, Learning and Assessment	<p>LA discussed the teaching, learning and assessment report as presented and recognised that Ofsted would expect to see a spread of teaching quality across the College although the target set for good or better teaching is still one the College aims to achieve. LA was pleased to report a positive picture in the distance travelled since the last report in July and the gap between attendance on the main study programme and English and maths has narrowed significantly. The proposal for the new year is a teacher academy, teaching our own staff from industry or growing our own from existing staff wishing to embark on a teaching career. LA discussed the implementation of MOLLIE (My Own Lifelong Learning in Education) and the Staff Governors reflected on their experience of the programme with mixed feedback coming from staff cross College. LA commented that there are a number of systems cross College that are being streamlined and further training is planned later in the year for staff to engage in the process.</p>	
11	Risk Management Report	<p>PS advised that the Internal Risk, Audit and Compliance Committee are due to meet tomorrow where a full review of the risks will be undertaken. The risk register remains the same as the previous meeting however PS invited comments and questions.</p> <p>A Governor asked whether a movement map would be something to be reintroduced to highlight any movement in the residual risks. Members discussed the value of another document and agreed that this could be resolved by highlighting the movement of the risk in a coloured arrow, much like the CPIs. PS will action this for the next meeting.</p>	PS
12	Clerk's Report	<p>Governor Development Programme - The Clerk detailed the development programme for 2016-2017 and the internal and external training sessions for Governors outside of the formal programme. The Clerk noted that these additional opportunities are not mandatory and was mindful of the capacity of the Governing Body at present.</p> <p>NOTED - Governors noted the development programme for 2016-2017</p>	

13	Audit Committee Report	<p>TK highlighted the following items from the recent Audit Committee meeting held on 22nd November 2016:</p> <ul style="list-style-type: none"> • Education post Carver - The Committee considered whether the Governing body had lost sight of the detailed Education reports since moving to Carver and felt the Local Advisory Boards would go some way in bridging this gap. The Committee agreed to look at approximate timings in agendas reserved for Education matters and keep this under review. • The College had a recent HMRC compliance visit where a few issues were raised, one in regards to Pay in Lieu of Notice (PILON) was an accepted error and the College will now have tax to pay on the last 6 years of benefit in kind for events such as the Star Awards and Governors Dinner. • The Committee raised concerns regarding the HR function and this will be monitored through the Risk, Audit and Compliance minutes which are received at each meeting. • Pension deficit - TK advised that CL had gone back to the actuaries on the assumption of a significantly higher pay award than would be forecast and CL feels justified in the reasons behind this lower assumption than the sector average should the College be challenged; it has been linked to the Consumer Price Index and CL would suggest this should be no more than the current rate of inflation. <p>TK noted that Buzzacott three year appointment comes to an end this year and the Audit Committee recommends their services be procured for another 12 months instead of a full tender process. Members agreed with the recommendation.</p> <p>APPROVED - Governors approved the appointment of Buzzacott as External Auditors for a further 12 months</p> <p>TK presented the Audit Committee annual report for 2015/16 for Governors to note.</p> <p>NOTED - Governors noted the Audit Committee Annual Report for 2015/16</p> <p>TK noted that the Audit Committee had reviewed the Fees Policy and would recommend its adoption.</p> <p>The Chair thanked TK for his report.</p>	
----	------------------------	--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------	--

14	Year End Financial Papers 2015/16	<p>CL noted the Audit Committee had discussed the detail in the November meeting and presented the documents for formal resolution. CL reported the final operating deficit of £787,000 although noted that the College would be in a small operating surplus were it not for the pension deficit. CL advised Governors of the changes in reporting within the financial statements including capital grants now being treated as a creditor. Given the acquisition of Dover and Folkestone this has not breached any banking covenants but it is something to be mindful of in the future. CL advised the weakest ratio is cash flow however predicts a move from 'satisfactory' to 'good' overall financial health by the end of 2016/17.</p> <p>The Chair thanked CL for explaining the detailed accounts in a 'user-friendly' way for non-accountants. GR invited debate on the wider issue of the Colleges reported deficit now the accounts are to be published in full, without the summary behind the figures and the understanding of the impact of the pension deficit' although not the only College to be in this position, this is something to be mindful of.</p> <p>CL and TK confirmed that the Audit Committee recommend that the financial statements & management reports 2015/16 are approved and signed along with the audit representation letter. Governors agreed to the recommendation.</p> <p style="text-align: center;">RESOLVED - The Financial Statements & Management Reports 2015/16 were approved and signed</p> <p style="text-align: center;">RESOLVED - The Audit Representation Letter was approved and signed</p> <p>The Chair wished all members a happy Christmas and Patrick Hollis continued the meeting as Vice-Chair.</p> <p>[Beverley Aitken left the meeting at 6.15pm]</p>	
15	College Self-Assessment Review 2015/16	<p>AL presented the Self-Assessment Review for 2015/16 which went through a validation process on 23rd November involving both Governor and external scrutiny. The Vice-Chair commented on the detail of scrutiny by the external reviewer, James Mettyear who provided considerable challenge and debate on the grades. The College has self-assessed as good overall and AL led Governors through the key strengths and areas of development. Members discussed the journey the College has been on in the last 12 months.</p> <p>The 5 areas are reported as: Overall Effectiveness - Good Effectiveness of Leadership and Management - Outstanding</p>	

		<p>Quality of Teaching, Learning and Assessment - Good Personal Development, Behaviour and Welfare - Good Outcomes for Learners - Good</p> <p>Questions and challenge were invited. GR invited debate on the journey to outstanding given the level of attainment with the learner cohort and members discussed the wider issues in social action and inclusion for the students and the impact of the work in the community which is unique to this College.</p> <p>A Governor commented on their experience of Ofsted in that there is more of a focus on the whole learner and closing the gap between the study programme and English and maths. Governors were pleased to get the context behind the report presented and were minded to remain focused on the challenges ahead.</p> <p>A Governor asked that the FE Commissioner quotes be looked at prior to circulating for accuracy and will see AL outside of the meeting.</p> <p>[Tim Kent left the meeting at 6.23pm]</p> <p>By show of hands Governors approved the Self-Assessment Report 2015/16.</p> <p style="text-align: center;">APPROVED - Governors approved the College Self-Assessment report for 2015-2016</p>	
16	Safeguarding and Prevent Policy	<p>LS presented the updated Safeguarding and Prevent Policy having updated the content following the Government update to Keeping Children Safe in Education, September 2016. LS noted that the Image Policy has been written to ensure the use of images in relation to staff and students are used appropriately. The internal Policy Committee took the decision to make this a separate policy outside of the existing safeguarding policy and both are brought to the board for approval.</p> <p>A Governor thanked LS for the comprehensive report and another Governor challenged whether the media students working at the Edge in Folkestone are classed as professional contractors for the purposes of the policy. LS advised the policy was sent to key staff within the College for comment but will look at the work of the Edge and report back at the next meeting.</p> <p>Governors accepted the updated policies as presented.</p>	LS

		<p>APPROVED - Governors approved the Safeguarding (Including Child Protection) & Preventing Extremism And Radicalisation Policy and the Image Use Policy</p>	
17	Policy Reviews	<p>Fees Policy - PS reported the main change to the policy being the College is now able to pursue all costs and interest in the event of any legal action. Governors considered whether there was a 'cooling off' period once a course had been signed up to and the recourse should the service not be of the perceived quality. CL responded there is no official cooling off period but each case would betake on its individual merit and the complaints procedure would need to be followed should a student feel they were not receiving value for money.</p> <p>Governors approved the fees policy as presented.</p> <p>[Lut Stewart left the meeting at 6.52pm]</p> <p>Technical School Admissions Policy - This has been updated to reflect the dates for 2016-2017 and is subject to annual review. A Governor suggested that the policy be reviewed taking out any reference to specific dates, for example 'by the last Friday in April' if this is all that is being updated.</p> <p>Governors were minded to approve the minor changes to the policy.</p> <p>APPROVED - Governors approved the policies as presented for review</p>	
18	Living Wage Review	<p>AL reminded Governors that previously the board had been committed to paying the living wage. This is annually reviewed by Government and has increased from £8.29 to £8.45 per hour, affecting 143 staff across the College. The £12,000 cost quoted would be for a full year and this would be proportionate from the proposed increase date of 1st January 2017. A Governor asked about managing the differential with other staff affected, AL advised there are some staff close and the College would need to be mindful of this in the future however the increase would only be affecting those staff currently receiving the living wage.</p> <p>Governors wish to continue the commitment to pay the living wage and as such agree to the increase as presented.</p> <p>APPROVED - Governors approved the continued commitment to pay the living wage, increasing to £8.45 per hour from 1st January 2017</p>	

19	Draft agenda for the next meeting	The next meeting follows a half day strategic event so no development session has been planned. The draft agenda was agreed as presented.	
20	Any Other Business	A Governor asked whether a new Manager had been appointed for the Yarrow Hotel, CL confirmed the appointment and the new General Manager will take up post in March 2017, following a three month notice period at the Bell in Sandwich.	
21	Matters Considered Confidential	There were no items considered confidential at the meeting.	
22	Date of Future Meeting	Wednesday 8 th February 2017 - Folkestone Campus at 5.00pm	

There being no further business the meeting closed at 7.03pm

Signed: Position: Date: