

Governing Body Minutes

Meeting	Full Governing Body	Date	Wednesday 27 th September 2017
Location	Business Centre Boardroom, Broadstairs	Time	5.35pm
Membership	Patrick Hollis (Chair), Graham Razey (Principal), Beverley Aitken (Vice-Chair), <i>Tom Price</i> , Jonathan Clarke, Sarah Kemp, Tim Kent, <i>Gail Clarke</i> , Charles Buchanan, Stephanie Martin, Miranda Chapman, Jessica Foster (Student Governor), Joanna Brown (Staff Governor) and <i>Joanne Timms (Staff Governor)</i>		
In Attendance	Anne Leese (AL) (Officer) Paul Sayers (PS) (Officer) Chris Legg (CL) (Officer) Lauren Anning (LA) (Officer) Tara Ashman (Clerk) Jamie Weir (Invited Observer)		

***Italics notes absence*

	ITEM	COMMENTS	ACTION POINT REQUIRED
1	Welcome and Apologies for Absence	<p>The Chair welcomed members to the first corporation meeting of the academic year with a particular welcome to the new student Governor, Jessica Foster, who is on a one year sabbatical across the partnership.</p> <p>Apologies were received from Gail Clarke, Joanne Timms and Tom Price.</p>	
2	Declarations of Interest	Members have completed their annual declarations of interest outside of the meeting and there were no additional to those already declared.	
3	Minutes of meeting held on 5th July 2017	The minutes of the previous meeting held on 5 th July 2017 were formally approved as an accurate record and duly signed by the Chair.	

4	Matters Arising	<p>Brockenhurst College Ruling - CL advised the analysis of the potential claim could be approximately £400 however it is not merely a VAT adjustment so would not be a good use of time. With the Yarrow Hotel there is no likelihood of a future claim and it would only be a one off retrospective claim, Governors agreed to not pursue it any further.</p> <p>Teaching Academy - This has recruited well with 35 across both Colleges. The Government has not agreed the FE standard for teaching apprenticeships however with students studying the Level 3 at present there is time to embed the standards before commencement in February.</p> <p>Terms of Engagement - The Clerk confirmed that external assurance was provided and the Vice-Chair signed the Buzzacott terms of engagement outside of the meeting.</p>	
5	Merger Update	<p>This item was considered confidential and will be reported under part A confidential minutes.</p>	
6	Shadow Board Terms of Reference	<p>GR advised that following discussions with the Transaction Unit the College is now in a position of some certainty in regards to merger and date of merger. With that in mind it is proposed that the Transition Board be disbanded to make way for the Shadow Board in preparation for the direction of the new College. This Shadow Board will be the new future board however will not be formally constituted until merger so the terms of reference for the interim period is being brought to both East Kent and Canterbury Corporations for approval.</p> <p>Charles Buchanan, as Chair of the proposed Shadow Board, reminded members that the board will hold no decision making powers until formal constitution.</p> <p>Questions were invited.</p> <p>A Governor asked about the position of the Local Advisory boards in the new structure, GR advised this will be discussed at the strategic event next week to ensure the process and adoption is fit for purpose for all concerned.</p> <p>The Student Governor asked whether another student representative could be in attendance given the proposed 1 staff and 1 student membership. The Clerk will look into how this can be worded within the Instrument and Articles to consider this allowance in the new board structure for both staff and student representatives.</p>	Clerk

		<p>Members were in agreement to the commencement of the Shadow Board, its terms of reference and the subsequent cessation of the Transition Board. Members were also happy for Beverley Aitken to resume the position of Chair and for Patrick Hollis to resume the position of Vice-Chair up to point of merger. Beverley Aitken will continue the meeting as Chair.</p> <p>RESOLVED - Members to cease the Transition board and commencement of the Shadow Board from 27th September 2017</p> <p>APPROVED - Members approved the Terms of Reference for the Shadow Board as presented</p> <p>AGREED - Members agreed for Beverley Aitken to resume the role of Chair of the Governing Body and Patrick Hollis as Vice-Chair</p> <p>A Governor commented that with the merger date being suggested as 4th January 2018 and the previous minutes agreeing the extension of membership to 31st December 2017 there would be a gap in membership and potential quoracy issues. Members agreed to extend the terms of office for all Governors to 15th February 2018 or point of merger if earlier.</p> <p>AGREED - Members approved the extension of the terms of office for the Governing Body to 15th February 2018 or point of merger, whichever is soonest</p>	
7	Chair's Report	<p>The Chair thanked Patrick Hollis as Vice-Chair looking after the board so capably for the past few months, recognising a safe pair of hands.</p> <p>The Chair reported that Jill Leigh has resigned from the Governing Body with effect from 25th September 2017 to focus on the Local Advisory Board for Folkestone. Members discussed the Lead Safeguarding role and AL assured members regarding the appointment of the Independent Chair for the College Safeguarding Committee, Kate Young. Members agreed to leave the post vacant given the current circumstances.</p> <p>Following the Committee meeting due to be held on 13th December 2017 Governors are invited to join the executive and the board for dinner in the Yarrow restaurant. The Clerk will circulate menu options in advance outside of the meeting.</p>	
8	Principal's Report	<p>In addition to the paper as presented GR provided an update to members on the following items:</p> <p><i>This part of the item was considered confidential and will form Part A confidential minutes</i></p>	

		<p>Apprenticeships - The College is looking to find solutions to this complex problem including how the Government is dealing with the new levy system and new standards. GR advised members of the big news story of Learn Direct and the recent grade 4 Ofsted.</p> <p>Folkestone Build - This has remained a challenging project since the tunnels were uncovered and a paper may follow to the next meeting should the time and financial delays go over the signing threshold.</p> <p>Enrolments - These are generally positive with enrolments up at all campuses however Folkestone is not quite to target.</p> <p>Student Outcomes - GR noted the majority of grades submitted for re-marking have gone up, some by two grades which is highly unusual. Once the final position is known these will be circulated outside of the meeting. Until there is a final position and the starting points of the learners are known GR is reluctant to make a speculative judgement at this early stage.</p> <p>GR invited comment.</p> <p>A Governor discussed the recent social media training delivered within the Professional Learning Team and was very complimentary about the offer, GR noted this was an ESF funded project and there would likely be a need to lobby Government at the right time to continue to support the ESF projects post Brexit.</p> <p>The Chair thanked GR for his update.</p>	
9	Finance Report	<p>CL advised that the external auditors have completed their visit with nothing material to report. The final account is looking fairly close to the forecast position with the EBITDA £167,000 better than budget and £130,000 better than forecast. The FR102 has increased the operating deficit with a change from one million last year to 1.6 million this year, CL has replied to the KCC actuary department regarding pension and the significant spike which is outside of the Colleges control. Governors discussed the change from one year to another and the only explanation is perhaps a catch up following merger with Dover and Folkestone and CL is hoping to have an update by Audit Committee in November.</p> <p>CL was pleased to report that good financial health has been achieved.</p>	

		<p>CL reported that commercial activity has been positive across the year with the Yarrow achieving a net loss of £20,000 better than budget. Factoring out the Yarrow, the commercial outlets have made a profit over the year.</p> <p>The headlines presented are subject to final adjustments with the final accounts being brought to the December meeting. There is no construction report at this stage as per item 8.</p> <p>The Chair thanked CL for the update.</p> <p>[CL left the meeting at 6.58pm]</p>	
10	Risk Management Report	<p>PS reminded members that the Colleges Risk, Audit and Compliance Committee reviews the risks internally and are due to meet next week. The report presented is for the first month so there is no movement as yet and the College is looking to mirror the CPIs in format. Members discussed the risks, which by nature are inherently big items and agreed the targets need to be achievable. After the internal committee have met any recommendations will go to the Audit Committee in the first instance. PS invited comment, feedback and questions.</p> <p>A Governor raised the debate of a safe college; AL discussed the training received yesterday with the new arrangements of an independent Chair for safeguarding which should be an added dimension to the mitigation and assurance. Members considered the student questionnaire and how this will be looked at this year in regards to personal safety, security and cyber safety and the overall approach in obtaining student views. Members agreed that the risk report engendered the debate which is the purpose. AL suggested that a one page update on the changes to the safeguarding structure would be of benefit and members welcomed the suggestion.</p>	AL
11	Clerk's Report	<p>The Clerk updated Governors on the following items within the report:</p> <p>Governor/Executive Link Scheme - The link scheme has been drafted up to December 2017 and it is hoped this will continue post-merger and include the wider group over 5 campuses. The Clerk will send out the individual confirmation emails to members and executive outside of the meeting. The Clerk reminded Governors of the learner walkthrough opportunities.</p> <p>Annual Reports 2016/17 - The use of the College Seal and Governance Attendance and membership for the academic year 2016-2017 were presented for information. Questions were invited.</p>	

		<p>Local Advisory Board Update - The Clerk provided an update on LABs following the recommendations made at the end of the last academic year. The first LAB meeting is due to be held next week and discussion on the process and devolvement to LABs is one of the topics for the Shadow Board strategy event.</p>	
12	Annual Reports	<p>For additional assurance, members were advised that the annual reports are taken from data generated by the MIS team.</p> <p><u>Enrolment</u> AL provided updated numbers to the meeting being: Broadstairs 1045, Dover 372 and Folkestone 502. This is the emerging picture and there is still some movement within the first 42 day period however it is currently up by 191 on last year. AL flagged that Dover has more than doubled its enrolment number in the last two years and asked Governors when looking at target numbers to not lose sight of the journey so far. There appears to be no impact on enrolment from the opening of Ashford College.</p> <p><u>Complaints</u> PS provided a summary report and individual data, coupled with a comparison of 15/16 and 16/17, reporting the number of complaints remains about the same. There has been a reduction in the number of complaints in regards to curriculum and quality issues and an increase in administrative issues this year, mainly around access arrangements in exams. PS advised this has been noted and an increased training programme for invigilators will be introduced this year.</p> <p><u>Gifts and Hospitality</u> Governors noted the gifts and hospitality log for 2016/2017 as presented. Members discussed the need for clarity in the policy whereby business opportunities are not deemed gifts or hospitality. PS will take this forward with the policy committee.</p> <p><u>Exclusion Summary</u> AL reported on the key points of the report and differences to the previous year. Early Years and Social care at Folkestone doubled in size last year and this brought about a lot of issues in behaviour and conduct. There has been an increase in drug related exclusions and this is due to a robustly enforced zero tolerance policy and students having the confidence to report issues. A Governor sought clarification on the disciplinary process from stages 1 to 3. The overall number of exclusions has increased from 16 to 28 across the College, this is slightly up on the 14/15 year which was 26; unfortunately it is not something widely reported to enable any sector average comparison.</p>	PS

		<p><u>Student Destinations Report</u> AL advised it is early in the year to receive this report as the first data is currently being collected, that being said, there has been a real focus on this and AL is pleased to report only 2.9% unknown with 86.2% having positive destinations. There is further work to be done including progression reports but it is an encouraging emerging picture.</p> <p><u>Staff Survey</u> AL reported a similar average result to comparator Colleges, with the senior management changes at campus level and heads of service at group level there have been many challenges for staff in regards to communication and the 'personal touch'. The uncertainty of merger has been unsettling however the college have some support mechanisms in place in regards to devolution and training and development. Members discussed the need for face to face communication, although not a great picture this was not unexpected however members were saddened to see the decline.</p>	
13	Draft agenda for the next meeting	<p>Members agreed that risk management would come to the next meeting under the Audit Committee report. A Governor commented that the content of SharePoint is invaluable but the ongoing frustrations of the previous two years in accessing it has got no better. LA will pick this up with Barry Boden as part of her new role.</p> <p>Members noted the potential EGM in late October regarding the Due Diligence of the transfer with the appointed solicitors, Cripps.</p>	LA
14	Any Other Business	There was no other business at the meeting.	
15	Confidential Items	Item 5 will be reported under Part A confidential minutes, with a release date post-merger; part of Item 8 will also be reported under Part A confidential minutes.	
16	Date of Future Meeting	Wednesday 13 th December 2017, Business Centre Boardroom, Broadstairs Campus at 5.30pm	

There being no further business the meeting closed at 7.50pm

Signed: Position: ...*Chair of the Governing Body*..... Date: