

## Governing Body Minutes

<b>Meeting</b>	Full Governing Body	<b>Date</b>	23 <sup>rd</sup> March 2016
<b>Location</b>	Room G3.02, Trust Building, Folkestone Campus	<b>Time</b>	5.45pm
<b>Membership</b>	Beverley Aitken (Chair), Graham Razez (GR) (Principal), Patrick Hollis, Hilary Askew, Rupert Bristow, Tom Price, Jonathan Clarke, Sarah Kemp, Patrick Finucane, Tim Kent, Stephanie Martin, Miranda Chapman, Charmaine Jacobs (Student Governor), Joanna Brown (Staff Governor), Joanne Timms (Staff Governor) and Gail Clarke		
<b>In Attendance</b>	Anne Leese (AL) (Officer) Paul Sayers (PS) (Officer) Chris Legg (CL) (Officer)  Tara Ashman (Clerk)		

	ITEM	COMMENTS	ACTION POINT REQUIRED
1	<b>Welcome and Apologies for Absence</b>	<p>The Chair welcomed members to the meeting and asked for members to join together in a moment of reflection for the recent tragedy in Brussels.</p> <p>Apologies were received from Charles Buchanan. The Chair acknowledged the resignation from Caroline Hallett, unfortunately the change to Carver was not manageable with her work commitments but Caroline is still happy to help on a local level.</p>	
2	<b>Declarations of Interest</b>	There were no additional declarations of interest.	
3	<b>Minutes of meeting held on 23<sup>rd</sup> February 2016</b>	A Governor noted the confidential item within the Principal's report should be wholly reported as such and this was agreed. Subject to the amendment, the minutes of the meeting held on 23 <sup>rd</sup> February 2016, including the confidential minutes were reviewed and formally approved as an accurate record and will be duly signed by the Chair.	

4	<b>Matters Arising</b>	There were no matters arising not covered within the agenda.	
5	<b>Chair's Report</b>	<p>The Chair advised that both she and Paul Sayers attended the conference on Area Review and detailed the options taken so far by Colleges within the first wave which have ranged from the status quo, soft federation and merger. What was clear was that early discussions are of great benefit and engenders trust and open communication between Colleges. The best results have been when early sharing of data has occurred, focusing on the importance of what is best for the learners within the area.</p> <p>The Chair noted that following discussion with Colin Carmichael, Chair of Canterbury College, at the conference, a meeting between the Chairs of all Kent Colleges will take place in May to start opening the lines of communication at Chair level.</p> <p>Remuneration for Chairs was also discussed with an estimate of 50 hours to the area review process alone. No College has received confirmation from the charity commission on this topic as yet.</p> <p>The Chair reported the usual monthly meetings between herself, the Principal, Clerk and executive members have taken place.</p> <p><b>5.1 Staff acknowledgements</b> - There were no specific staff acknowledgements for this meeting.</p> <p>[Gail Clarke joined the meeting at 6.05pm]</p>	
6	<b>Principal's Report</b>	<p>GR provided further information in addition to the report on the following:</p> <p><b>The item discussed here was considered confidential and will form Part A confidential minutes</b></p> <p><b>Successes</b> - Competitions across the College go from strength to strength with East Kent being the second most represented College in the South East.</p> <p><b>Canterbury College</b> - Both Canterbury and East Kent College are committed to more collaborative working for the longer term however there is a lot to be worked through at this early stage.</p> <p><b>SFA</b> - The College has now received the confirmation of the 2015/2016 funding allocation which is in line with expectation.</p>	

		<p><b>Centre for Creative Industries</b> - The adjudication with Walkers went in the Colleges' favour and all costs from the adjudication are to be met by Walkers.</p> <p><b>Ofsted</b> - GR distributed hard copies of the final support and challenge visit from Ofsted held on 8 March 2016. The overall report was pleasing with a number of areas to be mindful of which were not unexpected, in particular destination data and GCSE performance. Safeguarding and prevent at a senior level needs consideration. The College will now go into the full cycle and GR asked if the College could not be inspected before the next set of data is ready and if one of the Senior HMIs from the support and challenge visits could be on the panel. Ofsted agreed to make a recommendation to that effect. A Governor asked whether the Technical School would be inspected at the same time, GR noted that the 6-9 month check was not on the list and it is the EFA's responsibility to tell Ofsted however they are now aware so it is likely to be undertaken in advance of the full College inspection.</p> <p><b>30 steps to Success</b> - GR advised members that operationally he is leading on a 30 steps to success programme; the senior team meet weekly to review their actions under this programme. Although operational, GR is happy to share the steps for information and awareness via the Clerk. A Governor asked if environmental sustainability was one of the steps and although the College is committed in this regard it is not mission critical at this stage of development.</p> <p>The Chair thanked GR for his report.</p> <p style="text-align: center;"><b>NOTED - Governors noted the Principals' Report</b></p>	
7	Governor Feedback	<p>The Clerk invited additional comment from the respective Governors that have engaged in Governing body matters external to this meeting:</p> <p><b>Audit Committee</b> - Tim Kent led members through the business of the recent Audit Committee and highlighted the internal audit report on financial controls; the VAT checking process has since been amended. Concern was noted from the Committee regarding document control and the need for an appropriate level of assurance to key College documents. The tendering process for new Insurers is now complete and the College have gone with Arthur J Gallagher for a more bespoke insurance brokerage.</p> <p><b>Yarrow Task and Finish Group</b> - Given the change in the focus of the group from property matters to the strategic direction of the hotel a revised terms of reference is to be presented at the next group meeting. With the resignation of the General Manager the business plan is crucial in answering some of the fundamental questions for a new post holder, this will also be reported back in more detail at the next group</p>	

		<p>meeting. Patrick Hollis advised everything is still pointing towards an opening of 1 July with the website going live on 1 May and the jobs now being advertised externally. The Clerk noted the change in date of the Governor diner from 18 May to 24 June to coincide with the soft opening of the Yarrow.</p> <p>A Governor asked whether an exit interview had been scheduled for the Manager and GR advised this had already been undertaken.</p> <p>A Governor asked about the student responsibility when in the hotel in regards to safeguarding, GR advised the students would have a part work experience part employment contract and would be subject to employment law much like any external organisation. The work experience aspect would follow the same criteria for any student placement within the College.</p>	
8	Finance Report	<p>CL advised the quarter 2 position has been finalised and although a slightly less positive position to report the targets set were challenging and all income streams are up from last year.</p> <p>CL and members remarked on the following items:</p> <ul style="list-style-type: none"> <li>• The cancellation of the work skills pilot attributes approximately £137,000 to the bottom line of deficit, the College is working hard to identify any savings to achieve an overall break even position. A Governor asked what the timescale is following the letter before action, a response should be with the College within 14 days.</li> <li>• A Governor asked whether the underspend in staffing costs was due to an under investment in staffing. CL assured members that the underspend was due to a variety of factors including non-replacement of non-vital posts and the balance between some curriculum areas not running courses which means the staff were not appointed for these courses.</li> <li>• The College is still struggling in terms of cash reserves however the payment profile goes up again on 17<sup>th</sup> April and is largely in line with expectation. The College is likely to be overdrawn at the end of the year but not by a large amount. A Governor asked if the solvency ratios had been addressed, CL commented there are 3 factors, 2 of which there is no issue and the low cash reserves being the one area of concern.</li> <li>• A Governor noted the executive summary is laid out very clearly with the red and green drawing the eye to the key +/- figures.</li> </ul> <p>CL advised that the current banking mandate still had signatories recorded for members of staff who were no longer employees of the College and the Governors would need a resolution to remove them from the mandate; all members were in agreement.</p>	

		<p><b>RESOLVED</b> - It was resolved that the authorised signatories in the current Education mandate with the Royal Bank of Scotland be updated to remove Karen Pilgrim and Andrew Gower and the current mandate continue as amended.</p> <p>The Chair thanked CL for his report.</p>	
9	<b>Risk Management Report</b>	<p>PS advised members that no changes had been made to the risk register since the last meeting however noted that there should be some change when certainty from the SFA on the 16/17 allocation and the 18-21 WorkSkills pilot is resolved. PS drew attention to risk 8, student recruitment as a concern and reminded members that there is a separate risk register for the Yarrow underpinning risk 16.</p> <p>A Governor asked what the process for changing the risk was and how Audit Committee was involved in that. PS noted risk owners review the risk which is then looked at by the College risk, audit and compliance committee. With the full board meeting monthly it comes direct to all Governors. TK commented that Audit is responsible for ensuring the process for risk management is adequate rather than the action itself however remarked that the mitigating actions read more like a 'wish' list rather than actions to drive down the risk and this was duly noted.</p> <p>A Governor asked about the risk regarding student recruitment and the Colleges engagement with schools and skills fairs in mitigation. There was some discussion around understanding the skills gap and local intelligence and being quick to respond to the local demands with the Royal School for the Deaf cited as an example.</p> <p>The Chair asked Governors to look at the risks and consider whether they are appropriate and whether the mitigating actions were sufficient in advance of the next report due at the May meeting.</p> <p>The Chair thanked PS for his report.</p>	
10	<b>Clerk's Report</b>	<p>The Clerk presented the summary of the Chairs' performance review 2014-15 and identified the only large unknown was discussion of Governors performance and attendance and the Clerk and Chair are looking into ways how this can be reported whilst maintaining confidentiality of members. A number of the items to be improved have already been actioned and the overall challenges in the sector are similar from both Chairs' perspectives following a meeting with the Chair from Mid-Kent College.</p>	

11	HE Self Evaluation and Action Plan	<p>AL thanked Alison Stanbury for the paper and appendices which are a requirement of the QAA process and are presented for information to members.</p> <p>A Governor asked why there was a delay in the report and AL advised this is an update on actions taken following the last QAA visit in 2014.</p> <p>A Governor asked under the new arrangements with CCCUC if this would this continue. GR advised there would still be a BSc Hotel Management course which would be undertaken within the Yarrow Hotel; there are currently 30 applicants to the course which had 3 applicants last year.</p> <p style="text-align: center;"><b>NOTED - Governors noted the HE Self Evaluation and Action Plan</b></p>	
12	Pay Award Review	<p>AL advised members that given the current in-year position the College is unable to make a recommendation to Governors until at least April on a pay award. AL noted that the cost of a 0.5% pay award is approximately £6,250 for every month paid.</p> <p>A Governor asked whether the current pay award was performance related and AL advised the College took the decision to move away from performance related pay a few years ago when the pay scale was removed and spot salaries were introduced. GR advised that at that time a scheme whereby a non-consolidated bonus would be made if the College made a surplus and could be up to 20% of any surplus based on 4 categories was introduced, however this has never yet been achieved.</p> <p>Governors discussed the impact to the staff of deferring the pay award and a Governor suggested that whenever the Governors are able to make a decision that GR could communicate to staff this would be backdated to 1 March 2016 if one were approved. Governors were unanimous in their agreement of this suggestion and will defer the decision until there is a clearer financial picture. GR will advise staff at his roadshows tomorrow.</p> <p style="text-align: center;"><b>RESOLVED - Governors agreed to defer the decision on a pay award and should one be made this would be backdated to 1 March 2016.</b></p>	
13	Policy Review	<p>PS presented the following policies for information and to note:</p>	

		<p><b>IT and Social Media Acceptable Use</b> - External Governors are asked to sign the Visitor/Volunteer acceptable use statement and Wi-Fi acceptable use statement and return to the Clerk.</p> <p><b>Guest Speakers Policy</b> - Following internal discussion this was a new discrete policy separate to the Safeguarding policy. Governors discussed how the policy can be used in practice and Charmaine Jacobs gave the example of a student union conference on the EU referendum. GR agreed to host the event and Governors agreed that as long as there was a balance from all parties this should not prove to be too contentious. Once confirmed, CJ will advise Governors of the date of the event. A Governor asked what background checks would be undertaken on guest speakers and would they have to agree to the check being done. A soft search on google could be undertaken for Guest speakers, PS advised the supporting document would be made available within the Governor area.</p> <p><b>Management of Complex Behaviour Needs</b> - Following the transfer of some students from Westgate College a new policy was introduced to support the needs of the students within the dedicated area at the Broadstairs campus to manage the provision. A Governor asked whether the staff within the area had sufficient training, AI confirmed this was the case, it is a secure area for students with complex needs who wouldn't be using the main student areas.</p> <p style="text-align: center;"><b>NOTED - Governors noted the policies as presented</b></p>	<p>Governors</p> <p>CJ</p> <p>Clerk</p>
14	Stakeholder Engagement	<p>Miranda Chapman and PS advised the stakeholder spreadsheet has now been produced with the 'top 10' stakeholders to focus on and the key area of engagement being the Yarrow Hotel as the first item. Miranda will provide a copy to the Clerk for circulation and members discussed the next steps of the process including:</p> <ul style="list-style-type: none"> <li>• Governors would volunteer to be the contact for a stakeholder, keeping MC, PS and the Clerk 'in the loop' but so there is one point of contact for the stakeholder;</li> <li>• Consideration as to how best to communicate with the stakeholders; MC distributed a suggested letter that had been drafted to Eurotunnel Le Shuttle as an example. Governors would feel most comfortable with a briefing note so the same information is going to all stakeholders and other suggestions included a newsletter, a signature at the bottom of emails, stakeholder area on the website and stakeholder endorsements at key events. GR advised that Jamie Weir, Corporate PR and Events Officer, would need to be involved at all stages, PS will liaise with Jamie to ensure consistency across the work;</li> </ul>	MC

		<ul style="list-style-type: none"> <li>• Updates will be provided through the Governor Feedback item of the meeting.</li> </ul> <p>It was agreed that some draft templates and briefing notes would be brought to the next meeting for volunteers to be able to move some of the actions forward in advance of the Yarrow Hotel opening.</p> <p><b>AGREED - Briefing notes and templates will be provided to Governors at the next meeting to progress Stakeholder Engagement for the Yarrow Hotel</b></p>	
15	<b>Draft Agenda for the next meeting</b>	Members noted the two standard items for April will be the College Performance Indicators and Teaching, Learning and Assessment and the specific business will focus on curriculum matters. The development session identified 'New Ofsted Common Inspection Framework' was moved to the May meeting and the time prior to the meeting will be used to review the templates suggested in item 14 and to detail and agree the actions for stakeholder engagement.	
16	<b>Any Other Business</b>	Charmaine Jacobs advised members that the Student Union are currently working towards achieving a bronze Green Impact accreditation.	
17	<b>Matters Considered Confidential</b>	Item 6 - Principal's report Part of item 6 will be reported under Part A confidential minutes.	
18	<b>Date of Future Meeting</b>	Tuesday 26 <sup>th</sup> April 2016 - Dover Campus at 5.30pm	

There being no further business the meeting closed at 7.45pm

Signed: ..... Position: ..... Date: .....