



MidKent College

GOVERNING BODY

Minutes of the meeting of the Governing Body held on Wednesday 25 March 2020 at 17.15hrs. This meeting was held via skype audio only as the College was closed due to the pandemic.

Present: (73% attendance)

Mr A Start	Chairman	Mr S Cook	Principal/CEO	Mr C Reeves	
Mr R Aggarwal		Mr D Innes		Mr C Reynolds	
Mrs P Baxter		Mrs B Jossi	Staff Governor	Prof E Sallis	
Mr M Blanning				Mr J White	Student Governor

In attendance:

Mr N Baveystock	Observer (MKCTS)
Ms C Burkin	Clerk to the Governing Body
Mr C Hare	Executive Director of Employers & Corporate Services
Mr M Peat	Executive Director of Finance and Estates
Mr J Watt	Executive Director for Curriculum & Quality

1 Declaration of Interests

Mr A Start as CEO of Capita who are involved in the education sector and defence training. *Mr S Cook* declared an interest as a Trustee of Rivermead Trust, a Board member of the Kent and Medway Economic Partnership and Chair of Medway Place Board, Trustee of Royal Engineers Vocational Education and Training Trust (REVETT) and a member of MKCTS Board. *Mr M Peat* declared an interest as the Company Secretary for MKCTS and Lower Lines Trust. *Mr C Reynolds* declared an interest as a Trustee of the Sir John Hawkins Trust and a co-opted member of the South Eastern Veteran Advice and Pensions Committee MOD. *Mr C Reeves* declared an interest as a Trustee for the Hackney Free and Parochial Schools Educational Trust. *Mr M Garrod* declared an interest as a shareholder in British Security and Defence contractor, Foundation Trust Member of Frimley Park Hospital/ Member of Royal Aeronautical Society and he is married to the FD at QinetQ Group. *Prof Ed Sallis* declared an interest as Education and Training Foundation T level Professional Development External Assurance Group/Trustee of the Education Support Partnership/ The Association of Accounting Technicians Licensing and Monitoring Group/ currently being consulted by the DfE as part of their review of Level 2 qualifications, particularly in relationship to qualifications in childcare.

Chairman*Digitally signed*.....

Date 3 June 2020

1

2 Apologies for Absence

Apologies for absence were received from Ian Daniel and Neil Davies.

The Chairman welcomed Nick Baveystock (Observer) to the meeting and Board from 1 April 2020.

The Governing Body thanked Neil Davies and David Innes for their service to the College as this was their last meeting. The Chairman offered thanks on behalf of the College for the contributions made by Neil Davies who has offered to remain on the F&GP Committee as a co-opted member. He also offered thanks to David Innes and recognised his service to the Group.

The Chairman explained how the meeting will proceed under the current situation. As the College is closed due to the coronavirus and the Government directive is for all to stay at home, to enable the meeting to go ahead members have dialled in. It was noted that the Governing Body I&As state that a “meeting” includes a meeting at which the members attending are present in more than one location, provided that by the use of video and/or telephone conferencing facilities it is possible for every person present at the meeting to communicate with each other.

3 Minutes of the Meeting held on Tuesday 10 December 2019 & Extraordinary Meeting held on Friday 31 January 2020 – Paper SGB19/1511 & 1512

The Minutes of the Meeting held on 10 December 2019 and 31 January 2020 were **accepted** as a true record and will be electronically signed by the Chairman.

4 Coronavirus and the College

Simon Cook updated members on the current situation with the College closure and the business continuity approach to the situation. He introduced each of the Exec Team individually to report to Governors regarding their areas:

Jackie Watt updated members on the curriculum actions. Students are using various learning platforms to complete activities and work. For those students unable to access these platforms, work books have been provided. Personal Tutors are speaking to all students in a timely manner. Managers and staff are having regular meetings. Interactions are being recorded. Mock tests are being completed, with parents being asked to sign to say the students are conducting the tests independently. The College is in communication with the Awarding Bodies to gain clarification on any additional assessments.

Practical assessments have been suspended and guidance from Ofqual will be issued in the future. Samples of previous assessments will be used to inform final grades. HE staff are conducting lessons online and are available to speak to students during their normal timetable. Students are accessing webinars and group forums.

Student support continues with wellbeing and counselling services available. Laptops have been issued to students in need and delivery of internet to those who do not have access at home for those we have been made aware of. All ILRs are being returned by MIS who are meeting the usual deadlines. A survey will be carried out before the Easter break to ensure that all support needs are being met. The results will be shared with the Governing Body.

Action: J Watt

Governors noted the extensive support and actions being taken. They were concerned about the impact on exams but were assured that realistic predicted grades and mock results are being used. The College expects to get clarity next week regarding the process for GCSE exams which should be straight forward. The vocational subjects will be more complex and some practical assessment may have to take place in the new academic year. It is expected but not confirmed, that some on two years courses will be able to complete assessments in their second year and one year courses will use predicated grades and coursework.

Members asked what welfare and social activities are available and were assured that online wellbeing links to websites are being shared with students. A small number of vulnerable students have been attending College as per the Government directive and their needs are being monitored in partnership with the social services. These students will continue to be supported as required.

Members thanked J Watt for the update which provided significant assurance that students are being supported and can continue with their coursework.

Chris Hare updated members on his areas of responsibility. He informed members that, as in line with the business continuity plan, there have been daily video calls with the relevant stakeholders which has proved to be an effective way of communicating. Two weeks prior to closure, the College had been in contact with the other Kent Colleges to plan and align actions and communication.

Human Resources have played an instrumental part in communicating and supporting the workforce throughout this period of change. Decisions regarding pay, sick pay and holiday have been made swiftly to ensure no staff are disadvantaged. Learning and Development have been supporting teaching staff with the new way of working and continuing with CPD. Payroll is business as usual with a contingency plan in place to manage any risk of business continuity. Mental health support has been promoted with particular signposting to our team of Mental Health First Aiders, who continue to be available to staff. Ongoing communications have now been established through a regularly updated FAQ hosted on our intranet site. New Staff induction has continued online and via conferencing.

ICT have been pivotal in supporting staff and students with devices, internet access where possible and generally supporting the overall business continuity. The Governors were assured that the investment made in this area has proved beneficial.

The Marketing team have been in the forefront of communication with many students/parents and prospective students over the last few weeks. The Director of Communications and

Marketing continues to manage all internal and external communications. The team continue with business as usual and are using the time to prepare for the next academic year.

The Apprenticeship team are frequently in contact with every employer and apprentice to ensure communication is clear. As any break in learning for an apprentice may have a financial impact the College remains in contact with the ESFA for ongoing guidance and clarification. E-Portfolios were already in place and continue to record work with some video assessments being recorded. Inevitably there is disruption for some apprentices' employment status and the College is supporting them as required.

Governors were assured by the support being provided for staff and apprentices. The processes in place to ensure the wellbeing of the establishment with a balance of contact to support home working is proving to be positive. They were assured that sick pay will be paid in full for 13 weeks regardless of length of service and pay roll will continue to be processed. Members asked that staff are surveyed to measure the effectiveness of the support and processes.

Action: C Hare

Martin Peat updated members on College finances. Whilst the College was still open, the Estates team actioned the increase in hand sanitiser dispensers and cleaning. He assured members that the 600 students who are entitled to the bursary for food have received the payments directly to their bank account, to ensure they have the resources to buy food daily. Where students bank details were not held they have been contacted directly and added to the details. This has been widely appreciated.

Contractors are continuing to receive payments from the College to enable them to maintain their staff, in addition an agreement has been made with Aramark the College caterers to ensure continuity of staff upon reopening. A partnership of support has been formed with the local hospital regarding IT and we have responded to assist with their requests for contacts for catering and cleaners. Staff and students have also been volunteering to help.

The Finance team continue with business as usual from home, with payments being made remotely. Payroll and suppliers and in addition purchase ordering are all continuing effectively.

There is a potential impact on the College finances around Apprenticeships if their learning is suspended and with HE as they are fee paying students. The 16-18 and Adult allocation will continue. Subcontractors, Mainstream have been contacted to discuss maintaining their profile. There will be a saving in staff costs as vacancies within the establishment budget will not need to be filled, plus savings on consumables, maintenance and energy. These changes will be reflected in the next management accounts and explained in the commentary. To maintain safeguarding online, only existing suppliers are being used and paid with any requests for new suppliers denied.

Mike Garrod updated members on the position with MKC Training Services. In line with Government guidelines all face to face training has paused but online remote training continues. Holdfast and Babcock have been informed. This position is not the same for the military, who at this point are still on the camp. Pausing training in this way means that it can

easily be resumed.

Members supported this judgement for the protection of delivery staff. They offered assistance if required.

The Chairman thanked the Exec Team for the comprehensive update on the current position. Members agreed that the College had shown incredible professionalism in handling a complex situation. They asked for their thanks to be communicated to all staff.

Action: S Cook

The Chairman asked that all Governors use their networks and social media to share the message that the College is a critical member of our local community. It was suggested that this communication be drafted by the Comms team for Governors to use.

Action: C Hare/S Hyland

FOR APPROVAL

5 Quality, Teaching and Learning Committee 12 March 2020 and Call notes 6 February 2020 – Paper SGB19/1515(a)

Michael Blanning and Ed Sallis introduced the highlights from the QTL Call and Committee meeting. He explained that the Committee have been focusing on particular themes and this meeting concentrated on Attendance and HE with robust and detailed reporting and discussion.

- Student Voice from Student Governor – J White
- Curriculum update:
 - Attendance
 - English and maths
 - Learning Walks and Formal Observations
 - Support and Challenge
 - HE Update
 - Apprenticeship Update
- Governor Visit feedback
- QTL Call notes 6 February 2020

Governors noted the concerns regarding attendance, Apprenticeships minimum level of performance and HE staffing but were assured by the robust discussion that took place at the meeting and the actions of mitigation in place. Governors gained assurance from the scrutiny that took place around these issues. Members were assured that the College continues to take this issue seriously. In the current situation, the College is being clear with students about their expectations regarding continued engagement if they wish to progress next year. The Committee were informed of a research project being led by the College engaging other education professionals, to gain benchmarking data regarding attendance. The analysis of this data will enable the College to understand the behaviours around attendance and make improvements.

Members noted congratulations to staff at the College who had made it possible for the College to win an Award from the National Citizenship Service for innovative work with the ESOL Students to place them in the local community. They also noted that the College had hosted the KFE Skills event and students had received 12 gold medals.

Members **accepted** the minutes.

6 Minutes of the Finance & General Purposes Committee Meetings held on 4 March 2020 and confidential minutes - Paper SGB19/1517 (a-e).

Michael Blanning introduced the minutes of the Finance & General Purposes Committee. **This item was minuted confidentially due to the nature of the content.**

Governing Body members **accepted** the minutes and **agreed** with the recommendations of the Committee.

7 Minutes of the Risk & Audit Committee Meeting held on 4 February 2020 - Paper SGB19/1518

Chris Reeves introduced the minutes of the Risk & Audit Committee meeting and highlighted the following points from the minutes:

- Information Security update given with no concerns noted. Members congratulated the Team on being successful in receiving the Cyber Essential Accreditation for the College which will become a condition of funding.
- Risk Management Report – a full review had taken place with some risks merged or removed. All Committees are reviewing their risks at every meeting and making recommendations for changes to R&A Committee
- Proposed changes to the Risk Register were received from the QTL Committee and discussed. M Blanning attend the meeting to present the proposals which were discussed and agreed. The changes have been incorporated into the Full Risk Register.
- Deep Dive for the June meeting. Members agreed to receive a Deep Dive on Learner Records from the Manager of the MIS Team.
- Internal Audit Reports were presented and discussed:
 - Safeguarding Audit – Strong assurance given and no concerns raised.
 - Apprenticeship Draft report – this audit was split into two areas with separate assurance awarded. C Reeves informed members of his Link visit in this area carried out since the audit and assured Governors that the area is well managed and an action plan is taking forward the recommendations from the audit. Members noted this assurance and requested a detailed update at the next meeting.

Action: C Reeves

Governing Body members **accepted** the minutes.

Rohin Aggarwal left the meeting.

8 Minutes of the Search & Governance Committee meeting held on 21 January 2020 - Paper SGB19/1520.

Pim Baxter introduced the minutes of the Search and Governance Committee (S&G) meeting. The Committee considered:

- Recruitment of a Chair – the S&G Committee’s panel interviewed a previous Chair of the Board. The interviewee did not wish to commit to more than one term of office. The panel felt that ideally they would like the possibility of two terms from the next Chair. The panel did not feel it appropriate to take this candidate forward. Subsequently the current Chair agreed he could continue in his role for longer in order for there to be an executive search recruitment process put in place for this role and the possibility of remuneration. It was noted that the panel followed the agreed process in a professional manner. Unfortunately as a consequence of this decision, a long standing Board member and Chair of the F&GP Committee, has handed in his resignation. Members formally recorded his contributions to the Board and will thank him in an appropriate way. The Committee recommended that an Executive Search company is appointed to continue the search. Four companies have been approached to present proposals recognising the challenge of this search and process required. The Committee requested permission to review the proposals and appoint a company to take this forward. Once a shortlist is available the Chair interview will take place and recommendations made to the Governing Body.
- Committee membership – this continues to be considered as new members join the Board.
- Neil Davies – to remain on F&GP Committee as a co-opted member after he leaves the Board – the Committee recommend this and seeks Board approval.
- Upcoming vacancies were noted and Phase 3 recruitment will continue. Members recognised that in the current situation the usual process cannot be followed. It was **agreed** that the more urgent vacancies, such as Finance, will be taken forward by phone or video link and recommendations made to Governing Body. A promising application is being pursued for this position.
- Five Governor & Link Governors visits were noted. Members are encouraged to engage in these visits.
- Third Year Evaluations were received for I Daniel and D Innes with no concerns raised.
- Mandatory Training – Governors with outstanding training have been reminded of the expectation.
- Recruitment Update – Current position update – Interviews took place on 10 February 2020 and the following recommended to the Governing Body for approval:
 - Maire Woolston – recommended to become a Governor on the Governing Body. CV attached. Members who had met M Woolston when she observed a QTL meeting, supported this recommendation.
 - Pursue an Executive Search for Chair – to be approved.

P Baxter updated members on actions taken since the meeting:

- Met Claire Richardson, Co-opted member of R&A Committee, to ask her to become a full member of the Governing Body. P Baxter, supported by the R&A Committee members,

recommended her appointment as a full member. Her CV has been added to the papers for members to review.

- Remuneration of the Chair – permission to be sought from the Charity Commission. Members felt that remunerating this position was the correct way forward.

The Chairman asked each member to present in turn for their comments or approval.

Recommendations for approval by the Governing Body:

- **Appointment** of Maire Woolston
- **Appointment** of Claire Richardson
- **Approval** to conduct an Executive Search for a Chairman
- **Approval** for Neil Davies to remain on F&GP Committee as a co-opted member after he leaves the Board.
- **Approval** for permission to be sought from the Charity Commission for remuneration of Chair going forward.

Members **accepted** the minutes and **approved** the **recommendations** above.

FOR SUMMARY OR INFORMATION ONLY

9 Principal’s Report – Paper SGB19/1514

Simon Cook Principal/CEO presented his report to members. It was agreed that with the current changes to the agenda and meeting format, the paper for strategic discussion would be brought forward to the next meeting. Members noted the following from the paper:

1. Strategy Development

An update on actions from the Away Day held on 31st January 2020, and the plans for key discussion items at Governing Body over the next few months were presented in Appendix 1 – MKC Strategy Day summary.

2. MKC/MKCTS Relationship and proposal

This section includes three appendices. This area requires discussion and agreement on the principles of Governance between MKC and MKCTS in order to help the further work of both organisations. (Appendix 2 – MKC & MKCTS Paper. Appendix 2a – Copy of Instruments and Articles for MKCTS. Appendix 2b – Summary of a subsidiary company). This item will be brought forward to the next meeting.

Action: S Cook

3. Student recruitment – the College

An update building on the paper submitted at December Board meeting regarding the current and future position of student numbers at the College.

4. FE Commissioner letter (Appendix 3)

A copy, and summary of the latest letter to colleges from the FE Commissioner.

5. Progress against short and long term priorities

An update on the key priorities for 2019/20.

Members agreed to inform the Principal of any comments or concerns via the Clerk and that a detailed discussion regarding the MKC/MKCTS relationship will be held at the next meeting.

Action: All Members

Governing Body members thanked Simon and **accepted** the report.

10 Safeguarding Update – Paper SGB19/1516

Pim Baxter, Safeguarding Governor, highlighted the following points for information from the update:

- Update given at the College’s Safeguarding & Wellbeing Strategic Committee 11 March 2020 on which Pim Baxter sits.
- The demand of Counselling, Welfare, Transition and Social Emotional Mental Health and Wellbeing services (SEMH) continues to be high.
 - Medway = 502
 - Maidstone = 216
- LADO referrals to date 3
- There is one current open LADO referral
- PREVENT Referrals to date 3
- PREVENT Referrals adopted 2
- PREVENT Referrals not progressed 1
- Multi Agency Hub referral (MASH) requests students this term = 27
- Safeguarding internal audit gained Strong assurance.

Members thanked P Baxter for the update and no concerns were raised.

11 Update from Chairman of MidKent College Training Services Ltd (MKCTS) - Paper SGB19/1519

This item was minuted confidentially due to the commercial sensitivity.

David Innes introduced the update from the Chairman of MKCTS Ltd. regarding the performance of MKCTS since the last meeting. He introduced Nick Baveystock who will be the MKCTS Chairman from 1 April 2020.

Governing Body members **accepted** the report.

12 Matters Arising Document – Paper SGB19/1513

The matters were noted as ongoing with no outstanding matters raising concern.

13 Any Other Business

Chairman*Digitally signed*.....

Date 3 June 2020

The events Calendar was presented to remind members of upcoming events (Paper SGB19/1521).

14 Date of Next Meeting

The next meeting would be held at the UCM Campus on **Wednesday 3 June 2020** at 17.15hrs. There will be a meeting of the Non-Exec Governors at 16.30hrs.

Members requested a Governing Body informal update call in May 2020 to ensure Members are kept informed during this difficult time.

Action: Clerk to arrange

15 Review of the meeting

Members felt the meeting ran particularly well under the difficult circumstances.

The Chairman thanked members for their attendance and concentration during the call. He applauded the College Leadership and staff in continuing to support Students and the wider community during this difficult time. Members agreed the College and MKCTS had made the right decisions in a well-considered way which supported and reflected the values and purpose of the College.

All staff and student members left the meeting.

Confidential Item

16 Verbal update from the Remuneration Committee meeting held on 25 March 2020 – Paper SGB19/1522.

The Committee meeting was held directly prior to the Governing Body and therefore a verbal update will be given **confidentially** regarding the following:

- PDR Update - Exec Director – Chris Hare
- Remuneration Committee Annual Report for Governing Body – **approved.**

The meeting closed at 19.30.