



MidKent College

GOVERNING BODY

Minutes of the meeting of the Governing Body held on Thursday 4 November 2021 at 17.00hrs via zoom.

Present: (88% attendance)

Mr M Cook	Chair	Mr D Gagie		Prof E Sallis	
Mr M Blanning	Vice Chair	Miss B Jossi	Staff Governor	Mrs L Snedden	Staff Governor
Mr N Baveystock	MKCTS Chair	Ms A Orhiere		Mr J White	Co-opt
Mr S Cook	Principal CEO	Mr C Reynolds		Mr J Williams	
Ms A Currie		Mrs C Richardson		Mrs A Woodhouse	

NB: Christine Locke – sabbatical.

In attendance:

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
Mrs J Watt	Executive Director for Curriculum & Quality
Observers	
Mrs A Tithecott	Director of MIS

1 Declaration of Interests

All members' interests are numbered and referenced on the Declaration of Interest log dated 28 September 2021. The register is kept by the Clerk.

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2 Apologies for Absence

Apologies for absence were received from Mr C Reeves and Mrs M Woolston

The Chair welcomed Observer Angie Tithecott to the meeting.

3 Minutes of the Meeting held on 14 July 2021 - Paper SGB21/1622

The Minutes of the Meeting held on 14 July 2021 were accepted as a true record and electronically signed by the Chair.

4 Matters Arising Document – Paper SGB21/1623

The outstanding matters were:

1. GIV – Six visits since last reported – member encourage to visit the College. **Ongoing.**
2. Risk Appetite – New Internal Auditors to conduct a survey with Governors. **Ongoing.**
3. Governance Dashboard – included in Principal's report item 7 – **Ongoing.**
4. Lessons learnt from Commercial operation – C Reeves to report at next meeting – **Ongoing.**
5. Remunerating the College Chair – Application has been sent to Charity Commission. Awaiting response. **Ongoing.**
6. Operational Plans – Update in Principal's report – item 7 – **Complete.**
7. 14-16 Learners update - Update in Principal's report – item 7 – **Complete.**
8. Policies – approved. **Complete.**
9. GSAR - item 8 – approved - **Complete**
10. Governance Development Plan – S&G recommended that bespoke training was conducted in 45 minutes zoom sessions. Approved – **Complete.**

STRATEGY

5 Enrolment & the competition from Schools – Paper SGB21/1624

Simon Cook presented the paper and highlighted the key issues. The summary provided an outline of the main College enrolment of full time 16-18-year-olds and how growth had stalled. He explained that the situation has been accentuated over the last two enrolment periods during the Covid Pandemic and highlighted changes to enrolment numbers, especially at Level 3. The paper helped Governors understand the complexity of competition for places at post-16 and identified the challenge with rising costs against stable or declining enrolment. It also highlighted the decline in students coming from some feeder schools, how they are keeping students who would normally come to College plus how their facilities and offerings have improved.

Governors noted the issues and discussed ways to help the Executive team shape growth plans and understand the risks to them in the next two to three years. Members debated whether stalled growth is only a Covid related issue or whether the decline is likely to be ongoing. They recognised the need to consider investment to make the College the first choice for students by emphasising, amongst other things, the positive differences between College

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and school. They requested further information regarding the school landscape to be able to debate further. They were informed that information about school provision will be available when a KCC post-16 review is completed.

Members were informed and gained assurance from the transition process at MidKent College to help those who need extra support. This process tries to make the College more familiar to the Student so they are less likely to just stay at school because it is a more comfortable option. Members also discussed the College's curriculum offer and the courses that currently make the College the first choice and the opportunities presented by T Levels.

Members felt the College could make better use in marketing materials of student successes post College and use employers and students more as advocates for the College. Members also felt the need to maximise all opportunities to influence prospective students and their parents and sell the College, its facilities and core values.

Members noted this was a key risk and being addressed with an operational plan which they will have an opportunity to explore and debate further at the Strategic Away Day.

Governors thanked S Cook for the paper and looked forward to further information and debate.

6 Investment Principles - Paper SGB21/1625

Simon Cook introduced the paper which encouraged discussion regarding the shape of the College's Investment Plans and Strategy over the next five years.

Members noted that the Group has built significant cash balances over the last 10 years, whilst maintaining Grade A estates and facilities.

Governors were reminded that the Board's risk appetite has not changed for several years and the current treasury policy states the group's approach to the investment of operating cash is to minimise the risk and protect capital rather than to maximise returns. They noted the risk appetite is about to be re-assessed through the GR&A Committee, although there was some appetite for getting a better return on cash deposits than currently being achieved, they felt that further clarity was required about the extent to which there were any restrictions as to what the College could do with its cash holdings, the amount of reserves that had to be maintained and the depreciation policy.

Members debated the possible investment options and agreed the fundamental investment priority was to have a positive impact on current and prospective students' journeys through College. Members were mindful of some ongoing staffing concerns and felt it would not be sensible to invest in equipment solely if the courses it is meant to support, are not sufficiently staffed. Governors agreed in principle to hold back cash in amounts previously agreed to support the expansion of, and diversification of MKCTS. They proposed that the ideal would be investments that both supported both MKCTS diversification and the Colleges overall Operational plans.

Members asked S Cook to consider the debate and progress this to the next phase following



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further scrutiny by the F&GP Committee, after which recommendations can be brought to the next Governing Body meeting about the investment strategy itself.

Action: S Cook/F&GP

Members thanked S Cook for the paper which provoked good debate and looked forward to further discussion.

SCRUTINY

7 Principal's Report – Paper SGB21/1626

Simon Cook Principal/CEO presented his report. The report was split into two sections:

Section 1 summarised and updated progress against the six operational plans presented in July 2021. The two actions requested by Governors had been included and members had access to all six plans to be able to review in more detail.. The Senior Leadership team are taking accountability for these plans and Governors will have an opportunity to review the Plans at the Strategic Away Day in February 2022.

Section 2 included general operational matters and updates and some items were formally noted. This section also contained information on the recruitment for the Executive Director for Curriculum and Quality. Members noted the letter from the ESFA sent to every college (appendix A) and also the Annual Complaints report, with no concerns raised.

Members queried some of the points in the ESFA letter and were assured the College is compliant with the suggested requirements. Members were, however, encouraged to widen their knowledge in areas such as Finance, by completing the ETF training modules to be discussed under item 15.

Members noted the item regarding pay award will be scrutinised at F&GP Committee with a recommendation to the next Governing Body meeting.

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

8 Governance Self-Assessment Report (GSAR) & Governance Improvement Plan (GIP) Paper SGB21/1627 (a)

Martin Cook reminded members of the process undertaken to produce the GSAR and GIP.

Members noted that the documents have been reviewed by S&G Committee following the Governing Body discussion on 14 September 2021 and shared with the workshop group leaders. All amendments have been incorporated and they are now **recommended** for Governing Body approval.

Members **agreed** the documents for publication. It was agreed the GIP would be reviewed at each Governing Body meeting to ensure progress is monitored.



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9 **Quality, Teaching and Learning Committee (QTL) - Paper SGB21/1628 (a)**

Michael Blanning introduced the notes from the QTL Committee calls on 14 September 2021 and 19 October 2021.

At the meeting on 19 October 2021 the Committee and other Governors reviewed the final achievement rates for 20/21, the key topics in College improvement identified prior to the Covid pandemic, and proposed targets / MLPs for 2021/22, as well as the enrolment data for 2021/22, supported by evidence from recent Governor Link visit reports to individual departments.

The key areas of college improvement were noted:

Narrowing differences in performance between departments. There is optimism that in Foundation Studies and ESOL, a more normal environment will see improved student attendance and learning. In Health & Social Care and Childcare, management actions have been taken to improve retention rates. In Construction, challenges will remain but staffing has recently been strengthened. Given this, the target for overall college achievement of 87% up from c.83% in 2020/21 was considered realistic.

English and maths pass rates: the College has moved from Functional Skills in favour of all students re-taking GCSEs and has aligned teachers with specific departments to improve communication with, and about, students.

Apprenticeship achievement is sharply improved on last year and this year the greater autonomy of the department is supporting the design and time-tabling of new Standards courses in close collaboration with employers.

Improving Student attendance was discussed at length. It was noted that this is a nation-wide issue in schools and colleges, is also a major focus for Ofsted, and still being complicated by Covid-related absences. Although an unchanged target of 90% for student attendance has merit, the College was invited to consider a lower, though still challenging, figure that has a chance of being reached.

Several Governors had been involved in the Self-assessment/Improvement Plan panels for departments and found it a very thorough informative and inspiring process.

Members **accepted** the notes.

10 **Minutes of the Finance & General Purposes Committee Meetings held on 23 September 2021 and confidential minutes - Paper SGB21/1629.**

Alison Currie introduced the minutes of the Finance & General Purposes Committee and highlighted key issues to the Board.

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This item was minuted as confidential.

Governing Body members **accepted** the minutes.

11 Minutes of the Group Risk & Audit Committee Meeting held on 28 September 2021 and Confidential Minutes - Paper SGB21/1630

Chris Reynolds introduced the minutes and highlighted the following points:

- Haines Watts started their contract as the new Internal Auditors.
- Previous Internal Auditors, Scrutton Bland, reported their final submission of their remaining audits:
 - Student recruitment retention & attendance – Strong assurance.
 - HE – Significant assurance.
 - Final Subcontracting report – Significant assurance.
- The Committee was disappointed to note that the strategic risk register had not been updated. Discussion centred on risks identified at the last meeting. This will be updated and be a focus of the next Committee meeting.
- The Committee discussed the internal audit strategy with Haines Watts. It was agreed that the proposed strategy covered the key risks and members found it useful to have a three year plan, however, discussion concentrated on year one as it was accepted changes may occur. The College will discuss the level of resource with Haines Watts and report back to the Committee.
- A group of internal audits for this year were proposed. The College will amend this plan in discussion with Haines Watts and report back to the Committee.
- One of the proposed audits is risk management. Given the problems reported above, instructions for this audit will be given by the GR&A Chair/Governors.
- Haines Watts will be reviewing Risk Appetite and will be in contact with Governors separately with a questionnaire.
- The College presented a deep dive showing external intervention from Regulatory Agencies. The deep dive highlighted the risks and mitigations and the risks covers significant areas of College work.
- The Committee took a summary prepared by Lighthouse reporting on the College Health and Safety.
- The Committee accepted the Information Security Report with no concerns raised.
- The Committee approved the Health and Safety Policy recommended to the Governing Body under item 13. The H&S Link Governor gave assurance that this Policy is fit for purpose.

Governing Body members **accepted** the minutes.

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12 Update from Chair of MidKent College Training Services Ltd (MKCTS) - Paper SGB21/1631

Nick Baveystock introduced the update as the Chair of MKCTS Ltd. regarding the performance of MKCTS since the last meeting and provided an update on the Strategic Priorities of MKCTS for the Governing Body

This item was minuted as confidential due to the commercial sensitivity.

Governing Body members **accepted** the report.

13 Policies for approval – paper SGB21/1632 – 1635

- **Relocation Policy** – this policy has been scrutinised and it recommended by the F&GP Committee. The new policy included potential to offer a relocation package and also temporary accommodation in the form of a partly furnished flat the College has available. Its purpose is to ensure that costs are controlled and there is a clear understanding of expectations for both parties. – **approved for publication.**
- **ICT Policy** - this policy has been scrutinised and it recommended by the F&GP Committee. The ICT Policy for 2020-21 is being resubmitted for 21-22 with no changes required – **approved for publication.**
- **Health & Safety** - this interim policy has been scrutinised and it recommended by the GR&A Committee and was recommended by the H&S Committee who have also scrutinised the content. It will require further update regarding changes in H&S workforce – **approved for publication.**
- **College Charter** – this Charter has been reviewed and updated by the Principal – **approved for publication.**

Action: Clerk

14 Safeguarding Update – Paper SGB21/1636

Jackie Watt presented the paper on behalf of Marie Woolston. Members noted the following key issues:

- Significant increase in Mental Health issues, a 213% increase in welfare comments relating to Mental Health.
- Systems for Safeguarding, update of current system that will improve reporting and monitoring of case loading.
- Current Safeguarding Policy requires updating to provide staff with a more in depth understanding of policy and procedure. This will be presented to the QTL Committee and then recommended to the Governing Body.
- Requirement for a bespoke Safeguarding system to ensure a more effective and robust way or reporting.

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Members were assured that the Governing Body had received and read the Keeping Children Safe in Education (KSIE) and the Sexual Violence documentation.

Members challenge the number of safeguarding incidents and asked for more detail in future reports. They were assured that most of the incidents had occurred off site and those on campus were not unusual for the start of term.

Action: M Woolston

It was suggested that the College explore partnering opportunities with local agencies and authorities.

Action: M Woolston

Members **accepted** the report.

15 Minutes of the Search & Governance Committee meeting held on 14 October 2021 - Paper SGB21/1637.

Angela Woodhouse introduced the minutes of the Search and Governance Committee (S&G) meeting held on 14 October 2021. The Committee considered:-

- The approach to the replacement of the Vice Chair was discussed and it was agreed that all Governors will be emailed so everyone has an opportunity to put a nomination forward if they wish too.
- The Committee considered the membership of the Governing Body and the recruitment of a local business representative. It was agreed that this should be actioned as well as information coming to the Board on the scope of the College's involvement with the business sector.
- The appointment of link members was reviewed and the Clerk will be in touch regarding the changes.
- The Governance Self-Assessment Report and Governance Improvement Plan were scrutinised and amended. The documents are recommended for approval under item 8.
- Committee membership was discussed and individuals will be spoken to regarding changes.
- The change to the Governor Development programme was reviewed and the Committee recommend to include four bespoke training sessions run as 45 minute sessions per year in between Governing Body meetings. Members **agreed** this approach. Invitations to the sessions will be sent to members when dates are confirmed.
- It was agreed that the first year informal meetings with Chair, identified in the Job Description for Governors, were no longer required due to his regular 1:1s with all Governors.
- The Governor Job Description was reviewed and amended and is **recommended** for approval.
- Remuneration of Chair was progressing with an application made to Charity Commission. We are now awaiting their response.
- The Chair's Job Description had been reviewed as part of the Charity Commission application and may come to a future GB for approval.
- The specific Risk for Governance on the Risk Register, was reviewed with no amendments required.

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Recommendations for approval by the Governing Body:

- Governor Job Description – **approved**.
- Governor development programme to include four bespoke training sessions run as 45 minute sessions per year - **approved**

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

16 Any Other Business

The ESFA Financial Dashboard and Financial Forecast were included and noted for information only.

The Chair thanked observer Angela Tithecott for attending. She thanked the Board for the opportunity to attend and witness the support and challenge. She gave assurance that the Operational Plans are progressing well.

17 Date of Next Meeting

The next meeting would be held at the College's Medway Campus on Thursday 16 December 2021 at 17.00hrs

18 Review of the meeting

The Chair suggested that at future meetings this item also reviewed progress with the GIP.

All student and staff members/Governors left the meeting.

Confidential Item

19 Minutes of the Remuneration Committee meeting held on 5 October 2021 – Paper SGB21/1638

Michael Blanning introduced the minutes of the Remuneration Committee.

This item was minuted as confidential.

Members **accepted** the minutes.

The meeting closed at 20.21.

Chair



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