



## MidKent College

### GOVERNING BODY

Minutes of the meeting of the Governing Body held on **Thursday 23 March 2023** at 17.00hrs in the Corporate Room at Medway.

Present: (65% attendance)

Mr M Cook	Chair	Ms A Currie		Mrs L Snedden	Staff Governor
Mr M Abdel-Maguid		Mrs J Dyakova		Mr J Williams	
Mr N Baveystock	MKCTS Chair	Mr D Gagie		Mrs A Woodhouse	
Mr A Cole		Miss B Jossi	Staff Governor		
Mr S Cook	Principal CEO	Mr C Reynolds			

In attendance:

Ms C Burkin	Clerk to the Governing Body
Mr C Hare	Executive Director of Employers & Corporate Services
Ms C Hart	Executive Director of Student Experience
Dr Jim Mawby	Executive Director for Curriculum & Quality
Mr M Peat	Executive Director of Finance and Estates
<b>Observers</b>	
Mr I Beatie	Director of Finance
Mrs J Burtenshaw	Director of Employer Retention
Miss E Swain	Incoming Student Governor

#### 1 Declaration of Interests

All members' interests are numbered and referenced on the Declaration of Interest register which is kept by the Clerk. Additional interests related to the Dockyard were registered by Mr C Reynolds and Mr S Cook

## 2 Apologies for Absence

Apologies for absence were received from Mr M Gillespie, Ms A Orhiere, Mrs M Quadri, Mr C Reeves, Mrs C Richardson, Mr J Stratford and Mrs M Woolston.

The Chair welcomed the Observers to the meeting.

## 3 Minutes of the Meeting held on 15 December 2022 - Paper SGB22/1710 & SGB22/1711

The minutes and confidential minutes of the meeting held on 15 December 2022 were accepted as a true record and signed by the Chair.

## 4 Matters Arising Document – Paper SGB22/1712

All the outstanding matters had been actioned and completed.

## STRATEGY

## 5 External Governance Review Outcome and Action Plan – Paper SGB22/1713

Angela Woodhouse, Chair of Search and Governance (S&G) Committee introduced the item and a high-level action plan, developed by the S&G Committee, which included areas for development and noted actions that were already underway. Members had also received the executive summary of the review report and had access to the full report. They noted that the review was largely positive, including many points of good practice, but that it also identified a number of areas for improvement within the following themes:

- Structures and Processes:
- People and Attributes
- Board Culture and Governors' Interactions

Members accepted the report and agreed the proposed action plan. Additionally, it was agreed that the internal auditors would be invited to a future Governing Body meeting to conduct a risk appetite workshop.

**Action: Clerk/C Reynolds**

It was agreed the Executive would work up a template for use in the preparation of both Governing Body and Committee papers which would be reviewed by Chairs of Committees before approval at a future Board meeting.

**Action: S Cook/M Cook**

The Chair said he had attended the AoC/ETF London and Southeast Governance Conference on Wednesday 15 March 2023 where an HMI had presented useful slides regarding what will be expected of Governors during an Ofsted visit. He will circulate to members and also make recommendations to S&G Committee about how these could be used as a basis for reflection of both Board performance but also of individual Committee and Board meetings, in particular whether the meeting had improved attendees understanding of the strengths and weaknesses of the College.

**Action: M Cook** ✓

*Minutes approved and signed at the Governing Body meeting on 25 May 2023*

Members thanked the S&G Committee.

## **6 Accountability Agreements - Paper SGB22/1714**

Chris Hare and Jim Mawby introduced the report which provided Governors with a short introduction to accountability agreements, along with a summary of the proposed approach the College should take to develop their first accountability statement, a new duty placed on Boards following the skills white paper and related legislation. They explained the Governing Body were responsible for creating an annual accountability statement and have a further responsibility to review every three years, how the College was meeting local needs in partnership with other bodies and make recommendations for improvements.

Members agreed the College should aim to submit the Accountability Statement by 31st May 2023. They noted that the statement would be based on EKC Group's statement produced as part of the pilot. A Task and Finish Group of Governors would meet on 18 April 2023 to review whether the College is meeting local need as well as the detail of the statement. They would also review how the Governing Body would monitor on a regular basis, how well the College was meeting stakeholder needs and reflecting those in curriculum development.

A final version of the Statement will be brought to the Governing Body meeting on 25 May 2023 for approval.

**Action: T&F Group**

Members thanked the Executive for the report.

## **7 Update from the Strategic Away Day – Paper SGB22/1715**

Simon Cook introduced the summary report of the day, and the high-level threads for future action, (which members felt it would be helpful to develop into a more detailed action plan) and reported back from further discussion at the Executive team's Away Day.

**Action: S Cook**

Members reflected on the day and expressed how it included helpful sessions and information about where the College was currently and where it was aspiring too. The carousels, this year presented by the Executive, had been especially helpful in getting everyone onto the same page. It was noted that the Executive presented carousels at a strategic level which was helpful to the Board. Members noted that there had been much discussion on the day about a clearer way of understanding what is meant by the 'journey to outstanding' and what it would look like when achieved, to enable the Board to hold the Principal/CEO and his team to account.

S Cook agreed and said that the executive team had felt that this was also something that needed to be better articulated for staff. The fundamental starting point of all Ofsted reports of outstanding colleges was that core performance across the board was consistently good and that this should be the starting point too on the journey to outstanding. Other initiatives needed to fit with this foundation of consistently good performance. Members agreed and noted the importance of not letting new ideas distract from, let alone conflict with the need to get core business consistently good. It was also suggested that where possible papers for agreement, at future meetings, should specify in what way they contributed towards this goal of everything being consistently good.

Members asked that Steve Hyland be thanked for producing the excellent report out from the strategy day.

**Action: S Cook**

*James Williams left the meeting.*

**8 Medway School of Arts Proposal – Paper (SGB22/1720c taken from the F&R Committee item)**

The paper set out the business case for investment into the Medway School of Arts and specifically for approval to proceed with a lease.

Jim Mawby introduced the paper and actions were agreed.

**SCRUTINY**

**9 Principal’s Report – Paper SGB22/1716**

Simon Cook Principal/CEO presented the report to members which include the following sections:

Data Report - The RAG ratings had been updated and some national data had been added from last year. Members were reminded the data is objective, but the RAG ratings are subjective and designed to give some perspective about what the numbers mean. Members discussed and accepted the data report.

Update on the recent key strategic stakeholder engagements including lobbying to help support the Ambition and Advocacy strand. Members discussed their advocacy roles and broadly agreed the approach to build on local lobbying but asked for further guidance on how they can help with this.

**Action: S Cook**

Summary of the latest key reforms and policy impacting the College. S Cook highlighted the need for Governor support in careers advice and SEND areas. Members with an interest or skills in this area were asked to contact the S&G Committee who are considering all the Link Governors.

**Action: All Governors**

Members also noted updates on the latest known impact of ONS reclassification and progress for each of the six Operational Plans including the Equality, Diversity & Inclusion and Digital Transformation Pillars which were not covered at the Strategic Away Day.

Governors thanked Simon and **accepted** the report.

**10 Safeguarding Update – Paper SGB22/1717**

In the absence of Safeguarding Lead Governor Marie Woolston, Jim Mawby was available to answer any questions on the report. Members noted the extra assurance given by the Safeguarding Lead in her note to Governors prior to the meeting. M Woolston also offered to make herself available for a drop-in session in April to answer any questions.

*Minutes approved and signed at the Governing Body meeting on 25 May 2023*

The report updated members on the following areas:

- Safeguarding & Welfare Report
- LADO referrals
- Prevent
- Social Services/Early Help
- External Safeguarding Audit – Update included as requested.
- Safeguarding Reporting System - Update
- Training
- Key Concerns
- Care Experienced
- Retention

Members noted the content of the report.

**11 Minutes of the Group Risk & Audit Committee Meeting held on 7 February 2023 - Paper SGB22/1718**

Chris Reynolds introduced the minutes and members noted the following points had been considered during the meeting:

- A closed session was held prior to the main Committee (confidential minutes) where no concerns were raised.
- The Strategic risk register had been presented and members specifically discussed at length the risks to both staff and students resulting from the cost-of-living crisis.
- A deep dive was presented by Jim Mawby regarding English and Maths.
- The Information Security report was presented with no major issues reported.
- An H&S update was presented. It was noted that the company who drafted the report, no longer provide consultancy to the College. This is now provided by Hawksafe who will be attending the next meeting.
- No completed internal audits were conducted. The Internal Auditors presented an update. The Committee requested that the scheduled of audits is discussed with Haines Watts and the College, so the reports do not all come to the Committee at the same time.

Governors **approved** the minutes.

**12 Quality, Teaching and Learning Committee (QTL) held on 7 March 2023 - Paper SGB22/1719**

In the absence of Chris Reeves, David Gagie asked members to approve the minutes and approve the recommended Terms of Reference.

Members noted the following were considered at the meeting:

- QTL members reviewed and amended the Terms of Reference, taking into account the number of new Governors joining the Board and Committee. Therefore, the membership has been increased and is **recommended** for approval.

*Minutes approved and signed at the Governing Body meeting on 25 May 2023*

- Executive Director for Student Experience C Hart provided an update on the Student Voice Conferences that took place on 31 January 2023 (Maidstone) and 2 February 2023 (Medway). She also explained the changes that have been made to the leadership structure of the Additional Learning Support (ALS) Team, why they were needed and set out the short-term priorities of the team and the long-term vision.
- Executive Director of Quality and Curriculum J Mawby provided an update on the Key Performance Indicators (KPIs). He updated the Committee on the Curriculum Strategy, highlighting aspects of curriculum development, curriculum improvement and curriculum growth.
- Education Pillar Action Plan – J Egan introduced the 2023 Education Plan (which incorporated (1) 2020 Education Plan; (2) 2022 Curriculum Strategy; (3) actions from the 2021/22 Quality Improvement Plan (QIP); and (4) 2022/23 KPIs) and provided an update on the seven goals, identifying specific opportunities and challenges for each.
- Safeguarding Update – included data on referrals, and enrolment/retention data for care experienced students, highlighted changes that have been made to staffing and the significant improvements made to the safeguarding reporting systems.
- Apprenticeships Update on 2022/23 recruitment and performance, highlighted a number of new, and ongoing challenges.
- Feedback from Governors' Informal Visits – six were reported.

Members **approved** the minutes and the terms of reference.

**13 Minutes of the Finance & Resources Committee Meetings held on 2 March 2023 and confidential minutes - Paper SGB22/1720.**

[This item was minuted as confidential for the published minutes.](#)

Alison Currie introduced the minutes of the Finance & Resources Committee.

**Recommendations for approval by the Governing Body – discussed under item 15:**

- Group Financial Regulations & Procedures 2023/24
- Procurement Policy 2023/24
- Staff Code of Conduct
- Transgender Equality Policy

Governors **approved** the minutes.

**14 Update from Chair of MidKent College Training Services Ltd (MKCTS) - Paper SGB22/1721**

Nick Baveystock introduced the update from the Chair of MKCTS Ltd. regarding the performance of MKCTS since the last meeting.

[Due to the commercial content, this item was minuted as Confidential.](#)

Governors **accepted** the report.

## 15 Policies for approval – Paper 1722a-e

Members had accessed to the policies via links and noted they had been scrutinised by the relevant Committee.

- a) Data Protection (GR&A) - **approved**
- b) Group Financial Regulations & Procedure 2023/24 (F&R) - **approved**
- c) Procurement Policy 2023/24 (F&R) - **approved**
- d) Staff Code of Conduct Policy (F&R) - **approved**
- e) Transgender Equality Policy (F&R) – link to be resent for approval

Members **approved** the above as noted, for publication.

**Action: Clerk/Policy Owners**

## GOVERNANCE

### 16 Minutes of the Search & Governance (S&G) Committee meeting held on 26 January 2023 and the Special meeting minutes 6 March 2023 - Paper SGB22/1723a.

Angela Woodhouse introduced the minutes of the Search and Governance Committee who had considered the following topics:

- Attendance for Governing Body and Committees in 2021/22 – it was noted that whilst the attendance is in line with the sector average, it could be improved.
- Link Governors – members agreed to review the current Link Governors in line with the Faculty changes and an email was sent seeking expressions of interest. The Committee will consider the replies at their next meeting in April 2023.
- Apprentice Governor Scheme – members are considering if this is required and will be followed up at their next meeting in April 2023.
- Governor Skills Audit - this was reviewed and will be revisited in light of the external review recommendations and issues identified at the Strategic Away Day.
- Update on new governors - it was noted that all inductions had been completed.
- Co-opted appointment – to strengthen the GR&A Committee membership the Committee recommended the co-opted appointment of Mike Prentis. The Governing Body **approved** this appointment. They noted M Prentis is the Investment Fund Governor but felt this did not cause any conflict at this time.
- DfE Governance Guidance Update – all action points were noted.
- Governor Training - consideration was given to the training delivered so far this year reflecting on attendance and feedback before the 2023/24 schedule is proposed.
- Student Governor Appointment - a second appointment had been sought and Erin Swain elected. The Governing Body **agreed** this appointment and welcomed Erin to the Board.
- Standing Orders Annual Review - the standing orders were reviewed and updated following changes in practice. Standing orders are a set of rules used to guide the work of the Board and its committees, they set out procedure rules and practice. These are **recommended** for approval.
- External Governance Review next steps – a Special S&G Committee meeting was held on 6 March 2023 to discuss the outcome of the External Governance Review and agree the action plan.

**Recommendations for approval by the Governing Body:**

- Amendments to Standing Orders

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

**17 Any Other Business**

Members were reminded that a What's on Guide had been circulated and to inform the Clerk if they wish to attend any of the events listed. The guide is live and will be re-circulated as a reminder monthly. Members thanked C Hare for producing the guide.

The Chair reminded members that at the next meeting the calendar of meetings for 2023/24 will be presented. If there are dates that members cannot attend, they need to inform the Clerk. Once the dates are agreed, members are asked to avoid, where possible, clashes within their diaries.

**18 Date of Next Meeting**

The next meeting will be held on Thursday 25 May 2023 at 17.00hrs in the Skill Factory at the Maidstone Campus.

**19 Next Training Session**

The next bespoke training session on Data Protection is being held on Wednesday 29 March 2023 on Teams. All members are encouraged to attend and reminded that all training has to be reported in the Annual Financial Statements.

**20 Review and Impact of the meeting**

Members agreed that at the next meeting for this item they will reflect on whether they feel more informed than before the meeting and consider three strengths and three improvements for the College.

The observers thanked the Board for the invitation to attend the meeting which they found interesting and helpful to hear other perspectives.

The meeting closed at 19.59.