



MidKent College

GOVERNING BODY

Minutes of the meeting of the Governing Body held on Thursday 13 July 2023 at 17.00hrs in Corporate Room A&B at Medway.

Present: (95 attendance)

Mr M Cook	Chair	Mr M Gillespie	Remote	Mrs L Snedden	Staff Governor
Mr M Abdel-Maguid		Miss B Jossi	Staff Governor	Ms E Swain	Student Governor
Mr N Baveystock	MKCTS Chair	Ms A Orhiere	Remote	Mr J Williams	
Mr A Cole	Remote	Mrs M Quadri		Mrs A Woodhouse	
Mr S Cook	Principal CEO	Mr C Reeves		Mrs M Woolston	
Ms A Currie		Mr C Reynolds	Remote		
Mrs J Dyakova		Mr J Stratford	Student Governor		

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
Observers	
Mrs C Brown	Curriculum Director
Mrs H Henderson	Curriculum Director

1 Declaration of Interests

All members' interests are numbered and referenced on the Declaration of Interest and available from the Clerk.

2 Apologies for Absence

Apologies for absence were received from Mr D Gagie.

The Chair welcomed Observers to the meeting.

3 Minutes of the Meeting held on 25 May 2023 - Paper SGB22/1737

The Minutes of the Meeting held on 25 May 2023 were accepted as a true record and signed by the Chair.

4 Matters Arising Document – Paper SGB22/1738

All the outstanding matters were either actioned, completed or on the agenda.

STRATEGY

5 Group Budget 2023/24 – Paper SGB22/1739

Alison Currie introduced the item. Members noted that the Finance and Resources (F&R) Committee had reviewed the budget but requested further clarity in the presentation to the Board, so had not formally recommended the Budget for approval. She explained that this further clarity has been provided in the additional Governing Body papers. She stated that as Chair of the F&R Committee, she was now comfortable in recommending the budget for approval as were other F&R members. She also confirmed that the MKCTS budget had been separately approved by the MKCTS Board and they are confident the budget delivers the required gift aid and other payments to the Group throughout the next 3 year period. She confirmed that F&R Committee will review performance against the budget robustly from early in the new academic year.

Martin Peat guided members through the high-level presentation which was included with the Board papers.

Members sought and received assurance on a number of points:

- The robustness of growth projections: it was confirmed by Chris Reeves, Chair of QTL, that these had been scrutinised carefully in QTL Committee and that they were the culmination of a thorough bottom-up planning process and executive review. It was further confirmed that data included in the Principal's report on retention and enrolment were consistent with the growth projections so far. There would be close scrutiny by the Executive, as usual, to ensure that projections remained on track and a number of actions had been identified (and included on the Board papers) which would be considered and triggered if indicators turned red. Both QTL and &R Committee would be kept fully informed of the position if it changed materially from the Budget as early as possible and would also have the opportunity early in the next academic year to scrutinise the position. It was also confirmed that in the short term, because of the lagged funding model, if growth in 16 to 18 provision did not materialise, the cash deficit position would, ironically, be less challenging;
 - Student Governors sought and received assurance that any remedial measures that might
- Approved by the Governing Body on 19 October 2023*

have to be taken would be prioritised in such a way as to minimise the impact on student welfare and experience and on staff and in particular the investment in improving ALS provision would be maintained if at all possible;

- The investments being made could be considered as being financed from the investment fund or earmarked reserves and thus liquidity would not be unduly challenged if the budgeted growth plans did not materialise fully;
- The budget had been produced as a base or realistic case and not as a best case and potential upsides were balanced by potential downsides. For example, the natural yield from the funds under Charles Stanley management, had not been included in the base case but represented a £500k upside in itself;
- Accurate funding depended on accurate record keeping on student numbers and it was confirmed that recent recommendations from internal audit for improving student record keeping would be implemented
- The budget had been produced according to the existing and historic mandate from the Board that the College should operate on a operational break even or cash basis over the medium term. The Budget was more challenging this year because the cash deficit was larger this coming year than had been budgeted for in previous years. Members thought this was reasonable given that it was driven largely by valuable and welcome investments although they recognised the risk inherent in this and the need to keep the deficit position under tight control. Whether the mandate should be adjusted to reducing the full deficit to zero was deferred to the first F&R Committee meeting for next year although it was noted that this could produce a damaging squeeze on key services central to the College's mission and/or continue to build reserves still further.
- It was clarified that the strategic risk register would be adjusted in the light of the discussion and also reflecting the potential threat to reserves that were not earmarked for particular purposes consequent upon ONS reclassification of Colleges as public sector bodies.

Action: S Cook

Members noted that getting the right balance between encouraging investment in growth, improving forecasting and visibility and maintain tight cost control was extremely difficult and they commended the work the Executive have already done and continue to do on this. They welcomed the investments set out in the budget and looked forward to seeing further opportunities including, like the sustainability programme, those that would transform our cost base positively. Whilst they recognised the degree of risk involved and the need to work closely with the Executive to understand this fully and all that was being done to manage this, they were confident in the Executives ability to do this.

Members **agreed** the Budget for 2023/24.

Mark Gillespie left the meeting.

SCRUTINY

6 Principal's Report – Paper SGB22/1740

Simon Cook Principal/CEO presented his report to members who noted and discussed the following:

There were very few changes in the Data Report since last presented, but members noted some updates on applications, where some areas were currently above allocation and some below, plus Student feedback noting that Student Voice had been strengthened in year and more improvements are planned for 2023/24 to further support participation by students in specific groups.

S Cook reflected on the achievements of the year. Members congratulated the College on some solid achievements in what had been a very challenging year. They noted the positive data from the staff survey but also noted the challenges in the labour market and recruitment for some areas, alongside the various mitigations in place. Governors who had attended the recent staff focus day commented on an excellent and positive event.

Members requested speedy information over the summer regarding results, so they were up-to-date and well informed of the good news stories. J Mawby explained the process of validating results which can lead to a delay but agreed to give as much information as possible.

Action: J Mawby

C Hare updated members on the Local Skills Improvement Fund (LSIF) bid which the College is leading on in partnership with MKCTS. This will allow FE providers to respond to the priorities in the Local Skills Improvement Plan (LSIP) and build on the Strategic Development Fund (SDF) projects. The bid will be submitted in September 2023 and members looked forward to an update in due course. Members thanked C Hare for his report and commended his long standing and ongoing contribution to the LSIP agenda and building exceptional relationships with local employers and partners.

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

7 Safeguarding Update – Paper SGB22/1741

Marie Woolston updated members on the current position:

- DfE document Keeping Children Safe in Education (KCSiE) is ready for implementation in September 2023. A designated Governor will be required, and S&G will action.
- Action: S&G**
- Positive Student Voice feedback and the proactive and preventive response.
 - Updates on predicted numbers of Care Experienced Students for 2023/24 and transition.
 - A Welfare Officer has been recruited.
 - Moving to curriculum-based support with significant benefits to students. Members were

assured that if this approach was not suitable it could easily be recentralised. Members requested this is added to the operational risk register.

Action: C Hart

- End of year LADO update showed three open, one closing and one reported external.
- High number of referrals – the College is responding in a timely and appropriate manner. Members noted the increase could also be attributed to an raised awareness of the service amongst students.
- Improved robust system for reporting and monitoring referrals.

Governors were reminded that the Safeguarding and Prevent training scheduled for October is being presented by an external visitor and it is mandatory for all Governors to attend.

Members thanked M Woolston for the update and her continued commitment to the position of Safeguarding Lead Governor.

8 Draft Local need statement – Paper SGB22/1742 (taken as part of the Strategic section of the agenda)

Jim Mawby presented the item to Members which summarised the in-depth review conducted by the Task & Finish Group of Governors and Executive to assess the College’s curriculum design and strategy in meeting local need, in line with the Board’s new duty.

He highlighted that a comprehensive review process had taken place through business planning which identified local need and the faculty responsiveness to this, plus the need identified by key external stakeholders.

Members felt the document was clear and concise and would be a useful reference for Governors and staff as we continued to develop our College narrative. It was agreed it should be turned into a professionally published, hard copy document as well as published on the web.

Action: J Mawby

Members **agreed** the statement for the Chair to sign and for publication on the College website and asked J Mawby to action.

Action: J Mawby

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

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

[The item was minuted as confidential due to the content.](#)

New Governors will not have had an opportunity to see the business in operation at the RSME. Governors who wanted a tour of the RSME are welcome and should contact the Clerk to arrange.

Action: Governors

Governors **accepted** the report.

10 Quality, Teaching and Learning Committee (QTL) - Paper SGB22/1744

Chris Reeves introduced the minutes of the QTL Committee.

- Student Experience – Christina Hart had updated members on the recent Student Voice Forum and planned improvements for next year and the improvements in ALS including funding review and budget.
- KPIs – members discussed the latest KPIs and targets including attendance data and predicted grades.
- Business planning – J Mawby updated the Committee on the process for full time courses and a breakdown of predicted student numbers including growth. They discussed and challenged the element of risk and mitigation.
- Self-assessment and Quality Improvement plan (QIP) – the Committee reflected on the academic year and reviewed their QIP which the Chair then amended outside the meeting. This is recommended for **approval**.
- Feedback for Governor Visits – five were reported. Although members noted that there has been more Governor engagement with the College than this which needed to be captured formally.

Recommendations for approval by the Governing Body:

- QTL – Self-assessment and Improvement plan (SAR/QIP) for **approval**.

Members **accepted** the minutes and **approved** the recommendation of the Committee.

11 Minutes of the Group Risk & Audit Committee Meeting held on 13 June 2023 and Closes session - Paper SGB22/1745(a)

Chris Reynolds introduced the minutes and highlighted the following points:

- Lee Glover from Validera (internal auditors previously Haines Watts) gave a presentation on risk appetite based on the questionnaire sent to Governors at the beginning of the academic year. After some discussion, it was decided to rerun this exercise due to the number of new Governors on the Board. This will be completed in August 2023 with all Governors being asked to complete the questionnaire with the results reported to the next GR&A Committee and an update to the Governing Body in October 2023.

Action: Validera/All Governors

- The Principal presented the Strategic Risks which reflected a major change with the introduction of risks relating to the Medway School of Arts
- The Committee also held the annual review of the full operational register.
- The Committee received the annual updated of the MKCTS risk register.
- The Information Security update was given together with the annual report.
- The H&S policy was agreed for **recommended** to the Governing Body for approval under item 13.
- Validera presented the results of five internal audits and a follow up report.
- The External Auditors (Mazars) presented their planning strategy which was agreed.
- The GR&A self-assessment & improvement plan together with the terms of reference were reviewed and agreed and are **recommend** to the Governing Body for approval.

Recommendations for approval by the Governing Body:

- GR&A Self-assessment and Improvement plan (SAR/QIP) for **approval**
- Terms of reference for **approval**.

Governors **accepted** the minutes and **approved** the recommendations of the Committee.

12 Minutes of the Finance & Resources Committee Meetings held on 27 June 2023 and confidential minutes - Paper SGB22/1746.

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

These were minuted as confidential due to the content.

Recommendations for approval by the Governing Body:

- F&R Self-assessment and Improvement plan (SAR/QIP) 2023/34 for **approval**.
- Terms of reference – for **approval**.

Governors **accepted** the minutes and **approved** the recommendations of the Committee.

13 Policies for approval:

SGB22/1747 – Governor Link and GIV Procedure
SGB22/1748 – Health & Safety Policy

Members noted that the above have been review, scrutinised and were recommended by the relevant Committee. The Governing Body **approved** for publication.

Action: Clerk

GOVERNANCE

14 Minutes of the Search & Governance Committee meeting held on 6 June 2023 - Paper SGB22/17549

Angela Woodhouse introduced the minutes of the Search and Governance Committee (S&G) meeting held on 6 June 2023. The Committee considered:

- The Training and Development for 2023/24 was discussed and it was agreeing to add Challenging Questioning and SEND training to the annual programme with Finance and GDPR becoming biannual topics.
- Succession Planning in light of upcoming membership changes.
- Revising the Link Governor/GIV procedure to ensure it was up to date and there was clarity on purpose and approach to College visits, which was recommended for approval under item 13.
- Governor engagement was raised as a concern and A Woodhouse will be contacting all Governors to discuss.
- The valuable contribution made by Chris Reeves to the Search and Governance Committee in light of his departure from the Committee at the end of the academic year.
- Scheme of delegation was discussed, and it was agreed that this is not currently required.
- Application for renewal of the remuneration of the Chair.

- The S&G Committee agree to use the External Review action plan approved by the Governing Body, as their improvement plan for 2023/24.

Recommendations for approval by the Governing Body:

- Annual Report of the Search and Governance Committee (S&G) for **approval**.
- Terms of reference for **approval**.
- Approve a second term of office for Nick Baveystock for **approval**.

Members **accepted** the minutes and **approved** the recommendations of the Committee.

15 Annual Reporting of the College Seal Log – Paper SGB22/1750

The Clerk reminded members that the Seal is used in accordance with the Governing Body's Standing Orders section 19 and clause 20 of the current Instrument and Articles, to authenticate documentation and provide accountability of the Corporation. The log of its use has to be reported annually to the Board.

Members **noted** the following use of the Seal since last reported:

- 22 August 2022 – Deed of Guarantee between the Secretary of State and MKC re Institute of Technology – signed by M Peat and S Cook.
- 6 September 2022 – JCT Minor works building contract groundworks and drainage – Skills Factory – signed by M Cook and S Cook.

16 Annual Cycle of Business – Paper SGB22/1751

The paper presented the proposed annual Cycle of Business for the Governing Body for 2023/24 and gave the Board assurance that they are fulfilling their duties and helps to shape agendas.

It was noted that the cycle had been updated to reflect any changes in duty and was **agreed** by the Board.

Ade Orhiere left the meeting.

17 Any Other Business

Members were reminded to complete and return the forms recently requested by the Clerk.

Action: Governors

The Chair thanked the Student Governors for their contributions during their term and wished them well for the future.

18 Date of Next Meeting

The next meeting would be held at the College's Maidstone Campus (TBC) on **Thursday 19 October 2023 at 17.00hrs**

19 Governor Training

The next training session for Governors is Safeguarding and Prevent and is scheduled for 10 October 2023. This will be presented by an external trainer. Governors were reminded that this training is mandatory.

20 Review of the meeting

The Observers thanked the Board for the opportunity to attend and found it very useful.

Members thanked the Exec and their teams, for the papers. The Chair reflected that the Board had collectively supported and challenged the Exec during the year with time allocated appropriately to strategic items. He thanked colleagues for their continued support and looked forward to working with them in 2023/24.

The Chair, Staff and students left the meeting.

Confidential Items

21 Evaluation of the Chair 2022/23

Chris Reeves, Senior Independent Governor (SIG) reported on the process he had taken to evaluate the Chair of the Governing Body.

This item was minuted as confidential due to its contents.

22 Update from S&G Committee

Angela Woodhouse informed members the solicitors have confirmed that the remuneration of the Chair remains in place for the duration their term of office including a second term but is assigned to the individual, Martin Cook.

The meeting closed at 20.21.