



Corporation Board Meeting 2

PART 1 MINUTES – NON-CONFIDENTIAL PUBLIC RECORD

**Board Minutes of meeting held on 3 December 2020 at 17.30hrs
Via ZOOM Video Conference**

Present

Mr T Biring	External Governor
Mr C Byrnes	Student Governor
Ms M Chandler	External Governor
Ms N Franks	Staff Governor
Mr D Gleed	Chief Executive
Mr J Gurney	External Governor
Mrs D Halpern-Matthews	External Governor
Mr P Hatton	External Governor
Mr A Lewsley	External Governor – Chair of Corporation
Dr R Longman	External Governor
Miss L Nicholls	Student Governor
Mr K Norman	External Governor
Mr S Matthews	External Governor
Mr D Martin	External Governor
Mr C Manley	Staff Governor – Observer
Mr N Smith	Staff Governor

In Attendance

Mr L Jenkins	Deputy Chief Executive
Ms R Hughes	Deputy Executive Principal -Teaching, Learning & Improvement
Mr M Andrews	Deputy Executive Principal - Strategy and Development
Mrs Y Hughes	Clerk to the Corporation
Mr M Lynwood	Property Consultant

Minute no	Agenda Item	Action By
406	Opening of Meeting and Apologies for Absence	
	<p>The Chair of Corporation opened the meeting at 17.30hrs.</p> <p>The Board were provided with the proposed protocols for the meeting which were accepted. It was noted that all governors accepted the reasons for the meeting being conducted via video conference.</p> <p>Apologies</p> <p>Noted that Mrs Halpern-Matthews would be late joining the meeting.</p> <p>It was noted for the record that the meeting was quorate</p>	

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407	Formal Appointment of new Corporation Board Members	
	<p>The Board received the pre-circulated report in which recommendations were made for the formal appointment of the following governors.</p> <p><i>The Board considered and formally approved the recommendations to appoint:</i></p> <p><i>Mrs Maria Chandler – External Governor</i></p> <p><i>Formally appointed for a four-year term of office with the effect from 3 December 2020. Mrs Chandler was also appointed to the Audit Committee.</i></p> <p><i>Miss Lucy Nicholls – Student Governor – Dartford/Gravesend</i></p> <p><i>Mr Charlie Byrnes – Student Governor – Dartford/Gravesend</i></p> <p><i>The Board formally appointed Miss Nicholls and Mr Byrnes as Student Governors for a 1-year term of office effective as of the 3 December 2020.</i></p> <p><i>Mr Nicholas Smith – Staff Governor – West Kent College/Hadlow</i></p> <p><i>The Board formally approved the appointment of Mr Smith as a Staff Governor for a four-year term office effective as of 3 December 2020.</i></p> <p><i>Mr Chris Manley – Staff Governor – Dartford/Gravesend</i></p> <p><i>The Board formally approved the appointment of Mr Manley as a Staff Governor for a four-year term of office effective as of the 1st February 2021 when Ms Franks reached the end of her term of office. For the record Mr Manley was attending the meeting as an observer.</i></p> <p><i>The new governors were formally introduced to the Board and Senior Leadership Team and welcomed to the North Kent College Corporation Board.</i></p> <p><i>It was noted that Governor Mentor's had been assigned to each of the new governors as follows:</i></p> <p><i>Maria Chandler – Keith Norman</i></p> <p><i>Lucy Nicolls – Jon Gurney</i></p> <p><i>Charlie Byrnes – David Martin</i></p> <p><i>Nicholas Smith – David Martin</i></p> <p><i>Chris Manley – Nikki Franks</i></p>	

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408	Declarations of Interest	
	<p>There were no other additional declarations of interests recorded other than those already held on the register.</p> <p><i>The Board formally noted the interests declared by Ms Franks.</i></p>	
409	Corporation Board Minutes	
	<p>The Corporation Board formally approved the Public and Confidential Board minutes of the meetings held as follows:</p> <p>Part 1 & Part 2 Confidential Minutes of the last Corporation Board Meeting held 6th October 2020.</p> <p><i>Formally approved.</i></p> <p><i>The Board formally approved the Corporation Board minutes as listed above. Chair of Corporation to sign off the hard copies of the minutes.</i></p>	
410	Board and Committee - Actions Register to December 2020	
	<p>The Board received the updated outstanding actions register up to December 2020.</p> <p><i>The Board received and accepted the actions register as circulated.</i></p>	
411	<p>Confidential Part 2 – Commercially Sensitive</p> <p>New Build Dartford</p> <p>Greater Building Fund</p>	
18.54hrs	Mr Lynwood excused from the meeting	
412	Chief Executive Officer's – verbal update	
	<ul style="list-style-type: none"> • Restructure <p>The CEO gave a verbal update on the outcome of the current restructuring exercise in which 90 members of staff had been put at risk in November of which 34 had been appointed to new roles or were no longer at risk.</p> <p>There had also been one compulsory redundancy, another going through consultation and the remainder had taken voluntary redundancy.</p> <p>The Board were advised that a further detailed report would be presented in January 2021.</p> <p>Mrs Halpern-Matthews asked about the staffing matter she had queried with the CEO and it was explained that the matter had now been resolved.</p> <ul style="list-style-type: none"> • Ofsted <p>Ofsted visited the College on the 27 November 2020 and the Deputy Executive Principal -Teaching, Learning & Improvement was the Lead Nominee for the inspection which was a short monitoring visit. It was</p>	

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	<p>reported that the meetings held with staff and students had been positive and additional details were provided.</p> <p>Deputy Executive Principal -Teaching, Learning & Improvement advised that this was not a graded inspection, but it was clear that Ofsted thought the College had worked well during the Covid-19 pandemic so altogether a positive outcome.</p> <p>It was agreed that the draft report would be circulated to governors when available. The Deputy Executive Principal - Strategy and Development encouraged governors to read the feedback notes which were very detailed and useful.</p> <p>Action</p> <p>Deputy Executive Principal -Teaching, Learning & Improvement to share her confidential notes on the feedback meeting held with Ofsted.</p> <p>Governors formally thanked the Deputy Executive Principal -Teaching, Learning & Improvement and all the staff involved with the Ofsted visit.</p> <ul style="list-style-type: none"> • Finance Director <p>The Board were informed that the new Finance Director had now been appointed on a full-time contract and had started on the 1 December 2020. Governors asked what her designated roles would be, and it was explained by the Deputy Chief Executive that she would be overseeing the three finance departments at Dartford, Gravesend and Hadlow and would be based at the Hadlow College site.</p> <p>The Deputy Chief Executive added for governor's information that the administration process with BDO was still ongoing due to the complexities of the transaction.</p> <p>Received</p> <p><i>The Board received the verbal update on the above matters.</i></p>	
	<p>North Kent College End of Year Financial Statements for Year Ended 31 July 2020</p>	
413	<p>Letter of Representation – Buzzacott</p> <p>The Deputy Chief Executive presented the draft Letter of Representation which had been reviewed by the Audit Committee.</p> <p>Approved</p> <p><i>The Board formally approved the Draft Letter of Representation. Chair of Corporation to sign the master copy.</i></p>	
414	<p>North Kent College Financial Statements for the Year Ended 31 July 2020</p>	
	<p>The Deputy Chief Executive presented the End of Year Financial Statements which had been reviewed by the Audit Committee. He advised that the report was compiled using the Casterbridge format as this was a national requirement for all FE Colleges.</p>	

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	<p>The Deputy Chief Executive referred to Page 23 which reflected the operating surplus results for the year. It was noted that the College had made a £303k operating surplus and was in line with the year-end forecast presented to the Board in June 2020.</p> <p>Further explanations were provided on the Local Government Pension Scheme on page 32 of the report which was noted by the Board.</p> <p>Action</p> <p><i>It was requested that the address for the College solicitors, Thomson Snell & Passmore be amended as this was incorrect.</i></p> <p><i>Formally approved.</i></p> <p><i>The Board having reviewed the End of Year Financial Statements for the Year Ended 31 July 2020 formally approved the report as recommended by the Audit Committee.</i></p> <p><i>Chair of Corporation and Chief Accounting Officer to sign off the accounts.</i></p>	Lawrence Jenkins
415	North Kent College Business Services – Dormant Account	
	<p>Noted that North Kent College Business Services was a non-trading subsidiary as detailed in the executive summary.</p> <p>Approved</p> <p><i>The Board formally agreed to submit a Dormant Declaration to Companies House as proposed.</i></p>	
19.18hrs	Dr Longman excused from the meeting	
416	FSA Post Audit Management Report	
	<p>The Deputy Chief Executive presented the FSA Post Audit Management Report highlighting the key audit findings which had been considered and reviewed by the Audit Committee.</p> <p>Chair of Audit confirmed that the Audit Committee were content with the Post Audit Management Report and made formal recommendation for the report to be approved.</p> <p>Approved</p> <p><i>The Board formally approved the Post Audit Management Report for the Year ended 31 July 2020 as recommended by the Audit Committee.</i></p>	
417	Regularity Self-Assessment Questionnaire	
	<p>The Deputy Chief Executive presented the Regularity Self-Assessment Questionnaire that had been completed as part of the audit process and explained that it was a requirement for the College to have a regularity assurance report. An updated checklist was provided as part of the Post-16 Audit Code of Practice 2019 to 2020 and had been reproduced in this self-assessment document.</p> <p>Approved</p>	

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	<i>The Board approved the Regularity Self-Assessment Questionnaire.</i>	
418	Fraud Assessment	
	The Board received and accepted the Fraud Assessment Questionnaire.	
419	Confidential Part 2 - Monthly Management Accounts – October 2020	
420	Audit Committee Minutes of the meeting held 12 November 2020	
	Mr Norman, Chair of Audit presented the Draft Audit Committee Minutes of the meeting held on the 12 November 2020 and highlighted the key items of business conducted. Received The Board received the Audit Committee minutes of 12 November 2020.	
421	Annual Audit Committee Report to the Corporation Board and CEO as Chief Accounting Officer for the Year Ended 31 July 2020 and Audit Committee Terms of Reference – reviewed November 2020	
	Approved <i>The Board formally approved the Annual Audit Committee Report to the Board and CEO as Chief Accounting Officer. Chair of Audit Committee to sign off the master copy.</i> <i>The Board formally approved the updated Audit Committee Terms of Reference.</i>	
	Internal Audit Services – Scrutton Bland	
422	Approved - Scrutton Bland - Internal Audit Annual Report 2019/20 Approved - Scrutton Bland – Internal Audit Strategic Plan	
423	Policies	
	a) Whistle Blowing Policy Approved The Board formally approved the updated and reviewed Whistle Blowing Policy as recommended by the Audit Committee. b) Gifts & Hospitalities Policy Approved The Board formally approved the Gifts & Hospitalities Policy as recommended by the Audit Committee.	
424	Search, Governance & Remuneration Committee Draft Minutes of the Meeting held 12 November 2020	
	Mr Martin Chair of the Search, Governance & Remuneration Committee presented the draft minutes of the meeting held on the 12 November 2020	

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	and it was explained that the items for formal approval would be presented at the next Board meeting.	
425	Date and Time of the Next Meeting	
	<p>The next meeting of the Corporation Board Thursday 21 January 2021 at 5.30pm Governor Strategy Day to take place on 25th February 2021 at 1.30pm.</p> <p>The meeting closed at 20.02hrs.</p> <p>MINUTES AGREED AS BEING A TRUE AND ACCURATE RECORD</p> <p>SIGNED _____ DATE _____</p>	