



Corporation Board Meeting 5

PART 1 MINUTES – NON-CONFIDENTIAL PUBLIC RECORD

Board Minutes of meeting held 9 December 2021 at 17.30hrs TEAMS MEETING

Present

Mr K Norman	Chair of Corporation
Mr T Biring	External Governor
Mrs S Davies	External Governor
Mr D Gleed	Chief Executive Officer/Executive Principal
Mrs M Chandler	External Governor
Mr J Gurney	External Governor
Mrs S Henwood	External Governor
Mr L Jones	External Governor
Miss M Sahota	External Governor
Dr R Longman	External Governor
Mr S Matthews	External Governor
Mr D Martin	External Governor
Dr S Hubble	External Governor – as of 9.12.2021
Mr C Manley	Staff Governor
Mr N Smith	Staff Governor
Ms J Williams	Student Governor – as of 9.12.2021
Mr J Wilcox	Student Governor – as of 9.12.2021

In Attendance

Mr L Jenkins	Deputy Chief Executive
Ms R Hughes	Deputy Executive Principal -Teaching, Learning & Improvement
Mrs Y Hughes	Clerk & Governance Advisor to the Corporation
Mr M Andrews	Deputy Executive Principal - Strategy and Development
Ms S Blakemore	Financial Statement Auditor – Buzzacott

Minute no	Agenda Item	Action By
563	Opening of Meeting and Apologies for Absence	
	<p>The Chair of Corporation opened the meeting at 17.30hrs by welcoming all present.</p> <p>Apologies</p> <p>All members were present for the meeting.</p>	

Minute no	Agenda Item	Action By
564	Corporation Board Appointments	
	<p>The Chair of Corporation referred to the supporting documentation in which recommendation was being made by the Search, Governance & Remuneration Committee for the formal appointment of 3 new members. The Chair explained that due to the extensive business on the agenda for the meeting that he would revert to conduct formal introductions of the new governors once the Financial Statement Auditors had presented their Management Report within the agenda.</p> <p><i>Formally approved by the Board</i> <i>Dr Sue Hubble – formally appointed for a 4-year term of office as an external Corporation Board member with effect from 9 December 2021.</i> <i>Ms Jackie Williams – formally appointed for a 1-year term of office as a Student Governor (Hadlow/Tonbridge College) with effect from the 9 December 2021.</i> <i>Mr Jonathan Wilcox – formally appointed for a 1-year term of office as of 9 December 2021</i></p>	
565	Declarations of Interest	
	There were no new or other additional declarations of interests recorded other than those already held on the register.	
566	Brought Forward/ Post Audit Management Report – Buzzacott for the Year Ended 31 July 2021	
	<p>Ms Shachi Blakemore of Buzzacott being the College Financial Statement Auditors was introduced to the Board and it was explained that in line with the Post 16 Audit Code of Practice that the FSA were attending the Board meeting to present the Post Audit Management Report and respond to any queries or concerns raised by the Board.</p> <p>Ms Blakemore presented the Post Audit Management Report for the Year Ended 31 July 2021 stating that the Audit Committee had received the report in detail and reviewed the document extensively and would therefore refer to the key points adding that there were no irregularities to bring to the Boards attention and that it had been a clean audit opinion.</p> <p>Ms Blakemore explained that the matter in relation to the Net Assets acquired through the acquisition of Hadlow and West Kent & Ashford College in the Education Administration and provided a detail explanation as to how this was reflected in the North Kent College – End of Year Financial Statements. The Deputy Chief Executive added that it had been a difficult and challenging year with post acquisition to accurately reflect the impact of the take over in the preparation of the end of year financial statements.</p> <p>The Chair of Corporation commended the work that had gone into the preparation of the accounts and that the report was clear and adequately explained the position of the College in respect of the takeover.</p> <p>Redacted Section of this minute included in Part 2 Confidential minutes.</p>	

Minute no	Agenda Item	Action By
	<p><i>Formally approved</i> <i>The Corporation Board having received the Post Audit Management Report for the Year Ended 31 July 2021 formally approved the document as recommended by the Audit Committee.</i></p> <p><i>Ms Blakemore was thanked for attending the Board meeting to present the report.</i></p>	
17.45hrs	Ms Blakemore excused from the meeting.	
567	Corporation Board Minutes – 18 November 2021	
	<p>The Corporation Board received the pre-circulated minutes of the meeting held on the 18 November 2021.</p> <p><i>Formally approved.</i></p> <p><i>The Board formally approved the Part 1 Corporation Board minutes of the meeting held on the 18 November 2021.</i></p> <p><i>The Board formally approved the Part 2 Confidential Minutes of the meeting held 18 November 2021.</i></p> <p><i>Chair of Corporation to sign off the hard copies of the minutes.</i></p>	
568	Board and Committee - Actions Register to December 2021	
	<p>The Board received the updated outstanding actions register up to December 2021</p> <p><i>The Board received and accepted the actions register as circulated.</i></p>	
569	Chief Executive Report – December 2021	
	<p>The Chief Executive explained that his December report consisted of an update against the Strategic Implementation Plan and explained that the document provided the first review of the Strategic Plan charting progress over the current Term. It was noted that most items were in progress (highlighted in yellow), one was running behind target (highlighted in orange) a small number were complete (highlighted in green) and a few had not yet started (highlighted in blue).</p> <p>The Board were advised that they would receive termly updates on the progress being made within the Strategic Implementation Plan. The Chair of Corporation added that the College Strategic Plan as approved by the Board in July 2021 was available on the iBabs governance portal.</p> <p>Dr Longman referred to Item 2.2 – Development of current staff to move into more senior internal roles in the future and explained his reservations around this objective stating that this may prohibit and could potentially deter external candidates. The Chief Executive explained that if a vacancy arose and there were suitably qualified and experienced candidates internally then the College would not advertise the post externally, but should this not be the case then the College would go out to advertise. Dr Longman went onto question the success criteria for this objective but accepted that it had been set and agreed by the Board in July 2021. The Chief Executive provided further explanations and details about the refreshment of staff and internal progression opportunities across the four colleges.</p>	

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	<p>The Chair of Corporation accepted Dr Longman's point in relation to the success criteria for objective 2.2 and stated that it may be useful to review the matter but accepted the points raised by the Deputy Executive Principal - Strategy and Development around the intent against success criteria.</p> <p>Action</p> <p>Governors requested that a glossary of FE abbreviations be provided.</p> <p>Accepted</p> <p>The Board accepted the update on the Strategic Implementation Plan to December 2021.</p>	Clerk
570	<p>Annual Audit Committee Report to the Corporation Board and CEO as Chief Accounting Officer for the Year Ended 31 July 2021</p>	
	<p>Mr Gurney presented the Annual Audit Committee Report to the Corporation Board and CEO as Chief Accounting Officer which covered the work of the Audit Committee for the Year Ended 31 July 2021.</p> <p>Mr Gurney went through the report confirming that it was the opinion of the Audit Committee that during the period from 1 August 2020 to 31 July 2021 that the overall adequacy and effectiveness of the College's framework of governance, corporation's assurance arrangements, assurance over subcontracting, framework of governance, risk management and control processes for the effective and efficient use of resources, solvency, and the safeguarding of assets are materially sound and effective.</p> <p>There are no significant matters to draw to the Corporation's attention.</p> <p>The Audit Committee were pleased to note that the College's Internal Auditors, Financial Statements Auditors and Regularity Auditors were, in every instance, satisfied with the management responses to their observations.</p> <p>Mr Gurney formally thanked Mr Matthews for chairing the last Audit Committee and for the valued input of the governors in attendance at that meeting.</p> <p>The Chair of Corporation who had attended the Audit Committee meeting as an observer explained that the Internal Audit Services – Scrutton Bland had commented that it was a very comprehensive report covering all aspects of the business and responsibilities of the Audit Committee over the said period.</p> <p>Formally approved</p> <p>The Corporation Board formally approved the Annual Audit Committee Report to the Board and CEO as Chief Accounting Officer for the Year Ended 31 July 2021.</p> <p>Mr Gurney – Chair of Audit Committee to sign the master copy for submission to the ESFA by 31.12.201.</p>	

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571	Letter of Representation - Buzzacott	
	<p>The Deputy Chief Executive presented the Letter of Representation to Buzzacott for the year ended 31 July 2021. It was noted that the letter was in the standard sector format as drafted by the FSA.</p> <p>The Board were asked to formally confirm that the content of the letter as presented as indeed true and accurate.</p> <p>Formally approved The Corporation Board formally approved the Letter of Representation to Buzzacott for the Year ended 31 July 2021. Chair of Corporation to sign the master copy.</p>	
572	Letter of Engagement – Teachers Pension Agency - Buzzacott	
	<p><i>Formally approved</i> <i>The Corporation Board formally approved the Letter of Engagement with Buzzacott who had undertaken the Teachers Pensions Agency Audit.</i> <i>Chair of Corporation to sign the master copy.</i></p>	
573	Post Audit Management Report – Buzzacott – approved under Minute 566	
574	Regularity Audit Report for Year Ended 31.7.2021	
	<p><i>Formally approved</i> <i>The Corporation Board formally approved the North Kent College Regularity Audit for the Year Ended 31 July 2021.</i></p>	
575	North Kent College Members Report & Financial Statement Report for the Year Ended 31 July 2021	
	<p>The Deputy Chief Executive presented the Draft North Kent College Members Report and Financial Statements for the Year Ended 31 July 2021 explaining that an updated version had been circulated via iBabs to include the amendments requested by Board members.</p> <p>The Deputy Chief Executive went through the document and referred specifically to Page 24 of the financial statements and explained that the additional column had been included in the Statement of Comprehensive Income for the year ended 31.7.2021 to reflect the impact of the Hadlow and Tonbridge College takeover. It was noted for the record that the Audit Committee had also reviewed the report in detail and were in support of the inclusion of the additional column as referred to.</p> <p>The Chair of Corporation referred to the format of the accounts and asked whether the Deputy Chief Executive had consulted with the ESFA to establish whether they would accept the altered format on Page 24. The Deputy Chief Executive explained that there was another institution in the sector that used a similar format for presentation purposes and therefore did not envisage the ESFA not accepting the financial statements as presented.</p> <p><i>Formally approved</i></p>	

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	<p><i>The Corporation Board formally approved the North Kent College Members Report and Financial Statements for the Year Ended 31 July 2021 as recommended by the Audit Committee.</i></p> <p><i>Chair of Corporation and Chief Executive Officer/Executive Principal to sign off the master copies of the accounts.</i></p>	
576	Annex F Annual Return of Expenditure Restructuring Funding Grant – North Kent College for the Year Ended 31 July 2021. – Confidential Part 2 – Commercially Sensitive	
577	NKC Business Services – Dormant Account	
	<p>The Deputy Chief Executive presented the NKC Business Services statement for submission to Companies House.</p> <p>The Board were asked to formally approve the appointment of Mr Keith Norman as a Director of NKC Business Services. Mr Norman replaces Mr Alex Lewsley who retired as Chair of Corporation in July 2021.</p> <p>The private limited subsidiary business continued to be run at present as a dormant one. Due to the takeover plans about its use have been put on hold, to allow the College to settle. It is unlikely anything may occur in 2021/22 but this could change for 2022/23.</p> <p><i>Formally approved</i> <i>The Corporation Board formally approved the Statutory Declaration to Companies House and the appointment of Mr Keith Norman as a Director of NKC Business Services.</i></p>	
578	Scrutton Bland – Annual Internal Audit Report for Year Ended 31 July 2021	
	<p><i>Formally approved</i> <i>The Corporation Board formally accepted and approved the Scrutton Bland – Annual Internal Audit Report for the Year Ended 31 July 2021 as recommended by the Audit Committee.</i></p>	
579	Audit Committee Minutes of the meeting held 4 November 2021	
	Mr Matthews presented the draft Audit Committee minutes of the meeting held on the 4 November 2021 which were accepted by the Board for information purposes.	
580	Audit Committee Terms of Reference – Annual Review	
	<p><i>Approved</i> <i>The Corporation Board formally approved the updated Audit Committee Terms of Reference inclusive of the Audit Committee Business Plan for 2021.22</i></p>	

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581	Audit Committee Self-Assessment - outcomes	
	<i>Received</i> <i>The Corporation Board received a copy of the outcomes of the Audit Committee Self-Assessment exercise.</i>	
582	Policies for approval	
	<i>The Audit Committee formally recommended the approval of the following updated and reviewed policies:</i> <i>Gifts & Hospitality Policy – approved</i> <i>Whistle Blowing Policy & Procedures (PIDA) – Approved</i>	
	FINANCE REPORT	
583	Monthly Management Accounts – October 2021 – Part 2 Confidential	
584	Skills Accelerator Development Fund – Hadlow College – Part 2 Confidential	
585	Risk Register – December 2021	
	<p>The Deputy Chief Executive presented the Risk Register which was linked to the Strategic Plan/Strategic Implementation Plan and the Quality Improvement Plan (QIP).</p> <p>The Deputy Chief Executive referred to the adjustments that had been incorporated in the Risk Register as highlighted in red text within the document.</p> <p>Mrs Davies asked whether the aims originated from, and it was explained that essentially these arose from the Strategic Implementation Plan and that the aims were referenced either SIP for Strategic Implementation Plan or QIP for Quality Improvement Plan.</p> <p>Ms Williams referred to Greenwich University and how the College held them accountable as the awarding body and North Kent as the provider delivering the HE Courses on offer. The Deputy Executive Principal - Strategy and Development provided his view on the relationship that North Kent had with Greenwich University and how the college met the needs of its HE students. The Chief Executive and the Deputy Executive Principal – Strategy & Development explained the Greenwich franchise route as opposed to the accreditation awarding process and welcomed the point raised by Ms Williams and her feedback as an HE Student.</p> <p>It was agreed by SLT that the point raised by Ms Williams gave them a different perspective and that it would be something that they would take away to consider in further detail and the Deputy Executive Principal/Teaching, Learning & Improvement would follow this up with SLT.</p> <p><i>Received</i> <i>The Corporation Board received the updated Risk Register to December 2021.</i></p>	
586	Any other Business	

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	<p>Covid 19 Plan B - Governors asked whether SLT envisaged any changes in relation to the announcement of Plan B restrictions. The Deputy Executive Principal/Teaching, Learning & Improvement explained that there changes that would affect staff and students at the College and details of these changes were due to be circulated on 10 December 2021. She added that the biggest challenge for staff was enforcing the use of face masks and keeping tighter records on positive Covid cases.</p> <p>Governors discussed the matter at length, and it was explained that the rules around wearing and enforcing the use of face masks was very vague and that the College could not demand proof of exemption in wearing masks and examples of these difficulties were provided.</p> <p>Ms Williams commented that in her experience that a significant proportion of students were not wearing masks in and around the College. The Deputy Executive Principal stated that various matters were making it difficult to enforce the wearing of masks, but that staff were continually monitoring the situation.</p> <p>Board Meetings – Face2Face v Virtual</p> <p>The Chair of Corporation stated that governors had requested an update on whether future board meetings (January 2022) would return to face-to-face meetings. The Chair explained his own personal preferences and stated that in his view it was too early to move back to face-to-face meetings particularly considering the new Omicron variant and spike in Covid cases. It was agreed that as and when the board moved back to face to face meetings that a hybrid option was available so that governors were provided with an alternative option. It was agreed face to face meetings would not resume until March 2022 at which point the national position around Covid would be reviewed but that in the meantime further work be undertaken by the College IT department to establish and implement a suitable IT facility to accommodate hybrid meetings.</p>	
587	Meeting Evaluation	
	Governors were asked to complete the evaluation form using the FORMS link which had been distributed to all concerned.	
588	Date and time of the next meeting	
	<p>The next meeting of the Corporation Board Thursday 20 January 2022 at 17.30hrs.</p> <p>The meeting closed at 19.40hrs.</p> <p>MINUTES AGREED AS BEING A TRUE AND ACCURATE RECORD</p> <p>SIGNED _____ DATE _____</p>	