



### **Corporation Board Meeting 10**

### **PART 1 MINUTES – NON-CONFIDENTIAL PUBLIC RECORD**

**Board Minutes of meeting held 7 July 2022 at 17.30hrs  
Dartford Campus – Hybrid Meeting**

#### **Present**

Mr K Norman	Chair of Corporation
Mr D Gleed	Chief Executive
Mr J Gurney	External Governor
Mr L Jones	External Governor
Dr R Longman	External Governor
Mr N Smith	Staff Governor

#### **Via Teams**

Miss M Sahota	External Governor
Mr C Manley	Staff Governor
Mrs S Davies	External Governor
Mr D Martin	External Governor
Dr S Hubble	External Governor
Mrs S Henwood	External Governor

#### **In Attendance**

Mr L Jenkins	Deputy Chief Executive
Ms R Hughes	Deputy Executive Principal -Teaching, Learning & Improvement
Mr M Andrews	Deputy Executive Principal (Curriculum & Strategy)
Mrs K Francis	HR Director – Standing in for the Clerk & Governance Advisor to the Corporation Board as agreed by the Board.

<b>Minute no</b>	<b>Agenda Item</b>	<b>Action By</b>
<b>661</b>	<b>Opening of Meeting and Apologies for Absence</b>	
	<p>The Chair of the Corporation opened the meeting at 17:30hrs by thanking all for attending and thanking Kerrie for stepping welcoming all present.</p> <p>It was noted for the record that Chris Manley, Sue Hubble, David Martin, Sarah Henwood dialled into the meeting via Teams.</p> <p>Suzanne Davies joined online at 5:35. Richard Longman joined in person 5:38. Mandeep Sahota joined online at 5:40</p>	

Minute no	Agenda Item	Action By
	<p>The Chair summarised for late joiners that points 1 – 6 had been discussed and asked for questions for items 1 – 6. None raised</p> <p><b>Apologies</b></p> <p>Apologies received from Mr Teja Biring.</p>	
662	<b>Declarations of Interest</b>	
	<p>There were no new or other additional declarations of interests recorded other than those already held on the register.</p>	
663	<b>Corporation Board Minutes – Meeting held 23 June 2022</b>	
	<p>The Corporation Board received the pre-circulated minutes of the meeting held on the 23 June 2022.</p> <p><b>Formally approved.</b></p> <p><b><i>The Board formally approved the Part 1 Corporation Board minutes of the meeting held on the 23 June 2022.</i></b></p> <p><b><i>The Board formally approved the Part 3 Strictly Confidential Minutes of the meeting held 23 June 2022. Circulated under separate cover in advance of the meeting.</i></b></p> <p><b><i>Chair of Corporation to sign off the hard copies of the minutes.</i></b></p>	
664	<b>Board and Committee - Actions Register to July 2022</b>	
	<p>The Board received the updated outstanding actions register up to July 2022.</p> <p>Noted that there were a number of amber items. Nothing urgent. Some for Deputy Chief Executive being dealt with and actioned. Management accounts deferred to September. Treasury being looked at.</p> <p>Executive Principal/Teaching, Learning &amp; Improvement action confirmed will be addressed in report later this evening</p> <p><b><i>The Board received and accepted the actions register as circulated.</i></b></p>	
665	<b>Chief Executive Report - David Gleed</b>	
	<p>The Chief Executive stated that a more interesting report comes next term. 3 points on this. Items on track. 6 items successfully concluded, theme for year 1 – actions. Year 2 &amp; 3 reactions – as a result of what the College have done in year 1. What difference does it make to students and staff. Overall at the end of the first year in a very good position</p> <p>Mrs Henwood asked the Chief Executive for update on the Miskin building and sound proofing</p> <p>Deputy Chief Executive confirmed no soundproofing needed in end. Conclusion by engineers that solution was to buy more speakers and station for surround sound. Saved £3-400K. Only adjustments needed were extra network points.</p>	

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	<p>Work is progressing and hope by middle of August works will be complete costing around £100K.</p> <p>Question whether speakers in and tested as solution</p> <p>Staff in area agree solution will work. Sound engineers from Bristol to test whether adaptation will work which were agreed by staff in area. Wall between areas is an addition, closing off circle area to section off music area. Minor in works and should be fully operational by mid August.</p> <p>Mrs Henwood was happy with response</p>	
666	<b>QIP (Quality Improvement Plan) update - Rhiannon Hughes</b>	
	<p>The Executive Principal, Teaching, Learning &amp; Improvement confirmed that document was now out of date as last updated April 5th. Final review was taking place last week and this week. Read responses by team. Quite outdated between now and April so for next one will see significant impact. Asked for any questions</p> <p>Mrs Davies stated that it looked good and asked if it was the Executive Principal's impression that there was a positive difference around campuses at Hadlow and Tonbridge.</p> <p>The Executive Principal stated that yes does feel like there is difference. The Vice Principal/Hadlow had now been in post for few months and now feels more like NKC rather than Hadlow bolt on. He had been making progress on projects and lots of steep improvement will be seen from next year as he will have been in situ for full year.</p> <p>Deputy Executive Principal (Curriculum &amp; Strategy) plan for carpentry workshop was to use some of space at Tonbridge as felt at the time could be consolidated. Area was occupied by estates as archive but struggled to find solution to put machine shop on site at Tonbridge and realised not suitable for teaching space. Space at Hadlow became available and it made opportunity to have single site provision for motor vehicle to be at Hadlow. Lots had shuffled and solution is good one and all learners will attend at Hadlow in an improved workshop space. Slight downside is some carpentry provision at Tonbridge. But more cohesive part of team within C&amp;E. Pleased with outcome.</p> <p>Mrs Davies asked how students get between sites. It was explained that in the past, no inter-site on any given day. Separate days. No specific inter-site travel provision. Sports students go between and utilise minibuses</p> <p>The Chair asked in relation to 5.4 on QiP re student surveys. Noted that Hadlow were lagging behind a little.</p> <p>The Executive Principal confirmed that there has been so much to have focus on that this had not been prioritised in same way as Tonbridge but know that the Vice Principal/Hadlow was going to make more of priority for next year. Confident this will improve next year; structure changes will enable AP to focus more on strengthening results.</p>	
667	<b>Teaching &amp; Learning Report - Rhiannon Hughes</b>	

Minute no	Agenda Item	Action By
	<p>The Executive Principal/Teaching, Learning &amp; Improvement asked for questions</p> <p>Mrs Davies asked about information on page 3, bar chart for Hadlow compared to Tonbridge on years – is it reversed or not?</p> <p>It was explained that these were not typos, data was from power BI. The Executive Principal said she imagines data accurate but presented in a different way based on how selected for report.</p> <p>Mrs Davies asked about union relations and whether the College had made a point about talking to unions about teaching and learning observation. She asked what generally is relationship with unions?</p> <p>Noted that relations with the Unions were strong, got governors here today who are also union reps</p> <p>The Chief Executive one member was from a recognised union, and one not recognised. Relationships were good, with written recognition agreement in place and reflects that relationship has been good over last two years.</p> <p>Mrs Davies asked if new sites all bought into all observations or is there still some reluctance</p> <p>It was explained that people often anxious regardless of sites. Tonbridge more focus and Hadlow in old leadership have had different focus so think will take another year to all be consistent. Stronger feedback will come, and written narrative so will have to answer that when been in at Hadlow more, learning walks mostly there rather than formal observations.</p> <p>The Executive Principal returned to observation about attendance point on page 3 confirming data was correct based on English and Maths and know those results are accurate.</p> <p>Mrs Davies congratulated staff on mental health audit outcome</p> <p>The Executive Principal stated that they were proud of that, whole College approach to that. Summer staff event being done in a different way. Well-earned result for College. Looking to sign up to AoC beacon award.</p> <p>Question re recognition agreement and what that is which the Chief Executive clarified.</p> <p>Mr Martin – helpful and detailed report for Governors and good colleagues asking question re comments and data and helpful for everyone to get behind info. Good you identify there is a significantly high percentage at grade 1 &amp; 2 observation and immediately look at figure and think that there may be something wrong so good to take cautious approach and you mentioned external moderation to confirm</p> <p>The Executive Principal stated that this was to ensure not over grading</p> <p>Mr Martin said it is a good point for colleagues to understand and made point in report that one observation doesn't tell whole story. Producing right outcome in terms of assessment and observation is more challenging and observers are making fine distinctions between outstanding and good so thank you for report. When establish quality and standards committee will be able to look at finer distinctions in more detail.</p> <p>The Executive Principal stated that when talking about different campuses one thing highlighted is that attendance is one KPI for College and this has gone up so significantly which means learners are buying into more of expectations and that is good that they want to attend. Process in place for students to have to write in to make case that they will attend where place is in question and think that EHCP and non EHCP fair process and ensure access to curriculum for following year too.</p>	

Minute no	Agenda Item	Action By
668	<b>Monthly Management Accounts – Confidential – Part 2- Lawrence Jenkins</b>	
669	<b>NKC Budget 2022/23 and 3 Year Financial Forecast - Lawrence Jenkins</b>	
	<p>The Deputy Chief Executive presented the NKC Budget for 2022/23 and the 3 Year Financial Forecast.</p> <p>Reflecting on 21-22 and where to go in 22-23. Required to provide year end forecast and forecast for next year and year after. CFFC spreadsheets referred to appendix 2 page 76 to illustrate point. Main funding allocation 16-18 dipped last year because of TAGs - lost 447 students lagged funding so get this year. Loss compensated by rate increase with net loss of around £68K so roughly balances. Additional funding increase relates to additional 40 hours which equates to around 7% extra activity. Plan in CP about how deal and allocated £570K for extra teaching costs, but 7% doesn't provide for inflation increases in these uncertain times.</p> <p>Income – release of capital grants, extra depreciation related to Miskin project and other is to do with price increases e.g. refectories going up by 10% and may be related to groceries but don't get any subsidies or able to recover VAT so impacting us more. Nursery, minimum wage increase expected next year so factored in. Tuition fees incorporated, slight increase in those. If qualify for funding may get fully funded, may be able to get loan funding or how they get funded or paid for overall is reduction in adult courses mainly because reducing part time provision. Letting income mostly related to SusCon where shared income resources and building is fully let out even during Covid. Teachers pensions increases relate to top up.</p> <p>Reductions – lower HE income, closing programmes some foundation. Upside to tuition fees but trying to work out what to do with ALLs so bit of mixed case. Lower student numbers – what charging was same as charged over 10 years ago, one large school we work with and one other but small reduction in that. One off overall grants re the concept orchard and COMF taken out Adult Education Funding. Levy funding – tried to be balanced in terms of numbers of recruited. Work placement funding – being run out as T Levels get rolled in. T Levels coming this year and funding will come out when happens. Elements cessation, PCF, Schools Links, Dairy to Beef saved incredible amount of money, pay additional 40 hours £570 budgeted national insurance increases, NMW increases and built in re tri-annual evaluation for LGPS which is done every 3 years and next due in December 2022. Initially signalled that 1% increase each year. Some Colleges pay over 30% contributions Kent scheme run very well but costs have gone up over past 5 years. Equalisation process in terms of Lecturer pay done last year. Reduction for permanent teaching vacancies covered by agency especially where we have hard-to-fill vacancies.</p> <p>Non-pay changes; largest increase is energy costs, increased by half million in forecast in January. Prediction for next year, contracts cease around October, full year cost increase won't be felt until 23-24, prudent budgeting in terms of exam costs. Small provision for inflation and outsourced contracts and minimum wage increases, small contracts such as shuttle bus operation. Various reductions in maintenance costs, farm costs, franchise costs e.g. KSVN ceases July, other nominal reductions expecting to build in as part of rationalisation.</p> <p>If didn't have extra 1.6million of costs probably have surplus. Set budget now not able to give accurate figures for some contracts. Setting figures now based on what told a few weeks ago but will have update next Wednesday.</p> <p>Page 75, history of results before take over in 19-20. Go into 23-24 if weren't talking about excess costs may have made slightly small surplus but with energy will make about 1.3 million. 150million pounds worth of assets. Have to reflect and tell DfE that extra costs to our bottom line but also extra depreciation costs other Colleges don't have.</p>	

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	<p>If no extra energy would be a positive position but prudent to put in as don't know where we will be in 3 years. Overall, good financial health but needing improvement. Not only business facing hike in costs.</p> <p>The Chair summarised that in budget in non-pay £4million for gas and electricity then adding 1.6million</p> <p>The Deputy Chief Executive stated that the table in the commentary page 102 useful table that shows where price inflation has come. Come into effect November time so only part shown in 22-23. 1.7 is what we estimate, 4.048million is part we are going to be negotiating next week into 23-24. Difficult to work out what 23-24 will be. Huge increase. When worked out 22-23 a year ago worked out would see slight increase in figures, had Hadlow figures already, since then Ukrainian situation</p> <p>Clarification was sought asking the Deputy Chief Executive whether we think that based on the marked today the full year for energy is 4.5 million?</p> <p>It was stated that yes. Glasshouse costs will come off next year, going out for contract for one year all of Tonbridge and Hadlow contracts will fall into one package.</p> <p>The Chair stated that further discussions would be held on energy paper</p> <p>Mr Gurney added a comment for benefit of newer governors. He said he doesn't think there has ever been a tougher time and that what Governors had been presented with is thorough and detailed. The Deputy Chief Executive has a good record of producing good and sensible budgets so said there has to be element of trust in what was being said, and that he did not envy task of doing this but think as governors we need to buy in.</p> <p>The Deputy Chief Executive stated it was a whole College process and doesn't all fall on one person, all of SLT were involved. No-one has seen inflation like this for years. Not a supermarket where we can pass cost pressures on, we are good at acting in a cost-conscious way and being efficient where possible to best use resources. Tight rein on expenditure and people appreciate stability we can offer and accept that we try to do it to protect the college</p> <p>Mr Gurney added that lagged funding makes this process doubly difficult. Such a huge challenge</p> <p>The Chair agreed and said Mr Gurneys comment was spot on</p> <p>Mrs Davies asked whether based budget on 471 students how much would 100 extra students bring in? The Deputy Chief Executive explained that it was more about building numbers back up again than running additional courses, filling back up classes where lost numbers on. Look at recruitment on courses important, getting history now building up with Hadlow and Tonbridge what we have done at Dartford and Gravesend in the past.</p> <p>Mr Smith asked if there was anything about planned deficit to cover costs of increases and lagged funding. The Deputy Chief Executive explained that these were going to be significant</p> <p>Mr Smith asked if there is a ball park figure.</p> <p>The Chair clarified that the deficit was brought about by extra utility costs and if these were stripped out we would have had a small surplus</p> <p>The Deputy Chief Executive said it changes by the hour but thought it was important that since strategy day where the Board had held frank conversations and agreed to see if they could balance which we have done overall but keeps changing and is going to continue to</p>	

Minute no	Agenda Item	Action By
	<p><b>Approved</b></p> <p><i>The Board formally approved the proposed NKC Budget for 2022/23 and the three year financial forecast.</i></p>	
670	<b>Subcontracting Report &amp; Policy update - Mark Andrews</b>	
	<p>The paper provided the Board with an update and request for approval of the Subcontracting Policy. Update outlined position that the College did not seek to subcontract provision. Rationale in past to engage in subcontracting where there was a specific local need. Three reasons why unlikely to do that - ESFA rules deter you from subcontracting by putting caps on charges and GFE Colleges who subcontract often have need to deliver provision or produce additional funding stream so little worth in doing that, smaller providers are now able to be funded directly and have been and in the past difficult to justify fixed costs of provision without having subcontracting to support that and make it big enough to justify, now larger organisation we do not wish to increase revenue in that respect.</p> <p>Policy revision, not necessity as if we do not do it we don't really need a policy but recent audit required an update so done, seek approval with minor amendments. Clause 6 items that are listed in current ESFA guidelines.</p> <p>The Chair agreed that it was right to have a policy in place should we need it so fully support that.</p> <p>Mrs Henwood asked why there was no clawback in contract.</p> <p>It was explained that the policy related to fees we levy, assumption that subcontractor needs all money to cover admin oversight and training but in terms of funding directed toward a subcontractor proportion paid to subcontractor and rest fees. Headline guideline caps on fees, performance related clawbacks doesn't refer to clawbacks ESFA may clawback. If they do that subcontractor gets 0. Word clawback is about clawing back fees.</p> <p>Dr Longman said he was happy with the paper and explanations and asked if the Deputy Executive Principal (Curriculum &amp; Strategy) could envisage any situations where we might revert to subcontracting</p> <p>The Deputy Executive Principal (Curriculum &amp; Strategy) stated the Barclay modular was a good example not totally clear actually subcontracting when getting service from another provider, if judgement of auditors was that better to declare a subcontracting arrangement we might do that</p> <p>Dr Longman said he wondered how when arrangements with UoG and didn't know whether subcontracting arrangement</p> <p>It was explained that these were HE agreements and them paying us a proportion of income but these were not in place anymore</p> <p><b>Approved</b></p> <p><i>The Board received the Subcontracting Report as presented and formally approved the updated Subcontracting Policy as recommended.</i></p>	
671	<b>Tenders &amp; Contracts – Confidential Part 2 Business – Commercially Sensitive</b>	
672	<b>Energy Tender Authority – Part 2 Confidential – Commercially Sensitive</b>	
673	<b>Mopier Tender – Part 2 Confidential – Commercially Sensitive</b>	
674	<b>Financial Regulations Annual Review</b>	
	<b>Approved</b>	

Minute no	Agenda Item	Action By
	<b><i>The Board formally approved the updated and amended Financial Regulations. The Chair stated that the Special Delegated Authority given by the Board to oversee and approve Capital Contracts would be monitored and if at any point the Board were not satisfied with the decisions reached that this special condition would be rescinded. The Board were provided with a report on the decisions taken to date.</i></b>	
675	<b>Audit Committee Report and Minutes of the meeting held 16 June 2022 - Jon Gurney/Louis Jones</b>	
	<p>Mr Jones presented the draft Audit Committee minutes of the meeting held on the 16<sup>th</sup> June 2022. Mr Jones stated there was a query on minutes as Mr Gurney had been recorded as being the Chair. Minutes to be amended accordingly.</p> <p>Mrs Henwood referred to Item 6b, regarding Cyber Security, whether we check with our suppliers their cyber security arrangements and what do we do with students</p> <p>Explained that suppliers were not generally checked. Over 2000 suppliers so would be difficult. Check GDPR compliance which does cover some but not explicit</p> <p>Mrs Henwood stated that hackers now coming in through supplier systems rather than own so important to have security measures in place as can send emails in which then result in hacking.</p> <p>Noted that the College have ATP scanning in place on email which does check on the way in.</p> <p>Mrs Henwood said she was not an IT expert but that her employer has all those systems in place and now going to all suppliers asking what their cyber security was.</p> <p>It was explained that the College did have a lot of systems in place but hard to get that level of assurance.</p> <p>Mr Gurney said that this was valid but a lot of protection on our side and so important to do the right things in terms of training which is very important.</p> <p>The Deputy Chief Executive explained that we do spot spam checks to staff to see who clicks on links and use as training. Cyber essentials training regularly.</p> <p>Mr Smith added that anyone who brings own device to work has to download portal for security which is being introduced this year for students as well.</p> <p>Internal audits, JISC did review of our services. We are continually looking for ways to improve.</p> <p>The Chair asked whether JISC was able to provide any answers in respect of Mrs Henwood's query on suppliers.</p> <p>The Deputy Chief Executive stated that this could be an optional thing we did but agreed that it was important to make sure.</p>	
676	<b>FSA Engagement Letter</b>	
	<p><b>The Board formally approved the FSA Engagement Letter as recommended by the Audit Committee.</b></p> <p><b>Chair of Corporation to sign the master copy of the FSA Engagement Letter for the Year Ended 31 July 2022</b></p>	
678	<b>FSA Audit Strategy for Year Ending 31 July 2022</b>	



Minute no	Agenda Item	Action By
	<p>The Chair asked the Board if they had any queries regarding the FSA Audit Strategy for the Year Ending 31 July 2022.</p> <p><b>There were no queries raised and the Board formally approved the proposed FSA Audit Strategy for the Year Ending 31 July 2022 as recommended by the Audit Committee.</b></p>	
679	<b>Estates Strategy &amp; Capital Projects Committee Minutes of the meeting held 9 June 2022 - Teja Biring</b>	
	<p>The Board accepted the Draft Minutes of the Estates Strategy &amp; Capital Projects Committee meeting held 9 June 2022 for information purposes. Please note that these are Part 2 Confidential minutes and not for wider distribution.</p>	
680	<b>Search, Governance &amp; Remuneration Committee minutes of the meeting held 16 June 2022 - David Martin</b>	
	<p>The Board received the Part 1 SG&amp;R Committee minutes of the meeting held on the 16 June 2022. Part 3 Strictly Confidential Minutes were circulated via email to External Governors only.</p> <p>Mr Martin confirmed that the meeting largely related to self-assessment for governors, covered outcomes of that meeting at last meeting.</p>	
681	<b>Contracts/Capital Expenditure Approved by Delegated Authority as at 7.7.2022 – Confidential Part 2 – Commercially Sensitive</b>	
682	<b>Any other Business</b>	
	<p><b>College Business</b></p> <p>Mr Smith asked a question in relation to the ‘One College One Future’ and said that there was a rumour going around that North Kent were going to keep Hadlow and Mid Kent would be taking Tonbridge. Mr Smith raised the need to dispel the rumour.</p> <p>The Chief Executive suggested that Mr Smith write to him as a staff governor and that he would answer and give Mr Smith the authority to share with other staff.</p> <p>Mr Smith agreed to do this and added that he was worried about the morale of staff.</p> <p><b>KFE Governors Conference</b></p> <p>The Chair said that himself, David Martin, Jon Gurney and Chris Manley attended KFE Governors conference which was a worthwhile event. He said there was a lot of value added and collaboration between NKC EKC and MKC and some things like grant funding will require collaboration going forward. Local schools improvement plan and workforce database and asked the Clerk &amp; Governance Advisor to the Corporation to share details on iBabs. Suggested all read to get flavour for what it is looking to try and achieve, when went through governance process one of the key things was that governors want to understand about local process etc.</p> <p>Mr Gurney added that it was well worth investing the time if there was another similar event.</p> <p>Mr Manley confirmed agreement and the need to get fully invested now. He added that it concerned him how we can keep our individual identities but agreed with collaboration approaches</p> <p>Mr Martin agreed that it was a valuable meeting and two principals of other Colleges attended and it was clear that all Colleges are good and Colleges did want to work together with independence. Should be helpful into future.</p>	

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	<p>The Chair agreed that recognition of collaboration is felt wider than Colleges</p> <p>The Chief Executive agreed, and stated that this was known at national level.</p> <p><b>AoC Newsletter</b></p> <p>The Chair said that the Clerk &amp; Governance Advisor routinely distributed the AoC newsletter and one on 30th June was very well written so shout out to refer you to those emails if you do get a chance, so worthwhile</p> <p><b>Skills Audit</b></p> <p>The Chair added an apology that Governors were about to get another email from Clerk about skills audit of you as governor so we can address skills gaps in governors</p> <p><b>Board Resignation</b></p> <p>The Chair advised the Board that Maria Chandler had resigned last week and said we are sorry to see her leave. She had a busy work schedule and preparing for new baby so can't give same time commitment. This means there is another vacancy on the board.</p> <p><b>Quality &amp; Standards Committee</b></p> <p>The Chair raised the Quality &amp; Standards Committee – keen to try and move forward, each member on one-to-one sessions so if you can send me and copy in the Clerk if you would like to serve on that committee.</p> <p>The Chair confirmed that this meeting had had a heavy agenda so thanked all for their attendance and concentration.</p>	
<b>683</b>	<b>Date and time of the next meeting</b>	
	<p>The next meeting of the Corporation Board Thursday September 2022 Corporation Board Meeting 1 DARTFORD 17.30hrs at 5.30pm – Dartford Campus – Sports Block Room DS102/103 and via TEAMS</p> <p>The meeting closed at 20.36hrs.</p> <p><b>MINUTES AGREED AS BEING A TRUE AND ACCURATE RECORD</b></p> <p>SIGNED _____ DATE _____</p>	