

NORTH WEST KENT COLLEGE

CORPORATE BOARD

Minutes of a meeting of the CORPORATE BOARD

held at 5.30pm on Wednesday, 5 October 2011, in the Meeting Room at Gravesend

Present: Mr E Anderson (Chairman)
Ms Elizabeth Birchenough
Mrs Susan Adams
Mr Julian Parkes
Mrs Pam Jones
Mr Olu Oguns
Mr David Gleed
Mr Graham Moody (staff governor)
Mr Nick Butterfield (staff governor)

In attendance: Mr D Holland (Clerk to the Corporation)
Ms Penny Morgan (Vice-Principal)
Mr Ian Goodwin (Director of Estates), for items R-5 and D-1

P-1 APOLOGIES

Apologies for absence were received from Mr B Newell, Mr RajVinder Singh-Gill and Mr Robbie Higgins.

P-2 DECLARATIONS OF INTEREST

No declarations of interest were made.

The Chairman asked the Clerk whether there was any distinction between an "informal" declaration of interest and a formal one.

The Clerk replied that a declaration of interest should be made publicly and be a matter of record.

P-3 MINUTES

3.1 The minutes of the meeting held on 28 June 2011 were received and approved as a correct record.

Action

3.2 MATTERS ARISING

3.2.1 (P-3.2.1) Matters Arising

The Chairman confirmed that he had written to Terry Knight, on behalf of the Board.

3.2.2 (P-4. 2.6) New Sports Centre at Dartford

The Principal was pleased to report that two members of the Bergman Österberg Union had accepted invitations to attend the official opening in October 2011.

3.2.3 (D-2.1) Governor Resignations

The Chairman confirmed that he had written to Dr Finney, on behalf of the Board.

P-4 PRINCIPAL'S REPORT

The members received and noted the Principal's Report (Paper number CB/05.10.11/P-4).

2.2 2011/2012 Enrolments

The Principal reported serious problems with the Management Information System (MIS) making it impossible to provide an accurate and timely breakdown of student numbers.

In the absence of current digital information, he tabled an update of estimated statistics. From this it was deduced that the headcount was slightly up, bucking a national trend downwards of 3% - 4%.

2.3 Restructure Exercise – Phase 1

The Principal reported that there had been no compulsory redundancy. As a result of the restructuring exercise a saving of between £2.8 and £2.9 million had been achieved. He considered that the college had now reached the position necessary, in respect of the financial shortfall which had been faced.

Mr Parkes queried the disparity between the actual figure of 85 redundancies, as against the proposed figure of 65 redundancies contained within the restructure plan previously submitted to governors. The Chairman reminded him that the operational detail contained within the plan was the responsibility of the Executive and not of the Board, except in so far as it related to Senior Post Holders.

The Principal went on to advise members that no appeals against redundancy had been received, nor any grievance procedures commenced.

2.4 *Appointments to SMT*

The Principal tabled a new management structure chart.

Whilst acknowledging the post in question was not designated as being held by a Senior Postholder, and therefore not within the remit of the Board, Mrs Adams expressed some disquiet about the proposal to share the role of Human Resources Director.

Mr Parkes shared Mrs Adams concerns and asked specifically whether the proposal had been discussed and agreed at SMT.

The Principal replied that he had discussed the proposal with individual SMT members, but it had not formed part of the formal agenda, nor been discussed collectively, because of the summer break. He went on to assure members of the benefit of working with a college, insofar as it was too distant to be a direct competitor with North West Kent.

In answer to a question from the Clerk, he confirmed that two separate contracts were involved, each containing an express confidentiality clause.

The Board wished, formerly, to express its thanks to Ian Goodwin (Director of Estates) and John Doran (Facilities Manager) and to the entire facilities team, for the excellent work they had done in making the buildings and grounds ready for students at the commencement of the academic year.

Clerk

It was agreed that formal thanks should also be extended to Associate Directors, for their work in registration of students.

Clerk

R-1 AUDIT COMMITTEE

R-1.1 Internal Audit Annual Report

The Chairman of Audit Committee was delighted to report that only three, relatively minor recommendations had been made by auditors. It was

RESOLVED to accept the Internal Audit Annual Report, without reservation.

R-1.2 Confidential – Audit Matter

RESERVED ITEM:

R-1.3 IAS Strategic Plan 2011-2012

It was

RESOLVED: *to accept the IAS Strategic Plan 2011-2012, without qualification.*

R-1.4 Audit Committee Terms of Reference

It was

RESOLVED: *that the Audit Committee terms of reference should stand, unaltered.*

R-2 ELECTION OF VICE-CHAIRMAN

Given that nominations for a single member had been received, and as proposed by Mr Graham Moody and seconded by Mrs Pam Jones, it was

RESOLVED *that Mr Julian Parkes be duly appointed as Vice-Chairman of the Board*

R-3 MEMBERS' TRAVEL AND SUBSISTENCE RATES

It was

RESOLVED *that the Travel and Subsistence Allowances, set out in paper number CB/05.10.11/R-3 be adopted for the use of Corporate Board members in the year 2011-2012.*

R-4 PUBLIC INTEREST DISCLOSURE REPORT

It was

RESOLVED *to accept the report of the Clerk that, in the preceding academic year, 2010-2011, there had been no instances of whistleblowing under the terms of the Public Interest Disclosure Act 1988.*

R-5 SAFEGUARDING ANNUAL REPORT

Mr Goodwin reported that he had met with the Corporation's Safeguarding Champion, Mrs Pam Jones, in the preceding month, to discuss the composition of this report.

Members queried why the updates on policies and procedures were not appended to the report. Mr Goodwin assured members that these updates had been submitted to Catherine Hopkins in August. The Clerk undertook to obtain the necessary documentation and submitted for governors' attention at the Corporate Board meeting in December 2011.

The report was noted, with thanks. The formal resolution to accept it would be deferred until the December board meeting, when the updated policies and procedures were properly appended.

Clerk

R-6 Confidential Item

Reserved Item

R-7 Confidential – Audit Matter

Reserved Item

D-1 CAPITAL PROJECT STATUS REPORT, 2011

The Director of Estates reported that contractors would be off-site by Monday. He explained that the delay had been exacerbated by the necessary removal of asbestos from College Green, which had taken longer than expected. The loss of Terry Knight and Dave Taffs in August of this year, compounded by staff leave during the summer vacation, had also contributed to the overrun.

D-2 REPORT ON SUB-CONTRACTING ARRANGEMENTS

It was noted that no subcontracting arrangements had been entered into since the last Corporate Board on 28th June 2011.

I-1 AUDIT COMMITTEE

1.1 Minutes of the Meeting held on 14 September 2011

The minutes of the meeting held on 14 September 2011 were received and noted.

1.2 Matters Arising

3.2.4 Policy Lists

The Clerk drew members' attention to the conclusion of the Audit Committee that the Clerk's ability - and foremost responsibility - to contribute at Committee and Board Meetings would be seriously compromised were he to be expected to record proceedings at the same time. He repeated that neither function would be adequately served, which in turn would impact on the efficacy and functioning of Committees and the Board. The Committee had made it clear that this was not what they envisaged as the proper role of the Clerk of the Corporation.

Members were not prepared to accept the alternative suggestion that Committee and Board meetings should be electronically recorded, both on a point of principle and also because no support was to have been made available to transcribe any resultant, lengthy audio file.

The Clerk wished members to be aware that he was finding it impossible to discharge his contract, within the two days per week stipulated, following the dismissal of his dedicated and qualified former PA, whose duties had included those of minuting secretary. His submission was accepted.

It was

RESOLVED: *that, in addition to the partial administrative support afforded by the Principal's secretary, the Principal should make suitable and sufficient arrangements for a clerk typist to be in attendance with the Clerk for the recording and subsequent transcription of Board and Committee Meeting proceedings.*

Principal

The Clerk confirmed that the Corporation Seal had not been used in the period 20 June 2011- 5 October 2011.

Action

C-1 ANY OTHER BUSINESS

The Chairman acknowledged that a proper Register of Interests existed for members of the Corporation and Senior Managers, but raised the desirability of a similar register being imposed within the College, applicable also to middle managers and all budget holders.

The Principal undertook to introduce such a measure.

Principal

C-2 DATE AND TIME OF NEXT MEETING

5.30 pm, Wednesday, 14 December 2011 in the Boardroom at Dartford

The meeting concluded at 9:50 PM.