

NORTH WEST KENT COLLEGE

CORPORATE BOARD

Minutes of a meeting of the

CORPORATE BOARD

held at 5.30 pm on Wednesday, 14 December 2011 in the Boardroom at Oakfield Lane, Dartford

Present: Eddie Anderson (Chair)
Susan Adams
Elizabeth Birchenough
RajVinder Singh-Gill
David Gleed
Robbie Higgins
Pam Jones
Graham Moody
Brian Newell
Julian Parkes

In attendance: Ian Goodwin (Director of Estates)
Frank Hardman (Acting Clerk to the Corporation)
Penny Morgan (Vice-Principal)

P-1 APOLOGIES FOR ABSENCE

Apologies for absence were received from Nick Butterfield and David Holland

P-2 DECLARATIONS OF INTEREST

The Acting Clerk declared an interest in agenda item P-4

David Gleed and Julian Parkes declared an interest in agenda item P-6 as Trustees of NSTT

P-3 MINUTES

3.1 The minutes of a meeting of the Corporate Board held on 5 October 2011

The minutes of a meeting of the Corporate Board held on 5 October 2011 were approved as a correct record.

3.2 MATTERS ARISING

Election of Vice-Chair

Arising from minute R2, it was confirmed that Julian Parkes was elected as the Vice-Chairman of the Corporate Board with effect from 5 October 2011 and that his term of office as a Governor was extended from that date for a further 4 years.

3.3 MINUTES OF THE CORPORATE CONFERENCE HELD ON 8 OCTOBER 2011

It was agreed that the names of "Mr R Higgins" and "Mr Brian Newell" be removed and that the minutes be redesignated as notes not requiring formal approval.

Action

It was agreed that agenda items R-2, R-3 and R-4 be brought forward on the agenda.

R-2 ESTATES AND FACILITIES COMMITTEE

2.1 Annual Report on Health and Safety

Copies of a Report ref: CB/14-12-12.11/R.21 had been circulated with the agenda.

The Director of Estates introduced the Report and a detailed discussion ensued on the basis of the statistical reporting of accidents and it was agreed that this should be presented per 100 staff.

It was

RESOLVED *to approve the Annual Report on Health and Safety*

R-3 SAFEGUARDING POLICY

Copies of a Report ref: CB/14.12.11/R-3 had been circulated with the agenda.

The Director of Estates briefed Members and it was noted that changes had been made to the Policy and were indicated in the body of the Report.

It was

RESOLVED *to approve the Safeguarding Policy*

R-4 AUDIT COMMITTEE

4.1 Risk Management Report 2010/2011

Copies of a Report ref: CB/14.12.11/R4-1 had been circulated with the agenda.

The Director of Estates briefed Members and it was noted that there had been changes in-year to the risk profile and that the Audit Committee would receive at its next meeting a report in a modified format which would be easier to read. It was further noted that the Senior Management Team had been involved in making changes to the Report.

It was

RESOLVED *to approve the Risk Management Report 2010/2011*

P-4 CONFIDENTIAL ITEM

P-5 RESERVED ITEM

P-6 PRINCIPAL'S REPORT

Copies of a Report ref: CB/14.12.11/P-6 had been circulated with the agenda.

The Principal took Members through his report which covered student recruitment, a projected impact on 16-18 funding for 2012/2013, Higher Education and the University of Greenwich, MOL and relations with NSTT, a restructure exercise Phase 2, 6 strategic aims, the Thameside Academy University Technical College, Higher and NEET apprenticeships, the Dartford Campus official opening and the College Open Day in November 2011.

Members noted that the College had appointed Lawrence Jenkins as Finance Director with effect from 1 February 2012. On the matter of future funding, Members noted that there could be a potential reduction in 16-18 funding for 2012/2013 of about £400k. With regard to the NSTT, the College awaited notification from the Chair of NSTT on the matter of liability.

On the restructure Phase 2, the Principal said that consultations with staff had clarified some misconceptions. With regard to the joint UTC bid, it was noted that it had been unsuccessful as there was no building immediately available. With regard to apprenticeships, Members noted two successful bids totalling £1.2m.

After some discussion it was

RESOLVED *to receive and note the Principal's Report*

R-1 QUALITY AND CURRICULUM COMMITTEE

1.2 Quality and Curriculum Committee Performance Indicators

It was

RESOLVED *that consideration of this item be deferred.*

R-4 AUDIT COMMITTEE

4.2 Audit Committee Annual Report

Copies of a Report ref: CB/14.12.11/R-4.2 had been circulated with the agenda.

The Chair of the Audit Committee took Members through the Report and he particularly drew attention to section 4.2 on the progress made in implementing audit recommendations.

It was

RESOLVED *to approve the Audit Committee's Annual Report to the Corporation*

4.3 Audit Committee

Copies of a Report ref: CB/14.12.11/R-4.3 had been circulated with the agenda.

It was noted that no changes were proposed.

It was

RESOLVED *to approve the terms of reference of the Audit Committee*

4.4 Internal Audit Annual Report 2010/2011

Copies of an Internal Audit Annual Report 2010/2011 ref: CB/14.12.11/R-4.4 had been circulated with the agenda.

It was

RESOLVED *to approve the Internal Audit Annual Report 2010/2011*

4.5 Financial Statements Post-Audit Management Letter 2010/2011

Copies of a management letter ref: CB/14.12.11/R-4.5 had been circulated with the agenda.

The attention of Members was particularly drawn to the need for the College to monitor very closely its compliance with the exact wording of Bank covenants. It was noted that in line with other Banks, Lloyds TSB were currently looking at this.

It was

RESOLVED *to approve the Financial Statements Post-Audit Management Letter 2010/2011*

4.6 Regularity Audit Letter 2010/2011

Copies of a Management Letter ref: CB/14.12.11/R-4.6 had been circulated with the agenda.

It was

RESOLVED *to approve the Regularity Audit Management Letter 2010/2011*

4.7 Performance Indicators

Copies of a Report ref: CB/14.12.11/R-4.7 had been circulated with the agenda.

After some discussion it was

RESOLVED *that the Audit Committee Performance Indicators be reviewed*

4.8 Performance Indicators: Internal Auditors

Copies of a Report ref: CB/14.12.11/R-4.8 had been circulated with the agenda.

It was agreed that there was nothing to add to the report and that the re-appointment of both Internal and External Auditors was agreed.

It was

RESOLVED *to approve the Performance Indicators: Internal Auditors*

4.9 Performance Indicators: Financial Statements Auditors

Copies of a Report ref: CB/14.12.11/R-4.9 had been circulated with the agenda.

It was

RESOLVED *to approve the Performance Indicators for Financial Statements Auditors*

4.10 Performance Indicators: Regularity Auditors

Copies of a Report ref: CB/14.12.11/R-4.10 had been circulated with the agenda

It was

RESOLVED *to approve the Performance Indicators for Regularity Auditors*

4.11 Status Report on Auditors' Recommendations November 2011

Copies of a Report ref: CB/14.12.11/R-4.11 had been circulated with the agenda.

The Chair of Audit informed Members that this was a summary of progress made in the implementation of audit recommendations.

It was

RESOLVED *to approve the Status Report*

4.12 Financial Management and Control Evaluation (FMCE)

Copies of a Report on the FMCE for 2011/2011 ref: CB/14.12.11/R-4.12 (i) had been circulated with the agenda

After some discussion it was

RESOLVED *to approve the FMCE return for 2010/2011*

4.13 Letter of Representation: Knowledge Warehouse Limited

Copies of a Letter of Representation ref: CB/14.12.11/R-4.13 had been circulated with the agenda

It was

RESOLVED *to approve the Letter of Representation for the Knowledge Warehouse Limited*

4.14 Risk Register and Risk Reduction Plan

Copies of a Risk Register and Risk Reduction Plan ref: CB/14.12.11/R-4.14 had been circulated with the agenda.

The Principal briefed Members and it was

RESOLVED *to approve the Risk Register and Risk Reduction Plan*

4.15 Policy Lists

Copies of a Report entitled "Policy Lists" ref: CB/14.12.11/R-4.15 had been circulated with the agenda.

The Principal briefed Members and it was noted that the policies and procedures as at 15 November 2011 were listed, with those still in need of updating marked in yellow. It was further noted that the Senior Management Team were reviewing the outdated policies.

It was

RESOLVED *to approve the Policy Lists*

R-5 MEMBERS' REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JULY 2011

Copies of the Members' Report and Financial Statements for the year ended 31 July 2011 had been circulated with the agenda.

The Principal briefed Members and he informed them that there were no surprises. It was

noted that the restructuring costs had been treated as an extraordinary item.

It was

RESOLVED *to approve the Members' Report and Financial Statements for the year ended 31 July 2011*

- 5.1 Knowledge Warehouse Limited: Directors' Report and Financial Statements for the year ended 31 July 2011

Copies of the Directors' Report and Financial Statements for the year ended 31 July 2011 for the Knowledge Warehouse Limited ref: CB/14.12.11/R-5.1 had been circulated with the agenda.

The Principal briefed Members on the accounts which, it was noted, the Audit Committee had scrutinised. Members were also informed that the newly appointed Finance Director would review the accounts.

Finance Director

It was

RESOLVED

- i) *to approve the Directors' Report and Financial Statements for the year ended 31 July 2011, and*
 ii) *to remove David Holland as a Director and Secretary of the Company with immediate effect.*

Clerk

- 5.2 North West Kent Business Services Limited Directors' Report and Financial Statements for the year ended 31 July 2011

Copies of a Directors' Report and Financial Statements for the year ended 31 July 2011 for North West Kent Business Services Limited ref: CB/14.12.11/R-5.2 had been circulated with the agenda.

It was noted that the Company had been dormant throughout 2010/2011

It was

RESOLVED

- i) *to approve the Directors' Report and Financial Statements for the year ended 31 July 2011, and*
 ii) *to remove David Holland as a Director and Secretary of the Company with immediate effect*

Clerk

- 5.3 North West Kent College Training Trust Trustees' Report and Financial Statements for the year ended 31 July 2011.

Copies of the Trustees' Report and Financial Statements for the year ended 31 July 2011 for North West Kent College Training Trust ref: CB/14.12.11/R-5.3 had been circulated with the agenda.

It was noted that the major item of expenditure in the year was a grant to North West Kent College for upcoming relocation costs in respect of the Learning Shop at Bluewater.

It was

RESOLVED

- i) *to approve the Trustees' Report and Financial Statements for the year ended 2010/2011, and*
 ii) *to remove David Holland as the Secretary to the Trust with immediate effect*

Clerk

R-6 SEARCH COMMITTEE

Copies of the unconfirmed minutes of a meeting of the Search Committee held on 22 November 2011 ref: CB/14.12.11/R-6.1 had been circulated with the agenda.

It was

RESOLVED

- i) *to note the unconfirmed minutes of a meeting of the Search Committee held on 22 November 2011, and*
- ii) *to approve the appointment of Councillor Arron Bardoe as a Member of the Corporate Board and of the Audit Committee with immediate effect.*

Clerk

R-7 POLICY AND FINANCE COMMITTEE

Copies of the unconfirmed minutes of a meeting of the Policy and Finance Committee held on 29 November 2011 ref: CB/14.12.11/R-7 had been circulated with the agenda.

It was

RESOLVED

to note the unconfirmed minutes of a meeting of the Policy and Finance Committee held on 29 November 2011

D-1 CORPORATION PERFORMANCE INDICATORS

Copies of a report entitled "Performance Indicators" ref: CB/14.12.11/D-1 had been circulated with the agenda.

It was

RESOLVED

to approve the report on Performance Indicators

D-2 LINK GOVERNOR ARRANGEMENTS RE SIX STRATEGIC AIMS

Copies of a report on Link Governor Arrangements ref: CB/14.12.11/D-2 had been circulated with the agenda.

Members discussed the proposed governor links and the implementation of the arrangements.

It was

RESOLVED

to approve the Link Governor Arrangements

I-1 QUALITY AND CURRICULUM COMMITTEE

Copies of the unconfirmed minutes of a meeting of the Quality and Curriculum Committee held on 11 October 2011 ref: CB/14.12.11/I-1.1 had been circulated with the agenda.

It was

RESOLVED

to note the unconfirmed minutes of a meeting of the Quality and Curriculum Committee held on 11 October 2011

I-2 ESTATES AND FACILITIES COMMITTEE

Copies of the unconfirmed minutes of a meeting of the Estates and Facilities Committee held on 2 November 2011 ref: CB/14.12.11/I-2.1 had been circulated with the agenda.

It was

RESOLVED *to note the unconfirmed minutes of a meeting of the Estates and Facilities Committee held on 2 November 2011*

I-3 STAFF AND STUDENTS' COMMITTEE

Copies of the unconfirmed minutes of a meeting of the Staff and Students' Committee held on 8 November 2011 ref: CB/14.12.11/I-3.1 had been circulated with the agenda.

Members agreed that there was a need to review the membership of the Committee following the staff restructuring

It was

RESOLVED *to note the unconfirmed minutes of a meeting of the Staff and Students' Committee held on 8 November 2011*

I-4 AUDIT COMMITTEE

Copies of the unconfirmed minutes of a meeting of the Audit Committee held on 23 November 2011 ref: CB/14.12.11/I-4.1 had been circulated with the agenda.

It was

RESOLVED *to note the unconfirmed minutes of a meeting of the Audit Committee held on 23 November 2011*

I-5 MANAGEMENT ACCOUNTS, OCTOBER 2011

Copies of the Management Accounts for the period 1 August to 31 October 2011 ref: CB/14/12/11/I-5 had been circulated with the agenda.

Members noted that an operating surplus of £637,403 had been generated in the period.

It was

RESOLVED *to approve the Management Accounts for the period 1 August to 31 October 2011*

I-6 FINANCIAL HEALTH

Copies of a letter from the FSA dated 21 October 2011 ref: CB/14.12.11/I-6 confirming the College's Financial Health grading as "satisfactory" for 2010/2011 and "good" for 2011/2012 had been circulated with the agenda.

It was

RESOLVED *to receive the FSA letter dated 21 October 2011*

I-7 CAPITAL PROJECT STATUS REPORT, DECEMBER 2011

Copies of a Capital Project Status Report ref: CB/14.12.11/I-7 had been circulated with the agenda.

Members noted that the items in bold and in blue print were previously unseen by the Corporation such as the reference to the leaking roof on page 2.

It was

RESOLVED *to approve the Capital Project Status Report*

I-8 USE OF CORPORATION SEAL 2011/2012

Copies of a Report on the use of the College Seal in the period 5 October 2011 to 14 December 2011 ref: CB/14.12.11/I-8 had been circulated with the agenda.

It was

RESOLVED *to approve the use of the College Seal in the period 5 October 2011 to 14 December 2011*

C-1 ANY OTHER BUSINESS

A Member asked if it was possible in future to bring forward the December meeting of the Corporation and that Members revert to holding one away-day instead of two. It was doubted whether the December meeting could be brought forward as it may not be possible to finalise audited accounts in time for the meeting.

C-2 DATE AND TIME OF NEXT MEETING

The date and time of the next meeting is Wednesday 25 January 2012 at 5.30 pm in the Training Restaurant at Gravesend.

The meeting concluded at 8.40 pm.