

## **MINUTES OF THE BOARD MEETING Thursday 11th July 2013**

### **PRESENT**

Harvey Guntrip (HG) (Chair)  
Paul Dubrow (PD)  
Bob McNicoll (BM)  
Philip Morris (PM)  
Sharon Shelton (SS)  
Paul Hannan (PHa)  
Sue Hart (SH)  
Troy McKay (TM)  
James Standen (JS)

### **OTHER PEOPLE IN ATTENDANCE**

Lynda Brown (LB)  
Mark Lumsdon-Taylor (MLT)  
Zoe Stafford

#### **1. APOLOGIES**

Glyn Charlton (GC)  
Lorri Currie (LC)  
Cedric Porter (CP)  
Sharon Lowen (SL)  
Jon Allen (JA)

Ms T Bruton was not in attendance.

It was agreed for Ms Zoe Stafford to act as Minute Secretary in the absence of the Clerk.

#### **2. MINUTES OF LAST MEETING - 21 March 2013**

Minutes of the Board meeting held 21 March 2013 were agreed as correct and it was **RESOLVED** to authorise the Chair to sign.

#### **3. MATTERS ARISING**

None

#### **4. GOVERNANCE**

The College report on governance was received (copy attached to the signed minutes).

It was **RESOLVED** to appoint Ms Sharon Lowen as the Staff Governor for the period 1 July 2013 to 31 July 2017.

It was **RESOLVED** to appoint Mr David Enderby and Mr Kyle Randall as the student governors for the period 01 September 2013 to 31 July 2014.

It was **RESOLVED** to approve the re-appointments of Mr P Morris and Ms T Bruton for the period 01 August 2013 to 31 July 2017.

Clarification was sought on the process for electing the Chair and Vice Chair. It was confirmed that the process is overseen by the Corporation Standing Orders and a copy of these are in the Governance Handbook that is issued to all governor and published on the College's website. .

The Board unanimously **RESOLVED** to elect Nick Coffin as Chair and Paul Dubrow as Vice Chair for the period 1 August 2013 to 31 July 2014. The outgoing Chair confirmed he is still staying on as Governor and will still Chair the Landex Governors Group. The Governors' thanked Mr Guntrip for his hard work, commitment etc. during his time as Chair.

Clarification was sought on why the committee membership is changing. It was confirmed that with the changes agreed at Chair and Vice Chair level there is a knock-on effect to Committee membership as the Chair and Vice Chair have to be members of specific Committees. If any Member is unhappy with their proposed Committee membership then they should take this up with the Clerk.

A concern was raised regarding the proposed membership Strategy group, as there is no one on with a curriculum background. It was agreed to ask L Currie and P Morris to be members of the Strategy Group.

It was **RESOLVED** to note Committee membership and meeting dates for 2013/14.

## **5. EQUALITY AND DIVERSITY TRAINING**

Bev Cleves, Associate Principal Student Support Services delivered E & D training to Governors'. The Chair thanked BC on behalf of the Governors'.

## **6. HADLOW GROUP**

The College report '*College Corporate Structure*' was received (copy attached to the signed minutes) and the Director of Finance presented the report.

The following points were noted:

Page 3 shows the clarity around current existing legal structure and confirms legal companies. The outline shows what the structure will look like moving forward.

JS mentioned with Labour announcements regarding Free Schools, will this increase our risk. LB reported it will not as we already have our funding agreement in place. MLT

reported we have had our funding agreement worded specifically - if they try to change it, it would have to go to high court as a legally binding agreement.

Pages 6 & 7 proposal will go ahead in 2013/14.

BM asked who did the analysis on risks - MLT confirmed he wrote them and discussed with the Executive Team. MLT said we have strong robust systems in place to support it and mitigation – that is why we think it is a low risk.

BM mentioned one risk that has not been included is the risk of taking your eye off the ball due to dramatic expansion of projects. BM said the 3 members of the Executive Team have built up the College under a structured process so they have control of every aspect of the College and they have been focussed on the best possible results – this does create a dependency on the 3 executive and obvious raises questions about the SMT below and how they are stepping up.

HG mentioned mitigation is noted in the pages before and the fact we have a Strategy group who will look at risk, what the organisational structure will look like etc. PM mentioned the Executive team scrutinise the reports which we receive from SMT and asked if the SMT are stepping up. The Governors' would like to see more contact with the SMT. PHa agreed and suggested the SMT would attend part of the Board meetings to present their papers.

It was **RESOLVED** to note the report.

## 7. FINANCE

The College Budget 2013/14 and 2-Year Financial Forecasts were received (copy attached to the signed minutes).

It was confirmed that the budgets were subject to detailed scrutiny by the Finance, Commercial & Resources Committee. To further support the budgets, the Director of Finance made a presentation on the Hadlow College 2013/14 Budget including economic conditions and College position.

Clarification was sought on whether it was realistic to increase HE/FE numbers by 5% year on year and explanations were given behind the growth assumptions.

A discussion took place on the level of contingency funds and whether the allocation would be sufficient and it was agreed that there is sufficient contingency built into the budget.

JS reported he is really pleased that Agriculture is recruiting so well and looks like it will be the third largest curriculum area, but asked when it will have its own title in the literature. LB said we always review and we will be looking at whether we change faculties. There were specific reasons why we put it in with Animal Management, but at present we wouldn't want it to take out due to how well it is doing. We also need to consider that the growth is a national picture.

PM mentioned if the Labour Government gets in, they may restrict access to some of the funding for the Free School. PM said he would like to see ways of how School will get money from other places. MLT reported the school should be self-reliant, but if we needed

to start funding it through the college, they would have to bid to receive money from the central pot. We are one of only a few places to have been given the volume of capital for the Free School building.

It was **RESOLVED** to approve the Hadlow Group Budget 2013/14 and the Performance Pay Structure 2013/14; and the 2-Year Financial Forecasts.

## **8. BETTESHANGER**

The College report '*Betteshanger Project Plan*' was received (copy attached to the signed minutes).

MLT mentioned we are there in terms of all outstanding matters and we have won most of the cases. We have worked with Brachers on all of the legalities.

SH said a formal report will be sent to MLT and HG, but she cannot report or comment due to position she is in. MLT will circulate report to Full Board when signed off.

MLT reports gives the overall position of Betteshanger for the next 6 months. NC asked if we have followed Bracher's advice and MLT confirmed that this was the case. Bracher's are concerned in the transfer document that the Government could claw back assets at any time. MLT said he has taken advice from HCA and they said it would not happen.

JS questioned if we are putting SH in a difficult position with using Brachers. MLT reported SH declares an interest and this is registered in the Register of Interests and any potential or perceived conflict of interest is overseen by the Clerk.

MLT reported HCA have confirmed a further grant for infrastructure for the park. This was in exchange for the regional growth fund.

It was **RESOLVED** to approve the Betteshanger Project Plan.

## **9. CURRICULUM AND QUALITY COMMITTEE**

The minutes of the Committee meeting held 13 June 2013 were received and noted (copy attached to the signed minutes).

## **10. AUDIT COMMITTEE**

The minutes of the Committee meeting held 20 June 2013 were received and noted (copy attached to the signed minutes).

The draft Board Assurance Framework was noted.

## **11. FINANCE, COMMERCIAL AND RESOURCES COMMITTEE**

The minutes of the Committee meeting held 27 June 2013 were received and noted (copy attached to the signed minutes).

The Board noted and endorsed minute 79 – ‘The Committee placed on record that, considering the loss of income of circa £450,000, it has been a substantial achievement to forecast a year-end surplus. The Committee asked for the minutes to record its appreciation of the work of the Finance Team and College staff in achieving this outcome’.

BM asked what is ‘Bank Street’ – MLT reported it is joint venture of having an additional 15 residential rooms we could use for accommodation on Tonbridge. We would get 1/3 of the profit. PHa mentioned we may have to free up Grove Park Farm for 16-18 year old students for 2014/15, therefore we need to look at other accommodation options for our over 18’s.

## **12. MONITORING OF COLLEGE PERFORMANCE REPORT**

The report ‘*Monitoring of College Performance*’ was received (copy attached to the signed minutes).

It was noted that the ‘Amber’ Assessment against finance agreed at the March Board meeting still applies and that all other assessments were ‘Green’.

Circulated for annual review was a copy of the College’s ‘*Strategic and Operational Objectives*’.

It was **RESOLVED** to note the monitoring reports.

## **13. Any Other Business**

The Board placed on record its sincere appreciation of the contributions made by the student governor during his tenure of office and wished Troy well for the future.

Signed: \_\_\_\_\_ Date: \_\_\_\_\_