



MINUTES OF THE MEETING OF THE CORPORATION HELD 26 MARCH 2015

Present: Mr P Dubrow
 Ms T Bruton
 Mr P Hannan
 Mr B McNicoll
 Ms S Lowen
 Mr H Guntrip
 Mr J Standen
 Ms S Hart
 Mr P Morris
 Mr C Porter

In attendance: Mr J Allen -Clerk to the Governors
 Ms L Brown -Group Vice Principal
 Mr M Lumsdon-Taylor -Group Director of Finance

The meeting commenced at 09.00.

Section A: Formal Agenda Items

APOLOGIES, QUORACY, & DECLARATION OF INTERESTS

59. Apologies were received from Ms L Currie, Mr W Bispham, Mr K Randall and Mr N Coffin. In the absence of the Chair it was agreed for Mr P Dubrow to chair the meeting. The Clerk confirmed that the meeting was quorate. The membership of some of the Members of the Hadlow Corporation on the Board of West Kent & Ashford College (WKAC), Hadlow Group Board, and Hadlow Group Audit Committee was noted. It was agreed that these interests would be a declared interest at all Corporation meetings. The Chair confirmed that all Members would be making decisions in the best interests of Hadlow College, regardless of their membership elsewhere within the Hadlow Group Structure.

MINUTES

60. It was **RESOLVED** that the minutes of the Part I meeting of the Corporation held 11 December 2014 be approved and signed by the Chair as a correct record.

SUMMARY ACTION LIST & MATTERS ARISING

61. The 'Summary Action List' was received. The following updates were made available against each outstanding action point from the previous meeting:

MIN REF	DETAILS OF RESOLUTION/ACTION POINT	UPDATE AS OF 26/03/2014
24	Safeguarding Policy to be attached to the annual safeguarding report to enable the Corporation to demonstrate that it conducted the annual review of the policy.	December 2015 Board meeting

25	During discussion clarification was sought on the status of DSB checks for West Kent & Ashford College governors and it was agreed for the Vice Principal to look into this further.	Procedure approved – see minute 62
28	Final draft of the Mission Statement, Core Values, and Strategic Objectives	Agenda item
46	A secure external access for governors to Corporation and Committee papers enabling access to papers, either through PCs, iPads, and iPhones – to discuss at the next meeting of G&S	To be discussed at G&S Committee meeting 1/5/15

62. The procedure for DBS checks for governors within the Hadlow Group was received, and after review, it was **RESOLVED** to approve the following procedures:

- The College requirement is that all Governors at any of the educational arms of the Group must have a current enhanced Disclosure and Barring Service (DBS) check and that these must be updated every three years.
- Human Resources are responsible for ensuring that the DBS checks are in place prior to the commencement of duty and are updated every three years.
- The Clerk must inform HR of any new governor appointments with details for DBS check before they start.
- If a Governor is required to commence their duties prior to the receipt of a DBS check then they should be signed in as a visitor and accompanied at all times. Any activity that involves visiting classrooms or touring the College should be delayed if possible until after the receipt of the DBS.
- Where a Governor is associated with the Board of more than one educational arm of the Hadlow Group, the DBS is deemed to be acceptable at either of the Colleges or the Hadlow Rural Community School. Although it is acknowledged that DBS checks are not transferable from one organisation to another, the DBS is deemed to be acceptable across the Hadlow Group.
- The Human Resources department which acts for all educational arms of the Group checks and ensures that the DBS checks are in place. There is no reason to assume that any individual Governor would pose a greater or lesser risk on one educational site than another within the Group.
- It is deemed therefore that there is no requirement for individual risk assessments to take place where Governors of one College within the Group are acting as Governors to another College within the Group.

Section B: Strategic Importance

STRATEGIC PLAN 2015-2020

63. Mr S Gibbons was in attendance for this agenda item to present for approval the Mission Statement, Core Values and Strategic Objectives for the Strategic Plan 2015-2010.

64. It was confirmed the Strategy Committee Sub-Group met on Friday 21 November 2014 and discussed at length the feedback received from the eleven focus groups held between February and October 2014. Considerable time was spent considering each element of the new plan and following broad-ranging comments a draft was agreed. The Senior Management Team met on 16 December to ensure that the supporting operational statements underpinning each strategic objective are fit-for-purpose.

65. It was **RESOLVED** to approve Mission Statement, Core Values and Strategic Objectives for the Strategic Plan 2015-2020.

Mission Statement

'Hadlow – The outstanding land-based college'

Core Values

- Inclusive and welcoming
- Responsible and accountable
- Supportive and caring
- Open and transparent
- Honest and reliable
- Professional and efficient

Strategic Objectives

1. To inspire and enable all students to meet their full potential through education and training of the highest quality.
2. To meet the wider needs of the land-based sector by providing a skilled and enterprising workforce that positively contributes to society.
3. To motivate and support a highly effective and skilled College team.
4. To be an inclusive College where all feel safe and valued.
5. To ensure a sustainable financial and economic future for the College.
6. To pursue and explore new opportunities to further enhance the student experience.

66. It was confirmed the operational and development objectives to support the Mission Statement, Core Values, and Strategic Objectives will be made available at the July Corporation meeting for approval.

67. The Board thanked Mr Gibbons for his work in overseeing the extensive consultation process involving a wide range of internal and external stakeholders.

HADLOW GROUP BOARD MINUTES

68. The minutes of the Hadlow Group Board meeting held 29 January 2015 were received for information purposes. The Clerk confirmed the minutes were also made available to the West Kent & Ashford College Board meeting held on 18 March 2015. The Clerk advised that the future arrangements for the circulation of Hadlow Group Board minutes would be discussed at the next Group Board meeting.

69. It was **RESOLVED** to note the minutes of the Hadlow Group Board meeting held 29 January 2015.

'DOMINANT INFLUENCE' & 'CONTROL ISSUES'

70. The report from the Clerk was received. Baker Tilly, the College's Financial Statement Auditor, have advised that because of the 'control' and 'dominant influence' of

Hadlow Corporation over the Board of WKAC, the accounts for WKAC must be consolidated into Hadlow's accounts. Failure to 'consolidate' would result in the accounts of Hadlow College having to be 'qualified'.

71. The report from the Clerk outlined proposed amendments to existing governance arrangements to address the issue of 'control' and 'dominant influence' of Hadlow Corporation over the Board of WKAC. If the proposed changes were agreed the auditors have confirmed the accounts for Hadlow College would not be qualified.

72. It was **RESOLVED** to approve the following:

- (i) To amend Hadlow Corporation's Articles & Instruments to remove Hadlow Corporation being the appointing body for members to the WKAC Board;
- (ii) To amend the Instrument & Articles of Government to confirm that governor appointments will be overseen by a joint Hadlow College/WKAC College Search Committee;
- (iii) Membership of the Search Committee to be made up of equal representatives from both WKAC Board and Hadlow Corporation with no casting vote allowed from the Chair;
- (iv) Quoracy of the Committee to confirm that there must be in attendance at least one representative from each College;
- (v) Terms of Reference of the Search Committee to confirm that each College will inform the Search Committee of vacancies as and when they occur and of the skills set required for the filling of the vacancy;
- (vi) Terms of reference of the Search Committee to contain a 'deadlock' clause in the event of a tied vote in any appointment recommendation, with the 'deadlock' clause to confirm that in the event of a tied vote on any appointment recommendation, the appointment recommendation not to be taken forward;
- (vii) Terms of reference to confirm that the Committee can only make appointment recommendations;
- (viii) Appointment recommendations from the joint Hadlow College/WKAC College Search Committee to be approved by either the Hadlow Corporation or WKAC Board, depending on which governor appointment is being recommended to which College; and
- (ix) That any adoption by WKAC of similar operating/financial policies from Hadlow College is to be supported as one of sharing best practice rather than dominant influence by Hadlow College

INSTITUTIONAL SUCCESS RATE TARGETS 2014/15

73. The report that was considered by the Curriculum & Quality Committee was received. The report outlined the targets proposed by the Committee for the Corporation to approve.

74. It was **RESOLVED** to approve the following Success Rate targets for 2014/15:

Success Rate Target	16-18	(Actual 2013/14)	19+	(Actual 2013/14)
Overall College	91%	(88%)	88%	(86%)
Entry Level	89%	(89%)	93%	(91%)
Long Level 1	91%	(89%)	98%	(98%)
Long Level 2	93%	(92%)	88%	(86%)
Long Level 3	87%	(85%)	82%	(80%)
All Functional Skills	74%	(70%)	67%	(63%)
Maths FS	77%	(73%)	70%	(66%)
English FS	74%	(69%)	65%	(61%)
ICT (FS)	67%	(63%)	66%	(62%)

GCSE Maths	50%	N/A
GCSE English	50%	N/A

75. It was reported a new methodology has been introduced on how success rates are to be recorded, with the change from 'levels' of student to type of 'qualification', and to include functional skills performance and GCSE outcomes within core rates. It was confirmed a presentation is to be given to governors regarding these changes and their impact at the June strategy meeting.

PARTNERSHIP REPORT

76. The Principal presented the '*Partnership Report*'. Special mention was made by the Principal who informed governors of the Land-based National College bid which was being supported by Landex and therefore Hadlow College.

77. The Principal provided a further update on discussions held with Kent County Council (KCC) on the funding of Princess Christian Farm as the 5-year protected contract agreed with KCC ends on 31 March 2015. An 'Amber' assessment was recorded due to the risk of non-funding from KCC that could impact on the long-term security of programs. There was also a significant reputational risk to the College if the contract was not renewed. It was **AGREED** to keep the Corporation informed on developments.

ANNUAL EQUALITY, DIVERSITY & WIDENING PARTICIPATION REPORT 2013/14

78. The '*Annual Equality, Diversity & Widening Participation Report 2013/14*' was received. It was confirmed that the report was subject to detailed discussion and analysis at the meeting of the Curriculum & Quality Committee meeting held 26 February 2015. The report is made available to the Corporation for information purposes.

79. The report provided updates on:
- The legal context
 - Scope of the Annual Equality & Diversity Report
 - Strategic Plan and objectives: an overview of targets, progress against targets, and further action
 - 2014 Staff Survey Results
 - Single Equality Scheme
 - Ofsted Inspection Outcomes
 - Equality Analysis (Equality Impact Assessment)
 - Staff Development and Training
 - Student Awareness and Training
 - Initiatives to support Equality Duties
 - Equality and Diversity Impact Measures (EDIMs)
 - Data Monitoring and Reporting (staff and students)
 - Analysis of Equality Performance during 2013/14

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

LEARNER VOICE EVALUATION REPORT

81. The College report '*Learner Voice Evaluation*' was received. The report included information gathered from the 2013/14 Student Exit Survey and 2014/15 Student Induction Survey in addition to information gathered through Learner Voice forums and Curriculum Meetings for the period September 2014 to February 2015.

82. Residential students, their parents and residential support staff are currently completing the Ofsted Residential Survey for 2014/15. Results are not made known to us, however any adverse comments or trends could trigger an Ofsted visit. The Ofsted Care Inspection report for February 2015 stated that the current student views are in line with the 2014 Ofsted residential care survey.

83. The Corporation placed on record its thanks to the work of Bev Cleeves and her team in achieving the grade of 'Outstanding' at the Ofsted Care Inspection.

84. In reviewing the Learner Evaluation Report it was noted that there were some significant negative trends across the board that cannot be explained by just statistical reasons and the substantial increase in respondents. Members agreed the reasons for the decline have to be explored with an open mind. The Vice Principal agreed that further evaluation is required and this would be done through learner focus group meetings and the use of more quantitative evidence. It was **AGREED** to report back to the Corporation on the outcomes of this further evaluation and the action points arising.

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

Section C: Committee Reports

REPORT FROM THE CURRICULUM & QUALITY COMMITTEE

86. The College report '*Unconfirmed Minutes of the Curriculum & Quality Committee held 26 February 2015*' was received. The Chair of the Committee presented the report. The Chair confirmed that the Committee received and considered reports on:

- Quality Improvement Action Plan
- Target Institutional Success Rates 2014/15
- Lesson Observation Profile 1st Term
- Student Attendance Report 1st Term
- Function Skills/GCSE Update
- QAA/HER Action Plan
- Annual Equality & Diversity Report 2013/14
- Curriculum Strategy 2015/16
- Monitoring of College performance in the area of student experience.

87. One 'Red' (serious concern/risk) assessment was confirmed by the Committee for English and maths. 'Amber' assessments (some concern/some risk) were reported for learner progression, HE recruitment, learner attendance and lesson observation profiles. An 'Amber' assessment was also reported on SFA assessments as a 'Minimum Level of Performance' was issued under the new calculating methodology for foundation studies functional skills. All remaining performance indicators identified for student experience, teaching & learning were assessed as 'Green' (no concern/no risk). Following the review of 'Red', 'Amber' and 'Green' assessments, the Committee agreed to an overall assessment of 'Green' for student experience, teaching & learning.

88. It was **RESOLVED** to note the minutes of the meeting of Curriculum & Quality Committee held 26 February 2015.

REPORT FROM THE FINANCE, COMMERCIAL & RESOURCES COMMITTEE

89. The College report *'Unconfirmed Minutes of the Finance, Commercial & Resources Committee held 05 March 2015'* was received. The Chair of the Committee presented the report. The Chair confirmed that the Committee received and considered reports on:

- Management Accounts/Financial Performance Report
- Hadlow Pre Budget Statement
- Capital Portfolio
- Tuition Fee Policy 2015/16
- Annual Review of Financial Regulations
- Tenders
- HR Exceptional Report
- Health & Safety
- Monitoring of College performance in the area of finance and estates.

90. Against the 14 agreed performance indicators for the area of finance & estates, one 'Amber' assessment was recorded against creditor days. All other assessments were confirmed as 'Green'. The Committee agreed a 'Green' assessment (No concern/No risk) against finance and estates.

91. Against the 9 agreed performance indicators of the area of staff & human resources, 'Amber' assessments were recorded against current staff turnover and current staff vacancies. The Committee agreed to defer providing an overall assessment on staff and human resources until clarity was received on current staff turnover and how this compares against AoC benchmark data.

92. It was **RESOLVED**

- (i) To approve Tuition Fee Policy 2014/15; and
- (ii) To note the minutes of the meeting of Finance, Commercial & Resources Committee meeting held 05 March 2015.

BETTESHANGER SUB GROUP

93. The minutes of the Betteshanger Sub Group meeting held on 26 March 2015 were received and **NOTED**, and it was **RESOLVED** to formally approve the management takeover of Fowlmead Ltd, pending the results of due diligence.

HADLOW GROUP AUDIT COMMITTEE

94. The minutes of the Hadlow Group Audit Committee held 12 March 2015 were received and **NOTED**.

Section D: Monitoring

MONITORING OF COLLEGE PERFORMANCE – OVERALL SUMMARY ASSESSMENT OF COLLEGE PERFORMANCE & ASSESSMENT OF RISK

95. The College report *'Monitoring of College Performance – Overall Summary Assessment of College Performance & Assessment of Risk'* was received (copy attached to the signed minutes). The monitoring framework approved by the Corporation requires the overall assessments undertaken by each Committee during the term to be made available to the Corporation.

96. It was **RESOLVED** to note the following overall summary of College performance and assessment of risk:

1	The Student Experience, Teaching & Learning (Agreed by the Curriculum & Quality Committee)	No Concern/No Risk
2	Financial & Estates (Agreed by the F,C&R Committee)	No concern/No risk
3	Audit (Agreed by the Audit Committee)	No concern/No risk
4	Staff & Human Resources (Agreed by the F,C&R Committee)	Some Concern/Some risk as further information is required on staff turnover data
5	Governance, Leadership & Management (Agreed by the Governance & Search Committee)	No concern/risk

97. The Corporation reviewed current performance against each of the agreed Super KPIs that are reviewed at each Corporation meeting. The 'Amber' assessments for HE recruitment, learner attendance, lesson observations and staff turnover were noted. The Corporation was assured that HE recruitment is being closely monitored by both the curriculum and finance committees, and staff turnover has already been subject to discussion at this meeting and will be subject to further monitoring by the Finance Committee. Learner attendance and lesson observations are subject to robust monitoring from the Curriculum & Quality Committee.

98. Governors sought assurances that the target of lessons to be judged to be 'good or better' (92%) will be achieved by the year-end. In response it was confirmed that at the time of the Committee meeting 63% of lesson observations had been graded good or better. The % status reflects the focus of observations for the 1st term. This had been prioritised according to previous grade profiles, employment status, staff on Grade 3 and Grade 4 being supported through Stepping Up and those coming to the end of their probationary period. The current lesson observation profile stands at 89% good or better lessons, and the expectation is that the summer term report on lesson observations will confirm the target has been met. The Corporation noted the assurances given.

GOVERNOR LEARNER WALK PROTOCOLS

99. Governors received the college report '*Governor Learner Walk Protocols*' that provided on how governors can conduct learner walks. Governors welcomed and **NOTED** the guidance document.

ANY OTHER BUSINESS

100. Made available for information purposes were copies of the college's staffing structure. There was no other business.

DATE OF NEXT MEETING

101. Thursday 09 July 2015 @ 09.30

CONFIDENTIAL AGENDA ITEMS - MINUTES

102. It was **RESOLVED** that the confidential minutes of the Part III meeting of the Corporation held 11 December 2014 be approved and signed by the Chair as a correct record.

103. The minutes of the Remuneration Committee held 05 March 2015 were received and **NOTED**.

The meeting closed at 12.10

Signed: _____ Date: _____

CURRENT SUMMARY ACTION LIST

MIN REF	DETAILS OF RESOLUTION/ACTION POINT	WHO	REVIEW DATE
46	A secure external access for governors to Corporation and Committee papers enabling access to papers, either through PCs, iPads, and iPhones – to discuss at the next meeting of G&S	G&S Committee meeting 1/5/15	9/7/15
66	Operational and development objectives to support the Mission Statement, Core Values, and Strategic Objectives to be made available at the July Board meeting for approval.	Executive	9/7/15
75	A new methodology has been introduced on how success rates are to be recorded - a presentation on these changes and their impact to be made available at the June strategy meeting.	Executive	9/7/15
77	KCC/Funding of Princess Christian Farm – to receive a progress update	Executive	9/7/15
84	Further evaluation on the Learner Voice: To be done through learner focus group meetings and the use of more quantitative evidence, and to report back to the Corporation on the outcomes of the further evaluation and the action points arising.	Executive	9/7/15