



MINUTES OF THE MEETING OF THE CORPORATION HELD 14 JULY 2016

Present: Ms T Bruton (Chair)
Mr P Dubrow (Vice Chair)
Mr P Hannan (Principal)
Mr B McNicoll
Ms S Hart
Mr C Porter
Mr H Guntrip
Ms L Currie

In attendance: Mr J Allen -Clerk to the Governors
Mr M Lumsdon-Taylor -Group Director of Finance

The meeting commenced at 09.40.

Section A: Formal Agenda Items

APOLOGIES, QUORACY, & DECLARATION OF INTERESTS

91. Apologies were received from Mr P Morris, Mr G Cutress and Ms S Lowen. 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 Rural Community School, 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.

LETTER TO GOVERNORS

92. Before the meeting commenced, the Chair of the Hadlow Group Board read out a letter received from Lynda Browne (LB) addressed to all Governors of the Hadlow Group. The letter thanked Governors for their support during LB's time at the College and wished every success for all elements of the College business. The Chair of the Hadlow Group Board confirmed the letter had been read out before the start of the WKAC Board meeting the previous day. It was **AGREED** the Chair of the Hadlow Group Board would respond in kind on behalf of all Governors.

MINUTES

93. It was **RESOLVED** that the minutes of the Part I meeting of the Corporation, held 17 March 2016, be approved and signed by the Chair as a correct record.

94. It was **RESOLVED** that the minutes of the Part I Strategy meeting of the Corporation, held 15 June 2016, be approved and signed by the Chair as a correct record.

SUMMARY ACTION LIST & MATTERS ARISING

95. 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 14 JULY 2016
46	The full Hadlow College Strategic & Operational Plan is presented at the July Corporation meeting	Agenda item 6
55	To receive at the June Strategy meeting plans for HE provision across the Group	This was an agenda item at the June Strategy meeting
89	Confidential Strategy meeting 14 June 2016: The final draft of the succession plan to be presented to the Hadlow Audit Committee meeting scheduled for 05 July.	This was an agenda item at the July Audit Committee meeting held 05 July; the final draft to be presented at the Audit Committee meeting in November
93	Strategy meeting 15 June 2016: it was agreed a statement has to be drafted and approved by both Boards that describes the Group to strangers. The statement should set out potential opportunities and set out any redlines. These redlines to include being the sole provider for land based provision in Kent, Commerciality, Vertical, No further expansion of GFE but instead to work with partners to develop specialisms. It was AGREED for the Executive to draft a statement from the work of the 3 groups and to make this statement available at the July Board meetings for approval.	Agenda item 5
95	<ul style="list-style-type: none"> • To have a Group Finance Committee • To keep separate Curriculum & Quality Committees • College Sharefile Intranet – to enable governors access, and store, all governors' papers – Sharefile to be in place by September 2016 • To receive regular reports on HE and Apprenticeships • Members to inform the Clerk if they do not want to receive papers in the post. Unless informed otherwise, papers will be posted to each Member • Hadlow Group Board reporting Structure 	<p>Actioned</p> <p>Actioned</p> <p>DoF – September 2016</p> <p>Executive from September 2016</p> <p>From September 2016</p> <p>After Hadlow Group</p>

	– to make available to all Members of local Governing Bodies	Board meeting 21/07/16
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96. The Clerk informed the meeting of a discussion that took place at the previous day's WKAC Board meeting where a concern was raised on the volume and presentation of Board papers. It was noted there is a requirement to make available all the information to enable Trustees to make an informed decision and that the current level of transparency cannot be changed. It was agreed to make more use of executive summaries in a reformed coversheet to enable governors to receive a summary with the detail to support the summary attached to the reformed coversheet. The coversheet would also be used to confirm where the supporting evidence can be located when the new Sharefile system is up and running.

97. Governors placed on record their thanks for the excellent Strategy meeting held in June.

Section B: Strategic Importance

HADLOW GROUP MINUTES

98. The unconfirmed confidential minutes of the Hadlow Group Board meeting, held 28 April 2016, were received and **NOTED**. It was noted the items covered during the meeting were subject to further discussion at the June strategy meeting.

POSITION STATEMENTS FOR THE AREA REVIEW

99. At the June Strategy meeting, it was agreed for the Executive to draft a series of position statements describing the intent of the Group going into the Area Review in December 2016. It was confirmed the draft of the Position Statements were reviewed at the WKAC Board meeting held the previous day. The Corporation was asked to review the draft statements for presentation, and final approval, at the Hadlow Group Board meeting on 21 July 2016.

100. Following review, it was proposed to add an opening paragraph confirming that the Group's singular focus is the student. Their attainment, achievement and progression to business and employability are of the highest standard and priority.

101. Subject to this addition, it was **RESOLVED** to endorse the Position Statements.

STRATEGIC & OPERATIONAL PLAN

102. For reference, the Corporation received for review the full analysis of the Strategic and Operational Objectives 2016-2020. The end of year full report assessed the progress made against set targets that were mainly due for completion by July 2016.

103. The final review of the Strategic and Operational Objectives 2010-2015 was **NOTED**.

COLLEGE BUDGET 2016-17 & TWO YEAR FINANCIAL FORECASTS 2016/17 & 2017/18

104. The Corporation received a presentation from the Group Director of Finance on the College Budget 2016/17 and 2 Year Financial Forecast 2016/17 & 2017/18. It was confirmed both the budget and 2-year financial forecasts were subject to a thorough review from the Finance Committee and the Committee recommends both the budget and financial forecasts to the Corporation for approval.

105. The Chief Executive of the Agencies has written to Principals and Chairs to remind them of the importance of the budget estimates. In the letter, reference is made to the SFA dashboards and a checklist which the Board should review as an agency requirement.

106. The Corporation reviewed in detail the assumptions made in the commentary, the sensitivities and key risks identified and the impact of the risks, as prescribed in the planning template issued by the Funding Bodies.

107. In summary, Hadlow College core operations (commercial and education) is forecast to have a turnover of £17,840m with an operating surplus of £334k.

108. The fundamental risks for the Hadlow College relate to the achievement of the target for Further Education recruitment (16-18: 1,100), Higher Education numbers of 650; and continued containment of cost base. Student numbers must be met as the College's profitability is geared on achievement of student targets.

109. It was confirmed that five key fiscal drivers underpin the budgetary process, these being:

1. All Curriculum divisions must return a baseline contribution of 50%
2. All Curriculum divisions must return and show net 5% growth in either FE or HE student count
3. Net contribution from core business must be equal to, or greater than, commercial net profits
4. All College overhead costs, unless specifically agreed, cannot grow by more than 5%
5. Any commercial loss positions must show improvement of baseline 25% for the forthcoming year (against in year budget)

110. College Group commercial divisions contribute a significant percentage to the projected surplus. The forecast surplus from commercial divisions is £301k.

111. Hadlow College is forecast to show a £1,200,00 bank balance as at 31 July 2016 rising to £1,500,000 by 31 July 2017.

112. The forecasts in the '2 Year Financial Forecasts' were completed in the template prescribed by the Skills Funding Agency, although there are issues with the template with software errors still yet to be resolved. The forecasts for Hadlow College confirm a financial health assessment of 'Good' for each year of the forecast.

113. It was **RESOLVED** to approve:

- (i) Hadlow College Budget 2016/17;
- (ii) Hadlow Group Budget 2016/17;
- (iii) Hadlow College Commentary & 2-Year Financial Forecast 2016/17 and 2017/18;
- (iv) Performance Pay Structure 2016/17 for Hadlow College and West Kent & Ashford College.

GOVERNANCE REPORT

114. Following the annual election of the Chair and Vice Chair, it was **RESOLVED** to appoint Ms T Bruton to be the Chair for the period 01 August 2016 to 31 July 2017 and to appoint Mr Paul Dubrow as the Vice Chair for the same period.

115. The minutes of the Governance & Search Committee meeting, held 14 June 2016, were received and **NOTED**.

116. On the recommendation from the Governance & Search Committee, it was **RESOLVED** to appoint Mr Chris Hearn to be a governor of the College for the period 01 August 2016 to 31 July 2020 and for Mr Hearn to be a member of the Hadlow Group Finance Committee.

117. On the recommendation from the Governance & Search Committee, it was **RESOLVED** to confirm the following Governor re-appointments (each named governor left the meeting when their re-appointment was considered):

- (i) To re-appoint Mr Cedric Porter for the period 01 August 2016 to 31 July 2020;
- (ii) To re-appoint Mr Bob McNicoll for the period 01 August 2016 to 31 July 2020;
- (iii) To re-appoint Mr Paul Dubrow for the period 01 August 2016 to 31 July 2020;
- (iv) To re-appoint Mr Harvey Guntrip for the period 01 August 2016 to 31 July 2020.

118. Committee membership details for 2016-17 were received and **NOTED**.

119. Meeting Schedule 2016-17 was received and **NOTED**.

Section C: Committee Reports

REPORT FROM THE CURRICULUM & QUALITY COMMITTEE

120. The College report '*Unconfirmed Minutes of the Curriculum & Quality Committee, held 09 June 2016*', 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
- Lesson Observation Report
- Student Attendance Report
- Function Skills/GCSE Update
- Destination Report
- Exceptional Safeguarding Report
- Monitoring of College performance in the area of student experience.

121. The Committee is responsible for making assessments in the area of student experience, teaching & learning. Assessments are to be carried out at each meeting of the Committee through a standing agenda item '*Monitoring of College Performance & Assessment of Risk*', with an overall assessment being made available to the Corporation.

122. One 'Red' (serious concern/risk) assessment was confirmed for progression into HE, with progression at 17% against the target 25%. 'Amber' assessments (some concern/some risk) were reported for HE recruitment, current overall HE retention, and learner attendance. 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. 'Amber' assessments were also noted for attendance, with attendance at 91% against the target of 93%; and lesson observations, with good or better lesson observations currently stand at 85% against the target of 93%

123. All remaining performance indicators identified for student experience, teaching & learning were assessed as 'Green' (no concern/no risk).

124. Following the review of 'Red', 'Amber' and 'Green' assessments, the Committee **RESOLVED** to inform the Corporation of the following overall assessment:

Student experience, teaching & learning	NO CONCERN/NO RISK
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125. Governors sought assurances on the lesson observation target of only 85% of lessons being judged as either good or better against the target of 93%. In response, it was confirmed the current profile reflected the focus on observations carried out this term. Observations have been prioritised according to previous grade profiles, employment status, and those staff who had received either a Grade 3 or Grade 4 observation. The profile also reflected the increased number of new and unqualified staff and the number of staff who have declined to 'Requires Improvement' for the first time in two years. Assurances were received to confirm these staff members are being supported through the Advanced Learning Practitioners to develop further their practice.

126. It was **RESOLVED** to note the minutes of the meeting of Curriculum & Quality Committee held 09 June 2016.

REPORT FROM THE FINANCE COMMITTEE

127 The College report '*Unconfirmed Minutes of the Finance Committee held 23 June 2016*' was received. The Chair of the Committee presented the report. The Chair confirmed that the Committee received and considered reports on:

- Delegated Authority
- Management Accounts/Financial Performance Report
- College Budget & 2 Year Financial Forecast
- Capital Portfolio Report
- Tenders
- HR Exceptional Report
- Health & Safety
- Monitoring of College performance in the area of finance and estates.

128. The Committee is responsible for making assessments in the two areas of finance & estates; and staff & human resources, and to report assessments to the Corporation.

129. Against the 14 agreed performance indicators for the area of finance & estates, one 'Amber' assessment was recorded against debtor days. All other assessments were confirmed as 'Green'.

130. Against the 9 agreed performance indicators of the area of staff & human resources, an 'Amber' assessment was recorded against current staff vacancies.

131. The Committee **RESOLVED** to inform the Corporation of the following assessments:

Finance & Estates	No Risk/No Concern
Staff & Human Resources	No Risk/No Concern

132. The minutes of the Finance Committee meeting held on 18 June 2015 were received and **NOTED**.

HADLOW GROUP AUDIT COMMITTEE

133. The minutes of the Hadlow Group Audit Committee, held 05 July 2016, were received and **NOTED** with confirmation given there were no issues of concern to report to the Corporation.

134. Made available with the minutes was the current draft of the Group Succession Plan. It was confirmed this was still in draft format and would also be a document subject to on-going review and amendment.

135. The Committee, through the minutes, required formal Corporation approval for a range of documents and re-appointments.

136. It was **RESOLVED**:

- (i) To approve the Financial Statement & Regularity Audit Plan for the Year-end accounts for Hadlow College;
- (ii) To approve the Financial Statement & Regularity Audit Plan for the Year-end accounts for Hadlow Rural Community School; and
- (iii) To approve the annual re-appointment of the Internal Audit Service MacIntyre Hudson as recommended in the Audit Committee minutes for the period 01 August 2016 to 31 July 2017.

Section D: Monitoring

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

137. 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.

138. 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)	No concern/risk
5	Governance, Leadership & Management (Agreed by the Governance & Search Committee)	No concern/risk

139. In addition to each Committee's overall assessment being reported to the Board, it has been agreed to report to each Board meeting on a range of super KPIs which are deemed to be essential for the Board to monitor to ensure objectives in the College's Strategic Plan are being met.

140. Against the 17 agreed KPIs. 'Amber' assessments were recorded against 4 of the Super KPIs, these being:

- Overall College retention at 91% against the target of 95%
- HE Recruitment against the targets set
- Learner attendance with FE at 92% and HE at 88% against the target of 94% for both
- Lesson Observation profile at 85% of good or better lessons against the target of 93%.

ANY OTHER BUSINESS

141. An issue was raised on the future of the Pre-School in the Village with a request for further information. The Principal confirmed this was still a matter for discussion and any changes to the current arrangements for the Pre-School would be reported to the Hadlow Group Board and Hadlow Corporation.

DATE OF NEXT MEETINGS

Thursday 20/10/16	Corporation meeting and annual Governor Link Scheme lunch	Hadlow 09.30
Thursday 08/12/16	Corporation & Carol Service	Hadlow 09.30 (lunch provided)

The meeting closed at 12.40

Signed: _____ Date: _____