

CITY OF WOLVERHAMPTON COLLEGE

**Minutes of a Meeting of the Board of Governors held on
Monday 24 February 2020 at 5pm
in the Conference Centre, Paget Road**

PRESENT

Mrs Amanda Newbold (Chair)	Mr Ian Fegan
Ms Emma Bull	Mr Trevor Dutton
Ms Sally Slater (Staff)	Mr Yankho Songwe (Student)
Mr Clarence Crosdale	Mr Mal Cowgill

IN ATTENDANCE

Mr Peter Merry – Vice Principal Business Success
Ms Louise Fall – Assistant Principal Student Engagement
Mrs Elizabeth Ball – Clerk to the Board of Governors
Mr Michael Nicol – ESFA (for item 4 (a))

19/20 APOLOGIES FOR ABSENCE AND DECLARATIONS OF INTEREST (ITEM 1)

Apologies for Absence were received from Mr Mark Taylor, Ms Alison Shannon, Mr Mike Hastings and Dr Isabel Gillis.

Declarations of loyalty were made by Ms Amanda Newbold and Mr Ian Fegan as employees of the City of Wolverhampton Council in relation to items 4(a) and 4(b) on the agenda.

Members of the Board of Governors who were not conflicted agreed that they should remain in the meeting and take part in the discussions relating to those items.

20/20 ADDITIONAL ITEM OF BUSINESS

The Clerk reminded members of the Board of Governors, that at their meeting held on 25 November 2019, it had been resolved to amend clause 13 of the Instrument of Government.

The change was that 'Meetings of the Corporation shall be quorate if the number of members present is at least 40% of the total number of members currently in post'.

The Articles of Government enable the Corporation to amend the Instrument and Articles after consultation with any other person, who, in the Corporation's view, are likely to be affected by the proposed change.

Whilst not recorded at the time, the Board of Governors wish to record that in their view, no other person was likely to be affected by the change and that as a result no consultation was required.

It was resolved that it be formally noted that the Board of Governors was of the view that no other person was likely to be affected by the change to the Instrument of Government and that as a result no consultation was required.

21/20 MINUTES OF THE PREVIOUS MEETING (ITEM 2)

The minutes of the meeting held on 27 January 2020 were approved as a correct record.

22/20 MATTERS ARISING

08/19 Benchmarking

It was noted that this matter would be given further consideration once the work being undertaken by the AoC was complete and that the action should be removed from the list of outstanding actions.

43/19 Report from the Audit Committee

It was agreed that a session relating to risk appetite should take place at the Governors' Strategy Session on Monday 23 March 2020.

81/19 Education Business Centre

It was reported that following the process of due diligence, the College had taken over the management of the Education Business Centre.

121/19 Subsidiary Company

It was noted that Jon Crockett had agreed to become a Director of the Subsidiary Company and that an update report would be considered as part of the meeting.

159/19 Outline of QSR Process

The Assistant Principal Student Engagement confirmed that the review had taken place between 5 and 7 February 2020 and that an update would be provided as part of the meeting.

14/20 Procurement of Student Management Information System

The Vice Principal Business Success reported that at the last meeting, the Board of Governors approved that the contract for the new Student Management Information system be awarded to Tribal Education.

In addition to this however, it was noted that the intention is to install a new network system and to submit a Salix bid for funding to support the purchase of energy efficient servers.

23/20 CORRESPONDENCE (ITEM 3)

The Clerk referred Governors to the letter from the FE Commissioner dated 5 February 2020, which outlined the increased focus on FE Colleges by Government and the effect of the demographic upturn.

The Clerk also reported that Andrew Tyley, a Deputy FE Commissioner, had recently addressed the West Midlands Clerks' network event and a copy of his presentation would be circulated to all Governors.

24/20 INDEPENDENT BUSINESS REVIEW (ITEM 4(a) (Confidential minute)

25/20 REPORT FROM THE CAMPUS TRANSFORMATION OVERSIGHT GROUP (ITEM 4(b) (Confidential minute)

26/20 HE QUALITY AND STANDARDS REVIEW UPDATE (ITEM 5)

The Assistant Principal Student Engagement reported that the review had taken place over a period of three days and had involved meetings with staff and students and consideration of relevant evidence.

A particular theme of the review had been to examine how the College treats and handles informal complaints.

It was noted that no feedback was given after the review and that it was anticipated that the draft report would not be available for at least two months. Once finalised a copy of the report would be made available to the Office for Students, but it would not be published.

It was resolved that the report be noted.

27/20 STUDENT UNION UPDATE (ITEM 6)

The Student Governor presented the Student Union update which had been prepared by the President of the Student Union for 2018/19.

Governors noted the activities that had taken place during the year including the induction week/fresher fair and the success of the charitable fundraising activities.

It was highlighted that the Health Fair, the Student Conference and the National Careers Week had also been very successful and that the Student Union had been able to support the student enrichment programme by providing funding for class or larger group enrichment activities.

Governors commented that the financial statements indicated a better position than the previous year and were advised that this has been as a result of some additional fundraising and close monitoring of spend.

Governors asked whether more could be done to encourage students to be better engaged in Governors' meetings and noted that there was potential for students to 'shadow' Governors or for a session on the role of Governors to be included at the Student Conference.

The Student Governor confirmed that the Student Union also wanted to give more insight into the role.

The Board of Governors thanked the Student Governor for presenting the report.

It was resolved that the report be noted.

28/20 MANAGEMENT ACCOUNTS (ITEM 7(a))

The Vice Principal Business Success presented the Management Accounts to the end of December 2019 and highlighted key points including:

- the operating surplus in comparison to the budgeted deficit is as a result of positive variances in income, a negative variance in pay expenditure and non pay savings.
- Adult recruitment is in line with 2018/19, with some sub-contracted provision planned.
- 16-19 recruitment is ahead of contract.
- Additional support income is ahead of budget as is apprenticeship income.
- Advanced learner loans income has increased.
- Pay as % of income is 66.5%.
- Pay costs reflect upstaffing around areas of growth and a reduction in the College's overall vacancies.
- Financial Health continues to be inadequate.
- Cashflow continues to be monitored carefully to ensure adequate liquidity.

It was resolved that the Board of Governors:

- **Note the Management Accounts to 31 December 2019.**
- **Note the current operating surplus relative to the budgeted deficit.**
- **Note the closing cash position in comparison to the same time in 2018/19.**

29/20 INTEGRATED FINANCIAL MODEL FOR COLLEGES (ITEM 7(b))

The Vice Principal Business Success reported that the the Integrated Financial Model for Colleges must be submitted to the ESFA by the end of February 2020 but that it is proving extremely difficult to complete.

It was noted that the figures being inputted are those included in appendix 2 to the report on the Independent Business Review which reflect the approved 2019/20 budget forecast and the latest 2020/21 and 2021/22 figures which have been reviewed by BDO.

The Vice Principal Business Success confirmed that the Board of Governors must approve the IFMC, but that it was not in a form which could be printed out for formal consideration.

As a result, the Board of Governors approved the information to be included in the IFMC and the assumptions on which it was based.

It was also agreed that the accompanying commentary should reflect the commentary which accompanied the financial plan for the year from 2019 and the commentary on performance in year/areas of re-forecast.

It was resolved that subject to the above the IFMC be approved.

30/20 SUBSIDIARY COMPANY UPDATE (ITEM 7(c))

Governors considered the report which provided an update on the activities of the wholly owned subsidiary company since incorporation in 2019.

It was noted that cleaning staff were transferred to the subsidiary company on 1 August 2019 and that the intention was to transfer the security service as from 24 April 2020.

The Vice Principal Business Success highlighted key issues in the report including the proposal to provide an uplift to the National Living Wage to mitigate high levels of turnover.

It was also reported that employees of the subsidiary company are offered membership of the National Employment Savings Trust pension scheme. As both the employer and employee contributions to this scheme are much lower, it is more accessible for lower paid workers.

Governors commented that it would be useful to collect feedback from staff who were employed by the subsidiary company and the Vice Principal Business Success reported that consideration is also being given to how these staff can be involved with all college activities.

The Board of Governors noted:

- **The progress made following the incorporation of the College's subsidiary company on 3 June 2019.**
- **The Company's key activities and updated structure that incorporates the additional provision of security services.**
- **The effect of the National Living Wage on Company pay costs from 1 April 2020.**
- **The planned transfer of security personnel from Olympian Security on 24 April 2020.**

31/20 GOVERNOR LINKS UPDATE (ITEM 8(a))

The Clerk to the Board of Governors provided an update on the Governor link activity that had taken place since 1 January 2020.

It was noted that Governors had been invited to attend at the Curriculum Purchasing meetings in March 2020 and it was hoped that at least one Governor would attend each of the sessions.

It was also noted that a protocol for learning visits was being developed.

It was resolved that the report be noted.

32/20 GOVERNANCE DEVELOPMENT PLAN UPDATE (ITEM 8(b))

The Clerk to the Board of Governors presented the report which provided an update on actions identified in the Governance Development Plan.

In relation to Governor Training and Development, it was noted that individual development and training plans were being developed and the Clerk reminded Governors of the training modules that could be accessed from the Education and Training Foundation.

Governors were also requested to advise the Clerk of any other training and development that they had undertaken which was relevant to their role as Governor.

It was noted that the Governance Development plan would be reviewed and updated on a regular basis and a further report prepared for consideration by the Board of Governors at their meeting in June 2020.

It was resolved that the update on the Governance Development plan be noted.

33/20 ANY OTHER BUSINESS (ITEM 9)

There was no other business.

34/20 CONFIDENTIALITY (ITEM 10)

It was agreed that the confidential minutes of the meeting held on 27 January 2020, the report and minutes relating to the IBR Update and the Report from the Campus Transformation Oversight Group, the Limited Circulation minutes of the meeting held on 27 January 2020 and the EMT Structure Report should remain confidential and not be made available for public inspection.

35/20 DATE AND TIME OF NEXT MEETING (ITEM 11)

23 March 2020 at 2.00pm – Governors’ Strategy Meeting

23 March 2020 at 5.00pm – Board of Governors meeting