

CITY OF WOLVERHAMPTON COLLEGE

**Minutes of a Meeting of the Board of Governors held on
Monday 23 November 2020 at 5pm
Conducted via Microsoft Teams**

PRESENT

Mr Mark Taylor (Chair)	Ms Nisha Rai
Mr Clarence Crosdale (Vice Chair)	Mr Mike Hastings (Vice Chair)
Ms Alison Shannon	Mr Yankho Songwe (Student)
Mr John Bradford	Mr Mal Cowgill
Ms Sally Slater (Staff)	Ms Emma Bull (from item 6(c))

IN ATTENDANCE

Mr Peter Merry	- Vice Principal Business Success
Ms Louise Fall	- Vice Principal Student Engagement
Mr Ian Browne	- Vice Principal Student Success
Mrs Elizabeth Ball	- Clerk to the Board of Governors

108/20 APOLOGIES AND DECLARATIONS OF INTEREST (ITEM 1)

Apologies were received from Ian Fegan and Mike Hastings

Alison Shannon, Phil Leivers and Mark Taylor declared a conflict of loyalty in relation to the CLQ update. Governors agreed that they should remain and take part in the discussion.

109/20 MINUTES OF THE PREVIOUS MEETING (ITEM 2)

It was resolved that:

- **The non-confidential minutes of the meeting held on 19 October 2020 were approved as a correct record.**

110/20 MATTERS ARISING (ITEM 2)

The Board of Governors noted the report on outstanding items and requested that information relating to the meetings that were taking place with the City Council be recorded.

It was reported that at the last meeting, the Principal had confirmed that meetings were taking place with Local Councillors and were productive including discussion about issues where there can be mutual benefit and the College can be challenged about what action is being taken to support the local economy.

111/20 CORRESPONDENCE (ITEM 3)

There was no correspondence to consider.

112/20 UPDATES (ITEM 4)

(a) CLQ and CoWTechC

The Vice Principal Business Success provided a brief update in relation to the development of the City Learning Quarter and CoWTechC.

It was noted that planning permission had been granted for the development at Wellington Road but that the development at CLQ remained reliant on the confirmation of funding.

Governors were advised that feedback had now been received from the consultants following their review of the condition of the estate at Paget Road.

The outcome was a high level of disagreement with the condition survey that had been carried out on behalf of the DfE, including a significant number of high or very high category issues. It had also identified that the cost of initial work for refurbishing the site at Paget Road would cost in the region of £10m with the total refurbishment requiring the same level of funding as CLQ.

As a result, it was highlighted that it was important that the College challenges the DfE report as funding allocations are likely to be made on the basis of the condition of the current estate.

(b) Ofsted

The Principal confirmed that the Ofsted report had now been published following the recent monitoring visit.

It was noted that this had not been a full inspection but had focussed on themes relating to the curriculum and its adaptation to changed circumstances, steps being taken to meet the reasonable needs of learners and safeguarding.

The report outlined the actions that had been taken by the College but it was reported that during the visit stakeholders and students had been positive about their experiences with the College and learners stated that they felt safe.

(c) FE Commissioner

Governors were advised that the final report from the FE Commissioner had not yet been received but that in view of the recommendations that were being made the College has been contacted about the Board review and the recruitment of Governors.

It was noted that the recommendations about the recruitment of Governors with particular skills had been considered by the Search and Governance

Committee at their recent meeting in light of the priorities that had already been established by the Board. It was also noted that members of the Committee are meeting with potential new Governors.

The Chair confirmed that a meeting was taking place the following week to discuss the scope of the Board review.

He advised that Governors would be kept updated about the process.

113/20 STRATEGY (ITEM 5)

The Principal reported that Key Performance Indicators are set for a period of three years but are reviewed and monitored on an annual basis.

Governors were advised that in view of the impact of the COVID pandemic on student outcomes last year and the potential impact in the current year, the KPI's were being reviewed.

The Principal also reported that in the current year COVID 19 has impacted on levels of student enrolment and that lockdown 2 had also resulted in a reduction in levels of attendance.

It was noted that many of the Key Performance Indicators are reported as part of the management accounts and the Principal advised that once all the KPI's had been reviewed a report would be made to Governors at their meeting in December 2020.

It was resolved that a report on KPI's be made to the meeting of the Board of Governors at their meeting in December 2020.

114/20 COLLEGE REPORT (ITEM 6)

The Principal confirmed that the pandemic continues to impact on the College and that the second lockdown has been more difficult as campuses have remained open.

It was reported that all students are attending face-to-face lessons supported by on-line and remote learning and that the College continues to be vigilant in keeping staff and students safe.

Governors noted that COVID 19 also continues to have a financial impact on the College.

(a) Student Engagement

College Self-Assessment Report

Governors considered the College Self-Assessment report which had been provided with the papers for the meeting and noted the self-assessment process detailed in the report.

The Vice Principal Student Engagement reported that the College continues to be a good provider and that the grade for all areas and types of provision was good with the exception of apprenticeships which had been graded as requires improvement.

Governors were advised that whilst it had not been possible to gather evidence after the lockdown in March 2020, the report was an honest reflection of the quality of provision and the areas for improvement.

The Vice Principal Student Engagement highlighted that whilst there have been improvements in the proportion of students who achieve their qualifications year on year, the grading for apprenticeships reflects the impact of COVID 19 on the number of apprentices who successfully complete their programme.

It was highlighted that the grading for high needs has improved this year and reflects that previous issues have now been addressed.

It was reported that the areas for improvement and other issues that have emerged during the year will be brought together in the Quality Improvement Plan.

Several Governors had been involved in the Curriculum QIP meetings and it was noted that Governors would also be invited to the Curriculum purchasing meetings in the spring.

Governors asked for confirmation that the Self-Assessment Report was aligned to the new Ofsted framework. Having been advised that it was, Governors commented that the new framework is more rigorous than the previous one and as a result shows that improvements have been made.

The Board of Governors endorsed the College Self-Assessment report.

College Re-opening

The Vice Chair commented that it was important to note that the College is doing a good job in managing any reported cases of COVID 19. As detailed in the report the cases that had occurred appear to have been caused by external factors.

He advised that he had met with the Director of Public Health who had reported that he was pleased with the way the College and the University of Wolverhampton were coping with the pandemic and that unlike schools, it had not been necessary to send large numbers of students home to isolate. The Vice Chair asked about the measures that had been put in place to prevent this happening.

The Vice Principal Student Engagement reported that at the present time, the cumulative number of cases at the College was 47, of which 34 were students

or apprentices. There are currently 9 active cases and these are being monitored on a daily basis.

The Vice Principal Student Engagement confirmed that the College was working closely with the Public Health Team and that each case is considered individually and is discussed with managers and members of staff to establish any close contacts and the duration of any contact. Seating plans are in place in classrooms and when there is a positive case, only those within 2m of the individual concerned are required to self-isolate.

In most cases, staff are also unaffected provided they stay within the zone that has been identified for them in the classroom and have not had any close contact.

The Board of Governors noted the efforts by staff and students to deliver a safe re-opening of the college.

(b) Student Success

Curriculum Plan 2021/22 (including current year refresh)

The Vice Principal Student Success reported that as a result of improvements in the curriculum planning process only one validation session had taken place for each curriculum area at the end of the year which had also been attended by Governors.

Governors noted the process of curriculum planning detailed in the report and that this includes Curriculum Purchasing meetings when Heads of Faculty and Curriculum Managers must demonstrate that the curriculum offer is set up correctly and meets the set criteria.

The Vice Principal Student Success emphasised the importance of Governors attending the purchasing meetings to further their understanding of the process, areas of strength and weakness, and to ensure there is confidence in the level of scrutiny.

Key changes to enhance the curriculum planning process were highlighted in the report, particularly in relation to supporting and improving the local economic position and the demonstration of the vision to 2030.

Governors noted the modifications, additions and developments to the 2020/21 curriculum plan and particularly new training initiatives that were being introduced specifically aimed at retraining or upskilling members of the community affected by the pandemic, and the launch of new Sector Based Work Academy Partnership programmes through WMCA.

The Chair endorsed the benefits of Governors attending at the Curriculum QIP and purchasing meetings and requested that dates of meetings be circulated as soon as possible.

The Board of Governors noted the Curriculum Plan 2021/22 process (including current year refresh).

2019/20 Student Success Update

The Vice Principal Student Success presented the report which detailed levels of retention and achievement in 2019/20.

It was noted that the College is using data taken from the College's ProAchieve system in making comparisons to previous years as the ESFA have confirmed that achievement rate tables will not be published for 2019/20. Overall however, it was confirmed that the retention rate for Classroom Based Learning remained above the national average in 2018/19 and that overall achievement rates have improved for the fourth consecutive year, being 2.5% above the National Achievement Rate Table national average.

Whilst it was reported that overall 19+ achievement rates are below national average, this was affected by the curriculum plan and a lack of short courses, where levels of achievement are usually higher.

It was also noted that levels of retention and achievement for HE has decreased compared to 2018/19 and that this related to 9 students. There was however no national average to measure against.

Governors considered the areas of focus for 2020/21 and noted that it was difficult to accurately assess whether improvements had been made on previous years' achievement rates as a result of the different standards of assessment measures from different awarding bodies.

In some areas achievement rates have been enhanced, but in others such as functional skills additional criteria were introduced which meant that many students were considered to have failed.

It was also noted that the majority of students on foundation functional skills were adults and that the level of disengagement at 19+ during the pandemic was much higher.

This had also affected HE students where family and work commitments had taken priority over their studies.

2019/20 Apprenticeship Achievement rates

The Vice Principal Student Success reported that COVID 19 has had a significant effect on apprenticeship achievement rates. As it was difficult to determine whether the achievement rates were acceptable under the circumstances it was reported that efforts would be made to identify national comparators.

Governors asked whether there were any sectors that had been impacted more than others.

They were advised that the most affected were hospitality, catering, public sector and hairdressing and in response to their question, it was reported that it was not surprising that these areas had been badly affected.

2019/20 GCSE English and Maths Achievement Rates

It was reported that overall achievement rates for both GCSE English and maths are above the national average for 2018/19 and have improved significantly from the previous year. There has also been a significant increase in the number of students receiving a grade 4-9.

Whilst the results were influenced by the algorithm that was adopted it is believed that the results reflect the improved performance of the students.

2019/20 A Level Achievement Rates

The Vice Principal Student Success reported that A level pass rates improved in 2019/20 by 5%, with high grades improving by 19.7%.

It was noted that whilst the outcome was based upon Centre Assessed Grades and an algorithm, the College's focus last year was to increase the aspirations of A level students and increase the number achieving high grades supported by the introduction of a High Grades Academy. As a result, the College had been able to confidently predict an increased number of high grades.

Governors commented that whilst there was a hope that vaccines will mean that exams will not be affected in the same way in summer 2021, they asked whether the College was taking action to get assurances from mock exams and scrutiny of students work.

The Vice Principal Student Success reported that all areas were undertaking formative assessment as early as possible in the academic year and where possible undertaking practical work so that if there is another lockdown students can concentrate on the elements of theory.

The Vice Principal Student Success indicated that for English and maths some students have been identified that have not reached level 3. This was probably as a result of over grading which may cause difficulties when considering progress scores.

The Vice Principal Student Success also stated that in some areas, there is a need for 'catchup' where students have missed practical work but have moved onto another programme. As a result, there is a concern about some achievement rates in the current year.

The Vice Principal Student Engagement highlighted however that the College has introduced hubs for student 'catch up' and that funding is being used to support small group teaching. It was hoped that as a result, students will be able to make up any lost ground.

The Board of Governors noted the 2019/20 Student Success Update.

(c) Business Success

Management Accounts – Confidential Minute

Updates to the College's Bank Mandate

The Vice Principal Business Success reported that the College's bank mandate requires updating to reflect recent changes to the College's Structure.

It was resolved that:

- **Emma Payne, and Karen O'Reilly be removed from the signatory list.**
- **That Julie Mowbray, Head of Finance be added to the signatory list.**

Draft Financial Outturn 2019/20

The Vice Principal Business Success reported that it was normal for the draft financial statements to be issued in advance of the meeting of the Audit Committee in December in preparation for sign-off at the meeting of the Board of Governors at their December meeting.

However, as a result of the issues associated with the pandemic, the date for filing the financial statements with the ESFA has been put back to 31 January 2021 and although the accounts are close to being finalised, the External Auditors have suggested that approval of the financial statements be deferred until January 2021.

Governors were advised that the External Auditors are particularly concerned in view of recent high profile cases relating to going concern, and the need for further discussions with the ESFA.

As a result, it was proposed that the meeting of the Audit Committee which was due to take place on 2 December 2020 be deferred until mid-January 2021 and that a special meeting of the Board of Governors be held at the end of January 2021 unless the meeting which was due to take place on 1 February 2021 can be brought forward.

The Chair of the Audit Committee confirmed that the Vice Principal Business Success had discussed the position with her and it was noted that many Colleges were in a similar position.

It was agreed that a meeting of the Audit Committee be arranged in January 2021 and that a special meeting of the Board of Governors be arranged at the end of January 2021 or the meeting which was due to take place on 1 February 2021 be brought forward.

It was also agreed that the Chair of the Board of Governors and the Chair of the Audit Committee would meet with the External Auditors to discuss the position.

Action: Vice Principal Business Success

The Vice Principal Business Success advised Governors that following a review of the activities at Telford some income had been deferred in the 2019/20 accounts which had resulted in an increased deficit for the year.

Emma Bull joined the meeting.

In addition, it was noted that as previously reported the deficit is significantly affected by the pension changes arising from the FRS 102 (28) valuation.

Governors asked whether the effect of the pension charges were much higher than at other Colleges. They were advised that whilst all Colleges will be affected, at the City of Wolverhampton College in addition to changes in the discount, there are a high number of older staff and more pensioners than active members which does significantly affect payments.

Governors were assured however that this is an accounting issue and that the current year pension contributions are lower because of the guarantee that has been provided by the City Council.

Sub-Contracting update

The Vice Principal Business Success reported that whilst sub-contracting forms only a small part of the College's provision, it is considered to be high risk.

Governors noted the partners that the College had sub-contracting arrangements with together with the planned income, actual income and payments for 2019/20.

They also noted the summary of each partner by funding stream, number of enrolments, retention, levels of achievement, those partners with learners due to achieve in 2020/21 as a result of COVID 19 related issues and where achievement rates for apprenticeships had also been affected by the pandemic.

The Vice Principal Business Success highlighted the due diligence processes which were carried out in relation to each sub-contractor and it was reported that, in accordance with ESFA guidance, an independent report on the systems and controls in place to manage sub-contracted delivery had been carried out by the Internal Auditors (TIAA).

This confirmed that there is 'substantial assurance' for monitoring and oversight of sub-contracted delivery.

Governors noted the report on the ESFA and WMCA sub-contracting plans and update 2020/21 and that, in accordance with the advice to Colleges following the Government's consultation in 2020, that the College has updated its sub-contractor policy and rationale, which was appended to the report for approval by the Board of Governors.

It was resolved that the updated Sub-contractor policy and rationale be approved.

Capital Plan update

The Vice Principal Business Success updated Governors on the capital programme which had been submitted in relation to the funding received from the FE College Condition Fund. He confirmed that the DfE had outlined their consent for the College to proceed with the work and had made no reference to the zero match funding.

Governors noted the works that had been completed including the land remediation work at Wellington Road and that temperature screening devices have been installed at both Wellington Road and Paget Road. Updates to the wireless networking system are also being completed at both Wellington Road and Paget Road and that the work required to decant Metro One campus was currently being tendered.

The Vice Principal Business Success reported that the funding must be spent by March 2021 and that spend is being monitored to ensure that the budget is not exceeded. He confirmed that procurement efficiencies had already generated savings across the projects that have been completed or commenced.

(d) People Engagement

Governors noted the information in the report relating to employee sickness absence from August – October 2020 and the number of staff that had joined or left the institution during the same period.

College Age Profile: Succession Planning

The Principal highlighted the report on the age profile of College staff and the number of College staff that are aged 50+.

Whilst the data was presented for information at this stage, the Principal suggested that a further report should be presented for consideration at a meeting of the Board of Governors in the new year.

It was suggested that a task and finish group could be established to consider and recommend any action that needed to be taken in relation to staff

succession planning and Sally Slater and Clarence Crosdale indicated that they would be interested in forming part of that Group.

Governors asked whether the profile for the College was different to others in the area and the Principal advised that he was making further enquiries about the position at other Colleges.

The importance of ensuring that the College was able to replace staff as they retire or leave the College was emphasised and Governors were also reminded about the middle management restructuring that had recently taken place.

The Board of Governors noted the People Engagement update and statistics.

115/20 REPORT FROM THE AUDIT COMMITTEE

The Chair of the Audit Committee reported that the Committee had met on 14 October 2020. The minutes of the meeting were received.

Internal Audit reports

It was noted that the Committee had considered five internal audit reports. The report outlined the level of assurance provided the Internal Auditors together with the recommendations which had been made.

The Chair of the Committee reported that for each of the Internal Audit reports, relevant managers had attended the meeting and had the opportunity to provide further information or clarification and that the Committee had welcomed this input.

Internal Audit Plan 2020/21

The Chair of the Audit Committee reported that whilst the Internal Audit Strategy is reviewed on an annual basis, the Board of Governors was requested to approve the Audit Strategy and Annual Internal Audit Plan for 2020/21.

It was resolved that the Audit Strategy and Annual Internal Audit Plan for 2020/21 be approved.

116/20 REPORT FROM THE SEARCH AND GOVERNANCE COMMITTEE

It was reported that the Search and Governance Committee had met on 12 November 2020. The minutes of the meeting were received.

Governor Annual Reviews

It was reported that the Committee was recommending that meetings take place with individual Governors on an annual basis and that these be undertaken by the Chair and Vice Chairs of the Board and the Chair of the Remuneration Committee.

It was noted that this was proposed as an interim approach and was not intended to be an appraisal but an opportunity for Governors to provide feedback and to

discuss any concerns, provide feedback and to discuss any training and development needs.

The Chair suggested that Governors should take the opportunity to reflect and comment on the proposal, however, new Governors indicated that they would welcome the opportunity provided they understood what the expectations were.

It was agreed that the Clerk would give consideration to the format of the review meetings and any comments that were made by Governors about the proposed process.

Chair's Appraisal

It was noted that a review of the Chair's performance and any support needs could form part of the discussions with individual Governors.

EMT Involvement

It was agreed that feedback about the Board's performance from members of EMT could form part of the mentoring discussions between Governor links.

Board Composition and Performance

It was reported that the Committee had given consideration to the term of office of the associate member of the Campus Transformation Oversight Group, the skills and expertise audit, Governor links and the appointment of a potential new Governor.

Associate Governor:

Governors noted that whilst the appointment of the Associate Governor was for the period that the task and finish group was in place, it was agreed that an end date for the term of office should be determined which would enable the appointment to be reviewed in a similar way to that of other Governors.

It was resolved that the Term of Office of Mr John Gough as an associate member of the Campus Transformation Oversight Group should end on 31 July 2023 when he would be eligible for re-appointment.

Governor links:

It was reported that the Committee was recommending that Governor links should be updated to include new Governors and be revisited to identify opportunities for links and opportunities for mentoring members of EMT in addition to the links with faculties.

It was resolved that the Governor links be updated to include new Governors and revisited to identify opportunities for mentoring in addition to the links with faculties.

Recruitment update:

It was reported that members of the Search and Governance Committee had recently met with a potential new Governor.

Governors noted the skills and experience of the individual which included legal and community involvement and the priorities that had been identified by the Board to improve the diversity/age range/gender balance of Governors.

The recommendation from the Search and Governance Committee was that Dionne Barrett be appointed as a Governor for a period of four years to 31 July 2024.

It was resolved that Dionne Barrett be appointed as a member of the Board of Governors for a period of four years to 31 July 2024.

Committee Annual Report and Self-Evaluation

The Board of Governors considered the annual report and self-evaluation document which would form part of the Board of Governors self-assessment report for 2019/20.

It was resolved that the Search and Governance Annual Report be endorsed.

Review of Articles of Government

The Board of Governors noted the proposal to amend Article 12 (1) of the Articles of Government to remove the requirement for national advertising when there is a vacancy or expected vacancy in a senior post. The change to the Articles would be that the vacancy may be advertised nationally.

Governors considered that this would provide them with additional flexibility when making an appointment. It was agreed that information about the proposed change should be provided for consultation on the College website.

It was resolved that the Board of Governors support the amendment to Clause 12 (1) of the Articles of Government so that where there is a vacancy or expected vacancy in a senior post, the 'Corporation may advertise the vacancy nationally'.

117/20 ANY OTHER BUSINESS

Appointment of Corporate Representative

It was resolved that Mark Taylor be appointed as the Corporate Representative for City of Wolverhampton College Enterprises Ltd.

Amendment of Minutes

The Clerk reported that the minutes of the meeting held on 22 June 2020 had omitted the appointment of Emma Bull as a member of the Search and Governance Committee.

It was resolved that the minutes of the meeting held on 22 June 2020 be amended to record the appointment of Emma Bull as a member of the Search and Governance Committee.

Acknowledgement of past Governors

It was noted that it had been intended to acknowledge the contribution of Governors that had retired/resigned during the last academic year at a Governors' meal in January 2021.

As this would not be able to take place, the Clerk was requested to consider what alternative arrangements could be made.

118/20 CONFIDENTIALITY

It was resolved that the following items would remain confidential:

- Confidential minutes of the meeting held on 19 October 2020.**
- Minute relating to Item 6 (c) Management Accounts**
- Part 2 Confidential minutes of the meeting held on 19 October 2020.**
- Minutes of the meeting of the Remuneration Committee held on 15 October 2020**

107/20 DATE AND TIME OF NEXT MEETING

14 December 2020 at 5pm