

CITY OF WOLVERHAMPTON COLLEGE

**Minutes of a Meeting of the Board of Governors held on
Thursday 12 March 2026 at 5pm at Wellington Road**

PRESENT

Mr Mike Hastings - Chair	Ms Louise Fall – Principal and Chief Executive
Ms Dionne Barrett (from 5.45pm)	Mr Phil Loach
Mr John Bradford	Mr Ronnie Robinson
Mrs Jane Carter	Ms Sonia Sahnán
Ms Abigail Chesterton	Mr Darren Shaw
Ms Wendy Harris	Ms Doina Surchicin
Ms Jemma Hodgson	

IN ATTENDANCE

Ms Rachael Aston	Assistant Principal Quality and Engagement
Mrs Alison Buick	Head of Governance
Mr Paul Davies	Assistant Principal Finance IT and Commercial
Mr Mike Dixon	Assistant Principal Curriculum and Innovation
Mr Richard Hewitt	Assistant Principal Business and Growth
Mr Peter Merry	Deputy Principal and Chief Executive

The Chair welcomed all to the meeting and thanked Governors for attending. Introductions were made to Ronnie Robinson, who was attending his first meeting since appointment.

Governors were thanked for attending a range of recent QEB and link visits.

Reminders were given to complete the EDI questionnaire and skills audit, as well as to provide any outstanding information for DBS checks, website bios and declaration of interest forms.

Governors were advised that a Curriculum and Quality Induction for new Governors had been arranged on Thursday 23 April, 5pm on Teams. All Governors were welcome to attend and to contact the Head of Governance for the Teams link.

37/26 APOLOGIES AND DECLARATIONS OF INTEREST (ITEM 1)

Apologies were received and accepted from Simon Evans and Mark Taylor.

38/26 MINUTES (ITEM 2)

It was **resolved** that the minutes of the meeting held on 11 December 2025 were **approved**.

39/26 MATTERS ARISING AND ACTIONS (ITEM 3)

Governors reviewed the action from the previous meeting and noted that it was not yet due for completion.

40/26 CHAIR'S ACTIONS (ITEM 4)

Two Chair's Actions had been considered and agreed since the last meeting:

1. Approval to appoint Three Seeds Construction Ltd for works to rationalise the campus at Telford.
2. Approval of Heads of Terms for a new lease at BCIMO site on a tenancy at will basis following the transfer of BCIMO assets and liabilities to Dudley MBC.

Resolved – that the Chair's Actions were approved.

41/26 CORRESPONDANCE (ITEM 5)

None.

42/26 PROPERTY UPDATE (ITEM 6)

Paget Road Disposal (DfE Loan Amendment Letter)

The Deputy Principal and Chief Executive gave a short explanation of the background to the request to approve the DfE Loan Amendment Letter. In July 2023, the college's commercial lending had been re-financed through DfE on the basis that funds secured from asset disposals, including Paget Road, would be remitted to the DfE against the debt. This was a key aspect that allowed the development of CLQ to move forward.

Subsequent negotiation with funding bodies and the Council resulted in an agreement which constituted of increased contributions from all parties and a £2m contribution from the sale proceeds of the Paget Road site, so long as the minimum projected DfE debt repayment of £4.5m was secured. The Board agreed to this in principle at the time. Solicitors now required explicit approvals to formalise the legal standing of the agreement and for the Board to minute this in a specified format.

The Governors noted that one of the items for which the meeting had been called was to consider and if thought fit approve proposed amendments to be made to a £6,237,537.04 committed secured term facility agreement dated 25 July 2023 between the College (as borrower) and the Secretary of State for Education (as lender) (**Lender**) (**Facility Agreement**) for the purpose of the refinance of all present and future obligations due, owing or incurred by the College to Barclays Bank plc (**Bank**) under the term facility agreement made between the College and the Bank dated 29 March 2018 (as amended, varied, restated or otherwise modified from time to time).

1. The following documents were tabled at the meeting:
 - 1.1 The Facility Agreement;
 - 1.2 The Finance Documents (as defined in the Facility Agreement); and
 - 1.3 The proposed Amendment Letter to the Facility Agreement (**Amendment Letter**)
(together **Documents**)
2. Each of the Governors present confirmed that they had had the opportunity to review the Documents.
3. It was noted, in particular, with regards to the Amendment Letter that:
 - (i) The Amendment Letter proposes the deletion and replacement of Clause 7.4 of the Facility Agreement.
 - (ii) The proposed amended version of Clause 7.4 in the Amendment Letter provides that in the event of a disposal of the Paget Road Campus the College may retain (up to a maximum amount of £2,000,000) of any Disposal Proceeds

received in excess of £4,500,000. The retention of the Surplus above £4,500,000 is subject to the following conditions:

- a. Any Surplus above £4,500,000 is to be applied solely as a contribution towards the funding of the College's new build project at City Learning Quarter (**CLQ**).
 - b. Any Surplus above £4,500,000 is only to be retained by the College if there is a shortfall in the funding of the CLQ remaining following the application of the following funding contributions of these primary funding bodies: Department for Education - £22,000,000; Ministry of Housing, Communities and Local Government - £27,000,000; and Wolverhampton City Council - £10,000,000.
 - c. Once the balance of any shortfall is met the balance of any Surplus above £4,500,000 will be applied in the normal manner already set out in the Facility Agreement.
4. The Governors then discussed in detail the reasons for the amendments to the Facility Agreement contained in the Amendment Letter.
 5. Those present at the meeting carefully considered the Documents. After due and careful consideration, **IT WAS UNANIMOUSLY RESOLVED** that:
 - 5.1 the College should approve the terms of, and the transactions contemplated by the Amendment Letter and execute, deliver and perform the Amendment Letter;
 - 5.2 that any of the Chair of the Board of Governors and the Principal be and is hereby authorised to agree (including without limitation any amendments, modifications, variations and alterations whatsoever) the form of and sign (or execute and deliver in the case of a deed by affixing the common seal of the College in the presence of two witnesses or otherwise in the manner required by the College's constitutional documents from time to time) the Amendment Letter and any other documents ancillary to, or to be entered into by the College in connection with, the Amendment Letter (**Ancillary Documents**) on behalf of the College (subject to such as those signing the same on behalf of the College think fit); and
 - 5.3 to approve the College entering into the final form of the Amendment Letter.

Other Property Matters

Paget Road Disposal

This was proving more complex than had been anticipated as there were some issues with planning permission, and these had caused delays. The sale was not now expected to complete during this financial year.

CLQ

There were a few outstanding snagging issues, but feedback so far was very positive. The freehold had now been transferred from the Council and the required charge was in place with DfE.

Condition Funds

Projects for use of funds at Wellington Road were being considered.

Telford

Works to consolidate the college space at Telford were expected to be completed by the end of March 2026.

Bentley Bridge

Operations had now been transferred to ATAC. Notice for the break clause had been given in November and it was hoped that the landlord would agree to an earlier termination but the legal aspects of this were to be completed.

Newhampton Arts Centre

The transfer to the Council was now complete. The venue was to be re-named as Wolverhampton Arts Centre.

Governors were pleased that the long-awaited transfer had been completed.

43/26 COLLEGE REPORTS (ITEM 7)

College Overview

The Principal and Chief Executive referred to her written report, which summarised a high-level snapshot of the influences, progress and activities across college business. It was mapped to the College's Strategic Aims to help Governors understand how activity aligned with and supported these aims.

Of particular note were the DfE's 16-18 qualification plan, the announcement of new V Levels from 2027, initially in Digital, Finance and Education, and the outcome of the college's bid to be an Advanced Manufacturing TEC, which was expected in April 2026.

Questions and comments were invited.

The Chair asked about benchmarking of teaching and learning. The Principal confirmed that data was internal so it would be possible to compare to previous years but not to other colleges.

Governors noted the 'Inspection Essentials' documents that were being shared fortnightly. These were on the Board portal for reference.

The Chair asked about the arrangements with Compton Care. It was explained that this was an opportunity to join a support group and may be beneficial in developing useful links. Compton were supporting the college in various ways, including attending a careers fair.

Participation and Development

The Assistant Principal Quality and Engagement noted the focus on participation and development within the Ofsted toolkit. Strategic leadership of this area included oversight of attendance, behaviour and participation, with inclusion groups threaded throughout. Governor attention was drawn to the following:

- interventions in place to support attendance and behaviour.
- Enrichment activities, including Turing, tutorial programme, work experience, gathering and responding to learner voice.
- Mental health support.

A question had been received in advance of the meeting relating to how students with attendance below college target were monitored. It was explained that all

students with attendance below 70% were formally monitored. The live data dashboard for this was shown on screen. This indicated around 11% of the 2,700 16-18 students were of concern and having interventions. All students that had been absent for three or more weeks were monitored and safeguarding checks were done.

A Governor commented that they had seen evidence of this in the GAP and Futures QEB attended earlier in the day. It had been pleasing to see the forensic approach that the staff took to this. A comment was also made about the possible use of 'every day matters' posters. These were widely seen in schools to explain the impact of absence to students.

A Governor commented that it was good to see the fitness to study process starting and that the impact of this would be useful to see in future.

There was a discussion about attendance. Attendance at the college tended to dip in term two, which was similar to the national data picture. However, the drop this year was lower than in previous years.

A Governor asked if there was any drop in attendance from the move to CLQ and it was confirmed that there was not.

Student Retention

Current retention figures were high:

- Overall 97.2%
- Youth 97.5%
- Adult 96.4%
- SEND 96.8%
- Female 97%, male 96.8%
- No ethnicity gap

It was too early in year to have achievement data, but curriculum staff were completing their predictions before Easter.

Curriculum Planning

The Assistant Principal Curriculum and Innovation outlined the process to date. The Intent phase had completed at Christmas and all details were now added to the 4Cast system. Validation meetings were in progress with all partners and Curriculum Managers. These would be completed by Easter.

V Levels would be introduced from 2027 so consideration would be given to these in future. The de-funding of Btecs had been deferred which was helpful.

A Governor commented that it was helpful to understand the high-level planning process and that it would be beneficial to have more detail. The Assistant Principal outlined further information on the LMI, assumptions and stakeholder inputs to the Intent phase. It was explained that all Curriculum Managers were required to provide justification for the proposed courses in their areas. A priority was to increase the adult offer, particularly at CLQ. Some courses were offered on an 'interim' basis to see whether they would prove to be viable. The needs of the WMCA and the Local Authority were also taken in to account during planning.

The Chair of the Curriculum and Quality Committee added that there had been a discussion about A Levels at the last committee meeting. The college approach to the offer, despite some subjects with low numbers, was endorsed as it was agreed as important to give options to students who may not wish to stay in school sixth

forms. In terms of numbers, although there were 19 out of 20 Wolverhampton schools with sixth forms, the college had the largest number of students.

Governors were welcome to attend any curriculum planning meetings in the next few weeks until Easter.

(Dionne Barrett arrived at 5.45pm)

Contribution to meeting skills needs

The Assistant Principal Business and Growth referred to his written report and the following were highlighted:

- The new Ofsted toolkit did not require a Skills Nominee for inspection. Instead, it was expected that meetings skills need would be embedded across the curriculum. This would need to be evidenced.
- Work continued with a range of employers, local and national. Some curriculum areas required more support than others to develop relationships.
- Focus remained on designing a curriculum to meet employers' needs and then ensuring that it was well planned and sequenced.
- Several key employers had supported the recent Green Careers Week, including JLR, University of Wolverhampton and EON.
- There was ongoing work to develop networking opportunities and support from employers for curriculum areas in a variety of ways.

A Governor noted that national employers often worked with several colleges and asked if they were able to give feedback on good practice they saw in other colleges. The Assistant Principal stated that there were opportunities to share good practice but that the majority of employer engagement was with more local SMEs. It was therefore important to ensure that the SMEs had a good understanding of what the college could offer.

Workforce Wellbeing and Capacity

The Deputy Principal and Chief Executive noted that there had been a more detailed report and discussion about statistics and caseload at the recent Finance and Resources Committee. This paper focused on CPD, strengthening leadership capacity, workload management and college culture. Some of the key areas of current focus were:

- Utilisation and equity of workload.
- Continual professional development, including for business support staff. External experts were brought in to support CPD where relevant.
- The need for more leadership development courses and opportunities.
- New ways of gathering staff feedback, for example through new focus groups.

A Governor noted that the West Midlands Employers Coaching pool was an excellent resource that was worth considering. Another Governor reflected on an aspiring leader's course run by their employer. College management would consider the points made in developing the offer for staff.

A Governor noted the improvements made to annual performance reviews and asked how these linked to wellbeing. This was an area for management to further consider.

44/26 PARTNERSHIPS (ITEM 8)

The college continued to work with Blackrook, DBS and NIS as its key partners, with NIS being the largest. Partner provision was subject to robust quality assurance in the same way as college delivered courses. There was confidence in the quality of teaching and learning. Work was now starting to ensure that partner staff were well prepared to participate in the anticipated Ofsted inspection.

There were some ongoing discussions with WMCA about re-balancing partnership provision following the recent audit. Progression, destinations and quality of job outcomes all continued to be a key focus, as was working with NIS on delivery for the remainder of this year.

The WMCA funding review was ongoing, and a full report would be brought back to the Board in due course. The college had also commissioned Blueprint to do further work on the management processes and control framework. Governors were aware of the delay to the sign off of the college statutory accounts for the year ended 31 July 2025 due to the need to complete the funding review.

Questions were invited.

The Chair noted the ongoing actions list and that this did not include a scrutiny of administration. The Deputy Principal confirmed that this had been completed and some changes made. No learners were being added to the system until all necessary information had been received. There were some actions from the WMCA's draft report. These were being worked through.

45/26 MANAGEMENT ACCOUNTS DECEMBER 2025 (ITEM 9)

The Assistant Principal Finance IT and Commercial had provided the management accounts to December 2025 but would give a verbal update on the latest position:

- EBITDA to December was £606k. College contribution relative to the partner contribution was improving. EBITDA to January was £1.4m.
- There was a year-to-date shortfall in income which was principally related to partnership activities. The core college provision showed improvements in January and February.
- The overall budget to year end was on track, including the apprenticeships element of £2.5m.
- HE fee income was also on budget but with a different delivery mix to the original plan.
- Income for advanced learner loans and full cost recovery courses was down on budget.
- Commercial income was mixed, with a 27% increase from polymer courses but a reduction in catering income.
- Pay cost savings of £300k were being monitored but offset by agency costs, which included some senior level interim posts.
- The budget included provision for a pay award, to be discussed later in the meeting.
- There would be a reduction in employers' contributions to LGPS from April 2026, resulting in an expected saving of around £1m in a full year.
- All cost centres with shortfalls to budget were being reviewed.
- Accounting transactions relating to the handover of CLQ would be in the February management accounts.
- Most curriculum related capital projects had been completed. Consolidation works at Telford were due to complete by the end of March.

- The sale of Newhampton Arts Centre had completed so the final sale proceeds and legal fees were being processed.
- The overall cash position was healthy.
- Debtors included £1.5m due from NIS. A payment profile and delivery plan to clear this by year end had been agreed. This was felt to be the biggest current risk.
- Loan interest rates were expected to change from April 2026 and it was expected that they would reduce from 5.02% to 4.75%.
- The health score forecast was 200 points, which was Good. The sale of Paget Road had been excluded from this due to timing as this was not now expected to complete in year.

Questions and comments were invited.

The Chair noted that the financial health score relied on partnership income and asked how confident management were of achieving the revised budgeted income. The Assistant Principal outlined the processes and assumptions.

There was a short discussion about the reliance on the partnership income and historical reasons for this.

The Chair noted the recent DfE announcement of a small increase to funding next year. The Deputy Principal and Chief Executive confirmed that some information had been received earlier in the week. The modest increase reflected pressures on Government finances and also growth in FE student numbers nationally. Numbers at Wolverhampton had grown so there would be some increased funding. However, it was at a level that would also put pressure on the ability to fund a pay award next year, so would need to be carefully reviewed. The lagged funding model for colleges was noted. The curriculum planning process for next year included the funding for the current years' students but had not identified a need for significant investment in more staff.

Governors were to note that cash balances were healthy and that cash days were high.

46/26 PAY AWARD AND INDUSTRIAL ACTION (ITEM 10)

The Assistant Principal Finance IT and Commercial outlined the pay award proposal, which had been discussed in some detail at the recent Finance and Resources Committee. The Committee wished to recommend it for Board approval.

In summary the proposal was for a 4% pay award and the 4.01% increase in the National Living Wage (NLW), backdated to 1 February 2026. The impacts on costs for the remainder of this year and for a full year were noted. Costs were within the budget envelope approved for the year. Governors were also advised of the financial impact of a reduction to the employer's pension contributions for the Local Government Pension Scheme (LGPS) with effect from April 2026.

Governors noted that the WMCA funding review was still ongoing and that the recommendation was conditional upon the outcome of this.

Resolved – that the Board supported the proposals for a 4% pay award for all staff and a 4.01% increase in the National Living Wage, backdated to 1 February 2026, subject to any financial impact of the final WMCA funding review report. The timing of payment of the award was therefore to be agreed.

Governors were advised that unions had flagged some concerns about working conditions. Management had discussed these with union representatives and provided a written response. However, strike action was planned on 23 and 24 March 2026. This was in line with the results of previous ballots, which were deemed valid for six months.

Governors discussed the potential impact of this. The Principal explained that she had taken AOC advice, and this indicated that the proposed action was now local and the campaign does now not have national backing.

There was a short break from 6.40pm to 6.45pm

47/26 HEALTH AND SAFETY (ITEM 11)

The term 1 Health and Safety report had been provided. The highlights were noted as follows:

- The overall level of accidents and near misses had reduced.
- The move to CLQ had been successfully completed. A range of new risk assessments had been completed.
- Progress had been made with the action plan and there were no high priorities actions outstanding.

The Health and Safety Link Governor/Chair of Audit Committee had recently completed a visit and was also aware of an internal audit of the area during the term. The internal audit report was not yet finalised. However, a point had been raised about the adequacy of staffing in the area. The excellent work of the Health and Safety Manager was acknowledged but a question was asked about whether there was sufficient capacity for the size of the college. The Deputy Principal and Chief Executive confirmed that this was to be reviewed. There were also monthly SHEF meetings where a wider management group considered aspects of health and safety, and regular site walks by EMT.

A Governor asked about the requirements of Martyn's Law and the processes for involving GAP and Futures students in lockdown and evacuation drills. The Deputy Principal and Chief Executive outlined the process followed, which had involved pre warnings to all students. Feedback had been gathered to identify lessons learned. Regular drills would continue.

Governors discussed the importance of staff and students being prepared for different scenarios and noted a recent lockdown in another local college.

48/26 GENDER PAY GAP REPORT (ITEM 12)

The Gender Pay Gap report had been considered in detail at the recent Finance and Resources Committee.

Around two thirds of the college workforce was female and there were mean and median pay gaps. The current gaps had improved compared to the previous year.

A Governor asked what was driving the median gap and whether this was due to part time working. The Deputy Principal and Chief Executive explained the mix of staff and that the gap was widest in the lowest two quartiles.

Governors were pleased to note the improvements compared to 2024.

Resolved – that the Gender Pay Gap report was approved.

49/26 GOVERNANCE UPDATES (ITEM 13)

Committee Minutes

The minutes of the following recent meetings were available for review on the Board Portal:

- Audit Committee 26 November 2025
- Finance and Resources Committee 29 January 2026
- Curriculum and Quality Committee 12 February 2026

There had also been meetings for Search and Governance Committee on 2 March and Finance and Resources Committee on 5 March. Minutes for these were not yet available.

The Board of Governors received the committee reports.

Link Governor Reports

Link Governor reports were available for information on the Board Portal.

Draft Schedule of Meetings for 2026/27

A first draft of potential meeting dates for 2026/27 was being prepared for discussion with the Chair, Principal and EMT. No significant changes were proposed other than to accommodate the request of the Assistant Principal Finance IT and Commercial to hold the Finance & Resources Committee as close as practical to the end of the month in which it falls due (but also taking into account college holiday periods), as this fitted better with the internal cycle for production and review of management accounts.

Governors were asked to contact the Head of Governance if they had any comments before a final schedule was brought back to the next meeting. Action: All Governors.

50/26 CONFIDENTIALITY (ITEM 14)

It was resolved that the following reports would remain confidential:

- **Property Update**
- **Industrial Action**

51/26 DATE AND TIME OF NEXT MEETING (ITEM 15)

Thursday 26 March 2026 at 5pm on Teams – this was to be confirmed and would be a single agenda item to sign off the 2024/25 statutory accounts.

Thursday 14 May 2026 at 5pm at Wellington Road.

The meeting ended at 7.15pm.