

## CITY OF WOLVERHAMPTON COLLEGE

### Minutes of a Meeting of the Board of Governors held on Thursday 15 May 2025 at 5pm on Teams

#### **PRESENT**

Mr Mike Hastings - Chair	Ms Louise Fall – Principal and Chief Executive
Mr John Bradford	Ms Abigail Smith
Mrs Jane Carter	Ms Doina Surchicin
Ms Wendy Harris – until 6pm	Mr Mark Taylor
Mr Darren Shaw	Mrs Amanda Tomlinson

#### **IN ATTENDANCE**

Mrs Alison Buick	Head of Governance
Mr Paul Davies	Director of Finance
Mr Mike Dixon	Assistant Principal
Ms Fiona Henderson	Interim Assistant Principal Quality and Engagement
Mr Peter Merry	Deputy Principal and Chief Executive
Ms Lynn Parker	Assistant Principal

The Chair welcomed all to the meeting and thanked Governors for attending.

#### **61/25 APOLOGIES AND DECLARATIONS OF INTEREST (ITEM 1)**

Apologies were received from Dionne Barrett and Simon Evans. Shavante Clarke and Sam Duru were not in attendance.

Mark Taylor made his usual declarations of interest and potential conflict of loyalty relating to CLQ. He also noted that if there was a need for him to step out of the meeting for discussions that may present a conflict, he was happy to do so.

#### **62/25 MINUTES (ITEM 2)**

It was **resolved** that the minutes of the meeting held on 13 March 2025 be **approved**.

#### **63/25 MATTERS ARISING AND ACTIONS (ITEM 3)**

Governors reviewed the actions from the previous meeting and noted the following:

- A visit to CLQ for members of CTOG had been arranged for 7 April. Other dates would be offered.
- The QIP had been circulated as agreed.
- Chairs actions had been completed.
- Meeting dates and arrangements for 2025/26 had been reviewed.
- The external governance action plan had been RAG rated as agreed.

#### **64/25 CHAIR'S ACTIONS (ITEM 4)**

None.

## **65/25 CORRESPONDANCE (ITEM 5)**

Three items of correspondence had been provided and were noted for information.

## **66/25 STRATEGY (ITEM 6)**

### Property and CLQ Update

It was noted that CTOG had met on 12 May and received a full update on all aspects of the campus projects. Governors had previously received the presentation slides.

### CLQ

- Work to dispose of Paget Road was continuing. Bids received had been analysed and meetings were planned with six shortlisted developers on 19 and 20 May.
- The disposal of NAC had not yet been completed as there were still some details on the overage to be finalised.
- A new Property Strategy was in progress and a draft would be brought to the June Board meeting.
- Construction of CLQ was going well and it was expected that handover would be in September 2025 with opening in the autumn.

Scaffolding was expected to be removed soon.

The overall project budget for the college element was on track but other elements were over so there was pressure on the contingency. Specifications for IT and other elements were being reviewed for value engineering opportunities.

Move management and planning was ongoing.

A Governor commented on the use of widge symbols at Wellington Road and asked if these were being considered at CLQ. They were helpful for people whose first language was not English. It was confirmed that this had been discussed and would be reviewed.

- Legal agreements for CLQ were now at the final stages of completion. The leasehold charge for Metro One had been received the previous day and emailed to Governors. The short timescale was noted but it was necessary to review and consider approval of the document at this meeting.

The charge was against the leasehold interest in the old Metro 1 building until such time as it was to be replaced by a charge on the freehold interest in CLQ once transferred to the College. The charge was in favour of the DfE to give them protection against grant funding given to the Council to execute the DfE build. There was some risk to the College due to timing and also co-dependency on other legal documents including the clawback agreement and back to back letter. The Development Agreement was also in the final stages to be signed.

The view of the Deputy Principal and Chief Executive was that the risk was small and his recommendation was for the Board to approve the leasehold charge document. DfE required evidence of this. The timescales were outside of the control of the college. Deferral to the June Board meeting to allow more detail scrutiny was possible but not recommended. Assurance was given that the college solicitors had been involved in the detailed review of the document.

The Chair commented that the financial risk to the college was minimal and that the decision today was approval for him to sign the document on behalf of the college. The Vice Chair added that the legal documents had previously been discussed and that it was reassuring that the solicitors had completed detailed reviews. She agreed that the risks to the college were low.

**Resolved:**

- The Board approved the terms of, and the transactions contemplated by, the Leasehold Legal Charge such that the Leasehold Legal Charge be executed, delivered and performed.
- The Board authorised that the Chair be permitted to execute the Leasehold Legal Charge on its behalf.
- The Board authorised that the Chair be permitted, on its behalf, to sign and/or dispatch all documents under or in connection with the Leasehold Legal Charge.

Draft Accountability Statement 2025/26

- The document presented was a draft and there was some up to date information to be added prior to publication by 30 June 2025.
- No significant changes were expected to the document, but the final version would be brought back to the June Board meeting for approval.
- The KPIs included would be aligned to the college wide KPIs and specific areas for 2025/26. These would be reported termly to Governors.
- There was ongoing work to engage employers with curriculum development, including business breakfasts and advisory boards.

A Governor asked how employers were aligned to curriculum areas. The Principal and Chief Executive responded that each area had key employers, but the number varied. This had been reviewed as part of curriculum planning. It was agreed that the list of employers by area would be circulated. Action: Principal and Chief Executive.

Governors expressed interest in attending business breakfasts so the Principal and Chief Executive would add them to the invitation lists. Action: Principal and Chief Executive.

A Governor asked how willing employers were to engage with the college on this. The Principal and Chief Executive noted that some were very keen, particularly in health & social care and construction. There was greater difficulty with the A Level areas.

The Chair commented on the engagement with the council. It was confirmed that there was discussion with their key staff and that the statement was aligned with their priorities.

**67/25 COLLEGE UPDATE (ITEM 7)**

**Student Engagement**

Learner Survey Outcomes

The Assistant Principal Quality and Engagement gave a short update and the following were noted:

- Details related to the on programme survey from the spring term. All results were very positive.

- The only area of slight concern was in relation to complaints in HE, which was an area to be reviewed.
- There was some interesting data on youth work experience. The college continued to focus on ensuring meaningful work experience opportunities for all Level 3 students.
- Results for apprentices showed a positive improvement in their experiences.
- There was ongoing work on how best to survey Futures students.

A Governor asked if responses could be diluted by sending out too many surveys. The Assistant Principal responded that the college only issued two each year. Others were sent out by other organisations as well, such as College West Midlands. It was important for the college to gather its own feedback for review. The Principal and Chief Executive added that a meeting was planned with the Student Union and Student Entitlement team to plan activities for the new year. Surveys would be included in this.

A Governor asked about participation rates for apprentices in the survey. It was confirmed that it was 60%, higher than last year. The significant improvement in the responses was noted.

The Assistant Principal Quality and Engagement commented on the Pulse survey. The results of this from the assessors showed improvement.

A Governor asked whether statistics were comparable to like for like time periods or the whole of last year. It was confirmed that they were like for like.

A Governor commented that some of the positive feedback, particularly on staff expertise, could usefully be included in marketing material, and this was agreed.

#### Applications Update

The Interim Assistant Principal reported that applications in almost all areas were significantly higher than last year. Two areas were marginally lower, but this was not a concern. Curriculum planning was now considering the staffing requirements.

Marketing strategies were continuing. There were different elements planned through the summer, including the promotion of CLQ opening.

There was a short discussion about the impact of ATAC in attracting higher numbers of applications. It was hoped that there would be a similar impact from CLQ this year.

Keep warm and transition activities for new students were ongoing. Discovery day was a key part of this.

A Governor noted the increased numbers and asked about plans to recruit sufficient staff to teach the students. The Assistant Principal responded that curriculum planning and recent QEB meetings had considered staffing implications so this was in hand.

#### Principal's Update

There were several update items for information within the report. Governors noted the following:

- Ofsted – proposed changes had been covered at the recent Strategy Day.
- Strengthening relationships – an event had been held at the Transport Rail and Infrastructure Academy (TRIA) and attended by WMCA and the DWP.
- EDI – The Principal, Student Governor and others had attended a useful conference hosted at Walsall College. Actions from this were to follow.

- National Pay Negotiations – the AOC was preparing for the start of the negotiations. The college would provide data for the survey to support this.

## **Student Success**

### Qualification Achievement Rates 2023/24

The college achievement rate for 2023/24 was 92.7%, which was the third highest amongst English GFE colleges and an improvement from the previous year.

(Wendy Harris left at 6pm)

No other college in the region was in the top 10%

Further breakdowns in the written report showed youth achievement at sixth place nationally and adults at fifth place.

Predicted outcomes for the current year were expected to be in line with last year.

The 2024/25 in year position at the RO9 return date indicated apprenticeship achievement of 55.4% to date. This was already an improvement on the 2023/24 year end position.

A Governor asked whether staff would complete an analysis to see how accurate the predictions were. This would be considered.

Governors congratulated the Principal and Chief Executive and staff on the excellent outcomes for last year. The Principal and Chief Executive confirmed that there would be a campaign to promote this news.

### Curriculum Planning Update

The Assistant Principal (Mike Dixon) commented on the following:

- All areas had now been reviewed as part of the curriculum planning process.
- Class sizes, funding and staffing were all being considered.
- The current position for each provision type was as set out in the written report.
- Planning work for apprenticeships would be in the following week and full cost courses were also to be finalised.
- The new relationship with Bentley Motors was noted.
- Management were confident that there was a robust plan in place.

A Governor noted that student numbers were predicted to increase and asked about plans for managing facilities and group sizes.

The Assistant Principal noted that classroom capacity at Wellington Road and CLQ was up to 24 so this was not a concern. Timetabling was now being considered. There were some staffing shortfalls to be addressed.

The Deputy Principal and Chief Executive further explained the planning process. There were 2000 component courses, each with around 400 pieces of data. Getting this planning right was absolutely critical for the college, so there was a significant amount of analysis and testing. The plan currently showed an increase of 350 students for next year. Discovery day in July would give a clearer indication of likely application to enrolment conversion rates.

Planning was in the final stages and timetabling would start. For courses moving to CLQ, plans would need to be in place to transition from Paget Road for the expected opening date.

Employability and ESOL courses for CLQ were being planned. There were some factors to consider for this given the proximity to the adult learning service to CLQ.

## **People Engagement**

### **Staff Pulse Survey**

The survey had recently been completed and 147 responses had been received.

Data was being analysed. Staff had the option to remain anonymous if they wished. 51 lecturers had responded and there was a good level of engagement from the assessor team.

An action plan was being developed but was currently at a high level. The staff panel would review, refine and agree this plan.

## **Business Success**

### **Management Accounts – March 2025**

The Director of Finance presented the report and highlighted key points including variances in relation to income and pay and non-pay budgets.

Governors noted the following:

- The management accounts to March show an Earnings Before Interest, Tax, Depreciation and Amortisation (EBITDA) surplus of £1.6m (8.62%) compared to a budget surplus of £1.1m (5.58%).
- Income was below budget due to the current position with AEB, apprenticeships and partnership work with NIS. However, these areas were expected to recover by year-end so were timing differences. There were a number of apprentices due to complete end point assessments. Variances to other income lines were also noted.
- A review of the deferred income recognition from Telford operations was being completed.
- The year to date positive variance on pay costs was continuing. The effect of rise in National Insurance costs and the National Living Wage would be seen from the April figures. DfE had notified colleges of a grant for the National Insurance costs, which was expected to be received in September.
- The pay to income ratio was 71%, so improved from last year.
- The cash position remained healthy.
- A revised forecast to year end had been completed and showed an improved position. The reasons for this were detailed in the written report.
- The FE sector had received a £50m grant to support capital costs. £188k of this had been allocated to the college.
- The strategy for allocation of discretionary support (bursary) funds to students was to be reviewed. There was a significant overspend this year due to an increase in eligible students and overall increased demand in year. This was difficult to budget.

Questions and comments were invited.

### **The Board of Governors received the Management Accounts to March 2025.**

#### **Contract Awards**

- (a) Insurance - The Deputy Principal and Chief Executive commented on the proposal for the insurance renewal. The table in the report showed the breakdown of cover and costs. It was confirmed that there was cyber cover.

**Resolved** – that Governors approved the awarding of the insurance contract to Arthur J Gallagher for the duration and the cost recorded in the report.

- (b) Agency Provision – the college had a significant annual spend on agency staff. Controls in place to manage this were good but fees were high and many agencies were used, adding to the complexity of the administration.

A Managed Service Provider (MSP) model was proposed to streamline staffing needs through a tiered supplier framework, ensuring timely and quality candidate placement in a manner that adhered to public sector contracting standards. The benefits of this were explained, including estimated sizeable annual savings. Other colleges using this had been contacted.

**Resolved** – that Governors approved the awarding of a contract to The Supply Register for the duration and cost recorded in the report.

#### Health and Safety Update - Term 2

The report was provided to give Governors information to fulfil their statutory duties for this area. It was noted that:

- There were no unusual trends or significant issues to report.
- The SHEF group met regularly to review aspects of Health and Safety.
- The College Management Team had recently received a presentation and training session from the Counter Terrorism Police Unit.
- Two incidents with 'stop' notices were explained.

#### 2025/26 Budget Update

The Director of Finance commented on the early draft of the 2025/26 budget.

- Most income allocations had now been received. Overall income was up £15m compared to 2021/22.
- There had been a 230 learner increase and 16-18 funding was up £2.6m. The T Level uplift was 5%
- The DfE adult allocation was £162k less than the current year, which was due to the national reduction.
- Pay costs would be finalised once the curriculum plan was agreed.
- Overheads were being reviewed.
- Energy costs were starting to reduce.
- The change to the interest rate had re-based the capital repayments.
- One off costs relating to the transition from Paget Road to CLQ were expected.
- The budget aimed to maintain a financial health score of at least good and also to reduce the pay costs to turnover ratio.
- Managers were submitting capital bids and these were to be reviewed. There was £188m of capital grant funding available. Projects at Wellington Road were being considered.
- A final version of the budget would be brought back for Board approval in July.

#### Partnerships Update

The report showed the contract performance and data as at the R09 data return date, split by partner and type of provision. There had been a £2m growth in AEB provision since the last report to Governors.

A subcontracting controls audit was in progress.

The Partnerships QEB meetings were taking place in the next week.

Changes to Wave 6 Bootcamps were noted. WMCA were changing their financial year to August to July from 2026.

## **68/25 GOVERNANCE UPDATES (ITEM 8)**

### Meeting Dates 2025/26

Draft meeting dates for 2025/26 were provided for review and approval. It was noted that following feedback from the recent Governor survey, Board meetings would remain on Thursdays at 5pm but would alternate between Teams and face to face.

There had been some discussion about introducing more committees and having less Board meetings in future. An options appraisal for this would be taken to Search and Governance Committee for discussion in June. Any recommendations for change would be brought back to the Board but the meeting schedule currently proposed would be used as a starting point.

**Resolved** – that the Board approved the meeting schedule for 2025/26 as presented.

## **69/25 COMMITTEE REPORTS (ITEM 9)**

The minutes of the following recent meetings had been circulated:

- Campus Transformation Oversight Group 10 March 2025
- Audit Committee 26 March 2025.

There were three recommendations from the Audit Committee, all relating to the appointment of auditors.

### **Resolved:**

1. That Bishop Fleming be re-appointed as college external auditors for a further period of three plus two years duration from 1 August 2025.
2. That TIAA be re-appointed as college internal auditors for a further period of three plus two year's duration from 1 August 2025.
3. That Blueprint be appointed as college funding assurance auditors for 2024/25.

**The Board of Governors received the committee reports.**

## **70/25 ANY OTHER BUSINESS (ITEM 10)**

### Approval of Bank Mandates

The Director of Finance outlined changes required to the bank mandate and also the decision to close two bank accounts that were no longer needed.

### **Resolved:**

- That Governors approved changes to the bank mandate.
- That Governors approved the closure of two bank accounts.

## **71/25 CONFIDENTIALITY (ITEM 11)**

**It was resolved that the following reports would remain confidential:**

- **Property and CLQ Update**
- **Contract awards**



**72/25 DATE AND TIME OF NEXT MEETING (ITEM 12)**

Board of Governors – Thursday 12 June 2025 at 5pm at Wellington Road

The meeting ended at 7pm.