



THE WINDSOR FOREST COLLEGES GROUP BOARD OF GOVERNORS

MINUTES OF A MEETING OF THE CORPORATION

Held at Langley College on Friday 17 May 2024

		<u>Meetings Attendance</u>
PRESENT:	Angela Wellings (<i>Chair</i>)	(4 out of 4)
	Tina Coates	(4 out of 4)
	Jo Croft	(4 out of 4)
	Anthony Haines	(4 out of 4)
	Rob Lewis (<i>Vice-Chair</i>)	(4 out of 4)
	Gillian May (<i>Group Principal & CEO</i>)	(4 out of 4)
	Janet Robertson	(3 out of 4)
	Signe Sutherland	(4 out of 4)
	Kiran Virdee	(2 out of 4)
	Alison Wheatley	(3 out of 4)
APOLOGIES:	Paul Britton	(2 out of 4)
	Jacob Clay	(2 out of 3)
	Louise Fellows	(0 out of 1)
	Sam Foley	(1 out of 4)
	Nathan Garat	(3 out of 4)
	Aaina Khan (<i>Student Governor</i>)	(2 out of 4)
	Ksenija Pavlovska (<i>Student Governor</i>)	(3 out of 4)
	Antonia Spinks	(0 out of 1)
	Ian Thomson	(3 out of 4)
IN ATTENDANCE:	Susan Brady	Group Director of People
	Amanda Down	Principal Sixth Form
	Anne Entwistle	Principal FE
	Daniel Fairbairn	Group Director Digital Marketing and Admissions
	Lucy Gill	Group Director of Finance
	Karen Griffiths	Group VP Quality & Apprenticeships
	Clair Griffiths	Head of Marketing
	Tim Mace	Group Head of IT
	Laura Peters	Associate VP Safeguarding Curriculum & SEND
	Roddy Peters	Group Head of Digital Skills
	Tracy Reeve	Group Director of Governance
	Melissa Drayson }	External Governance Reviewers, Rockborn
	Zoe Lawrence }	

PART I

MINUTE
NO.

ACTION

The meeting started at 8.30am as the formal Board Meeting was preceded by a Governors' Strategy Event. During this event the Board considered the following presentations from members of the SLT:

- i) **AI and College IT Strategy:** Dan Fairbairn, Tim Mace and Roddy Peters
- ii) **Curriculum Reform & College Curriculum Strategy:** Amanda Down, Anne Entwistle & Karen Griffiths
 - **Update on Windsor LSIF Project:** Clair Griffiths
- iii) **Ofsted Report and Action Plan March 2024:** Karen Griffiths
- iv) **External review of Governance – Headline findings:** Melissa Drayson and Zoe Lawrence

The formal Board meeting commenced at 12.00pm.

1. **Apologies for Absence**

Apologies had been received as detailed above.

2. **AOB (Any Other Business)**

There was no other urgent AOB notified.

3. **Declarations of Interest**

There were no declarations of interest.

4. **Minutes of the Previous Meetings held on 20 March 2024**

The Minutes of the previous meeting held on 20 March 2024, having been previously circulated to members, were agreed as a true record and would be taken as signed by the Chair.

All Members were agreed.

5. **Matters Arising from the Minutes of the Previous Meetings held on 13 December 2023**

The Director of Governance presented a report which updated the meeting on the current status of 'matters arising'. All matters were included on the agenda or not yet due for action/ completion. However, the meeting was also given a verbal update on the following items.

Succession Planning: TR highlighted the action in relation to succession planning for the Chair of Governors. The meeting noted that a proposal for succession would be taken to the SG&S Committee in June which deferred handover to December 2024. The meeting was given an outline of the plans for succession and it was agreed that this would provide good continuity and allow for an effective handover of the Chair's role.

Lease of E Block: The Group Principal/ CEO (GM) informed the meeting that she had resigned as a Trustee of Langley Hall School in order to avoid any potential conflict of interest during the discussions around E Block. GM confirmed that the proposal for the school to lease or purchase E Block was currently with the DfE for consideration.

Mirror Board: Governors noted that the interviews for the internal members of the Mirror Board would take place on 21 May. There had been considerable interest after the role was highlighted at a recent All Staff Briefing. GM informed the meeting that several of the internal (staff) candidates would help with the next stage of external recruitment over the summer.

It was NOTED that there were no other matters arising.

6. **Ofsted Inspection March 2024**

The meeting noted the final Ofsted Report which was now published on the Ofsted portal so was no longer confidential. Group VP Quality & Apprenticeships (KG) who had been the nominee for the inspection presented the report and the Post-Ofsted Action Plan. This had been discussed in detail earlier in the Strategy Event.

• **Final Inspection Report**

The meeting noted the published report which did not differ significantly from the draft report as discussed at the Board meeting in March 2024. KG thanked the Governors for their input during the inspection and highlighted the positive comments about governance in the report. The meeting was assured that many of the positive quotes would be used in College marketing. The meeting was reminded of the three Areas for Improvement in the report:

- i) Ensure all apprentices complete their training and achieve within the planned time.
- ii) Make sure teachers are trained in techniques to help students remember more of what they are taught over time.
- iii) Make sure students with high needs receive the advice they need to make more informed choices about their next steps.

• **Post Ofsted Action Plan**

The meeting noted the final action plan which had been considered in draft format at the March Board meeting. KG reminded the meeting that some of the actions referred to 'Ofsted said' whilst others used 'We said'; this was where suggested actions or improvements had been noticed internally during the inspection. KG confirmed that the Action Plan would now be used as a living document and would be shared with all staff once approved.

The Director of Governance (TR) confirmed that the remit for ongoing monitoring of the Post Ofsted Action Plan would remain with the Corporation but with Quality & Curriculum (Q&C) Committee reviewing the detail as a standing report during 2024/25. The meeting was assured that the Post Ofsted Action Plan had been considered in detail at the Q&C Committee on 25 April 2024 and was being recommended for approval.

The meeting commended the excellent job done by VP Quality & Apprenticeships (KG) who had been the College nominee for the inspection and the Principal FE (AE) who had been the nominee for the separate Skills element of the inspection.

The WFCG Ofsted Report, March 2024 was NOTED and RECEIVED.

The Post Ofsted Action Plan was APPROVED and would be monitored via Quality & Curriculum Committee as a standing report during 2024/25.

7. **WFCG Financial Statement & Regularity Report 2022/23**

This item has been moved to a Part II confidential minute due to commercial sensitivity.

The meeting NOTED and RECEIVED the verbal update.

8. **WFCG Annual Accountability Statement 2024/25**

The meeting considered the meeting considered the draft TWFCG Accountability Statement which had been updated to focus on local skills needs and the links with the four key Local Skills Improvement Plans (LSIPs) to shape curriculum strategy. GM confirmed that all of the Senior Leadership Team had been involved in drafting the Accountability Statement which was required to be a 'succinct document'. The draft had also been discussed with other Berkshire Principals from a regional and pan-regional perspective. GM thanked SG&S Committee member Rob Lewis (RL) for his input in editing and proof-reading the draft.

The meeting was informed that two new sections had been added to the WFCG Accountability Statement for 2024/25. GM highlighted the first which was the table in Section 8 of the report which was a summary of the work undertaken under the 'duty to review' and outlined the work done with other FE Colleges in Oxfordshire and Berkshire. This RAG rated template had been developed by WFCG and was being used by the other FE Colleges to summarise progress; it had been approved at the Berkshire Principals meeting in the previous week. The meeting discussed the areas where there was more work to be done, e.g. Skills for the Built Environment for 19+ learners. GM informed the meeting that WFCG was aiming to take learning from the Skills Bootcamps and implement it through buying in up-to-date industry experts to provide input to 19+ adults courses. This would further professionalise the adult training experience. GM informed the meeting that within the care sector the colleges had agreed on specialisation – the recent Ofsted inspection had applauded that regional colleges were not duplicating provision. This was also true for other areas including Apprentices – WFCG were leading on Screen Industries but not delivering care apprenticeships. GM informed the meeting that this collaborative approach was working well but there was still a need to identify a solution to cohesive provision in all aspects of Haulage and Logistics. The meeting was reminded that WFCG ran HGV training within Motor Vehicle for 16-18 plus apprentices but no college was providing wider haulage and logistics skills e.g. forklift certification on short courses.

GM informed the meeting that the second new addition for 2024/25 was the addition of WFCG's Skills Strategy which had been well received by the Ofsted Team in March 2024.

The meeting was reminded that the draft priorities from the key LSIPs for TWFCG (Thames Valley: Berkshire and Oxfordshire, Surrey and West London) had been published in May

2023 and had fed into the draft TWFCG annual accountability statement 2023; this had been reviewed and revised for 2024. GM confirmed that the Accountability Statement 2024/25 required Corporation approval and had to be submitted to the ESFA by 30 June 2024. There was also a requirement to publish this document on the college website within three months of the start of the academic year (i.e., by 1 December 2024). The meeting noted that this document had been considered in detail at an Extraordinary Strategy Governance & Search (SG&S) Committee held on 7 May 2024 when several changes had been suggested (as detailed in the minutes of SG&S Committee 7 May- item 16 on the agenda). The document as presented was being recommended for Board approval by SG&S Committee. The meeting commended the employer comments on the last page of the Accountability Statement **but asked that the reverse parentheses be corrected.**

The meeting APPROVED the WFCG's Annual Accountability Statement 2024/25 as presented (subject to the format change on the employer comments).

All Members were agreed.

ACTION:

- i) Submission to the ESFA to meet the 30 June 2024 deadline.**
- ii) Publish on the College website to meet 1 December 2024 deadline.**

TR

9.

Risk Register

The meeting considered the Risk Register for 2023/24 which had recently been comprehensively reviewed and updated by the Senior Leadership Team. The meeting noted the highest scoring risks and the update narrative explaining current mitigation and assurance levels.

- Risk 1 Failure to meet budget forecast (risk score remains at 20 'red'): Acute risk linked to financial health. The upwards pressure on pay was still a very real concern.
- Risk 2 IT Failure with loss of data for staff or students (risk score raised to 16 'amber'): This key risk – newly classified as number two on the Risk Register – had been discussed during the strategy event preceding the meeting. Governors agreed that this heightened position on the Risk Register was appropriate.
- Risk 3 Uncertainty and risks associated with emerging national curriculum reforms (risk score remains at 12 'amber'): This key 'acute' risk was being well managed and senior staff were fully engaged in advisory groups linked to reform.
- Risk 4 External Safeguarding Risks (risk score remains at 12 'amber'): The meeting was assured that the Executive Team continued to work with all relevant agencies in relation to any safeguarding incidents.
- Risk 5 Poor student outcome data at Langley results in a challenge to the Good Ofsted rating (risk score remains at 12 'amber'): The meeting was reminded that the Langley data had improved for 2022/23. The CEO confirmed that the Ofsted inspection had now provided a strong external assurance around all aspects of quality for the Corporation.

The CEO (GM) highlighted the difference between chronic and acute risks; this new classification had been introduced in March 2024 after challenge from the Audit Committee.

Members NOTED and RECEIVED the updated College Risk Register

10.

Strategic Map

The CEO (GM) confirmed that there had been no change to the Strategic Map 2022-25 since last seen at the Board on 20 March. GM reminded the meeting that the WFCG Strategic Map was currently being comprehensively reviewed post-Ofsted and would be brought to the Board (via SG&S Committee) for review at the first meeting of 2024/25. GM informed the meeting that input from the Mirror Board would be sought on the new Strategy Map.

The meeting sought clarity on whether the next iteration of the College Strategic Map would cover three years or should it be over a five-year period. GM informed the meeting that a three-year period was more appropriate to enable tight focus on financial health and also reflected the fast-changing external factors that affected the FE sector.

Governors sought clarification around the future strategy for Higher Education (HE) provision and whether it would be affected by the introduction of the Lifelong Learning Offer; especially in relation to the announced interest rates at 9%. GM confirmed that more detail on this would be brought to the Quality & Curriculum Committee in September and would look at the options in relation to Higher Technical Qualifications (HTQs) and higher-level apprenticeships. Staff Governor (AW) asserted that in her experience HE students were less bothered about incurring tuition fees and more concerned about having the right qualifications and ensuring that provision met their required 'travel to learn' parameters. Governors flagged the accessibility issue and the difficulty in reading the yellow/ amber text and it was agreed that this should be amended to a deep orange font for the new version of the Strategy Map.

The WFCG Strategy May 2022-25 was NOTED and RECEIVED.

ACTION: A new iteration of the Strategy Map 2024-2027 to be developed during the summer and brought to the Board (via SG&S Committee) for approval in October 2024.

GM/ SLT

- **Any yellow/ amber text to be changed to deep orange font on the new version of the Strategy Map.**

11.

Management Accounts March 2024

The Group Finance Director (LG) presented the management accounts for March 2024 which had previously been circulated to all governors by email. LG highlighted that the accounts had been prepared to reflect actual performance to date, which had resulted in the removal of accrued income in relation to apprenticeships of £275k where the timing of these receipts was uncertain. In addition, year to date costs had now been recognised in the Income and Expenditure account (I&E) rather than being deferred and recognised over future months. LG confirmed that she would be aiming to make phasing of income and costs more accurate for 2024/25. Governors noted that the accounts were being presented on a prudent basis reflecting the performance to date and the on-going cost challenges that the group was facing in the current financial year.

The final key financial indicators for the first five months of the financial year were noted as follows against the January 2024 reforecast budget:

- The forecasted performance for FY24 included costs associated with post-merger integration work regarding IT systems and the costs associated with 264 additional full-time learners.
- Staffing costs remained the most significant cost challenge for the group at 73.52% of income YTD. Governors were assured that the senior team continued to monitor and act where appropriate to reduce the risk associated with this expenditure.
- The resulting negative EBITDA performance stood at a deficit of £1.732m which generated a Requires Improvement (RI) grade for financial health.
- Cash balances had reduced to £3.953m at 31 March 2024. The level of 'cash days' at 31 March was 27.14 days which was noted as being above the FE Commissioner's minimum benchmark of 25 days.
- The year-end performance continued to be on track against the reforecast with an EBITDA deficit of £1.140m.

LG assured the meeting that all non-pay cost lines were under control but there continued to be a risk around pay. The inflationary impact on recruitment of new staff continued to be an issue. Recent action included a reduction in costs around temporary, agency and sessional staff. LG also reminded the meeting of the two senior posts recently deleted (Deputy CEO and a VP role) but which would not be taken out of pay costs until August 2024.

LG sought feedback on the new format for the Management Accounts and the accompanying narrative. **Governors suggested the following amendments:**

- **Section 3 of the narrative should include an explanation of the various point thresholds for the ESFA Financial Health grade. It would also be useful for governors to understand that the college was in RI financial health by default due to the negative EBITDA.**

- *The monthly and year-to-date position was important for internal use but it would be useful for governors to see the full-year forecast.*
- *An additional ratio showing 'net debt' should be included.*

The meeting was assured that the April management accounts would be circulated to all governors by the end of the week. Governors sought, and were given, assurance that these did not contain any surprises. The meeting commended the new format which provided additional clarity and took the detailed Management Accounts as read.

Governor AH highlighted the DfE data available on their portal 'View your Education Data' but the Director of Governance confirmed that an open link to this portal was not yet available for external users but she would investigate when access to the updated Governance Dashboard would be available.

The Management Accounts for March 2024 were NOTED and RECEIVED.

ACTION: April 2024 Management Accounts to be circulated ASAP

- *Format changes to future iterations to be made as detailed above.*

12. **Applications Report: Enrolment 2024/25**

The meeting noted the current applications report for 16-19 programmes at 6 May 2024 which showed that the Group was 15% (674 learners) ahead of the same position in the prior year. The current 'growth' in applications by college was BCA 19% (+313), Langley 12% (+99), Strode's 9% (+102) and Windsor 20% (+160). The meeting was reminded that much of the increase at Windsor was predicated on the LSIF partnership work and the change of focus for this campus (to Screen Industries); as agreed by the Governors in July 2023.

The CEO reminded the meeting that the budget reforecast did not have any growth in learner numbers for 2024/25 included. However, GM confirmed that if the conversion rate for these applications was as expected the lagged funding figure for 2025/26 would continue the upward income trajectory for the college.

GM also asserted that the recent strong Ofsted inspection was likely to have a positive impact on recruitment. The meeting discussed whether anecdotal evidence supported students being swayed by Ofsted grades and assessments. Although confirmed as important to parents, the staff in the meeting asserted their belief that students placed higher priority on other factors e.g. location, content of courses, availability of transport and – crucially – where their friends were studying. Principal Sixth Form highlighted the importance of a strong Ofsted grade to School Liaison Officers in feeder schools. Governors sought confirmation that this increase in applications exceeded any demographic uplift. GM confirmed that only Slough was forecasting any uplift in 16-18 demographics but the increase in applications for Langley and Windsor exceeded this. The meeting sought clarity on when the colleges would reach capacity but GM confirmed that Langley College still had plenty of rooming capacity; Windsor College was not yet full but would reach capacity sooner. GM informed the meeting that she was discussing an option with RBWM for some additional space in Windsor which would provide an excellent adjunct to the current buildings. The meeting discussed the possibility of students making multiple applications – within WFCG colleges as well as externally to the other nearby colleges.

The applications update was NOTED

13. **Briefing from Association of Colleges (AoC)**

The Director of Governance presented some background briefing for Governors which had been sourced from the AoC:

- AoC Report '100% opportunity; the case for a tertiary education system' which was published on 9 April 2024: This report sets out the AoC's view on both the changes any future government needs to make to the UK's post-16 education system and the specific high-level policies needed to support colleges to ensure that tertiary education is more **effective, efficient, and fair**, and meets the needs of **100% of young people and adults**.*

<u>MINUTE NO.</u>	<u>ACTION</u>
	<p>i) <u>Slides from the AoC Finance lead providing background briefing for FE Governors.</u></p> <p>The meeting commended this background briefing information which provided useful context. <i>The AoC Briefing was NOTED and RECEIVED.</i></p>
14.	<p><u>Minutes from Capital Development Steering Group – 25 April 2024</u></p> <p>The Chair of the Committee (JC) confirmed that the major matters considered by the meetings had been brought forward to the Board within the current agenda. <i>The minutes from 25 April 2024 were NOTED and RECEIVED.</i></p>
15.	<p><u>Minutes from Quality & Curriculum Committee – 25 April 2024</u></p> <p>TR reminded the meeting that this meeting had been postponed until after the Easter break due to the Ofsted Inspection. The Chair of the Committee (TC) confirmed that the major matters considered by the meeting had been brought forward to the Board within the current agenda. <i>The draft minutes from 25 April 2024 were NOTED and RECEIVED.</i></p>
16.	<p><u>Minutes from Extraordinary Strategy Governance & Search (SG&S) Committee – 7 May 2024</u></p> <p>The Chair of the Committee (TC) confirmed that the major matter considered by the meeting – the Accountability Statement - had been brought forward to the Board within the current agenda. <i>The minutes from 7 February 2024 were NOTED and RECEIVED.</i></p>
17.	<p><u>Dates and Times of Future Meetings and Events</u></p> <p>The dates and times of future meetings were noted. TR confirmed that the final Corporation meeting for 2023/24 was scheduled on: <u>Wednesday, 3 July 2024, 4.30pm at Langley College</u> <i>NOTED</i></p>
18.	<p><u>Any Urgent Business</u></p> <p>There was no other urgent business.</p> <p>The meeting ended at 1.00pm.</p>