



## **STRATEGY, GOVERNANCE AND SEARCH COMMITTEE**

### **Minutes of a Part I Meeting**

**Held on Zoom on Tuesday 10 June 2025 at 5pm**

		<b><u>Meeting Attendance</u></b>
<b>Present:</b>	Tina Coates (Committee Chair)	(4 out of 4)
	Paul Britton	(4 out of 4)
	Jo Croft (Chair of Governors)	(3 out of 3)
	Rob Lewis	(4 out of 4)
	Gillian May (Group Principal & Chief Executive)	(4 out of 4)
<b>Apologies:</b>	Ian Thomson	(2 out of 4)
<b>In attendance:</b>	Tracy Reeve	Group Director of Governance (4 out of 4)
	Amanda Down	Principal Sixth Form
	Anne Entwistle	Principal FE
	Karen Griffiths	Group Vice Principal

### **MINUTE**

#### **No**

### **ACTION**

1.

#### **Apologies for Absence**

No apologies had been received.

2.

#### **Notification of Any Other Urgent Business**

There was no other business notified.

3.

#### **Declarations of Interest**

No Member declared a conflict of interest with the agenda.

4.

#### **Minutes of the Previous Meeting held on 19 March 2025**

The Minutes of the previous meeting held on 19 March 2025 having been previously circulated to members, were **AGREED** as an accurate record and the Chair's approval would be recorded.

**All Members were agreed.**

5.

#### **Matters Arising from the Previous Meeting held on 19 March 2025**

***The meeting NOTED a report from the Group Director of Governance which confirmed that all matters arising had been actioned.***

#### **➤ Structure & Prospects Appraisal (SPA) at Brooklands Technical College (BTC)**

The meeting noted that after submitting an expression of interest to be involved in the FE Commissioner led SPA process at Brooklands, The Windsor Forest Colleges Group (WFCG) had been informed that the College would not be taken forward to the full SPA proposal stage. The CEO (GM) informed the meeting that she had subsequently visited BTC to meet with the Principal to talk about potential collaboration outside of a merger; BTC were adamant that they wanted to maintain a stand-alone position. BTC were also already working alongside the Activate Learning Group who were strong in Surrey. Governors noted that the WFCG digital and AI leads (DF and RP) had already been over to BTC to share learning on WFCG's digital workforce strategy. GM asserted that the positive welcome from BTC was due to the ongoing collaboration with Strode's management over the last few years.

***The update on the SPA process at BTC was NOTED***

**MINUTE****No****ACTION**

6.

**GOVERNANCE SUMMARY REPORT**

6.1

**Board Membership**

The Director of Governance (TR) presented a paper which detailed the Members of the Corporation with cessation dates, and sub-committee membership. Governors were reminded that the current Board membership of TWFCG was determined at 19 members and there was one vacancy.

TR reminded the meeting that Tina Coates' (TC) current term of office (an exceptional two-year third term) would end on 31 July 2025. TC had been a governor at East Berkshire College and latterly WFCG since October 2015 and was a key member of the Governing Body which had steered the College through two successful mergers. The Corporation minuted thanks to TC for her role as Chair of Quality & Curriculum Committee and Strategy Governance & Search Committee throughout her term.

It was also noted that the current support staff governor – Alison Wheatley – would also come to the end of her four-year term of office on 31 July 2025. TR confirmed that this staff governor vacancy would be advertised to all support staff across the four colleges in September 2025. TR also informed the meeting that she would be reviewing committee membership for 2025/26.

➤ **Vacancy for Vice-Chair of the Corporation**

The Group Director of Governance (TR) informed the meeting that she had not received any nominations for the Vice-Chair role at WFCG; this arose when Rob Lewis took on the role of Senior Independent Governor at the end of May 2025. This would be raised with Board Members at the next Corporation meeting on 13 June 2025.

➤ **New candidates**

The meeting noted discussed Sam Marshall-Davies (SMD) and noted her detailed CV. SMD had been interviewed by members of the Strategy Governance and Search Committee (JC, RL and GM) on 8 May 2025.

**Sam Marshall Davies (SMD):** It was noted that the interview panel had been very impressed with SMD's passion and education sector knowledge. Currently working for a global kitchen servicing and maintenance company based in Maidenhead. SMD ran their employer provider training academy in Theale and was supporting company growth through Training Development and Coaching. SMD has previously worked at BCA (2015-2021) as Head of Rugby and Curriculum Coordinator so had knowledge and lived experience of the FE sector. JC asserted that the interview had demonstrated that SMD was passionate about learning and interested in governance. She had very relevant experience and undertook a lot of leadership work. RL highlighted SMD's relevant successful career and suggested that her age would add to the diversity of Corporation membership as she was younger than the average WFCG governor. The interview panel felt that she would be a good fit with the existing Corporation members. It was agreed that SMD's lived experience of FE, understanding of BCA and knowledge of the wider education sector would add breadth to the skill set of the Board at WFCG. The meeting agreed that Sam Marshall-Davies would make a valuable contribution to governance at WFCG. It was agreed that she should be recommended for appointment to the current vacancy on the WFCG Corporation.

***The SG&S Committee AGREED to RECOMMEND SMD's appointment as a Governor of WFCG for a four-year term of office starting immediately.***

**(All Members were agreed.)**

***ACTION: Take membership recommendation to WFCG Board on 13 June 2025.***

TR

6.2

**Draft Meeting timetable 2025/26**

The Director of Governance (TR) presented a draft schedule of Corporation & Committee meetings for the academic year 2025/26. TR confirmed that this schedule was based on the prior year timetable. TR informed the meeting that these dates would be taken to each of the sub-committee meetings in June to allow Member to advise of any non-availability.

***The draft meeting timetable 2025/26 was NOTED.***

***ACTION:***

***i. SG&S Committee Members to notify any non-availability for suggested dates.***

All

**MINUTE**  
**No**

**ACTION**

**ii. Final meeting timetable to come to Board for approval on 9 July 2025.**

TR

**The Governance update report was NOTED and RECEIVED.**

6.3

**Use of the College Seal**

The meeting noted the one use of the WFCG seal since the last timetabled Corporation meeting; this had been witnessed by the CEO (GM) and Teaching Staff Governor FE (SW). The seal had been used on the lease for the Multi Use Games Area (MUGA) at Slough & Langley College (WFCG leasing this from Slough Borough Council) on 25 April 2025. TR confirmed that this lease was finalised on 6 May 2025.

**The use of the WFCG seal was NOTED and RATIFIED**

**[Item 9 on the agenda – Thames Valley Skills Strategy - was actually discussed at this point in the meeting but is minuted below for consistency with the agenda.]**

7.

**FE Commissioner Weston College Recommendations**

TR presented this highlighted this paper which informed governors of circumstances in relation to an FE Commissioner intervention at Weston College of Further and Higher Education. The intervention report (published in June 2025) was shared with the meeting; this report outlined the issues found at the college and a number of governance recommendations. The meeting noted that the failings at Weston College led to a letter from the FE Commissioner to all CEOs/ Chairs of Governors; this letter was noted by the meeting. TR brought the meeting's attention to the recommendations on good governance practice arising from the Weston College failings. TR informed the meeting that she had mapped the recommendations on governance practice against the status quo at WFCG for the assurance of Governors. The following three good practice recommendations from her review would be added to governance practice at WFCG.

- i) *Formal Scheme of Delegation to be updated by 31 July 2025*
- ii) *Recruit a new Governor for Audit Committee who is a qualified accountant (by September 2025).*
- iii) *Group Director of People to complete biennial review of WFCG Relationships at Work Policy.*

The meeting talked about the importance of trust and transparency as the bedrock of a college culture. TR reminded the meeting of the very transparent culture in place at WFCG and as the 'independent' Director of Governance she was given access to all areas of college operations including regular attendance at SLT and an open invitation to attend Executive Team meetings. The meeting confirmed that the strength of the Governance Director role at WFCG provided additional assurance for the governing body.

The meeting discussed the current vacancy on the audit committee for a qualified accountant. TR reminded the meeting that there were financially qualified members on Audit Committee and that the WFCG Board had three fully qualified accountants. The Chair of Governors (JC) was approaching known contacts but this had not yet identified a suitable candidate; several people approached had expected the post to be remunerated rather than voluntary. RL suggested that it might be easier to recruit a co-optee to sit on audit committee to fill the 'qualified accountant' vacancy. TR assured the SG&S Committee that the active search for another accountant would continue.

The Chair of SG&S (TC) asked whether the College reminded staff of the Whistleblowing Policy that was in place to protect staff wishing to flag inappropriate actions. It was noted that when she was working in a bank this was an annual reminder sent to all staff.

**The FEC Weston College recommendations and WFCG action plan (as shown in italics above) were NOTED and RECEIVED.**

**ACTION: Consider the need to remind all staff of Whistleblowing Policy on an annual basis and to include reference to the policy in the WFCG staff induction training.**

SLT

**MINUTE****No**

8.

**AoC Report: Summary of external governance reviews (February 2025)**

The meeting noted a summary of findings from the External Governance Reviews that the AoC had conducted over the last three years. The Group Director of Governance (TR) informed the meeting that the AoC summary report provided a summary overview of the findings from 118 external governance reviews of FE colleges conducted by the AoC and Governance4FE over the past three years. The meeting noted the key findings and examples of strengths and areas for further development identified within the sector.

**Strengths:**

- i) **Strategic Engagement & Alignment** – Effective boards actively shape and oversee institutional strategy, prioritising strategic discussions and using strategy days to reinforce mission clarity.
- ii) **Robust Governance Frameworks** – Boards demonstrate strong oversight in financial health, educational quality, and risk management, supported by effective self-assessment mechanisms.
- iii) **Positive Boardroom Dynamics** – A culture of respect and challenge fosters constructive decision-making, with clear roles and strong relationships between governors and executives.
- iv) **Commitment to Student Experience** – Boards prioritise student perspectives, integrating student governors and engagement reports into strategic planning.
- v) **Governance Support Structures** – Governance professionals enhance board efficiency through improved reporting, compliance, and digital governance tools, including AI-powered board portals.

**Areas for development:**

- i) **Succession Planning & Diversity** – Many boards lack structured leadership succession plans and fail to recruit diverse members, impacting strategic resilience.
- ii) **Strategic Oversight** – Some boards take a passive approach to strategy, focusing on operations rather than shaping and monitoring strategic direction. Misalignment on mission and vision weakens institutional cohesion.
- iii) **Governor Development & Retention** – Limited access to and/or uptake of training and engagement opportunities leads to underutilised expertise, reducing governors' contributions and commitment.
- iv) **Board Reporting Standards** – Reports often lack clarity, strategic focus, and timely distribution, hindering informed decision-making. Excessive detail obscures key insights.
- v) **Stakeholder Engagement** – Governors may have limited involvement with students, staff, and external partners, weakening advocacy and community engagement.
- vi) **Executive Development on Governance** – Some senior leaders lack formal training in board engagement, strategic reporting, and leveraging governance structures effectively.

The report concluded that “FE institutions have made significant progress in governance but must address strategic alignment, board diversity, and reporting effectiveness. High-performing boards demonstrate strong Chair-CEO partnerships, fostering trust, challenge, and informed decision-making”.

TR informed the meeting that she would consider the sector-wide areas for improvement within the WFCG governance self-assessment 2024/25 (to be presented to SG&S Committee in autumn 2025).

***The AoC summary report on external governance reviews was NOTED***

9.

**Preparing for adult skills devolution: Thames Valley FE Skills Alliance**

The meeting noted a verbal update from the CEO/ Group Principal (GM) and from Governor Paul Britton (PB) who was CEO of the Thames Valley Chamber of Commerce.

**ACTION**

**MINUTE**  
**No**

**ACTION**

This item was taken earlier than planned in the meeting as PB had to leave at 6pm and the GM wanted him to be present for the discussion. The meeting discussed the recent announcement on the ten national Construction Technical Excellence Colleges (CTEC) which would take forward the Skills England agenda on construction. WFCG was working with Abingdon and Witney around a CTEC proposal; there would be capital and revenue funding for the 10 CTECs. Although no announcements had been made it was expected that there would be one CTEC in each Regional Development Authority i.e. one CTEC for the whole of the Southeast region excluding London. The current aim would be to position the Thames Valley colleges as a hub and spoke model across the Southeast region.

GM highlighted her belief that the proposed devolution of the adult skills budgets would present a strategic opportunity for Further Education (FE) colleges across the Thames Valley to strengthen regional collaboration, enhance learner outcomes and align more closely with employer needs. In anticipation of greater local control over skills funding, the Thames Valley Further Education Skills Alliance (TVFESA) had been formed as a proactive, unified voice for the region's FE sector. This was comprised of The Windsor Forest Colleges Group, Abingdon & Witney College, Swindon College, Newbury College and Activate Learning Group, with invitations extended to Buckinghamshire College Group, Henley College and Ruskin College. There had been two meetings of the TVFESA member colleges to date. GM informed the meeting that the 'alliance' shared a mission to shape a collaborative, inclusive and responsive FE system. Although the timeline for devolution in the Thames Valley was on a slower track the new alliance would draw on best practices from established areas of devolution. It was proposed to develop a governance and delivery model rooted in shared leadership, sectoral specialisms, joint planning and transparent funding transitions. Although to some extent there was a moving brief the aim was to produce a comprehensive skills prospectus for the region.

GM asked PB for his thoughts as CEO of the local Chamber of Commerce. PB informed the meeting that he believed that colleges should view devolution as an opportunity not a threat even within the context of government cost cutting and spending reviews. While the Thames Valley was not currently included in the government's fast-track devolution programme, local authorities were already actively exploring options for a strategic combined authority so early collaboration between colleges on the skills agenda made complete sense. This would enable the region to present itself to government as prepared and willing to get involved and to do some early thinking on what government might require. This might also involve work on how employers could make better use of their apprenticeship levy. PB highlighted the newly announced Chair of Skills England – Phil Smith – who understood the local business community in Thames Valley after being on the Board for the Berkshire & Oxfordshire Local Skills Improvement Plan (LSIP). PB affirmed how positive it was to look at how education providers could work together and commended the inclusion of Swindon College in the TVFESA as Swindon was in a strong position to influence what a future strategic authority might look like.

The meeting noted the launch of the all-party parliamentary group for Thames Valley in Westminster on 14 July 2025. There would be a follow-up event for TV Chamber members on 17 July. The aim was to present Thames Valley as a solution provider with the premise that 'if you can't generate growth in the Thames Valley where can you achieve it'. PB highlighted that although this was an exciting development there was a lot of stake to ensure that the region got it right.

The meeting commended this early work and the appetite get ahead of the devolution agenda. RL asked whether there was anything available yet on the proposed regional skills strategy. GM informed the meeting that this was not yet finalised but there would be two strands to this work – the Skills Prospectus for region the with an associated economic impact assessment (to be drafted by a third-party outside the alliance).

The meeting sought clarity on the timeline for the establishment of the ten CTECs. GM informed the meeting that the current expectation was that the 10 CTECs would be announced in September 2025. There was likely to be very strict criteria for colleges to apply. PB highlighted the strong position of the Thames Valley in relation to construction with Heathrow expansion and house building. GM also referenced the current work that WFCG was doing with Higher Education in collaboration with the University of the Built Environment in Reading.

The Committee Chair sought clarity on when governors would receive an update on this important work and GM confirmed that although this would be discussed at the WFCG Strategy Event on 13 June it would be autumn 2025 before anything further was known and the next steps were confirmed.

***The update on the Thames Valley skills devolution strategy and TVFESA was NOTED and RECEIVED***

***[Paul Britton left the meeting at 6.05pm]***

10.

**Strategic Map Update**

The CEO presented a cover paper to the Strategy Map which highlighted progress made in-year against the five key WFCG priorities. Governors commended this in-year progress against the new Strategy developed at the start of 2024/25.

GM highlighted that WFCG continued to make strong progress across its strategic priorities, with growth evident in 16–19, apprenticeships, and full-cost provision. However, looking beyond 2025/26, further growth in 16–19 enrolments appear limited. Demographic data was indicating falling cohorts at all colleges apart from Slough and Langley. In response, the College had decided to expand its current 14–16 school provision into a full-time, directly DfE-funded model from September 2026. This would allow the College to meet increasing local demand for Key Stage 4 provision delivered in a college setting.

Key challenges remained, particularly around adult funding, which was currently subject to a 10% cap on growth. However, the adult funding allocation for 2025/26 had not been cut as much as predicted for WFCG (6% cuts were forecast); additional funding for tapered learning (ESOL and ALFIE) meant that the actual cut had been less than 0.5%. As discussed earlier, the sector was also awaiting further detail on the government's proposed network of 10 Construction Technical Excellence Colleges. In anticipation, WFCG was actively exploring collaborative opportunities with other providers across the Thames Valley as discussed earlier in the meeting.

Financial health remained on track for an ESFA "Good" rating 2024/25, supported by a continued focus on sustainability and infrastructure investment. The Group was forecast to achieve a positive EBITDA of at least £2m, despite an estimated operating deficit of £0.75m which was a significant improvement on 2023/24. The performance in-year on adults and apprentices had been very positive with WFCG earning its full adult allocation for the first time in many years. This growth in adults, apprentices, and skills bootcamps as well as additional in-year 16-18 funding and tight control of all costs had really improved WFCG's financial performance compared with the prior year. GM informed the meeting that an additional £160m for 16-19 funding had been announced for 2025/26 with WFCG expecting an additional c£1.1m next year (exact figure yet to be confirmed). This would allow a contingency of £500,000 for IT investment and Digital Workforce change. The college would also put a vacancy factor into payroll. In light of this increase there was a revised pay proposal which would come to the Board on Friday 13 June. This was based around a total 4% increase to the payroll budget which would allow the college to meet the costs of pay progression, as well as a 1.7% cost-of-living increase and a small non-consolidated payment of £250 to low earning staff. The meeting commended putting additional funding into IT investment which followed the Corporation's strategy for the last few years. WFCG also continued to lead the sector in areas such as artificial intelligence and digital innovation.

On quality the meeting noted the very strong attendance at the recent GCSE maths and English exams; attendance was 99% at BCA and 96% at Slough & Langley. The programme of mock exams earlier in the year really helped learners to remain calm and encouraged attendance. Governors (RL) commended this cultural change and the way it had given learners more confidence and apposite mindset. Retention was up on the prior year across the group and there was less 'chasing' required to finalise paperwork and assessments. GM informed the meeting that the postponed Ofsted pilot inspection was likely to happen in the autumn term.

The Committee Chair congratulated management on making so much progress in-year and the meeting affirmed this report as a very strong source of assurance for governors.

***The progress report on the WFCG Strategic Map 2025-28 was NOTED & RECEIVED.***



**MINUTE****No**

11.

**Direct-entry 14-16 students**

The Principal FE presented this paper which outlined this new strategic development for WFCG. AE reminded the meeting that as previously discussed at Strategy Search & Governance Committee, WFCG was planning the establishment of a direct entry 14-16 schools provision, complementing the existing part-time provision for this age group. The Direct Entry 14-16 initiative aimed to offer a vocationally focused educational pathway within a college environment for students who were disengaged from, or unable to fully access traditional schooling. The introduction of this specialist provision would meet the growing needs of vocational learners and those seeking a pathway back into education while further enhancing the Group's reputation and funding avenues.

AE informed the meeting that for a September 2026 direct entry start date the Group was required to apply to the Department for Education by August 2025. WFCG had now completed and submitted the DfE's direct funding application and the Readiness-to-Open Checklist, confirming that the college satisfied all relevant requirements, including those related to safeguarding, curriculum, dedicated leadership and facilities, and policies covering admissions, attendance, exclusions, and careers guidance. A copy of this document was noted by the meeting.

Governors were assured that management would continue to engage with stakeholders to ensure alignment with local priorities and that appropriate protocols were in place to support the successful introduction of this 14-16 provision. AE informed the meeting that she was visiting Hull College on Friday 27 June to see their successful 14-16 delivery and would investigate good practice as well as possible pitfalls.

***The update on 14-16 direct entry provision was NOTED***

**Any Urgent Business**

12.

Although there was no formal 'other business' the Corporation Chair (JC) asked to minute a formal vote of thanks to Tina Coates for her invaluable input as Chair of SG&S. JC asserted TC's strength in her ability to challenge management on looking at alternative ways of thinking. The meeting agreed that her input and contribution to governance at WFCG would be sorely missed.

There had been no other urgent business notified.

The meeting closed at 6.55 pm

Chair.....

Date.....

**ACTION**