



# THE WINDSOR FOREST COLLEGES GROUP BOARD OF GOVERNORS

## MINUTES OF A MEETING

Held at online at 6.00pm on Wednesday 28 January 2026

PRESENT:	Jo Croft	<i>(Chair)</i>
	Jacob Clay	<i>(Staff Governor)</i>
	Kerry Blandin	Governor <i>[PART]</i>
	Paul Britton	Governor
	Louise Fellows	Governor
	Sam Foley	Governor
	Nathan Garat	Governor
	Anthony Haines	Governor
	Gillian May	<i>(Group Principal &amp; CEO)</i>
	Sam Marshall-Davies	Governor
	Antonia Spinks	Governor
	Signe Sutherland	<i>(Vice-Chair)</i>
	Sarah Waller	<i>(Staff Governor)</i>
	Alison Wheatley	<i>(Staff Governor)</i>
APOLOGIES:	Riley Campisi-Dignan	<i>(Student Governor)</i>
	Rob Lewis	<i>(Senior Independent Governor)</i>
	Ketija Oyeniran	<i>(Student Governor)</i>
	Ian Thomson	Governor
IN ATTENDANCE:	Lucy Gill	Group Director of Finance
	Tracy Reeve	Group Director of Governance

## PART I

<u>MINUTE NO.</u>		<u>ACTION</u>
1.	<b><u>Apologies for Absence</u></b> Apologies were received as shown above.	
2.	<b><u>Any other urgent business</u></b> The CEO and Group Principal asked for an update on the recent trade union dispute at WFCG and a possible solution on staff pay to be added to the agenda.	
3.	<b><u>Declarations of Interest</u></b> There were no declarations of interest.	
4.	<b><u>Minutes of the Previous Meeting held on 10 December 2025</u></b> The Group Director of Governance informed the meeting that as shown on the agenda the minutes of the previous meeting held on 10 December 2025 would be carried forward to the next timetabled meeting. <b>NOTED.</b>	

5.

**Recruitment of new governors**

The Group Director of Governance (TR) presented a report which summarised the current membership of the Corporation at WFCG and the current sub-committee membership. TR reminded the meeting that the current determined number of the Corporation at WFCG was 19 members (13 external members, 3 staff, 2 students plus the CEO). TR outlined a proposal to increase the determined number from 19 to 22 (16 external members) to facilitate the appointment of some new governors. This would further strengthen the Board and allow membership at sub-committee level to be bolstered; there was a stated need to further strengthen Audit Committee (running with one vacancy) and Resources Committee. TR confirmed that the WFCG Instrument and Articles allowed for a corporation membership of 22.

TR informed the meeting that Kerry Blandin (KB) would be stepping down from her role as a Corporation Member at WFCG (from 31 January 2026) due to a change in personal circumstance and taking on a new role. However, KB had indicated that she would be prepared to continue as a co-opted member of Quality & Curriculum Committee.

It was also noted Ian Thomson would be stepping down from the Board after the March 2026 Board Meeting; his first four-year term of office with WFCG was due to end on 31 July 2026. The meeting was reminded that IT had also previously served as a governor of BCA for five years (2017-2022). TR informed the meeting that IT had agreed to remain as a co-opted member of the Capital Development Steering Group (CDSG) which provided the governance oversight of the sale of the Honey Lane site at BCA. IT's legacy knowledge continued to be an important addition to the CDSG.

TR confirmed that the proposed increase in the determined number plus the two 'retirements' would create space on the Corporation for six new governors. The meeting was reminded that the Board had approved the use of Peridot Partners to undertake a recruitment exercise for up to three external governors in October 2025. As previously reported to the Board Peridot Partners had launched the recruitment microsite in October 2025 and actively headhunted suitable candidates. The vacancy closed to applications on 1 December 2025 with subsequent shortlisting by Peridot. This shortlist was presented by Peridot and reviewed by the WFCG selection panel on Monday 8 December. The selection panel (membership drawn from Strategy Governance & Search Committee) shortlisted 10 candidates for interview; seven in person at Slough & Langley College on 16 December, and three via online interviews on Friday 9 January 2026. The selection panel (Jo Croft, Rob Lewis, Gillian May, Tracy Reeve plus Drew Richardson-Walsh and Olivia Robson from Peridot) interviewed seven candidates on Wednesday 16 December 2025 and were extremely impressed with the quality of applicants. Candidates were also given a tour of Slough & Langley College by a selection of WFCG managers. Of these seven candidates, four were recommended for appointment as WFCG Corporation Members. The selection panel reconvened on Friday 9 January and interviewed the remaining two candidates (one had withdrawn due to a change in circumstances). Both candidates were agreed as being a valuable addition to the WFCG Board and taken forward as recommended for appointment.

The meeting considered a summary sheet showing the background and experience of the six suggested appointees; the detailed CVs and letters of application were also brought to the meeting for consideration. The Chair of Governors (JC) confirmed that the selection panel were impressed with all candidates interviewed and believed that the six recommended candidates would bring a fresh perspective and experience set to the WFCG Board. This would put the Board and the College in a strong position for the next few years. The importance of adding three qualified accountants to the Board was noted; this was seen as a characteristic of strong FE governance by the DfE and the FE Commissioner.

The meeting noted the final cost of the Peridot recruitment as follows: £12,750 (as previously agreed for three governors) plus an additional £7,250 for the additional three governors. It was agreed that this represented good value for money against the initial quote of £14,917 for three appointments and considering the strong profile of the recommended appointees.

**Committee Membership:** TR outlined the current membership of the committees and suggested that the new governors should be allocated across Audit Committee (3), Resources Committee (2) and Quality and Curriculum (1) to use their expertise and experience to best effect. The meeting agreed with TR's proposals for individuals' membership of committees (as detailed below in the resolution).

TR confirmed that a comprehensive induction programme would be put together for the new governors in advance of the next round of sub-committee meetings and the Board meeting on 18 March 2026. The induction programme was in the formulation stage but an initial draft developed by the Group Principal and CEO included the following:

- WFCG at a glance: who the College was
- Meet the students
- Governance framework & governor role
- Quality, curriculum & learner outcomes
- Safeguarding, Prevent and student wellbeing
- Finance & resources: how WFCG was funded
- Risk, audit & compliance
- Practical information
  - Mentoring/buddy governor scheme
  - Meeting etiquette and “how we work as a board”
  - How governors can add value early

Governors commended the rigorous process and the quality of the proposed new governors who would improve the experience and diversity of the WFCG Corporation. It was agreed that they would all add value to the Board at WFCG and should all be appointed.

***The Board:***

- i. APPROVED an increase to the determined number of the WFCG Corporation from 19 to 22 (16 external members, 3 staff, 2 students plus the CEO) with immediate effect.***
- ii. NOTED the resignation of Kerry Blandin (from 31 January 2026) and APPROVED her appointment as a co-opted member of the Quality & Curriculum Committee.***
- iii. NOTED the resignation of Ian Thomson (from 19 March 2026) and APPROVED his appointment as a co-opted member of the CDSG.***
- iv. APPROVED the recommendation from the Governor Selection Panel (representatives from Strategy Governance & Search Committee) to appoint the following six new governors to the Board of WFCG for a four-year term of office with the following committee membership and appointment dates:***
  - ***Kirsten Ashman (29.01.26 Audit Committee)***
  - ***Jeongmi Dozono-Kim (03.03.26 Resources Committee)***
  - ***Jane Fawkes (03.03.26 Quality & Curriculum Committee)***
  - ***James Fernley (29.01.26 Resources Committee)***
  - ***Rachel Fowler (01.02.26 Audit Committee)***
  - ***Alasdair Lenman (03.03.26 Audit Committee)***

***ACTION: Induction training event for new governors to be scheduled for March 2026.***

TR/ GM

**6. Any Urgent Private & Confidential Business**

- ***Trade union dispute***

The CEO and Group Principal (GM) gave the meeting an update on discussions with union representatives and the ongoing pay dispute with UCU. The meeting noted that WFCG was now one of only 10 colleges still in dispute over the 2024/25 pay settlement. GM reminded the meeting that in September 2025 the College had implemented:

- A 1.7% consolidated pay award for all staff
- Contractual pay progression where applicable

There had also been a £250 non-consolidated payment in December 2025 for staff earning below £30,250 per annum.

However, the UCU remained formally in dispute with the College on pay; there had been three days of strike action in January 2026 involving 51 staff members across the College group. GM reiterated that WFCG was now only one of 10 of the original 77 colleges which remained in dispute; most colleges had settled between 3.5-4% on top of progression pay where it existed. In recent discussions with UCU, the union representatives had indicated that they would not be willing to enter discussions about the 2026/27 pay award until the current dispute (which related solely to pay) was resolved. A further dispute resolution meeting was scheduled with UCU on 5<sup>th</sup> February 2026. GM assured the meeting that at the most recent formal dispute meeting, management had reiterated that there was little headroom for further pay increases based on the financial data available at that time. Both parties acknowledged the seriousness of staff financial hardship and the wider sector funding constraints.

GM informed the meeting that she would like to bring a proposal to the Board to seek approval for a proposed additional consolidated mid-year pay award for staff for the 2025/26 academic year, aimed at:

- Supporting staff during continued cost of living pressures
- Assisting with forthcoming minimum pay compliance pressures
- Supporting resolution of the current collective dispute with UCU
- Maintaining the College's position of financial sustainability

In terms of affordability, GM informed the meeting that the financial position of WFCG had improved modestly since the original award in September. All of the Element 3 High Needs Funding had now been confirmed from the local authorities and the predicted clawback on T-Level funding was smaller than forecast. There had also been modest income growth above initial forecasts and strong control of pay and non-pay costs. GM reminded the meeting that management had always promised staff that the pay award would be improved at mid-year if finances allowed. GM informed governors that there did appear to be sufficient headroom to offer an additional £500 per annum consolidated increase to all salary bands and spot points, excluding Senior Postholders (backdated to 1 September 2025). This would cost WFCG circa £580,000 in FY26 but if implemented the College was still forecast to remain in "Good" financial health and broadly at break-even for 2025/26. The meeting discussed the positive impact of this pay proposal on compliance with impending changes to the National Minimum Wage; this was increasing on 1 April 2026. This additional payment of £500 would increase the earlier 1.7% pay award to an average of 3% (although this varied by individual staff from 1.9% at higher salaries to 4.7% for lower paid staff).

GM informed the meeting that she would be working through the detail of this proposal over the next two days and a written proposal with a detailed supporting paper would be sent out seeking Corporation approval by written resolution. She wanted to ensure that the Board had time to consider this proposal with a detailed supporting paper. The meeting stressed the importance of clarity on the impact on future years if an additional consolidated pay award was made in FY26 with a further cost of living increase payable early in FY27. GM affirmed that this detail would be provided in the detailed paper to be circulated after the meeting.

The Chair (JC) reminded the meeting that WFCG staff salaries were noted as being in the top quartile when benchmarked across the sector. Governors sought the rationale for excluding senior postholders (SPH) and GM reminded the meeting that SPH salaries were the responsibility of the Remuneration Committee and the Board to approve. Also, recent benchmarking had shown most of the senior salaries payable at WFCG to be top quartile already (although this was in line with wider WFCG salaries).

Governors (AS) sought an understanding of why other colleges had been able to afford a larger consolidated increase for staff than WFCG. GM informed the meeting that it was a mixture of colleges having a better financial position or some colleges had planned to run a deficit budget for 2025-26 in order to fund the pay increase. GM assured the meeting that she had made it clear with UCU that WFCG needed to maintain its positive EBITDA and small surplus.

The meeting sought the Staff Governors' opinions on this proposal. All three concurred with the offer but also stressed the importance of ensuring that WFCG did not threaten its financial recovery and sustainability moving into the next few years. The meeting was also reminded that there were only 51 people involved in the strike action out of more than 1,000 WFCG employees. Also, WFCG management had always planned to review the pay award at mid-year – staff were aware of this commitment - the pay proposal was not predicated on the UCU strike.

**MINUTE  
NO.**

**ACTION**

Governors (AH) sought, and were given, confirmation that this £500 addition to each pay point would be in addition to the pay progression that staff received. The meeting discussed the moderate in-year growth which would only amount to circa £80,000 and might not be payable. AH asked whether there was any scope to mitigate the additional costs by reducing the college's high levels of remission. GM confirmed that in recent discussion with other CEO's the contact hours in WFCG teaching contracts were not out of line with other local colleges.

The implications of 'baking-in' this consolidated award for future pay years baseline was also discussed; this was a particular concern for the Group Finance Director (LG). Governors made it clear that they would need assurance on the impact in FY27 in the detailed proposal.

GM confirmed that her aim for the meeting today was to discuss the rationale and context with the Board and then a detailed proposal would follow for approval outside the meeting. The Chair (JC) asked whether management had a sense of what the UCU union would accept and it was noted that they had not given any indication of this. The meeting noted that there had been some ignorance in appreciating the actual financial position of the college with UCU over emphasising the somewhat simplistic 'outstanding' financial health forecast for WFCG.

The Vice-Chair (SS) asked whether - if approved by the Board - the pay award would be paid to staff even if UCU did not accept it. GM confirmed that this would be the case and that this was an important point. The trade union membership was only circa 12% of the total WFCG workforce and GM would inform all staff via a briefing meeting that a back-dated pay award would be made. This direct line of communication with all staff including non-union members (approximately 88% of staff) was important.

***The meeting NOTED the WFCG pay proposal and AGREED that a detailed proposition should be circulated to all governors for approval during the next two days.***

**GM/ LG**

- ***The CEO and Group Principal and the Group Director of People to inform the trade union representatives at the next pay meeting on 5 February 2026 once Board approval secured.***

**GM/ SB**

There was no other business. The Chair of Governors closed the Part I meeting in advance of moving to the Part II meeting.

**The Part I meeting ended at 5.50pm**

Chair .....

Date .....

***At this stage in the meeting Staff and Student Governors were asked to withdraw for the Part II meeting - discussion in relation to Senior Postholders (recruitment of CEO and Group Principal).***