



THE WINDSOR FOREST COLLEGES GROUP CORPORATION BOARD OF GOVERNORS

MINUTES OF A MEETING OF THE BOARD OF GOVERNORS OF THE CORPORATION OF THE WINDSOR FOREST COLLEGES GROUP

HELD AT LANGLEY COLLEGE ON WEDNESDAY, 4 JULY 2018

		<u>Meetings Attendance</u>
PRESENT:	Tony Dixon (Chair)	(5 out of 5)
	Kate Webb (Group Principal & Chief Executive)	(5 out of 5)
	Gill Briggs	(4 out of 5)
	David Knowles-Leak	(5 out of 5)
	Stuart Taylor	(5 out of 5)
	Ken Lamb	(5 out of 5)
	Anthony Haines	(4 out of 5)
	Peter Tyndale (from 5pm)	(5 out of 5)
	Angela Wellings	(5 out of 5)
	Arden Bhattacharya	(3 out of 5)
	Tina Coates	(4 out of 5)
	Rob Lewis	(x out of 5)
	Gurpreet Nizzar	(4 out of 5)
	Daljit Bains	(5 out of 5)
	Luke Withers	(1 out of 1)
IN ATTENDANCE:	Graham Try (Deputy CEO)	
	Rowan Cookson (Principal)	
	Jennifer Toner (item 4 only) (Head of Health & Safety)	
	Bernadette Joslin (item 3 only) (Assistant Principal, Student Services)	
CLERK:	Lynn Payne	(5 out of 5)

PART I

<u>MINUTE NO.</u>		<u>ACTION</u>
	The meeting started at 4.30pm.	
	The Chair of the Board welcomed everyone to the meeting.	
1.	<u>Health & Safety Housekeeping</u> The Group Principal & Chief Executive advised Members of the fire exit and protocols.	
2.	<u>Appointments</u> a) <u>Election of the Chair for 2018/19</u> The Clerk advised Members that she had received many nominations for Tony Dixon to continue as Chair of the Board and that there had been no other nominations. Members unanimously agreed that Tony Dixon be appointed Chair of the Board for the next academic year. b) <u>Election of the Vice Chair for 2018/19</u> The Clerk advised Members that she had received many nominations for Angela Wellings to continue as Vice Chair of the Board and that there had been no other nominations. Members unanimously agreed that Angela Wellings be appointed Vice Chair of the Board for the next academic year.	

MINUTE
NO.

ACTION

c) Ratification of Student Governors

Members unanimously ratified the appointments of the Student Governors for Strode's College (Amber Ollington) and Langley College (Luke Withers). The Student Governor for Windsor would be appointed next term.

3. Presentation on Safeguarding, Prevent & British Values

The Assistant Principal Student services gave a presentation, which was interactive and members felt it was helpful and informative.

Bernadette Joslin left the meeting.

4. Presentation on Health & Safety

The Head of Health & Safety updated Members on ongoing work in this area.

Jennifer Toner left the meeting.

5. Apologies for Absence

Apologies were received from Martin Pritchett, Kiran Virdee, Jo Classick and the new Student Governor, Amber Ollington.

6. Declarations of Interest

There were no declarations of interest.

7. Minutes of the Previous Meeting held on 16 May 2018

The Minutes of the previous meeting held on 16 May 2018, having been previously sent to members, were agreed as a true record and signed by the Chair.

All Members were agreed.

8. Matters Arising from the Minutes of the Previous Meeting held on 16 May 2018

There were no matters arising.

9. College Headlines

This item was presented by the Group Principal. She informed Governors of performance against high-level targets. She said attendance was flagged as amber, despite significant improvement in vocational areas and good attendance for English & maths at Strode's and Windsor Colleges, because attendance at Langley College on English and maths remained too low. She said that due to that level of attendance, target achievement for English & maths was also flagged as amber. The Group CEO highlighted the fact that the target for recruitment for 16-18 year olds and adults would not be met and was flagged as red. She said that other income streams flagged as amber would be referred to in the Management Accounts, and Enrolment reports. Finally, she said that as the approved budget was currently overspent, it was also flagged as red.

The report was noted.

10. Strategic Plan

a. Annual Strategic Plan Update

This item was presented by the Group Principal. Members were advised of the College's progression against the annual Strategic Plan and were asked to provide comment, challenge and scrutiny. The Group Principal said the enrolment targets for 16-18 year olds and adults were highlighted in red and amber and that it was unlikely that the Group would meet its target this year. Accordingly she informed members that the three year targets may be amended at the revised Financial Forecast in the summer. Members noted the annual plan, updated with the latest progress. All areas were considered to be progressing well, although the strategic actions regarding enrolment and admissions were primarily focused on preparing for 2018/19 and were flagged amber due to the downturn in enrolment this year. Members noted the good progression on key curriculum & quality issues including the WEX Strategy and noted the continuing work on maths and English retakes.

Members noted the Annual Strategic Action Plan update.

b. Risk Management Action Plan 2017/18 Update

This item was presented by the Group Principal. Members were advised of the key risks in the Risk Management Action Plan.

The highest current risks were summarised as:

1. Recruitment of learners in 2017/18 and future years, including the impact from Brexit and in turn the impact on the College's financial forecast and financial health & viability.
2. The period following merger, including pressure on support service departments from some staffing changes and the additional work from harmonising and embedding some systems.
3. Maintaining the College's strength in the local community for further possible merger opportunities.
4. Failure to improve the College's Ofsted rating to "Good" at the next inspection.

It was noted that a key risk (discussed at the recent Audit Committee meeting) was apprenticeship reform and funding audit requirements. Governors noted that good governance and oversight of this risk had occurred through the recent 'mock funding' audit in-year.

The risks were discussed and the report was noted.

c. Enrolment, Funding and Growth 2017/18

This item was presented by the Group Principal. Members were updated on the latest enrolment figures against all income streams. It was noted that 16-18 year old headcount numbers at TWFCG were 3,011, which was currently below the target of 3,308 by 297. Apprenticeship enrolments were at 547 and currently anticipated to be on target. Adult enrolments were at 3,556. Higher Education headcount numbers were at 212 and anticipated to be below target. The Group Principal went through the enrolment report, and there was an interactive discussion.

The report was noted.

d. Partnership Update

This item was presented by the Group Principal. Members were updated on the latest progress of the College's ESF (European Social Fund) project and were asked to note the details of that partnership.

The report was noted.

11. Reports from the Governance, Search & Strategy Committee

a. Draft Minutes of the Governance, Search & Strategy Committee Meeting of 6 June 2018 and Oral Report from the Chair

i. To note the Minutes

Members noted the draft minutes of the meeting of 6 June 2018 and the Chair of the Committee detailed the issues covered this term.

These were noted.

ii. To Approve/Consider Recommendations Referred to the Board

It was noted that recommendations from the Committee were to agree the Instrument and Articles in relation to the automatic charity disqualification rules coming into effect on 31 August 2018.

All Members were agreed.

Also, to agree to the Terms of reference of the Audit Committee, indicating that Staff Governors should not be Members of the Committee.

All Members were agreed.

b. Mid-Year Summary Evaluations Report

This item was presented by the Clerk. Members noted the evaluations from the Board and Committee meetings during the last academic year and felt it was a helpful summary to show where they had been proactive in challenging and helpful in adding value at the meetings throughout the year.

The report was noted.

MINUTE
NO.

ACTION

c. Mid-Year Attendance Report

This item was presented by the Clerk. Members were delighted to note that they had achieved well over their target attendance, in both Committee and Board meetings.

The report was noted.

12. Reports from the Audit Committee

a. Draft Minutes of the Audit Committee Meeting of 6 June 2018 and Oral Report from the Chair

i. To note the Minutes

Members noted the draft minutes of the meeting of 6 June 2018. The Chair of the Committee outlined the work of the Committee at its last meeting. Congratulations to the College Management on achieving full assurance in all of their internal audit reports.

These were noted.

ii. To Approve/Consider Recommendations Referred to the Board

It was agreed to recommend that the Membership of the Audit Committee reduce to 4, with a quorum of 2.

All Members were agreed.

13. Reports from the Resources Committee

a. Draft Minutes of the Resources Committee Meeting of 27 June 2018 and Oral Report from the Chair

i. To note the Minutes

Members noted the draft minutes of the meeting of 27 June 2018. The Chair of the Committee detailed the work of the Resources Committee that had taken place last week.

These were noted.

ii. To Approve/Consider Recommendations Referred to the Board

It was noted that recommendations would all follow as agenda items.

b. Period 10 Management Accounts 2017/18

This item was presented by the Deputy CEO. Members were asked to note the latest financial position in the Period 10 Management Accounts. The College's forecast year-end income and expenditure position was for a deficit of £1,328k, which was noted as £578k higher than the £750k approved deficit budget for the year. This was an increase of £244k in the forecast deficit compared to the Period 9 Management accounts and was mainly due to the forecast increase of £200k in staff redundancy costs arising from the year-end staffing restructures. The Deputy CEO detailed the reasons for the year-end variations against budgets in the income and expenditure account, which were set out together with cash, capital spend and balance sheet positions in his report. He referred to the three significant financial risks in the current and future years, all related to learner recruitment and its impact on funding body grant income. He detailed these and they were discussed.

Members noted the report.

c. Health & Safety Summer Term Report 2017/18

This item was presented by the Deputy CEO. Members were advised of the health & safety performance this term. They were advised of the safety arrangements and on training at the College. They were also advised of the number of accidents and incidents that had occurred since the start of the academic year. It was noted there was 1 RIDDOR accident, which had been reported to the HSE.

Members noted the report.

d. Budget & Financial Forecast

This item was presented by the Deputy CEO. He proposed that if there was certainty of sale of the Windsor Alma Road car park by the return date of 31 July for the Financial Forecast, then this sale should be reflected in the Forecast. This was agreed by Members. Members discussed the potential treatment of the monies as "restricted cash" and therefore requiring a certain treatment. The Group Principal said the information had been shared

MINUTE
NO.

ACTION

with the external auditor and the Deputy CEO advised it would not be restricted cash. But he would refer again to double check.. The Deputy CEO went through his report advising members of the detail of the proposed budget and financial forecast for the period 2017-2021.

Members noted the comprehensive report on the budget and financial forecast and unanimously agreed this, as recommended by the Resources Committee.

Members agreed that the receipt from the Alma Road car park could be included in the Financial Forecast, subject to the further ESFA check and agreement by the Auditors.

All Members were agreed.

14. Governance

a. Corporation Business

This item was presented by the Clerk. Members noted the report and the Governor training on Friday 16 November. The dates of meetings to December 2019 were agreed. It was noted that the list of Committee Membership 2018/19 would be circulated in the summer. The Clerk read out an email from the former Student Governor, Shaleena Mahmood, thanking Governors for the experience of being a Student Governor over the last year.
The report was noted.

b. Approval of Application of Seal

The Clerk advised Members that there had been no further requests for the use of the seal since the last Board meeting.

c. Terms of Reference

This item was presented by the Clerk. Members noted the Terms of Reference of the Audit Committee, as amended, and the Governance, Search & Strategy Committee, and these were agreed.

The Terms of Reference were agreed.

15. Review of Decisions Taken at the Meeting and Proposals for Communication.

This item was presented by the Group Principal, who informed members that the decisions and discussions of the meeting, would be communicated in the normal way.

16. Evaluation of Meeting

Members were pleased to complete an evaluation of the meeting, highlighting where they felt they added value and made appropriate challenge.

17. Dates and Times of Future Meetings and Events

The dates and times of future meetings were noted.

Scheduled for 6.00 pm on: Wednesday, 3 October 2018, Langley College
Wednesday, 12 December 2018, Langley College

Governance Development Day: 9.30am-12.30pm on: Friday, 16 November 2018 at Langley College

18. Any Urgent Business

There were no items of urgent business.

The meeting ended at 5.50pm.

At this stage of the meeting, it was agreed by all members present that matters of a private and confidential nature were to be discussed and had there been any members of the public present they would have been asked to leave the meeting.