



**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, 3 OCTOBER 2018

		<u>Meetings Attendance</u>
PRESENT:	Tony Dixon (Chair)	(1 out of 1)
	Kate Webb (Group Principal & Chief Executive)	(1 out of 1)
	David Knowles-Leak	(1 out of 1)
	Stuart Taylor	(1 out of 1)
	Ken Lamb	(1 out of 1)
	Anthony Haines	(1 out of 1)
	Martin Pritchett	(1 out of 1)
	Peter Tyndale	(1 out of 1)
	Angela Wellings (from 6.20pm)	(1 out of 1)
	Rob Lewis	(1 out of 1)
	Arden Bhattacharya	(1 out of 1)
	Kiran Virdee	(1 out of 1)
	Gurpreet Nizzar	(1 out of 1)
	Daljit Bains	(1 out of 1)
	Luke Withers	(1 out of 1)
	Amber Ollington	(1 out of 1)
IN ATTENDANCE:	Graham Try (Deputy CEO)	
	Rowan Cookson (Principal)	
CLERK:	Lynn Payne	(1 out of 1)

PART I

<u>MINUTE NO.</u>		<u>ACTION</u>
	The meeting started at 6pm.	
	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>Apologies for Absence</u> Apologies were received from Jo Classick, Tina Coates and Gill Briggs.	
3.	<u>Strategic Plan: Moving from to Good & Outstanding</u> The Group Principal gave a presentation on the new Strategic Plan.	
4.	<u>Declarations of Interest</u> There were no declarations of interest.	
5.	<u>Minutes of the Previous Meeting held on 4 July 2018</u> The Minutes of the previous meeting held on 4 July 2018, having been previously sent to members, were agreed as a true record and signed by the Chair. All Members were agreed.	

**MINUTE
NO.**

ACTION

6. Matters Arising from the Minutes of the Previous Meeting held on 4 July 2018

It was noted that there were no matters arising.

7. College Headlines

The Group Principal informed Governors of performance against high level targets. The report contained draft outcomes, as the final outturn would be scrutinised through the Committees in October and November and finally analysed at the December Board. Members noted the outcomes for students 2016/17 when the College merged, the current interim performance targets 2017/18 and the target performance set for 2018/19.

The report was noted.

8. Period 12 Management Accounts & Provisional Outturn 2017/18

This item was presented by the Deputy CEO. Members had received the College's forecast final position for 2017/18. The Deputy CEO went through the Period 12 Management Accounts, including forecast outturn for the year. He confirmed that the external auditors would be commencing their work on the financial statements on 15 October. He said that whilst the closing of some accounts work was still in progress, it was not anticipated that there would be a significant change to the forecast year-end position reported here. The Deputy CEO said the College's forecast year-end income and expenditure position was for a deficit of £1,279,000, which he said was £529,000 higher than the £750,000 approved deficit budget for the year. This was noted as a decrease (therefore an improvement) of £49,000 in the forecast deficit compared to the previous Management Accounts reported to the Board in July 2018. The Deputy CEO went through the detailed reasons for the year-end variations against budget in the income and expenditure account.

The budget and financial forecast report to the Board in July showed a forecast ESFA "Good" financial health for 2017/18. The Deputy CEO said the forecast annual operating deficit meant that the financial health was towards the lower end of the range of "Good", however the slight improvement in the forecast now reported meant that the anticipated outcome was that the College would retain its "Good" financial health status in 2017/18.

The Deputy CEO referred to the Santander bank loan covenants and confirmed that the College was forecasting to meet the covenants for 2017/18. He also referred to the post year-end actuarial report for the Local Government Pension Scheme, which had been received and would be incorporated into the draft financial statements to Members in November/December 2018. The Deputy CEO concluded by saying the overall position is where he expected it to be. Members discussed the detail of the report.

The report was noted.

9. Strategic Plan

a. Update on 2017/18 Annual Strategic Plan

The Group Principal had made a presentation to Governors at the start of the meeting on the Strategic Plan and moving from Good to Outstanding. There had been an interactive discussion on the Annual Strategic Action Plan. The Group Principal went through the three-year Strategic Plan and the accompanying Annual Plan, which set out the direction for the new merged College and clear targets to measure success. The Group Principal referred particularly to the enrolment targets for 16-18 year olds and adults, which had been highlighted in red and amber as the College Group had not met its targets last year and targets for 2018/19 had been amended in accordance with the Financial Forecast approved by the Board in July 2018. Members noted the annual plan, updated with the latest progress and that the Governance, Search & Strategy Committee had thoroughly scrutinised the update and recommended it to the Board for approval. This would be covered later in the agenda.

Members noted the report.

b. 2018/19 Annual Strategic Plan

The Group Principal informed Governors of the College's new proposed 2018/19 Annual Strategic Plan and asked for comment, challenge and scrutiny. She said the review by the SPH had concluded that the basic tenets and ambitions of the three year plan remained. She referred to July 2018, and the new Financial Strategy and forecast, approved by the Board, and said that this coupled with the three year Strategic Plan had set the scene for the

remaining two year plan of consolidation. She advised this would include quality improvement, marketing and sales and financial health. The consolidation post-merger, would then place the College in a strong position to review strategic opportunities and partnership, property and business in 2020.

The Group Principal referred to the new plan, having been scrutinised by the Governance, Search & Strategy Committee, who had asked for a few minor amendments and recommended the plan to the Board for approval. This would be covered in a later agenda item.

The report was noted.

c. Risk Management Action Plan 2018/19 Update

The Group Principal advised the Board on the key risks monitored by the Committees. Members noted the scoring definitions and then related scoring of the high risks. The Group Principal said the summary of high risks reflected the College's key strategic priorities, including improving the quality of provision, maintaining strong financial health and viability and ensuring the continued strength and success for the college.

Members noted the full summary of high risks as :-

- a) Failure to improve the College's Ofsted rating to "Good" at the next inspection. A comprehensive Action Plan is in place and is being monitored by the Quality and Curriculum Committee.
- b) Overspending the 2018/19 Budget and the risk of breaking loan covenants. The Period 2 Management Accounts will be completed in October and forecast the latest position compared with the covenants.
- c) Meeting learner number targets. These are covered in detail in the Enrolment report. 16-18 learner numbers are currently lower and adult numbers are higher.
- d) External funding risks, including Brexit and pensions increases. The Teachers' Pension revaluation is imminent and may significantly increase College costs by up to £0.5m per annum.
- e) Reputation risk. The College's marketing service has been outsourced in order to target increases in learner numbers.
- f) Failure to implement the Property Strategy. An updated Strategy is targeted for consideration with the Board in December.
- g) Safeguarding Action Plan and Prevent Action Plan is in place.

The report was noted.

d. Enrolment, Funding and Growth 2017/18

Members were updated on the latest enrolment figures against all income streams and asked to note the analysis of enrolment figures to date and 2018/19. The Group Principal reminded members that the report was an early indicator of enrolment performance, for 16-18 year olds, as numbers may fluctuate until the census date in November when the funded number would be confirmed. She said that in contrast for Adults and Apprentices, enrolments continued throughout the year.

The Group Principal said that at the time of reporting, 16-18 learner headcount across the College Group was 2,891, which was noted as 113 below the 3,004 needed in November to meet the financial forecast. She noted that this number could increase and the shortfall in 16-18 enrolments could be bigger by the November census date. Apprenticeship enrolments stood at 376 and were currently anticipated to be on target. Adult headcount was noted as at 1,643 and early indications were that the Low Wage Initiative and associated marketing campaign, coupled with the new adult course guides, may have driven growth up.

Higher Education headcount numbers were at 147 and at this early stage anticipated to be on target.

The Group Principal said a more detailed analysis would be brought to the Quality & Curriculum Committee in November and then to the Board in December. Members discussed the enrolments, and how the demographic growth next year might improve the position. It was noted however that 16-18 enrolments in 2017/18 had been affected by a downturn in 17 year-olds and this may be the case again as the new linear A Levels do not offer a natural drop-off point after year 1. It was noted that current adult full time enrolments

and overall growth, was mainly at Langley College. There was a detailed discussion about the Low Wage Initiative at the College. It was based on the Government pilot scheme offering full funding on some courses for people earning less than £15.7k per annum. The Group Principal said the College extended the offer and promoted free courses for anyone earning less than £20k per annum. She said the initiative had been heavily promoted and was intended to increase the number of Adults overall and increase the proportion of Adults attracting full funding. She explained the risks and that the College might lose out on fees for those earning between £15,700 and £20,000, although it had been felt a manageable risk, in the majority of cases. The Group Principal said that the initiative this time seemed to have driven larger numbers to enrol, particularly at Langley College, due to the nature of the curriculum and the demographic. Members were pleased to note the current outcome of the initiative.

The report was noted.

e. Partnership Update

The Group Principal updated the Board on the latest progress of the College's ESF Project.

The report was noted.

10. Reports from the Governance, Search & Strategy Committee

a. Draft Minutes of the Governance, Search & Strategy Committee Meeting of 12 September 2018 and Oral Report from the Chair

i. To note the Minutes

Members noted the draft minutes of the meeting of 12 September 2018 and the Chair of the Committee highlighted the key item considered by the Committee.

These were noted.

ii. To Approve/Consider Recommendations Referred to the Board

These are covered as separate agenda items.

b. 2017/18 Year-End Summary Evaluations Report

The report was noted.

c. 2017/18 Year-End Attendance Report

This item was presented by the Clerk. Members were pleased to note that they had exceeded their target in both Part I and Part II meetings, being 79% attendance and 87% attendance respectively. The target attendance was noted as 75%.

The report was noted.

d. 2018/19 Governor Engagement & Learning Scheme

This had been referred to earlier in the agenda. The Governance, Search & Strategy Committee had recommended the approval of the Governor Engagement and Learning Scheme 2018/19 to the Board.

All Members were agreed.

e. Marketing Strategy

The Group Principal informed members of the new Marketing Strategy and asked for comment, feedback and challenge. She reminded members that they had received a comprehensive presentation on 11 May 2018 on the marketing review, and that since then, the College had contracted a brand new marketing service, led by Carthy Communications. The new Marketing Strategy was one of the three key areas of the College plan in 2018/19, as in the first full year of merger, the recruitment of students across 16-18, adult and HE had been lower than expected. It was noted that the document had been thoroughly reviewed at the Governance, Search & Strategy Committee. The Group Principal said there would be an update on progress and metrics at the Board meeting in December.

The report was noted.

**MINUTE
NO.**

ACTION

11. Reports from the Quality & Curriculum Committee
- a. Draft Minutes of the Quality & Curriculum Committee Meeting of 19 September 2018 and Oral Report from the Chair
- i. To note the Minutes
Members noted the draft minutes of the meeting of 19 September 2018. The Chair of the Committee, referred to the key items considered by the Committee.
These were noted.
- ii. To Approve/Consider Recommendations Referred to the Board
There were no recommendations from the Committee to the Board.
12. Governance
- a. Corporation Business
Members noted the report from the Clerk, detailing current vacancies, information on meeting dates and the next opportunity for training and induction.
The report was noted.
- b. Approval of Application of Seal
Members noted the Seal had been used in connection with the approvals in the written resolution to the Board of 28 July, regarding the sale of the Windsor overflow car park at Alma Road.
13. 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.
14. Evaluation of Meeting
Members were pleased to complete an evaluation of the meeting, highlighting where they felt they added value and made appropriate challenge.
15. Dates and Times of Future Meetings and Events
The dates and times of future meetings were noted.
- Scheduled for 6.00 pm on: Wednesday, 12 December 2018, Langley College
- Governance Development Day: 9.30am-12.30pm on: Friday, 16 November 2018 at Langley College
16. Any Urgent Business
The Group Principal informed Members that the review of staff terms and conditions, had been completed, and that 95% of lecturers had signed the new contract.
- The meeting ended at 7pm.

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.