



**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 VIA ZOOM ON WEDNESDAY, 8 JULY 2020

		<u>Meetings Attendance</u>
PRESENT:	Tony Dixon (Chair)	(5 out of 6)
	Kate Webb (Group Principal & Chief Executive)	(5 out of 6)
	Angela Wellings	(4 out of 6)
	David Knowles-Leak	(5 out of 6)
	Stuart Taylor	(5 out of 6)
	Martin Pritchett	(4 out of 6)
	Peter Tyndale	(4 out of 6)
	Arden Bhattacharya	(5 out of 6)
	Tina Coates	(5 out of 6)
	Rob Lewis	(4 out of 6)
	Anthony Haines	(3 out of 6)
	Kiran Virdee	(2 out of 6)
	Shabnam Ali	(3 out of 5)
	Daljit Bains	(3 out of 6)
	Natalie Viola	(4 out of 6)
IN ATTENDANCE:	Graham Try (Deputy CEO)	
	Amie Morris (for items 1 & 2 only)	
CLERK:	Lynn Payne	(6 out of 6)

PART I

<u>MINUTE NO.</u>		<u>ACTION</u>
	The meeting started at 5.05pm.	
1.	<u>Health & Safety Housekeeping</u> The Chair of the Board confirmed he would be taking the recommendations from the Governance, Search & Strategy Committee meeting of 2 July at item 10 as the first item on the agenda, however the item would be reported sequentially in the minutes. <i>(As part of the recommendations David Knowles Leak's term of office as a Governor was extended for one year to July 2021)</i>	
2.	<u>Appointments</u> a) <u>Election of the Chair for 2020/21</u> The Clerk advised Members that she had received two nominations for Chair of the Board for the next academic year, Tony Dixon and David Knowles-Leak. She confirmed that David would present first, followed by Tony. <i>Tony Dixon left the meeting (Angela Wellings chaired of the meeting).</i> David Knowles-Leak presented his proposal for taking on the role of Chair of the Board for the next academic year. <i>David Knowles-Leak left the meeting.</i>	

Tony Dixon joined the meeting.

Tony Dixon presented his proposal for taking on the role of Chair of the Board for the next academic year.

Tony Dixon left the meeting.

The Vice Chair opened the floor for an honest and open debate on the election and would be asking all members to comment. Governors spoke individually regarding both candidates, with continuity and stability being key requirements as we move into the next academic year. Following the debate there was an online electronic vote.

13 Governors voted. 12 voted for Tony Dixon to be Chair. 1 voted for David Knowles-Leak to be Chair.

All Governors confirmed they were happy that their views had been correctly expressed and were happy to proceed with appointing Tony Dixon as Chair of the Board for the next academic year.

All Members were agreed.

Tony Dixon & David Knowles-Leak joined the meeting.

The Vice Chair confirmed the outcome of the vote.

Tony confirmed to members that he was happy to take on this role.

b) Election of the Vice Chair for 2020/21

Members were advised that there were two nominees for Vice Chair for the next academic year. Angela Wellings & Arden Bhattacharya. Both nominees' terms of office as a Governor were due to end in March 2021 and it was proposed that the new Vice Chair have their term of office extended to the end of that office in July 2021.

All Members were agreed.

Arden Bhattacharya left the meeting.

Angela Wellings presented her proposal for taking on the role of Vice Chair of the Board for the next academic year.

Arden Bhattacharya joined the meeting.

Angela Wellings left the meeting.

Arden Bhattacharya presented his proposal for taking on the role of Vice Chair of the Board for the next academic year.

Arden Bhattacharya left the meeting.

There was an online electronic vote which confirmed Angela Wellings had received 92% of the vote with 12 out of the 13 eligible Governors voting for her, and 1 Governor voting for Arden Bhattacharya.

All Members agreed Angela Wellings be appointed Vice Chair for the next academic year and that her period of appointment as a Governor be extended to July 2021

Arden Bhattacharya joined the meeting.

Angela Wellings joined the meeting.

The Chair confirmed that Angela Wellings be Vice Chair of the Board for the next academic year. Angela confirmed to the Clerk that she was happy to take on this role.

c) Ratification of Student Governors for 2020/21

Members were advised that the following three Governors had been nominated from each of the Colleges and were asked to ratify their appointments:

1. Taha Hussain (Windsor College)

MINUTE
NO.

ACTION

2. Aimee Malynn (Strode's College)

3. Jake Smith (Langley College)

Members unanimously ratified the Student Governor appointments.

The Chair expressed his thanks to the three outgoing Student Governors for their contribution to the Board over the last academic year.

3. Apologies for Absence

Apologies had been received from Student Governor, Jake Smith. Student Governors Urwah Chaudhary and Athena Jamaranian were not present.

4. Declarations of Interest

No Member declared a conflict of interest with the agenda.

5. Minutes of the Previous Meeting held on 13 May 2020

The Minutes of the previous meeting held on 13 May 2020, having been previously circulated to members, were agreed as a true record and the Chair's electronic signature was applied.

All Members were agreed.

6. Matters Arising from the Minutes of the Previous Meeting held on 13 May 2020

Members noted that there were no matters arising.

7. College Headlines

This item was presented by the Group Principal. Members had received the College Group Headlines in the following areas:

- Apprentice achievement
- Maths & English grades
- 16-18 achievement
- Adult achievement

The updates were noted, together with progress, compared to the data for the last academic year. The 2019/20 target performance was noted, but in the light of the current Covid-19 pandemic, the Group Principal suggested the target performance would be challenging.

The report was noted.

8. Strategic Plan

a. One-Year Strategic Plan

This item was presented by the Group Principal. She went through the data in the One Year Strategic Plan and advised Members it was recommended to them from the Governance, Search & Strategy Committee.

Members unanimously approved the One Year Strategic Plan.

b. Risk Management Action Plan 2019/20 Update

This item was presented by the Group Principal. She advised Members that this had been to all the College Committees. The summary of higher risks was considered.

The report was noted.

9. Reports from the Audit Committee

a. Draft Minutes of the Audit Committee Meeting of 3 June 2020 and oral Report from the Chair

Members noted the draft minutes of the meeting of 3 June 2020. The Chair reported on the work of the committee at that meeting.

i. To note the Minutes and make recommendations

There were no recommendations to the Board for approval.

MINUTE

NO.

10.

Reports from the Governance, Search & Strategy Committee

This item of business had been taken at the start of the meeting but was sequentially in the Minutes.

a. Draft Minutes of the Governance, Search & Strategy Committee Meeting of 24 June 2020 and oral Report from the Chair

Members noted the minutes of the meeting of 24 June 2020.

The recommendations from the Committee to the Board:

1. The One Year Strategic Plan

This had already been agreed in agenda item 8a.

2. Revised Terms of Reference

These were approved. It was also agreed that the Co-opted Member, Josie Wragg, be invited to all Pt II meetings and entitled to vote.

3. It was agreed to recommend to the Board the name change of the Governance, Search & Strategy Committee to the Strategy, Governance & Search Committee.
All Members were agreed.

b. Draft Minutes of the Governance, Search & Strategy Committee Meeting of 2 July 2020 and oral Report from the Chair

The Chair of the Committee, Tina Coates, detailed the minutes of the meeting, together with a report on the meeting.

Recommendations to the Board were:

1. New Governors

The Chair of the Committee spoke about the exciting applications for potential new Governors and reported on the interviews that had recently taken place. She confirmed that 4 of the 5 applicants interviewed were proposed as either External Governors at this time, or co-opted Members. The Chair of the committee advised members that In order to take 2 new Governors, the Board would need to re-determine from its current number of 18 members to 20 members.

There was a full report on all the applicants and members noted the recommendations from the Governance, Search & Strategy Committee. They were to take MA and TW as new Governors at this time, subject to satisfactory references and DBS, and NG & GC as co-opted Members, but also specifically "Governors in waiting".

All Members were agreed.

2. Determination of Board

Members were asked to re-determine the Board to 20 Members to take the two new Governors.

All Members were agreed to re-determine the Membership of the Board to 20 Members.

David Knowles-Leak (DKL) left the meeting.

3. DKL Term of Office (This was taken as the first item of business on this agenda)

The Chair reported on the further discussions by the committee regarding the term of office of DKL. At the last Board meeting the committee had been tasked with revisiting the recommendation on additional term of office for DKL.

The recommendation to the Board from G&S&S, at this time, was not unanimous, with one Member abstaining from the vote and one Member voting against an extended term of office for DKL.

ACTION

MINUTE
NO.

ACTION

The proposal was from the committee to the Board was that DKL be appointed for one year only, with no further appointment after that to the Board.
Board Members discussed the recommendation and agreed the proposal, with one abstention and one governor voting against the motion. Accordingly, DKL's term of office would end in July 2021.

11. Reports from the Quality & Curriculum Committee

a. Draft Minutes of the Quality & Curriculum Committee Meeting of 17 June 2020 and oral Report from the Chair

i) To note the Minutes and agree the recommendations from the Committee.
The minutes of the previous meeting of 17 June 2020 were noted. The Chair of the Committee, Angela Wellings, gave an update on the content of the last meeting. An action from the meeting was that there be a deep dive on High Needs for the meeting in November.

There were no recommendations from the Committee.

12. Reports from the Resources Committee

b. Draft Minutes of the Resources Committee Meeting of 24 June 2020 and oral Report from the Chair

The minutes of the previous meeting of 24 June were noted. The Chair of the Committee reported on the discussions held at the meeting.

To note the Minutes and agree the recommendations from the committee.
It was noted that there were no recommendations from the Committee.

13. Governance

a. Corporation Business

The Clerk's report was noted and Members were advised they would receive the new Committee Membership lists in August. Members had received the dates for Committee & Board meetings to December 2021.

The report was noted.

b. Approval of Application of Seal

There was no use of the Seal to report.

All Members were agreed.

14. 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.

15. Evaluation of Meeting

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

16. Dates and Times of Future Meetings and Events

The dates and times of future meetings were noted.

Scheduled for 6.00pm at Langley College on: Wednesday, 7 October 2020
Wednesday, 9 December 2020
Wednesday, 10 March 2021
Wednesday, 19 May 2021
Wednesday, 7 July 2021

Governance Development Day, 9.30am-12.30pm on: Friday, 13 November 2020
Friday, 16 January 2021
Friday, 7 May 2021

<u>MINUTE NO.</u>		<u>ACTION</u>
	Governor Induction Session at 5.00pm on: Wednesday 9 December 2020	
17.	<u>Any Urgent Business</u> There was no urgent business raised.	
	The meeting ended at 6.50pm.	

EVALUATION OF THE MEETING BY MEMBERS

Key evaluation points from the meeting where Governors felt they provided appropriate challenge & added value:

- Length of the meeting was about right
- Length of agenda items: The time spent on each agenda item was appropriate to inform the Committee’s decisions and recommendations.
- The structure of the papers was easy to follow.
- The papers were clear and the information to support the decision making was fully complete.

CHALLENGE

The meeting had been lengthy at the start, focusing on the election of the Chair and Vice Chair for the next academic year. This was an open, comprehensive process and overall, papers were sufficient to inform Members when making their decisions.

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.

Chair

Date