



THE WINDSOR FOREST COLLEGES GROUP BOARD OF GOVERNORS

MINUTES OF A MEETING OF THE CORPORATION

Held at Langley College on Wednesday, 3 July 2024 at 4.30pm

		<u>Meetings Attendance</u>
PRESENT:	Angela Wellings (Chair)	(5 out of 5)
	Paul Britton (<i>online</i>)	(3 out of 5)
	Jacob Clay	(3 out of 4)
	Tina Coates	(5 out of 5)
	Sam Foley	(2 out of 5)
	Nathan Garat	(4 out of 5)
	Anthony Haines	(5 out of 5)
	Aaina Khan	(3 out of 5)
	Rob Lewis (<i>Vice-Chair</i>)	(5 out of 5)
	Gillian May (<i>Group Principal & CEO</i>)	(5 out of 5)
	Ksenija Pavlovska	(3 out of 5)
	Janet Robertson	(4 out of 5)
	Signe Sutherland (<i>online</i>)	(5 out of 5)
	Kiran Virdee	(3 out of 5)
Alison Wheatley	(4 out of 5)	
APOLOGIES:	Jo Croft	(4 out of 5)
	Louise Fellows	(0 out of 2)
	Antonia Spinks	(0 out of 2)
	Ian Thomson	(3 out of 5)
IN ATTENDANCE:	Anne Entwistle	Principal, FE
	Tracy Reeve	Group Director of Governance
	Lucy Gill	Group Finance Director

PART I

<u>MINUTE NO.</u>		<u>ACTION</u>
1.	<p><u>Health & Safety Housekeeping</u></p> <p>The Chair (AW) welcomed everyone to the meeting and went through the H&S matters.</p>	
2.	<p><u>Apologies for Absence</u></p> <p>Apologies had been received as detailed above. The Director of Governance (TR) informed the meeting that - Louise Fellows who was formally appointed on 20 March - had recently changed jobs and was seeking her new employers approval of her governance role. Once confirmed (TR) would arrange an induction meeting and get LF on board for September 2024. The CEO (GM) informed the meeting that the Principal Sixth Form (AD) and Vice Principal Quality & Apprenticeships (KG) were sending apologies as they had a busy week of open evening and student award ceremonies.</p>	
3.	<p><u>AOB (Any Other Business)</u></p> <p>There was no other urgent AOB notified.</p>	
4.	<p><u>Declarations of Interest</u></p> <p>There were no other declarations of interest.</p>	

5. **Minutes of the Previous Meetings held on 17 May 2024**

The Minutes of the previous meeting held on 17 May 2024, having been previously circulated to members, were agreed as a true record and would be taken as signed by the Chair.

All Members were agreed.

6. **Matters Arising from the Minutes of the Previous Meetings held on 17 May 2024**

The Director of Governance presented a report which updated the meeting on the current status of 'matters arising'. All matters were included on the agenda apart from the Financial Statements 2022/23 which were still not ready for signing due to the prolonged Funding Audit being undertaken by PricewaterhouseCoopers LLP (PWC) on behalf of the ESFA.

- **ESFA Funding Audit**

The CEO (GM) and Group Finance Director (LG) gave the meeting a verbal update. This item is minuted in the Part 2 confidential minutes due to commercial sensitivity.

The verbal update was NOTED

It was noted that there were no other matters arising.

7. **Budget 2024/25 and Financial Plan 2025/26**

The Group Finance Director (LG) presented the budget 2024/25 and the revised financial forecast through to 2025/26. LG highlighted that the outturn was based on actuals for the first ten months (to the end of May 2024). Governors were assured that the budgets for FY25 and FY26 had been produced on a prudent basis e.g. assuming 2.5% growth in learner numbers when offers accepted were currently 8% ahead. The meeting noted and discussed the following Executive Summary:

Income

- o ESFA 16 to 19 income for FY25 was supported by the ESFA allocation statement which confirmed the income for FY25 at £32.91m net of the Teachers' Pension Scheme (TPS) grant and learner support funds (an 11.4% increase on the prior year).
- o Adult Education income including Greater London Authority (GLA) devolved funding was expected to be £3.16 million in FY24, rising to £3.255 million in FY25 based on the known funding formula change. The budget had not assumed any increase in learner numbers for FY25 and was therefore prudent. Thereafter the assumption was that the college group would continue to increase adult provision and income at a rate of 2% for FY26.
- o Apprenticeship income had been maintained at £2.35m for FY25 due to uncertainty around future funding, a small increase of £50k had been assumed for FY26.
- o High Needs income – the demand for places would remain constant with the number of ESFA funded places confirmed at 480 for FY25. The budget assumed a 2% increase on Element 3 (Local Authority payment) for both FY25 and FY26.
- o Other income streams had been maintained at FY24 run rates for FY25 except for schools where there was a 2% uplift. The budget for FY26 assumed a 2% uplift on all non-ESFA income streams.

Pay Costs

- o The budget assumed a 0% cost of living increase in both FY25 and FY26.
- o Automatic increases in pay bands would result in additional pay costs of £690K pa for each year (this equated to 2% of the total payroll).
- o Pay costs assumed £800k saving in pay costs which were underway or already completed but would not impact until 2024/25.
- o The budget allowed for wage pressure on new vacancies, especially for STEM subjects.

Non-pay costs

- o A 3% inflationary assumption had been made on all non-pay costs for both years, except for exam fees for FY25 at 6%.

Capital expenditure

- o Capital grant expenditure against allocation for FY25 would be £2.124m, FY26 £0.325m
- o IT capital budget had been set at £500k for both years
- o Plant and Machinery was £0.2m for FY25 and £0.6m for FY26

Outputs

- o EBITDA was forecast to be £1.660m negative in FY24 (worst case), moving to £1.764m positive in FY25 and £1.805m positive in FY26. LG highlighted that this would be the first time that the WFCG had generated cash from operation for several years. As discussed at the previous Corporation meeting this cash would be used to fund improvements in IT equipment and infrastructure.
- o Year-end cash balances were forecast to be £4.053m in FY24 moving to £3.347m in FY25 and £3.720m in FY26. The year-end cash balance reduction for FY25 related to the spend associated with capital grants. The lowest point for cash days during FY25 would be in spring 2025 when this metric would be at 26.66.
- o Financial health for FY24 was forecast to be 160 points (Requires Improvement) moving to 180 points (Good) in FY25 and 180 points (Good) for FY26.

LG reminded the meeting that the College was required to submit the College Financial Forecasting Return (CFFR) to the ESFA by 31 July 2024. The Chair of Resources Committee (SF) confirmed that the budget and financial plan had been discussed in detail on 25 June and was recommended for approval. SF highlighted the need for a close focus on the cash position during 2024/25 especially in relation to capital projects taking place.

GM highlighted the strain of the automatic pay progression in place at WFCG – which was unusual for the FE sector - which costed the college £690k a year without any cost-of-living (COL) increase. The meeting discussed those affected by this automatic pay progression which was clarified as not all staff and the apparent difficulty in changing this for the future even for newly appointed staff. GM informed the meeting that she had discussed this matter at the recent FE Commissioner visit and SL had been surprised that the college contract did not link pay progression to performance. The meeting agreed that the ongoing impact of automatic pay progression needed to be considered and discussions with Trade Unions needed to highlight that any future COL increase would be difficult to afford due to the cost of automatic pay progression. The meeting discussed the merger between Strode's and East Berks College in 2017 when the automatic pay progression in place at Strode's College had been given to all appropriate EBC staff. Governors were concerned with the static / falling 16-19 demographics and upward pressure on pay the issue of automatic pay progression needed to be considered by the Executive early in 2024/25 to try and find some mitigation. Governors also asked that the Board be given clearer visibility on staff utilisation and class sizes during 2024/25.

Governors asked why the proceeds from the Honey Lane land sale were not included in 2024/25. LG confirmed that the proceeds of sale would sit on the balance sheet but not show in the income line. The proceeds from the sale were to be classified as Restricted Reserves and could not be treated as cash so it was outside the formula for the current ratios. The meeting noted that the disposal of the asset and the income would show in the WFCG Income and Expenditure account for 2024/25. LG assured the meeting that the budget and financial plan reflected the true trading position of the college so excluded the £11.1m for Honey Lane.

The meeting thanked the Group Finance Director (LG) for the clear narrative and budget paperwork.

The meeting APPROVED the budget 2024/25 and the financial plan 2025/26 as recommended by Resources Committee.

ACTION:

- i) In order to ensure the future sustainability of the WFCG finances, the Executive needed to review the current system of automatic pay progression to look at options to mitigate the negative impact. Financial and HR implications to be brought to the December 2024 Board meeting.***
- ii) Board to be given clearer visibility on staff utilisation and class sizes in 2024/25.***

CEO/ Exec

8.

Risk Register

The Group Principal (GM) presented the Risk Register for 2023/24 which continued to be reviewed and updated by SLT. GM reminded the meeting that this Risk Register format had been extended into the curriculum and was now also used by the Apprenticeship Team; it was well understood within the College and informed Governor and management meeting agenda. The meeting noted the highest scoring risks and the updated narrative explaining current mitigation and assurance levels. Governors were assured that the Risk Register had been discussed in detail at recent Audit Committee and Resources Committee meetings.

- Risk 1 Failure to meet budget forecast (risk score remains at 20 'red'): Acute risk linked to financial health. The upwards pressure on pay was still a very real concern. The funding audit had also been an ongoing issue as discussed earlier in the meeting. GM confirmed that the risk was high for 2023/24 but lagged funding would return the College to a positive EBITDA and financial health in 2024/25.
- Risk 2 IT Failure with loss of data for staff or students (risk score raised to 16 'amber'): This key risk was now classified as number two on the Risk Register; GM reminded the meeting of the detailed discussions at the Board Strategy Event in May 2024. Capital had been ringfenced during 2024/25 for essential IT improvements. It was noted that the Director IT would update Resources Committee in autumn 2024 with progress against the IT and infrastructure upgrade. Governors noted the addition of some specific risks in relation to GDPR and potential data breaches; these had been drafted by the College Data Protection Officer.
- Risk 3 Uncertainty and risks associated with emerging national curriculum reforms (risk score remains at 12 'amber'): This key 'acute' risk was being well managed and senior staff were fully engaged in advisory groups linked to reform. The meeting noted that the General Election and possible change of government would mean a likely pause in any future imminent curriculum change.
- Risk 4 External Safeguarding Risks (risk score remains at 12 'amber'): The meeting was assured that the Executive Team continued to work with all relevant agencies in relation to any safeguarding incidents.
- Risk 5 Poor student outcome data at Langley results in a challenge to the Good Ofsted rating (risk score remains at 12 'amber'): The CEO confirmed that the Ofsted inspection had now provided a strong external assurance around all aspects of quality for the Corporation.

GM informed the meeting that recent AoC briefing had urged caution around any assumption of lagged funding for 16-18 growth being available for the 2025/26 financial year. GM confirmed that growth funding for 2024/25 was secure but future lagged funding was not confirmed and any growth in learner numbers could incur costs with no associated income.

The updated Risk Register was NOTED and RECEIVED.

9.

Estates Update

➤ **Proposed sale of land off Honey Lane, BCA**

The meeting considered a paper which provided an update on the progress with the sale of the land to Elivia Homes for the agreed purchase price of £12.045m less agreed costs of the amended drainage solution. The CEO (GM) reminded the meeting that the Capital Development Steering Group (CDSG) was meeting regularly to progress this sale – membership of CDSG include the Chair of Audit Committee and Chair of Resources Committee.

The update in relation to the plan to receive £500k deposit by 31 July 2024 at exchange was noted. GM informed the meeting that in order to secure this £500k a legal charge would be put in place on the land in advance of the contract completion, This would remove the asset and create a liability for the college – as the £500k would have to be repaid if the contract did not complete – and would adversely affect the financial health ratios. Governors were assured that any heritage works costs incurred to date could be funded by available cash in advance of the ring-fenced funding becoming available, so the £500k 'usable' deposit would not be pursued.

Governors were reminded that the Elivia Homes offer was well ahead of any other offer and the costs of the drainage solution were unforeseen and would apply to all developers. The meeting was assured that the College had secured the maximum price for the sale of the land in compliance with Managing Public Money guidelines. The College had good specialist advisors with an independent land agent (Bidwells) driving the sale and legal advice from solicitors Field Seymour Parke; both were attending CDSG meetings.

The detailed legal summary of the transaction documents was taken as read; this had been discussed in detail by CDSG on 26 June. The net sale price of £11.149m after costs was noted by the meeting.

The meeting NOTED and RECEIVED the Estates update.

The Board APPROVED the sale of land off Honey Lane, Burchetts Green, to Elivia Homes Ltd for £12.045m less agreed costs subject to the terms and conditions outlined in the transaction documents.

10.

Governance

10.1

Corporation Business

➤ ***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 18 members. It was noted that there were a number of experienced governors who would come to the end of their second term of office in spring 2025.

Succession Planning for the Chair

The meeting noted that - as discussed at the Board meeting on 17 May 2024 – the current Chair of the Corporation (AW) would come to the end of her term of office on 31 July 2024 and would be stepping down as she had already served two terms of office. This had also been discussed at the Board meeting on 20 March when the meeting had resolved to seek internal nominations to take over the Chair's role. The Director of Governance (TR) informed the meeting that - as discussed at the Board meeting on 17 May - the result of this nomination process had been that Jo Croft had put her name forward as Chair but was constrained by factors which meant she could not take on the role until December 2024. After consultation, the current Chair (AW) had kindly agreed to continue as Governor and Chair of TWFCG until December 2024 when the new Chair would be elected. In order to align the election, it was also suggested that Rob Lewis continue as Vice-Chair until the December 2024 Board meeting. On 17 May the Board agreed that this solution would provide continuity and allow a suitable period for a handover of the Chair's role. The Strategy Governance & Search (SG&S) Committee had also agreed that this would be a suitable course of action (11 June) and were recommending it for approval.

The Board APPROVED the following as recommended by SG&S Committee:

- i) Angela Wellings to be re-appointed as a Board Member of TWFCG and as Chair of Governors for an 'exceptional' extended term of office until 30 December 2024.***
- ii) Rob Lewis to continue in his role as Vice-Chair of Governors until elections in December 2024.***
- iii) The determined number of the Corporation be increased from 18 to 19 to reflect the extension of Angela Wellings membership until December 2024.***
- iv) The membership of committees shall remain the same until a review in December 2024 after the new Chair of Governors is in place.***

All Members were agreed.

➤ ***Draft Meeting Timetable 2024/25***

The Director of Governance (TR) proposed a draft schedule of Corporation & Committee meetings for the academic year 2024/25. TR confirmed that this schedule was based on

the prior year timetable but included a slightly later Board meeting in December 2024 to allow for any delay in the Financial Statements with new external auditors. TR informed the meeting that these dates had been taken to each of the sub-committee meetings in June 2024 to allow Member to advise of any non-availability.

The draft meeting timetable 2024/25 was APPROVED.

All Members were agreed.

➤ ***Succession Planning & Recruitment Policy for Corporation Members***

TR reminded the meeting that the need for this policy had been flagged by SG&S Committee and had also been highlighted during the recent External Governance Review. The meeting considered the Succession Planning & Recruitment Policy and agreed that this was well structured and provided clarity on the process for interviewing and appointing new governors.

The Board APPROVED the Succession Planning & Recruitment Policy for Corporation Members as presented.

All Members were agreed

The Governance Update Report – including no use of the College seal since the last meeting - was NOTED.

10.2 **Governance Improvement Action Plan 2023/24**

The Director of Governance presented an update on progress against the Governance Action Plan 2023/24 approved by the Board in December 2023; this had arisen from the self-assessment of governance for 2022/23.

The meeting noted a RAG rated document detailing progress against the six key actions within the Governance Improvement/ Action Plan:

- i) **To establish a Mirror Board at TWFCG** (working with a specialist external consultant). TR confirmed that this work was progressing well in accordance with the planned timeline (to be discussed later on the agenda).
- ii) **Further development of the Governor Link programme** to encourage better engagement from Governors. To include contact with curriculum area throughout the year and participation in termly Quality Review Boards (QRBs) and self-assessment.
- iii) **Improved information (rather than data)** to all sub-committees and Board meetings to enable governors to focus on key areas of strength and weakness. All paper authors to provide clear executive summaries for all papers.
- iv) **Continue to oversee the development of robust safeguarding arrangements** to ensure outstanding practice for safeguarding, Prevent and British Values.
- v) **Succession Planning for future Board and sub-committee membership** to ensure that the Board maintains the correct balance of skills and experience as the College moves into new curriculum areas e.g. creative and screen industries. (Includes a detailed Skills Audit.)
- vi) **Increased support and mentoring for student and staff governors.** TR informed the meeting that more work needed to be done on this area and that there had been some useful suggestions in the External Governance Review.

The meeting NOTED the progress made to date against the Governance Improvement Plan 2023/24.

➤ ***Skills Audit***

The meeting noted the results from the recent Skills Audit of WFCG Governors which had been undertaken by the Director of Governance. Initial findings suggested that the WFCG Corporation did have a broad range of skills and experience but may lack direct knowledge of some areas of governance work e.g. law, estates, SEND. TR confirmed that she would undertake further analysis as part of the governance self-assessment 2023/24 (to be

undertaken in September 2024). It was also noted that this skills and experience-based questionnaire would inform future recruitment, succession planning and governor development. The Director of Governance confirmed that she would consider the results alongside the External Governance Review findings to draft a Governance Action Plan for 2024/25 (to be presented to SG&S Committee in September 2024).

➤ **EDI Questionnaire**

TR confirmed that the output from this survey had not presented any surprises as EDI survey data had been collected annually; but the meeting agreed that the current position with two non-white governors out of 17 needed to be addressed. However, Governors did agree that the Governing Body would be able to access more diverse thinking through the new Mirror Board initiative. The strength of the gender split with 10 female governors was noted but the Chair flagged the wholly heterosexual governing body. The CEO informed the meeting that the data from the recent AoC National Senior Pay Survey had also been disappointing with postholders in the CEO/ Principal role being 55% male and 92% white with only 5% declaring a disability.

The meeting NOTED:

- a) the Governance Improvement Plan 2023/24 and progress to date.
- c) the results from the Governors' Skills Audit 2024.
- d) the results from the Governors' EDI survey May 2024.

ACTION: The Director of Governance to consider the results of the Skills Audit and EDI survey alongside the External Governance Review findings to draft a Governance Action Plan for 2024/25 (to be presented to SG&S Committee in autumn 2024).

- Action Plan to include:
 - A succession plan to include an analysis of possible skills gaps after governors leave in spring 2025.
 - Suggested KPI targets for the EDI composition of the Board at WFCG based on the staff and student EDI data across the College Group.
 - Increasing the determined number of the Corporation to 20 to allow recruitment sooner rather than waiting for people to leave.
 - A focus on recruiting several new co-opted governors across all committees.

TR

10.3

External Review of Governance

Governors were reminded that Rockborn LLP had been commissioned to undertake this mandatory external review during the autumn term 2023 (desk-based review) and spring term 2024 (meeting review). The review was led by an experienced governance professional (GP) working as a consultant for Rockborn, (Melissa Drayson), and a second Governance Professional (Zoe Lawrence) also worked on the WFCG review. The meeting was reminded that Melissa Drayson and Zoe Lawrence had attended the Board meeting on 17 May to present their headline findings in advance of the final report being published. TR presented the final report which had now been received from Rockborn.

TR asserted that the review had been a very useful exercise with some good suggestions for continued improvement in governance practice. The meeting commended the positive report which had a long list of governance strengths and was validated by the recent Ofsted inspection. TR confirmed that the list of suggestions would be reviewed and built into the Governance Action Plan for 2024/25.

The Committee RECEIVED the External Governance Report from Rockborn.

Action:

- i) The EGR Report would be published on the College website in advance of the 31 July 2024 deadline.***
- ii) Governance Action Plan 2024/25 to include EGR suggestions to be brought to Board via SG&S in autumn term 2024.***

TR

TR

11.

External Audit – MHA LLP Draft Letters of Engagement

The Group Finance Director presented a report which outlined the position with the appointment of the new college external auditors (MHA LLP) from 1 August 2024. As discussed earlier in the meeting RSM LLP were still currently appointed as the External College Auditors and would continue to be until they had signed the 2023 WFCG financial statements; RSM would not sign the accounts until the ESFA funding audit had been completed and they had reviewed the final report and B3 schedule. Once RSM has signed the financial statements they would be asked to resign and the college could formally appoint MHA for the 2023/24 external audit. Audit Committee members were reminded that RSM had already been notified that they had not been reappointed following the tender process undertaken in the spring of 2024.

LG asked the meeting to consider a template standard audit engagement letter and regularity engagement letter from MHA. The final documents would be provided once RSM had resigned. The CEO/ Group Principal would then be asked to sign these engagement letters from MHA. The meeting sought, and were given, assurance that the final letters would mirror the standard template with no specific clauses for WFCG.

The draft Letters of Engagement from MHA LLP – external audit and regularity – were NOTED and APPROVED. It was AGREED that the CEO/ Chief Accounting would sign the final versions when presented by MHA (late July 2024).

All Members were agreed.

ACTION: CEO to sign letters of engagement with MHA LLP for 2023/24 financial statements audit and regularity audit.

LG/ GM

12.

Safeguarding Update: Mental Health and Wellbeing *(taken at start of meeting)*

Principal FE (AE) presented a report to the meeting which provided an overview of the challenges some students were facing in relation to poor mental health and wellbeing. The report identified the significant increase in mental health referrals and the potential impact on student experience and achievement. It was noted that this paper had been discussed in detail by Quality & Curriculum Committee on 19 June 2024.

The meeting noted the current challenges being faced by students:

- In line with the national picture in colleges, there had been a significant rise in reported mental health cases. Nationally this had risen from 6% pre-pandemic to 22% in the academic year 2023/2024.
- The most common mental health issues among students at WFCG were anxiety and depression. This academic year, approximately one in five students (20%) had presented with an anxiety disorder, including generalised anxiety, social anxiety, panic attacks, and phobias.
- Approximately one in five students (20%) presented with depression, ranging from mild to severe, including cases of suicide ideation and attempted suicide. 150 students had reported having suicidal thoughts across the group since September.
- Other mental health conditions observed include borderline personality disorder, post-traumatic stress disorder (PTSD), obsessive-compulsive disorder (OCD), schizophrenia, bipolar disorder, and an increase in eating disorders and self-harm.

The meeting noted that in looking for a reason for this decline in mental health of young people there was not a clear answer but there were many well documented factors which might be contributing. These included: social media, social isolation, drug use (especially cannabis), lack of physical activity and purpose, world news and outlook for the future or a difficult home environment. AE confirmed that poor mental health had a detrimental impact on students' academic performance, including low motivation, poor concentration, difficulty retaining information, changed behaviours, low attendance, low achievement levels, and an increased chance of drop out. In addition, peer relationships and student/staff relationships could be negatively impacted where a student withdraws and stops communicating or becomes aggressive. The meeting noted that staff were reporting that poor mental health was the primary reason for poor progress against target grades or low retention. Governors asked whether the college used any reference to the '12 step

programmes' for addiction issues. AE did not know this specifically but agreed to follow up on this.

ACTION: Look at possible use of '12-step' programmes' for addiction (NG to send a link to AE).

NG/ AE

The meeting noted the numerous support measures that were already in place as well as plans for future targeted assistance. Governors were assured that the college already provided support to address student mental health, including college counselling services, mentor support with student development officers or pastoral tutors, mental health first aid, and a flexible timetable during times of crisis. The tutorial program focussed on maintaining or achieving good mental health and wellbeing. Staff also signposted students to external agencies when additional support was required. WFCG now also used a therapy dog at key points in the year. A Mental Health and Wellbeing Forum was available for feeder schools to aid learners' transition to college. Staff had also received training in 'draw and talk' techniques to aid communication in foundation and ALFIE (adult learning for independence and employment) groups. The meeting went on to consider the future plans to provide additional targeted support and mitigate further increase in the level of poor mental health in the student population. These included:

- A move towards activities that were required to maintain or achieve good mental health including an increase in clubs and activities to support the development of social skills and to reduce social anxiety as well as additional opportunities for physical activity to raise endorphins and to reduce adrenaline levels.
- Tutorial activities which would put greater emphasis on developing resilience and building the toolkit required to self-manage and successfully navigate through some of life's challenges.
- A focus on male students at Langley College with an increase in after-college youth activity which would be supported by the student development team. This would give some male students the opportunity to build trusting relationships with staff where they felt safe enough to open up.
- The College Group was currently part of a multi-agency working group which included Thames Valley Police and Slough Borough Council to reintroduce youth clubs/ centres in the area.

AE talked about the enormous staff effort that went into supporting individual cases; this had been particularly evident during the recent exams. The meeting noted that there was need for a national focus as well as a cross-College action plan. All FE Colleges would be required to have a Mental Health Strategy by 2025 and she was currently working with HR as this would need to cover staff as well as students.

The meeting considered how the college could work with families of learners to offer support. AE highlighted the ongoing stigma around mental health and the need to do work with families to destigmatise this so that they were honest and shared incidence of poor mental health at enrolment. The meeting talked about how the College could involve families and make people more comfortable to talk mental health within families. AE highlighted that there was also often incidence of poor parental mental health. There was also a need to get the community more involved and a planned focus on engaging in multi-agency work with police around youth clubs would help.

The meeting talked about the proposed changes that could be put in at enrolment and during the first few weeks of the new academic year; including the suggestion at Q&C Committee that this might include the creation of self-helps groups within the student body. and this idea was agreed as a great suggestion. Other changes would include staff having a more open discussion with all learners at enrolment and there would be more student clubs in place targeting specific issues.

The meeting applauded this objective of increasing resilience before mental health issues occurred as Governors were concerned about students who did not declare their mental health issues. The meeting suggested that some metrics to track the progress of this work would be helpful during 2024/25.

The Safeguarding Update Report was NOTED

ACTION: Develop a WFCG Mental Health Strategy with a time specific Action Plan to identify the key priorities and actions for 2024/25.

AE/ KG

[Draft to Q&C Committee September 2024 meeting.]

13.

The 'Mirror Board'

The meeting was given an update on progress made with the Mirror Board project which had the stated aim of adding value to the Group's board decision-making process by introducing a broad range of perspectives. The meeting noted that with the support of Shahana Ramsden of Socially Inspired and her colleague Mehvish Shaffi-Ajibola an advert for Mirror Board members had gone out to all WFCG in May 2024. SLT had been delighted to receive 20 applications from staff with a diverse background and a selection morning was held on Tuesday 21st May at Langley College. The selection panel consisted of Gillian May, Tracy Reeve, Susan Brady and Mehvish Shaffi-Ajibola (MS-A). The selection event had started with a 'mock Mirror Board meeting' chaired by the CEO which considered the proposal for Windsor College to become the home of stage, screen and design which was considered by the Board in July 2023. Following the mock Mirror Board Meeting there was a 'speed dating' approach to an individual structured discussion with each of the applicants. After the selection day on 21/05/24 offers of Mirror Board Membership was made to 14 members of staff in addition to 2 who will be community members. GM confirmed that the next steps would be to provide cultural intelligence training for Governors and Mirror Board members as well as setting up reverse mentoring with board members. This training would take place during August 2024. The meeting was pleased to note that the first Mirror Board meeting would be held at the start of the 2024/25 academic year. Governors sought, and were given, confirmation that additional community members (probably 4 in number) for the Mirror Board would be sought during the next few months. GM highlighted the quality of discussion and input that had been received from attendees at the selection event; she was very confident that the Mirror Board input would provide a wider perspective and enhance the decision making of the Corporation in 2024/25. GM informed the meeting that this new initiative had been discussed with the FE Commissioner when she visited the college on Tuesday 2 July.

The Update on the Mirror Board project was NOTED.

14.

Academic Report: in-year performance

The meeting noted that the in-year achievement data 2023/24 had not changed since last reported to the Board in May 2024.

➤ **Post Ofsted Action Plan:**

Governors were reminded that this action plan had been compiled from comments received from Ofsted inspectors during the visit and cross-checked for any additional actions needed after the final report had been received. GM confirmed that due to the time of year there had been little additional progress since the last report to the Board on 17 May. Many of the actions would start to move forward during the new academic year 2024/25. Governors noted that the key urgent HR actions in relation to safer recruitment had now been completed to meet the Ofsted deadline. The leadership and management inspector had been informed and he had acknowledged receipt of the College's letter. The Quality & Curriculum (Q&C) Committee would review progress against this Ofsted Action Plan at every meeting of Q&C Committee in 2024/25.

The Post Ofsted Action Plan update was NOTED and RECEIVED.

➤ **Apprenticeships:** The meeting noted an update and the detailed Apprenticeship Risk Register. The current priority risks were noted as follows:

- i. **Funding Audit** (Risk score 'green' at 9): The funding audit – which started in October 2023 – still continued with an anticipated end date in July. The risk score had reduced from 16 to 9 to reflect the reduced risk of claw back as each query was closed.

- ii. **BCA – Greenkeeping** (Risk score ‘red’ at 25): This risk was currently rated high due to potential loss of income and need for consideration of alternative provision.
- iii. **National Recruitment Of Apprenticeships** (Risk score ‘amber’ at 12): Nationally the rate of recruitment of apprentices had slowed and WFCG’s softening pipeline reflected this picture.
- iv. **Apprenticeship Achievement** (Risk score ‘green’ at 8): Achievement rate (May 2024) was currently 56.1% (BCA 53.4% and Langley 62.5%). Predicted achievement rate for July 2024 was 68.6% (BCA 65.2% and Langley 75%).

➤ **Adult and Higher Education (HE) provision:** This report was taken as read. The meeting was reminded that the targets within the Strategy Map 2022-2025 for Adults and HE were £2.9m and £0.75m respectively by 2024/25.

The academic report was NOTED and RECEIVED

15. **Management Accounts May 2024**

The Group Finance Director (LG) presented the management accounts for May 2024 which had previously been circulated to all governors by email. Governors noted that the accounts were being presented on a prudent basis reflecting the performance to date and the on-going cost challenges that the group was facing in the current financial year. The final key financial indicators for the first five months of the financial year were noted as follows against the February 2024 reforecast budget:

- *Income:* Total forecast income for the year remained on track at £45.874m.
- *Adults:* Strong performance in the Adult Education Budget (AEB) including Greater London Authority (GLA) earnings would result in £130k favourable earnings for the full year. Full year income was estimated to be £3.163m against a forecast of £2.929m.
- *Apprenticeship income* remained in line with the February forecast at £2.35m; £200k of this amount would be accrued at year-end for receipt in FY25.
- *Payroll* remained high and continued to be the largest risk to the ongoing financial health of the college group. The worst case for the full year was estimated to be £33.671m; as a percentage of income this would be 70.25%. LG reminded the meeting that several posts had been removed as part of the post-merger restructuring plans however the financial effect of these would not be seen until FY25. Governors were assured that the senior team continued to monitor and act where appropriate to reduce the risk associated with this expenditure.
- *Non-pay costs* continued to be well controlled and managed.
- *Year-end forecast:* The resulting FY24 forecast on a worst-case basis was a negative EBITDA of £1.660m resulting in an ESFA financial health grade of Requires Improvement at 160 points; this was noted as a midrange RI score.
- *Cash balance:* The cash balance on 31 May was £4.986m, which was £820k higher than forecast resulting from the T level funding received in March 2024 and not yet spent. The cash days on 31 May were 37.02 days which was confirmed as above the sector minimum benchmark of 25 days and was also a continued improvement on prior months (31 March – 27.12 days, 30 April 32.11 days).

The meeting took the detailed Management Accounts as read; the budget 2024/25 agenda item had discussed much of the detail. Governors sought, and were given, confirmation that the target for staff costs was to be below 70%.

The Management Accounts for May 2024 were NOTED and RECEIVED.

16. **Applications Report: Enrolment 2024/25**

The meeting noted the current applications report for 16-18 programmes at 18/06/24 which showed that the applications for the Group was 13% (631 learners) ahead of the same position in the prior year. The current ‘growth’ in applications by college was BCA 23% (+391), Langley 17% (+174), Strode’s -3% (-33) and Windsor 12% (+99). The big increase at Windsor was largely predicated on the LSIF partnership work and the change of focus

for this campus (to Screen Industries) in line with the strategy agreed by the Governors in July 2023. However, applications for all areas at Windsor were showing growth on the prior year. The meeting also noted the offers accepted by college which was running 8% ahead of the prior year; BCA 10% (143 learners), Langley 7% (53), Strode's -1% (-17), and Windsor 17% (78). The CEO informed the meeting that an enrolment update would be circulated to all Governors on a daily basis from Monday 26 August. The meeting sought confirmation on whether the learner growth would be infill to existing provision or require new. GM confirmed that there was a mix with only a few curriculum areas asking for additional groups. The meeting sought clarification on how recruitment to T Levels was doing. Principal FE (AE) confirmed that where the alternative had been defunded they were doing well. Governors (AH) suggested that the Executive needed to look at the growth more closely to ascertain the amount of infill versus additional classes which would incur extra costs.

GM highlighted the key recruitment challenges moving forward. The first one was to maintain BCA's market share in relation to a reducing demographic and new College site at High Wycombe. The meeting was reminded that 50% of BCA students had a Buckinghamshire postcode. The issue at Strode's College was the need for the College to evolve and increase its vocational offer (this had been flagged at the Ofsted inspection). The growth opportunities at Langley College continued to be strong with an enhanced reputation, increasing demographic and space within the buildings to grow learner numbers. The meeting asked whether there was any scope for A level provision at Langley but GM reminded the meeting of the strong school sixth form offer and the good working relationship the College had with the Slough area Heads. The meeting asked whether the long-term strategy for Windsor was still to timetable 16-18 provision over four days (Monday to Thursday) with Friday and Saturday for adult provision. GM confirmed that this was still a strategic idea but currently the rooming constraints at Windsor required 16-18 learner timetabling to be over five days.

The meeting discussed the marketing need for the colleges (especially Strode's) to get a message to prospective parents about how the College ensured attendance from learners. GM reminded the meeting that a full-time level 3 study programme was 18 hours a week face to face whether in school or college.

The Applications update was NOTED

17. **Minutes from Strategy Governance & Search Committee – 11 June 2024**

The Chair of the Committee (TC) confirmed that the major matters considered by the meeting had been brought forward to the Board within the current agenda.

The minutes from 11 June 2024 were NOTED and RECEIVED

18. **Minutes from Quality & Curriculum Committee – 19 June 2024**

The Chair of the Committee (TC) confirmed that the major matters considered by the meeting had been brought forward to the Board within the current agenda.

The minutes from 19 June 2024 were NOTED and RECEIVED

19. **Minutes from Resources Committee – 25 June 2024**

The Chair of the Committee (SF) confirmed that the major matters considered by the meeting had been brought forward to the Board within the current agenda.

The minutes from 25 June were NOTED and RECEIVED

20. **Minutes from Audit Committee – 26 June 2024**

In the absence of the Committee Chair (JC) the Director of Governance confirmed that the major matters considered by the meeting had been brought forward to the Board within the current agenda. The CEO informed the meeting that the Audit Committee had talked through the Risk Register in detail and governors had provided useful input and challenge. GM informed Governors that the new external auditors (MHA LLP) had a model which could be

MINUTE
NO.

ACTION

used to monetise a Risk Register. This would take the top three risks, cost them, and then compare to the available cash.

TR confirmed that the minutes would be circulated as soon as available.

21. **Dates and Times of Future Meetings and Events**

The dates and times of future meetings for 2024/25 had been discussed earlier in the meeting. TR confirmed that the first Corporation meeting of 2024/25 was scheduled on:

- Wednesday, 9 October 2024, 5.00pm at Langley College

NOTED

ACTION: Calendar invites for all sub-committee and Board meetings in 2024/25 to be circulated before 31 July 2024.

TR

22. **Any Urgent Business**

- **Retirement of Student Governors**

The Chair of Governors closed the meeting by thanking the Student Governors for their input to governance at WFCG. AW thanked Aaina Khan for taking on the role as FE student governor since May 2023 and the meeting congratulated her on securing a university place for September 2024.

The meeting recorded a formal vote of thanks for the Student Governors 2023/24 and wished them both well in their future studies.

There was no other urgent business.

The meeting ended at 6.35pm.

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.

Staff and Student Governors were asked to leave the meeting as there were some Part II minutes which related to senior staff.