

**WALSALL COLLEGE MINUTES OF A MEETING OF THE CORPORATION
HELD ON TUESDAY 23 MAY 2023 AT 1730 HRS
VENUE: HB201, THE HUB**

Attendance Present: **Attendees**
Charlotte Bosworth - Vice-Chair
Jaswinder Dhillon
Konrad Klimczyk
Mary Mahoney
Stuart Pedley-Smith (Minutes 56.23 to 65.23.16)
Tony Sadla (Minutes 56.23 to 63.23)
Rani Sahota
Jat Sharma
Nick Tomkys
Graham Ward
Dave Wheeler – Chair

Together with: Richard Brennan - Assistant Principal Curriculum & Quality
Matthew Brown - Director of Finance & MIS
Jacky Hodges - EDI Champion (minute 63.23 only)
James Norris - Assistant Principal Commercial Development
Deb Rajania - Director of Operations & Resources
David Turner - Assistant Principal Quality & HE
Lesley Venables - Interim Head of Governance

Apologies: Paul Averis, Garry Welborn, Ray Simmonds, Heather Lodge and Sam Jarvis.

Item	Subject	Who
56.23	CHAIR'S OPENING REMARKS The Chair welcomed all attendees and introduced Lesley Venables, the Interim Head of Governance.	
57.23	APOLOGIES Apologies for absence were received from Paul Averis, Garry Welborn. Ray Simmonds, Heather Lodge and Sam Jarvis.	
58.23	DECLARATIONS OF INTEREST Declaration of interest were received from Mary Mahoney in respect of the agenda item on the (re-)appointment of governors and from Jat Sharma who had recently been appointed as a Non-Executive Director at the local NHS Health Trust.	
59.23	MINUTES Resolved – That the minutes of the meeting held on 28 March 2023 be approved as a correct record and signed by the Chair.	
60.23 60.23.1	MATTERS ARISING Governors received a report on progress against the actions identified at the previous meeting and noted that the majority of these had been completed.	
60.23.2	Further work was required on the Student Union Constitution (minute 47.23 refers), a final version of which would be presented for approval at a future Corporation meeting.	

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60.23.3	Under minute 48.23 the Chair reported that the focus for the Capital Projects Working Group would be the Towns Fund Investment Project, but that other items could be incorporated into its remit as they developed.	
61.23	CHAIR'S REPORT	
61.23.1	The Chair advised that he had recently approved £99.5K of additional sub-contracting provision, as this was time-critical and would contribute to the achievement of the College's overall Adult Education Budget target.	
61.23.2	A task and finish group had been suggested to oversee the College's capital projects, terms of reference for which were submitted for approval under a separate agenda item. The membership was yet to be agreed and meetings would take place approximately every half-term.	Chair/Interim Head of Governance
61.23.3	Informal governor 'get-togethers' would be re-established, with the first meeting to be held before the end of July.	Chair/Interim Head of Governance
61.23.4	The Chair reported that he had attended a couple of afternoon tea events to celebrate the King's Coronation.	
61.23.5	At the recent AoC Chairs' Group meeting attendees had discussed Ofsted inspection outcomes for apprenticeships (which could be a theme for the next governor training event) and a thematic review of T Levels.	
61.23.6	Governors were advised that Julie Haywood (external governor) had tendered her resignation with immediate effect. The Corporation thanked her for her contribution and wished her well the for the future.	
62.23	(RE-) APPOINTMENT OF GOVERNORS	
62.23.1	The Interim Head of Governance reported that, following discussions at the Search & Governance Standards Committee and with individual applicants, two associates and one external governor had been recommended for appointment. A further prospective candidate with a financial background had been identified and would be invited to meet with the Principal, the AP (Commercial Development) and the Head of Governance.	Principal/ AP(CD)/ Interim Head of Governance
62.23.2	The Committee had also recommended that Mary Mahoney should serve for a further 3-year term of office as an external governor.	
62.23.3	<p>Resolved:</p> <ol style="list-style-type: none"> 1. That Nelson Tanyanyiwa be appointed as an external governor for a 3-year term of office, with effect from 23rd May 2023 2. That Linda Enow and Edward Ng be appointed as associate members of the Corporation for a 3-year term of office, with effect from 23 May 2023. 3. That the following changes to the schedule of committee members be approved: <ul style="list-style-type: none"> Nelson Tanyanyiwa – Finance & Resources Committee and Capital Projects Working Group Linda Enow – Learning & Quality Committee Edward Ng – Audit Committee 4. That Mary Mahoney be re-appointed as an external governor for a 3 year term of office. 	

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63.23	<p>ANNUAL EQUALITY, DIVERSITY & INCLUSION TRAINING</p> <p>Governors received a presentation on EDI and agreed the following actions:</p> <ul style="list-style-type: none"> • Diversity profile of each campus to be reflected in the information provided as part of Student Voice reports. • Information on care leavers to be included in data received by governors/management. • Governors to be clear as to which of the barriers to ‘liberation’ can be influenced by the Corporation’s actions as evidenced in the impact on EDI. • The EDI Policy should be reviewed by the Board on an annual basis to ensure that it mirrors practice within the College and the current legislative framework. 	
64.23	<p>ANNUAL ENVIRONMENTAL & SUSTAINABILITY REPORT 2022/2023</p>	
64.23.1	<p>The Director of Operations & Resources presented the annual Environmental & Sustainability Report for 2022/2023. The College’s Strategic Plan included the aim of becoming more sustainable and to have zero business emissions at the Green Lane Campus by 2030.</p>	
64.23.2	<p>National measures that had been used previously to assess energy consumption performance had now been withdrawn by the Government and the College had prepared initial data against which energy use and efficiency could be assessed for each campus. Governors requested that the costs and potential savings of the changes to the College’s estate should be calculated to provide some contextualisation. However, it was noted that it may be difficult to disaggregate the impact of some measures for example, boilers were likely to be more efficient when newly-installed.</p>	Dir of Operations & Resources
64.23.3	<p>An environmental Sustainability Committee had been established, the remit of which reflected the 4 areas of the AoC’s Climate Change Roadmap. The College had graded itself as ‘emerging’ on the Roadmap’s scale. Moving towards the ‘established’ grading would require significant resources and further investment by the College.</p>	
64.23.4	<p>Sustainability activities were built into the learning plans of each course and special events had taken place during the academic year to highlight the importance of sustainability.</p>	
64.23.5	<p>All existing and future energy contracts would aim to be sustainable and the College already used measures such as solar panels on some buildings to reduce its carbon footprint. The impact of these strategies would be measured and included in the next annual report.</p>	Dir of Operations & Resources
64.23.6	<p>In response to questions from governors the Director of Finance & MIS reported that sustainability was only one element of the decision-making process when applying for and spending funding grants. There were some items that would make a significant contribution to the College’s financial position, but these were balanced out by other strands, and it was recognised that sustainability measures were often more costly compared to more traditional solutions. It was important that management provided options to</p>	

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	the Corporation that included sustainability to ensure that it was able to make appropriate decisions.	
64.23.7	A governor asked whether funding from the Combined Authority included any amounts for improving sustainability. The AP (Curriculum) responded that the College had received monies to offer specialist green technology courses, but the Combined Authority's focus was on broader, more general provision that included elements of sustainability. The College had not been as successful as anticipated in the past in delivering technological installation-type programmes.	
64.23.8	The College had decided not to adopt the ISO4001 standard on sustainability as this was unachievable with the current estate portfolio.	
64.23.9	It was felt to be important to ensure that the College continued to have an awareness of sustainability issues and aligned its curriculum to those industries in which jobs would be available in the future. Students were likely to be better-informed of such opportunities and the College needed to determine its future direction in line with their expectations, which would put additional pressures on educational establishments to deliver these courses.	
64.23.10	Governors agreed that a new strategic plan was now required and should balance the competing needs of the curriculum and an increasingly competitive market for attracting learners with the availability of resources (including financial). The College's plans to invest substantially in facilities such as its IT infrastructure was likely to lead to an increase in energy consumption.	Corporation/ SMT
65.23	FINANCE ISSUES	
65.23.1	Finance Report & Management Accounts The Director of Finance & MIS presented the Management Accounts for March 2023, together with a comprehensive Finance Report.	
65.23.2	The College was on track to meet its agreed budget and it was noted that there was a higher degree of certainty regarding its position compared to when the report had been drafted, particularly in relation to the Adult Education Budget.	
65.23.3	Management was confident that the College would achieve its current AEB contract and had surrendered back to the Combined Authority any carry-over from 2021/2022. This had assisted in clarifying the budget process for 2023/2024.	
65.23.4	The College had been randomly selected by the ESFA for a funding audit by PWC, work on which had recently been completed. The resulting letter confirming the outcomes and a detailed report would be presented to the next Audit Committee meeting. Following initial feedback from the audit a number of internal processes had already been tightened and the maximum potential clawback risk had been calculated.	Dir of Finance & MIS
65.23.5	The Chair of the Audit Committee and the AP (Commercial Development) had met with the apprenticeship team to discuss the PWC audit. A progress report	Dir of Finance & MIS

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	would be prepared for the November Committee meeting and the College's risk register would be updated accordingly.	
65.23.6	Governors were advised that it had proven difficult to recruit either a permanent Head of MIS or a suitable consultant to support the College. It had been decided that an interim role should be advertised as soon as possible. This gap caused a significant impact on areas such as examinations and meant an additional workload for other members of staff.	
65.23.7	<p data-bbox="319 528 608 555">Budget for 2023/2024</p> <p data-bbox="319 562 1270 687">The Director of Finance & MIS reported on the budgeting process for 2023/2024, which had so far entailed intensive efforts to balance the figures and align it to the College's strategic direction, curriculum plan and to enable delivery of the Local Skills Improvement Plan.</p>	
65.23.8	Since the last meeting of the Finance & Resources Committee projections on the Adult Education Budget outturn had improved. However, this was against a background of aiming to award a pay increase for staff and rising utility costs in 2023/2024. The reduction in retention rates in 2021/2022, the decrease in the funding received from the DfE for disadvantaged learners (approx. £0.5m) and under-recruitment of T Level learners would all impact on the budget. The College had been successful in securing £460K from the National Tuition Fund and already had the capacity to deliver this provision.	
65.23.9	The drafting of the budget for adult funding streams was almost complete but there were concerns over HE recruitment and its long-term viability, lower level study programmes and the apprenticeship delivery model. The need to improve efficiency across the College was hampered by having to provide additional, wrap-around support for students in terms of safeguarding and pastoral support, the costs of which were not included in the main allocations from the ESFA.	
65.23.10	A number of risks in relation to the budget were outlined to governors.	
65.23.11	Maximising enrolments for 2023/2024 and beyond would be critical to achieving the targets in the budget. Long-term financial stability needed to be balanced with the objectives of the Corporate Plan. The pay review in January 2024 and the expectations of staff was likely to be extremely challenging.	
65.23.12	A governor questioned whether the College was sufficiently resourced to bring about the necessary quality improvements in 2023/2024, particularly since an Ofsted visit was anticipated. The Principal responded that the management team was working hard to ensure strong financial foundations for the new academic year, building on progress made in 2022/2023. Recruitment and retention were still problematic in some curriculum areas.	
65.23.13	It was likely that there would be an inspection in February/March 2024. Steps were already being taken to ensure that students were on the most appropriate programme and that retention levels were maintained. Investment in supporting maths and English improvements would be prioritised within the envelope of the 5% EBITDA calculation. There was a trade-off between the latter and protecting the quality of provision, but it was agreed that the lower EBITDA figure was acceptable in the short-term as long	

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	as the College's financial health rating did not fall. The decision to pay the Real Living Wage and a 5% pay increase had now started to impact on staff recruitment. In the deployment of staff the College was having to use individuals with transferrable skills rather than more experienced practitioners, due to shortages in some areas. Priorities continued to be maths and English, pastoral and mental health workers.	
65.23.14	Previously a proportion of EBITDA had been used to finance capital developments, but changes to the funding and oversight regime meant that this would not be as feasible in the future. Governors were reminded of the discussions taking place nationally regarding expecting colleges to hold a minimum level of reserves and cash days in hand and applying for capital grants once such sources of finance had been depleted. Management felt that this could stifle innovation within the sector and reduce the number of capital projects that were approved by central Government.	
65.23.15	The Hawbush site had been fully funded by the ESFA with no requirement for matched funding from the College. However, there was a covenant in place that meant that if the site was sold off the proceeds of the same would need to be reinvested for educational purposes.	
65.23.16	Proposals for the Electric Vehicle site would be submitted to the Board for approval in September/October 2023.	Dir of Operations & Resources
DUTY TO REVIEW & ACCOUNTABILITY STATEMENT 2023/2024		
66.23.1	The AP (Commercial Development) gave a presentation on the new duty on FE corporations to review how well the College's provision met the local skills needs, together with the draft Accountability Statement for 2023/2024. The latter had to be uploaded to the ESFA's portal by 31 st May 2023, with a final version to be completed by 31 st July 2023 and publication on the College's website.	
66.23.2	The Ofsted inspection framework also now assessed how well colleges were meeting local skills needs, support levels for students, increased productivity and enabled learners to make sufficient progress.	
66.23.3	The College had been an early adopter of the Duty to Review requirement and the AP(CD) was a member of the national committee overseeing this development.	
66.23.4	The Accountability Agreement formed the College's response to the Local Skills Improvement Plan which was being co-ordinated nationally by Chambers of Commerce. The document aligned to the College's existing strategy (referring to the 7 strategic pledges), local, regional and national skills priorities, meeting student and employer needs and identifying any gaps in provision. Further thought would be given at the next chairs' meeting on the level and nature of governor involvement in developing the Strategic Plan. A competitor analysis would be included in the next version of the Plan.	Chairs/ Principal/ Head of Gov AP(CD)
66.23.5	Governors were advised of the key themes and areas for improvement within the Accountability Agreement. All of these would be worked on during the 2023/2024 academic year.	

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66.23.6	The AP (CD) was asked to ensure that the employability needs of SEND students was included in the Accountability Statement prior to its submission to the ESFA.	AP(CD)
66.23.7	Governors sought assurance that the compilation of the Statement had been helpful and complemented the College’s strategic planning process. The AP (CD) reported that the focus was on employers, rather than purely on students, and that it was important for the Statement to align properly with the curriculum plan. The College was fortunate in already being familiar with the need to meet the local skills needs through its engagement with the Combined Authority.	
66.23.8	<p>Resolved: That the Accountability Statement be approved and uploaded to the ESFA portal.</p>	
EXECUTIVE REPORT		
67.23	Governors received a report a strategic update that covered internal and external developments, including:	
67.23.1	<ul style="list-style-type: none"> the Curriculum Conference to be held over 3 days in July. This would include keynote speakers on educational issues, a review of Subject Specialist Areas and curriculum plans, together with the “you said, we did” session to set priorities for staff for 2023/2024. 	
67.23.2	<ul style="list-style-type: none"> A gap in staff recruitment in some curriculum and functional areas. It was noted that the differential between pay in schools and FE was approximately £8K. The management team was using a variety of methods to address any shortfalls, including the national Taking Teaching Further scheme which supported people from industry in embarking on a career in teaching. 	
67.23.3	<ul style="list-style-type: none"> The College was anticipating an Ofsted inspection in the next academic year, for which it was preparing. Governors were reminded of some of the key elements of the Education Inspection Framework, such as achievement rates, positive destinations, personal development and how the LSIP translated into the classroom. 	
67.23.4	<ul style="list-style-type: none"> The roll-out of T Levels continued nationally, alongside the de-funding of Level 3 qualifications. The likely reform of Level 2 qualifications would impact on the College’s current offer, which enabled students to build up their employability and general skills more slowly prior to specialising at Level 3. Any potential turbulence in the College’s Level 3 provision was being dealt with, however, there was still concern over the Health & Social Care Level 3 qualifications as it was unclear what alternatives these students could be offered. These reforms would require colleges to make decisions between more academic and skills-based courses. 	
67.23.5	<ul style="list-style-type: none"> The amount of pastoral support required to improve students’ resilience, well-being and achievement levels was considerable and costly. However, it was noted that there had been a positive impact on attendance at the recent GCSE Maths examinations, which had been 93.5%. 	

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67.23.6	<ul style="list-style-type: none"> In terms of adult provision the College had now confirmed the potential outturn with the Combined Authority. 	
67.23.7	<ul style="list-style-type: none"> Retention rates across the College were strong. A significant concern was the future of HE provision which had under-performed in 2022/2023, with enrolments for 2023/2024 still under target. A full review of this area was being undertaken. 	
67.23.8	<ul style="list-style-type: none"> A governor questioned whether the College would be able to use the apprenticeship levy if Labour was successful at the next General Election. The AP(CD) responded that it may be more useful to consider demand for in-work provision. 	
67.23.9	<ul style="list-style-type: none"> Applications for 2023/2024 were high, but the actual conversion rate into enrolments needed to be tested and there was considerable competition from other local providers. The College maintained engagement engaged through taster sessions and a full 'keep warm' strategy. 	
67.23.10	<ul style="list-style-type: none"> Governors received the latest National Achievement Rates for 2021/2022, against which the College had an achievement rate for 2 year programmes as 79% and retention of 92% (the data excluded Functional Skills Maths & English). 	
67.23.11	<ul style="list-style-type: none"> All quality summits had been completed for 2022/2023 with 4 areas graded as 'requires improvement' and 6 as 'outstanding' (including High Needs provision). 	
67.23.12	<ul style="list-style-type: none"> A governor asked about the pattern of pass rates compared to retention and was advised that achievement had been 84.5% in 2020/2021 due to students receiving Teacher Assessed Grades in schools, but this had decreased to 79% in 2021/2022. 	
67.23.13	<ul style="list-style-type: none"> Recent staff appointments included a Head of Staff Well-being. 	
68.23	GOVERNANCE MATTERS	
68.23.1	The Interim Head of Governance presented a report on recent governance matters.	
68.23.2	A number of sets of committee minutes had been uploaded to the Convene document library for information.	
68.23.3	Draft minutes of the Finance & Resources and Search & Governance Standards Committee meetings held in early May were not yet available. The recommendations/outcomes resulting from these meetings were as follows:	
	Finance & Resources Committee – 2 May 2023	
68.23.4	a) Establishment, membership and draft terms of reference for Capital Projects Working Group	

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68.23.5	b) Updated Financial Regulations to take account of new requirements under ONS reclassification of FE colleges	
Search & Governance Standards Committee – 16 May 2023		
68.23.6	a) Appointment of associate members and external governor (approved under an earlier agenda item): Linda Enow Edward Ng Nelson Tanyanyiwa with committee memberships to be determined in consultation with the individuals.	
68.23.7	b) Reappointment of Mary Mahoney as an external governor for a 3 year term of office (approved under an earlier agenda item)	
68.23.8	c) Re-appointment of Mary Mahoney as SEND link governor	
68.23.9	d) Measures to assess the effectiveness of the governance framework	
68.23.10	e) Additionally, the Committee approved a timetable and process for undertaking the external governance review which needs to be completed by July 2024	Principal/ Interim Head of Governance
68.23.11	The Principal and Head of Governance would be reviewing the provision of safeguarding training for governors and improvements on the ways in which governors engage with the student cohort.	Principal/ Interim Head of Governance
68.23.12	Resolved: 1. That the Terms of Reference for the Capital Working Group be approved and that the membership consists of David Wheeler, Graham Ward, Heather Lodge, Mary Mahoney, Nelson Tanyanyiwa, Jat Sharma. 2. That the amendments to the Financial Regulations be approved. 3. That Mary Mahoney be re-appointed as the SEND link governor.	
69.23	ANY OTHER BUSINESS The Student Governor reported that the Student Union President had asked whether it was possible to remove the requirement for him to attend Corporation meetings in future as this had proven to be difficult during the year. The Interim Head of Governance would review the SU Constitution alongside the requirements of the Instrument & Articles of Government and the Board's Standing Orders and discuss the matter further with the SU President and AP(Q&HE).	Interim Head of Governance
70.23	DATE OF NEXT MEETING 6 July 2023, 5.30 pm.	

Item	How governors challenged management

Item	Impact of meeting on college