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Walsall College

MINUTES OF CORPORATION MEETING HELD ON 22ND MAY 2025
PART ONE

Members:	In Attendance:
Charlotte Bosworth (online)	Richard Brennan, Assistant Principal Curriculum
Andrew Chiduku	Rachel Jones, Assistant Principal MIS
Adam Comery	Kirsti Lord, Deputy Principal Curriculum, Innovation & Student Success
Barbara Van Der Eecken	Jacky Leek, Interim Director of Finance
Sasha James	James Norris, Assistant Principal Adults & Work-Based Learning
Heather Lodge	David Turner, Assistant Principal Quality
Mary Mahoney	Lesley Venables, Head of Governance
Edward Ng	Charlotte Wood (minutes 408 to 432 only)
Stuart Pedley-Smith	
Tony Sadla	
Jat Sharma	
Nelson Tanyanyiwa	
Helen Troalen	
Graham Ward	
David Wheeler	

	CHAIR'S OPENING REMARKS	
408	The Chair congratulated Charlotte Bosworth and Paul Averis who had recently been promoted.	
	APOLOGIES	
409	Apologies for absence were received from Paul Averis, Alexandru Marina and Mykola Rovnyi.	
	DECLARATIONS OF INTEREST	
410	There were no declarations of interest in any specific agenda items.	
	APPOINTMENT OF GOVERNORS	
411	The Head of Governance reported that nomination and election processes had been undertaken recently for a new business support staff governor and a new Student Union President (whose name was automatically put forward to the Corporation for approval as one of the student governors).	
412	**Resolved** - 1 That Sasha James be appointed as business support staff governor for a 3 year term of office commencing on 22nd May 2025 2 That Yolanda Ndlovu be appointed as a student governor for a one year term of office commencing on 1st August 2025	
	LINK GOVERNOR ACTIVITIES	
413	Edward Ng had met with James Norris and Rachel Davies on adults, community and SEND provision. This included a tour of the 14-16 suite, lesson observations and discussions with students. The question as to whether the College should apply for Centre of Excellence status for its SEND provision was raised. The Deputy Principal responded that this initiative had now been by other schemes, but that any such measures would need to align to the Government's Skills Agenda and current priorities.	
414	The Principal added that national priorities included attendance and mental health support. There was a high demand for SEND provision, but the Government's long-term strategy was unclear. Andrew Chiduku joined the meeting.	

415	Mary Mahoney reported that, in her capacity as interim Health & Safety Link Governor, she had met with members of the H&S team, which had an impressive and joined-up approach to solving any issues. Staff were working proactively with external agencies on challenges such as knife crime. The Principal commented that training on safety scenarios had been undertaken recently for the management team and it was suggested that governors should receive an update from the local police superintendent at a future meeting.	JS/LV
416	Barbara Van Der Eecken had attended the recent EDIB Committee meeting, together with representatives from Walsall Council. Strategies to support learners and staff had been discussed in detail.	
417	David Wheeler had met with the Careers Team. Volunteers were sought from governors to undertake mock interviews for students.	NT/AS/GW
	MINTES	
418	**Resolved** – That the minutes of the meeting held on 27th March 2025 (Parts 1 and 2) be approved as a correct record and signed by the Chair	
	MATTERS ARISING	
419	The Head of Governance presented a progress report on the actions identified at the previous meeting and the Corporation noted that the majority of these had been completed or were in train.	
420	In relation to minute 455 on the ratio of staff costs to income the Interim Director of Finance reported that this would depend on the College's interpretation of the grants received from the DfE in respect of any pay settlement. The amount to be awarded to the College for National Insurance contributions had not yet been confirmed (this would be discussed under a later agenda item).	
421	The estimated completion date for minute 401 would be amended to June 2026 and it was agreed that the actions relating to minutes 269, 331 and 29 would be combined in future versions of the report.	LV
	SAFEGUARDING ISSUES	
	Safeguarding Update	
422	The Head of Safeguarding presented a report on safeguarding issues/activities since the March 2025 meeting. There had been a total of 3568 referrals in the current year in relation to 1991 students, the majority of which were aged 14-18 and/or had an Educational Health & Care Plan. Within the former group, 44.7% of students had a safeguarding concern. For the adult cohort there had been 150 students with safeguarding cases (2.47%) out of the total population of 6,058 adult students without EHCPs.	
423	In response to questions as to whether the safeguarding issues relating to the 44.7% of students were existing concerns or had resulted from them being at the College. The Head of Safeguarding reported that there had been an unprecedented number of issues at the start of the academic year and that, often, files from transferring schools were not sent to the College in a timely manner. This meant that safeguarding staff were unable to determine the risks around some individuals.	
424	It was impossible to be certain of the proportion and complexity of existing concerns, however, the updated monitoring software would enable staff to review trend data from previous years to inform decision-making. It was important that the Corporation received adequate assurance that the level of resourcing was	

	sufficient to be able to deal with the level and number of concerns. The Principal commented that the figure of 44.7% of students with a safeguarding issue was a powerful message to communicate during any external validation processes to highlight the vulnerability of many of the College's learners.	
425	Governors received information on the number of concerns reported for each curriculum area, with the highest number in Supported Learning and Achieving Together. The Assistant Principal MIS advised that the introduction of SmoothWall software meant that further monitoring of student activity could be undertaken when they were logged into the College's wi-fi system.	
426	The majority of issues related to mental health and well-being. The most prevalent safeguarding issues had remained consistent throughout the academic year and were: mental health, behavioural challenges, online filtering and monitoring, attendance and family circumstances	
427	The Head of Safeguarding reported that the pattern of the College's safeguarding concerns aligned to those published in a recent national report.	
428	A governor asked about the number of current open cases (804) compared to the overall number of 3568. The Head of Safeguarding explained that some students may have multiple safeguarding issues, which was partly why some cases remained open for some time. It was agreed and that the average length of time taken to resolve safeguarding issues would be included in all future versions of the report. External agencies and alternative education providers were informed when students with safeguarding concerns withdrew from their programmes of study	RJ/CW
429	In the current academic year a higher proportion of Prevent referrals had been made to the Channel Panel and it was likely that this trend would continue.	
430	Governors were advised that the next report would include information on levels of support for students and the types of concerns would be categorised as low, medium and high. Governors queried whether comparative data was available and the Head of Safeguarding reported that the team was working on this with a network of other colleges through the Association of Colleges.	
431	The Corporation sought assurance that the current level of resourcing was sufficient to handle the volume of safeguarding activities. Whilst recognising that additional resources were always welcome, the Assistant Principal advised that the College was fully compliant with the Ofsted framework on safeguarding and that the wider curriculum team was involved in identifying and supporting cases. There was a higher degree of visibility of safeguarding at Corporation level and improved data.	
432	A number of further, specific questions had been raised by governors off-line, which would be responded to by the Assistant Principal MIS.	RJ
	STUDENT ISSUES	
	Student Union President's Report	
433	Governors received for information a report on student union activities since the March 2025 meeting and plans for future events in 2024/2025.	
434	Elections for the SU Executive had been held recently with all posts now filled. Campus officers would be recruited in September 2025.	

435	Student Voice activities included surveys of student views, which had highlighted the demand for more sporting opportunities, social spaces and mental health support. In response there was now 9 hours a week of sport-specific enrichment and additional resources at the Green Lane Campus to create a sense of belonging, which has been received positively.	
436	A number of events had been held in the atriums of each campus. Tournaments for Ramadan football and basketball had been held recently.	
437	Discussions continued with management to increase the amount of seating and social space at the Green Lane Campus in 2025/2026.	
438	As reported at a previous Corporation meeting a Mental Health app with immediate access to an online counsellor was now available for all students.	
439	The SU Executive had contributed to the Ofsted inspection particularly in relation to the growth of Personal Development. The increased levels of engagement at Green Lane and amongst apprentices at CCM were noted. Overall engagement had risen significantly compared to 2023/2024 and there had been more discussion with external stakeholders, including the Youth Advisory Panel with West Midlands Police (relating to barriers to communication with young people). The SU had introduced an attendance initiative, the campaign for which had been designed by its Marketing Officer.	
440	On behalf of the Corporation the Chair thanked the SU Executive and the two student governors for their contributions during 2024/2025.	
	LOCAL NEEDS DUTY	
441	The Assistant Principal Adults & Work-Based Learning presented the draft Accountability Agreement/Local Needs Duty for 2024/2025, which was a statutory requirement and had to be approved by the Corporation by 30th June 2025. This version included comments made by governors on the initial draft.	
442	A governor commented that in previous years the document had been much shorter and focused on how the College responded to labour market intelligence and how it served the needs of the community through its curriculum offer. It was agreed that the 2025/2026 report would be simplified, whilst also demonstrating the extensive work with employers which was evidenced during the Ofsted inspection.	JN/KL
443	Information on the Government's "Get Britain Working Again" agenda may need to be added in future to reflect national priorities.	
444	In response to questions on the annual review process the Assistant Principal advised that the College had been an early adopter of the Local Needs Duty requirement and that this formed part of the curriculum planning process. Given the current pace of current change within Government departments it was felt that an annual cycle was the most appropriate. The report would be reviewed and updated in 2025/2026, rather than a whole new version being compiled.	
445	**Resolved -** That the Accountability Agreement/Local Needs Duty be approved and uploaded to the College's website by 30th June 2025	

	EXECUTIVE REPORT	
446	Governors received for information the Executive Report, which included the following highlights.	
447	Attendance at GCSE Maths Paper 1 had been 94%, which was 1% higher than in 2023/2024. The logistical and exam consideration challenge of the high volume of students was recognised and staff were thanked for their work in achieving a well-managed process. Approximately two-thirds of 16-18 year olds at the College needed to resit English, Maths or both.	
448	Work was underway to co-ordinate the various leases which were associated with the move to the Adult Learning Centre. Delays in Walsall Council's decision-making processes meant that the ALC would not now be operational until September 2027, however, activities currently located in The Link would probably be relocated earlier.	
449	A substantial investment in student safety had been made for 2025/2026 in the form of new entry barriers. It was agreed that the local police Superintendent would be invited to deliver a session on safety within the Borough at a future training event.	JS/LV
450	Data on performance against key human resources metrics was provided. Governors asked that the information on sickness absence and the underlying reasons be presented by category. The Senior Management Team was continuing to work positively with the recognised trade unions on the restructuring proposals.	
451	In relation to apprenticeship enrolments the Assistant Principal Adults & WBL reported that there had been a small number of withdrawals prior to the April checkpoint. Processing would need to be completed prior to any projections being made on the year-end outturn, however, it was likely that the current position of 54% against the national benchmark would improve. An update would be provided to the special meeting of the Learning & Quality Committee in early June.	
452	New funding rules had been introduced by the Department for Education in 2024/2025, which provided for shorter foundation apprenticeships in pre-Level 2 Construction, Engineering and Health. There were also changes to the Off-the-Job training hours. A report on these amendments and their implications for the College would be made at the next L&Q Committee meeting.	JN/ R Smith
453	The Principal reported that admissions for 2025/2026 were lower compared to the same point in 2024/2025, but further interview and school liaison activities would continue. Applications from school leavers had been later than in previous years, but the reasons for this were unclear.	
455	In response to the Government's New Homes Initiative, the College was discussing opportunities with the CITB and CCM, with the latter well-placed to be a key player but subject to a high level of competition. The Combined Authority would be selecting two colleges within the region, but it was possible that delivery would have to be shared across other FE providers.	
456	The new business cycle and process for monitoring performance against key quality indicators would be discussed at the next governor planning event. The outcome of learning walks would feature on the agenda of the next L&Q	

	Committee meeting. It was noted that changes to the Quality Framework made as part of the restructuring programme were already having a positive impact.	
	FINANCE & RESOURCES COMMITTEE	
457 458 459 460 461 462 463 464 465 466	The Committee Chair presented a summary of the Finance & Resources Committee meeting held on 13th May 2025. The Finance Report to March 2025 had been discussed, noting performance against the main areas of provision and a number of concerns surrounding adults, HE, apprenticeships, together with some unexpected or unknown issues (eg apprenticeship clawback, increase in employers' NI contributions). These would have an impact on EBITDA and the College's ability to award staff a pay increase in 2024/2025. The Committee had received a report on the Budget-Setting Approach for 2025/2026. Governors had been reminded of the financial indicators set at the previous meeting and were advised that the impact of these measures on the College's future financial health was uncertain. It was noted that EBITDA and cash generation are particularly sensitive to any movement between the draft and final budget. Increases to National Insurance and incremental drift meant that the staff costs to income ratio was likely to be above the target objective set for 2025/2026. Restructuring costs had not been included in the draft budget. Work was underway to draft a report on the outturn against the 2025 budget. Details of performance on current Apprenticeships and Work-Based Learning, including sub-contracting provision were received. The Committee had approved an additional £50K of sub-contracting for 3EEs. The Committee had received an update on progress with the tenders for a number of key College systems – HR/Payroll, MIS, Employer Responsive. Due to the timing of the installation and commissioning of these systems, the Committee Chair was given delegated authority to approve the successful tenders. A policy on LGPS Pension Discretions was recommended for approval. The Committee had been advised on progress of the Adult Learning Centre project. It was now likely that the Corporation would approve the final scheme at its meeting in October 2025, due to delays in Walsall Council's internal processes. The Committee had recommended that the Corporation endorse the approach taken to date of allowing time for Walsall Council to manage the political and timeline pressures for relocating the Leather Museum into the town centre. In response to a question about the cost implications of any delay in the ALC project the Principal reported that this was due to the Council's procurement processes and provided additional time for the College to develop its offer. A comprehensive update was provided on estates issues, including the proposal to tender for security barriers, the outcome of utilities contract tender and DfE capital allocation awarded. The regular update on HR issues was received for information. This was a mix of performance against key indicators, training/development and well-being activities.	

467	Under the confidential part of the agenda the Committee was advised on latest position on the 2030 Ready Project (which was featured at this meeting under a later agenda item). Management Accounts – March 2025	
468	The Interim Director of Finance presented the Management Accounts to March 2025. These indicated that he College was ahead of budget with a positive bottom-line variance of **£503k**. The Financial Health Rating was graded as **"GOOD"**, with an adjusted EBITDA of **3.48%. C**ash balances were **£10.0m** and there were net assets of **£58.1m**.	
469	Recruitment for 16-18 programmes was strong, however, there was downward pressure on the main income streams for Adults due to under recruitment at level 3. This was impacting on the expected outturn, along with the impact of the unexpected prior year Apprenticeship clawback of (£600k). Forecast outturn 2024/25 and future years	
470	Unanticipated clawbacks of Apprenticeship funding (£600k), the increase in National Insurance (£250k) and under recruitment in Adults (£600k) was putting pressure on the outturn EBITDA, which is forecast to be 2.56% compared to the budget of 3.53%. Income levels, mainly on Adult programmes, were £1.2m lower than the target and it was noted that this was likely to recur in future years as colleges competed for market share rather than achieving growth in student numbers. It was noted that costs increased for High Needs students as income levels rose.	
471	Pay costs were significantly below the budget and expected to have a positive variance of £800k by the year-end. It was noted that £370k of this was due to the decision to defer any pay award for 2024/2025 until additional allocations from the DfE had been confirmed, with further savings attributable to natural wastage and not filling non-essential vacancies. The continuing disparity between pay levels in FE and in schools was recognised by governors, which increased competition for staff in disciplines such as English and Maths.	
472	In response to questions about the deferment of any pay award the Interim Director of Finance reported that a 2% uplift had been included in the budget from 1st February 2025, but this had been prior to the Government decision to increase employers' NI contributions from April 2025. Proposals on pay would be built into the draft budget for 2025/2026 (subject to affordability) and submitted to the July Corporation meeting for approval.	JL/JS
473	A governor asked whether that would be an opportunity to consider a higher pay increase and its impact on the future financial position. The Principal responded that one possible option would be a non-consolidated payment to staff, which may be a more sustainable alternative, but would probably not be favoured by staff.	
474	Restructuring costs had not been included in the projections as it was still uncertain as to into which year these would fall. Any such costs that incurred in 2024/25 would reduce the outturn EBITDA further, possibly by £700k or 1.4% EBITDA. This impact on EBITDA could impact on adherence to the current bank covenants. Discussions continued with the bank regarding an amendment to the covenant calculation.	

475	Governors were reminded that the increase in NI costs was effective from 1st April 2025 and would be £0.75m for a full year. Initial funding support from the DfE was estimated at approximately 90% of this figure, based on the College's income for 16-18s, non-16-18s and apprentices.	
476	Recruitment on higher education programmes was below the target, with small groups making some provision unviable in future. A revised HE Strategy would be presented to the Learning & Quality Committee for consideration.	KL/DT
477	A governor asked about the details of the College's loan for the Wisemore Campus. The Principal explained that this was on a 25 year term, with 10 years remaining. There was a substantial penalty for early repayment and it was felt that the amount of the College's debt was manageable, particularly when considered against that of other FE providers.	
478	The Interim Director of Finance was asked to include a sensitivity/risk analysis within the report on the draft budget to be presented to the July Corporation meeting, given the number and extent of the unexpected costs. The current staff costs to income ratio was too high compared to sector averages and needed to be under 70%.	JL/JS
479	The Principal advised that the clawback of apprenticeship funding had occurred in a number of colleges within the FE sector, as the DfE was tightening the funding rules. It was important that the Corporation was sufficiently assured that it could determine its own future through financial stability. The level of challenge received by management from governors at this meeting was welcomed and was viewed as positive.	
480	**Resolved – That the Policy on LGPS Discretions be approved**	
	SEARCH & GOVERNANCE STANDARDS COMMITTEE	
481	The Committee Chair provided a summary of the Search & Governance Standards Committee meeting held on 15th May 2025.	
482	Governors had discussed a report on attendance in 2024/2025, which was 78% overall, against a target of 75%. The sector average for 2023/2024 was 82.2% and it was recommended that the target for 2025/2026 should be increased to 80%. It was important that any data on attendance was accompanied by the context for governor absences and this would continue to be included in monitoring reports.	
483	It was noted that there were a number of individuals whose attendance was below the current year's target and these would be followed up by the Chair of the Corporation and the Head of Governance during the annual performance review process. The attendance level of the Learning & Quality and Finance & Resources Committees was 64% and 67% to date, but there is an opportunity to improve this with the final cycle of committee meetings.	
484	Following an application and subsequent meeting with members of the Committee, Andrew McIntosh, a qualified accountant, had been recommended for appointment to F&R Committee for a year as a co-opted member. The Corporation requested that Andrew's CV should be circulated to all governors and that approval for this appointment should be sought via a written resolution.	LV

485	Succession planning would be important over the next year as a number of existing governors would reach the end of their terms of office and would not be eligible for re-appointment unless there were extenuating circumstances.	
486	The Committee had received for information a number of sector governance reports. The most prominent of these was the FE Commissioner's report on Weston College, which highlighted a number of areas of poor governance practice. This would be circulated to all governors for information.	LV
	Revised Committee Structure	
487	The Head of Governance presented proposals for a revised committee structure from 1st August 2025. These had been developed following the Finance & Resources Committee meeting and subsequent discussions amongst committee chairs, the Principal and the Head of Governance. It had been apparent that the remit of the Finance & Resources Committee was too broad for meetings to be effective and enable members to consider matters in sufficient detail.	
488	A list of key responsibilities for each committee was received. The terms of reference for each committee would be revised and submitted for Corporation approval.	
489	One of the main changes was to de-couple the Finance and Resources elements and to have separate committees for each. It was felt that Human Resources needed to be given a more prominent role as this is the College's most significant asset and the highest percentage of its costs. It would be useful for one committee to cover all aspects of HR together with Remuneration (which would remain as a Part 2 – Confidential section of the committee's business. It was agreed that the title of this committee should be 'People & Remuneration;	LV
490	The remit of the Capital Projects Working Group would be subsumed into the Resources Committee to avoid any duplication. Governors concurred that the Learner Voice Committee needed to be visible within the structure. Innovation and business growth also should be included within the framework.	LV
491	Revised committee memberships would be discussed with individual governors as part of the annual performance review process. In response to questions as to whether the Board's current membership was sufficient to populate the new structure the Head of Governance reported that this had been considered and was adequate at the moment. Governor recruitment, terms of office and succession planning would remain a high priority.	
	Nomination & Election of Chair and Vice-Chairs	
492	The Head of Governance presented revised proposals for the nomination and election of the Chair and Vice-Chairs. Governors were advised that the existing Chair and Vice-Chair had been in post for 3 to 4 years without any renewal of their mandates.	
493	It was intended that both processes would take place prior to the next Corporation meeting, at which the names of the successful candidates would be submitted for approval.	
494	**Resolved – 1** That the appointment of Andrew MacIntosh as a co-opted member of the Finance Committee be approved through a written resolution and that all governors should receive a copy of his CV	

	2 That the revised committee structure be approved for 2025/2026, subject to the amendments discussed above 3 That the revised process for the nomination and election of the Chair and Vice-Chairs of the Corporation be approved	
	SCHEDULE OF MEETINGS 2025/2026	
495 496	Governors received a draft schedule of meetings for 2025/2026. It was recognised that some of these may be subject to amendment following the approval of the new committee structure. Individuals were asked to contact the Head of Governance if they had any comments and the timings of meetings would be discussed at committee level. **Resolved** – That the meeting schedule be approved, subject to any further amendments required to align with the revised governance framework	ALL
	TENDER FOR MANAGEMENT INFORMATION SYSTEM	
497 **498** **499**	The Assistant Principal MIS reported that there had been a good level of progress in the tender processes for key College systems – Employer Responsive and HR/Payroll. The Finance & Resources Committee had delegated authority to its chair to approve the preferred bids. However, only one tender had been received for the MIS and, due to the length of time involved in configuration, implementation and testing, approval was sought from the Corporation to approve this bid (as required by the Financial Regulations) **Resolved** – That the tender received from OneAdvanced for the College's MIS be approved	
	DATES OF FUTURE MEETINGS	
	17th June Audit Committee 24th June Finance & Resources Committee 1st July Learning & Quality Committee 10th July Corporation	

The staff governors and members of the Executive Team left the meeting at this point.