

## CITY OF WOLVERHAMPTON COLLEGE

### Minutes of a Meeting of the Board of Governors held on Monday 11 March 2024 at 5pm via Teams

#### PRESENT

Mr Mike Hastings - Chair	Mr Mal Cowgill – Principal and CEO
Ms Dionne Barrett (on Teams)	Mr Gabriel Gregorini (on Teams)
Mr John Bradford	Ms Wendy Harris (on Teams)
Mrs Jane Carter	Mr Darren Shaw
Mr Sam Duru	Mr Mark Taylor (on Teams)
Mr Trevor Dutton	Mr Scott Thompson – from 5.05pm
Mr Simon Evans	Mrs Amanda Tomlinson
Mr Ian Gardner – until 7.30pm	

#### IN ATTENDANCE

Mrs Alison Buick	Head of Governance
Mr Paul Davies	Director of Finance
Mr Mike Dixon	Assistant Principal
Mrs Louise Fall	Deputy Principal
Mr Peter Merry	Deputy Chief Executive
Ms Lynn Parker	Assistant Principal

The Chair welcomed all to the meeting and thanked Governors for attending.

#### **50/24 APOLOGIES AND DECLARATIONS OF INTEREST (ITEM 1)**

Apologies were received from Hshaana Knight.

Mark Taylor made his usual declaration regarding his conflict of loyalty as an employee of Wolverhampton Council.

#### **51/24 MINUTES (ITEM 2)**

It was **resolved** that the minutes of the meeting held on 29 January 2024 be **approved**.

#### **52/24 MATTERS ARISING AND ACTIONS (ITEM 3)**

Governors reviewed the actions from the previous meeting and noted the following:

- The Anchor Group activities would be a topic for the next Governor Strategy Day in May.
- Destinations data had been circulated as agreed.
- The ATAC tour had been deferred until May.
- A discussion on working together on digital skills had taken place.
- The Principal had recently met the Chief Executive of the chamber. A project looking at AI innovation had been discussed.

#### **53/24 CHAIR'S ACTIONS (ITEM 4)**

Scott Thompson left for the duration of this item.

The Deputy Chief Executive noted the procurement process for the installation of speed gates across the college, details of which had previously been emailed to Governors for consideration. For reasons set out in the email, it had been proposed

to award the contract to Thompson AV, Scott Thompson's company. Agreement to this had been secured via email in February 2024.

**Resolved** – that Governors formally approved the previously agreed action to award the speed gates contract to Thompson AV.

**54/24 CORRESPONDANCE (ITEM 5)**

The Deputy Chief Executive commented on two letters that had been received. One related to notification from the ESFA of a funding audit and the other to a letter from the Council regarding the updated Memorandum of Understanding with the college. The audit had started on 11 March and the outcome would be submitted to Audit Committee in due course.

**55/24 STRATEGY (ITEM 6)**

Property, Rail and CLQ

The Deputy Chief Executive gave an update and the following were noted:

Rail

- A timeline to show the history of the rail provision and how it had developed had been provided as previously requested.
- The West Midlands Rail Strategy had been presented to the Rail Task & Finish Group on 26 February.
- The TRIA brand had been launched at BCIMO with the West Midlands Mayor and other stakeholders attending. Much positive PR had been generated from this, including in trade press as well and local and regional outlets. There was also a feature on the WMCA website.
- An update on the rail delivery locations was given

*Coventry*

A new location was being sought as the original proposal had been deemed unsuitable.

A Governor noted that there had been press coverage about the Coventry VLR test track in Coventry in the previous week. Management would review this.

Action: Deputy Chief Executive.

A Governor commented that the decision to seek different premises in Coventry was appropriate and demonstrated a mature approach to managing the risks.

*Aston*

The lease was contingent on planning permission, which was awaited. It was clear that there was a high level of demand for the provision in this area.

*Dudley*

Delivery was going well, although there were some potential risks with the site as set out in the written report. The Director of Finance commented further on these.

- The WM Mayor was keen to support growth and improvement in transport generally and rail in particular, so this was very positive.
- Funding for the college provision was only secured until 2024/25 so there was a known risk and contingent liability for the BCIMO lease.
- BCIMO was largely funded by Dudley Council and WMCA. There appeared to be little current activity on the site other than the college. There would be opportunity to take further space, if required in future, subject to review of contingent liabilities. The current lease cost was £120k per year.

- If any major risks materialised at BCIMO, the college provision could be re-located to Aston if necessary.
- Some financial modelling had been done to look at costs, margins and income levels that would be necessary.
- The college risk register would be updated to reflect the current position.

Governors discussed the rail provision. It was commented that forthcoming Mayoral elections may result in a different priority and that there could be implications for the college if there was political change. The Principal's view was that a Labour Mayor was likely to continue to support rail and transport, but that speaking to candidates was difficult. The Shadow Minister for Rail had recently visited BCIMO.

The Deputy Chief Executive noted that Dudley Council had recently published a strategy document that included commitment to BCIMO. A Governor asked what funding streams BCIMO had, but there was limited public information on this. WMCA were using BCIMO more as an event venue, which was raising its profile.

The Deputy Chief Executive gave an update on the partnership agreement with NIS. Heads of Terms had been agreed but these needed to be formalised into a legal document. Agreement to delegate the approval of this was sought. Following discussion, it was **agreed** to delegate approval to the Chair and one of the Vice Chairs, assuming that there were no major changes. Any significant changes would be brought back to the Board.

#### Paget Road

- The indicative market value in 2019 had been £7.5m. The Council had updated this in 2023.
- Part of the site was leased to St Peter's school for two years plus a further one year on a rolling monthly basis.
- The Council held the freehold for the Wolf Mountain premises on the site.
- The college would work with the Council to obtain the best sale value for the site. Governor approval was needed for the college to jointly engage Bruton Knowles on this.
- A third party had expressed an initial interest in the site, which had both greenfield and brownfield aspects.

A Governor asked if the Council's 2023 valuation should have been expected to be higher. The college did not have full details. Regardless of the valuation, the college priority was to obtain the best price that a purchaser was willing to offer.

The Chair noted that CTOG had discussed the college getting its own valuation. Management were aware that the cost of this was around £125k and felt that discussing options with the agent would be better.

A Governor asked about the appointment of Bruton Knowles. It was confirmed that they were selected through the Council's procurement process.

**Resolved** – that Governors approved the joint appointment of Bruton Knowles for work relating to the sale of Paget Road.

#### Newhampton Arts Centre (NAC)

- Details of the current NAC position were as set out in the written paper.
- The college owned the freehold of the front of the site and the Council owned the freehold of the rear.
- An offer had been made and was lower than the college had hoped. However, taking into account the wide range of issues set out in the written

report, particularly the maintenance requirements, it was proposed to accept the offer, subject to further negotiation of a Restrictive Covenant preventing a non-competing educational use and otherwise restricting use to art and community-based activities and an 'Overage' Clause with negotiations to be initially based on the College being entitled to a level to be agreed between the parties, and with this applying over a period of 25 years.

Governors noted that receipts from the sale of NAC would contribute towards CLQ costs. The Council had committed to the continuation of NAC.

A Governor commented that the offer seemed low for the location of the site. Regardless of the valuation, the offer reflected the condition of the buildings and the options for use of the site.

A Governors asked whether the sale of NAC would create an impairment. This would need to be discussed with the external auditors. There would be no impact on the college's financial health score as profit or loss on disposal was outside of the scope of the ESFA's calculation for this.

**Resolved** – that the Board approved the sale of NAC for the offered price.

#### Headline College KPIs

The Deputy Principal stated that KPIs had been enhanced to give more information. They had previously been owned by EMT but were now the responsibility of SMT too. There were regular discussions at the four Success Committee meetings.

The details of the KPIs for term 1 had been included. Each now had a RAG rating, in response to previous Governor requests. It was expected that more would be green as the year progressed.

KPIs were a potential topic for the next Governor Strategy Day.

A Governor asked how SMT were now owning the KPIs. The Deputy Principal responded that they were used to drive improvements and would be considered in appraisal and performance management. The regular review at committees had resulted in better buy in from the staff.

A Governor noted that current year targets were based on last year's actual outcomes, and asked if this approach risked lowering targets over time. The Deputy Principal responded that the approach to target setting would be refined as more data became available.

The Principal suggested that Governors attend Success Committee meetings if they wished.

### **56/24 COLLEGE UPDATE (ITEM 7)**

#### **Student Engagement**

##### Quality of Education - Update

The written report gave a full analysis of the current assessment against each of the four Ofsted judgement areas.

The current assessment was that overall the college could be judged as 'Good'.

There were some areas where necessary improvements had been identified, including consistency in some curriculum areas.

### Personal Development – Update

The Deputy Principal explained the areas within Personal Development and how it was rated by Ofsted. The college's own rating for this currently was 'Good'.

There had been a deep dive into tutorial activities, with a focus on careers guidance. Positive feedback had been gained from learning walks.

A Governor noted that Ofsted were doing thematic reviews, including for Careers, and asked if the college would be included in this. The Deputy Principal responded that the college had been selected as part of the Local Authority's involvement. The review had taken place in the previous week, mainly through desk top reviews and meetings with staff. It was felt to have gone well.

The areas for improvement were discussed. Governors noted that there was a focus on careers every four weeks in tutorial activities.

### **Student Success**

#### Curriculum Planning – Update

The Assistant Principal (Mike Dixon) gave an update that covered:

- Changes to the planning process.
- The process that had been launched with employers in October 2023 and then with other stakeholders such as the Council and WMCA.
- The process was nearing completion. 4Cast was being used to report and analyse the data provided and reviews included staff from HR, Finance and Funding teams to ensure that there was robust discussion of the plans with the curriculum managers. Some examples of the types of challenge were given.

A Governor commented on his recent attendance at some of the planning meetings. The process had evolved to a more meaningful discussion and whilst data had been used, it was not the focus of the meeting in the way that it may have been previously.

A Governor commented that the process appeared robust and asked how KPIs were aligned to the planning to inform what worked well. The Deputy Principal confirmed that relevant KPIs, such as destinations, achievements and enrolment numbers, were taken into account. The curriculum plan then formed the basis of budget setting.

The Chair asked if staff were receiving enough support from Governors and the Assistant Principal responded that more was always welcomed.

### **People Engagement**

There was no update for this area at this meeting.

### **Business Success**

#### Management Accounts – January 2024

The Director of Finance presented the report and highlighted key points including variances in relation to income and pay and non-pay budgets.

Governors noted the following:

- The year to date position was a deficit compared to budget, but the gap appeared to be closing and related largely to timing differences.

Management was confident that partner and adult activity would reach budget by year end. The shortfall in apprenticeship income was noted.

- Pay costs were currently favourable to budget and early indications were that this would continue into February, even after the pay awards had been accounted for. There had been an in year uplift towards the cost of the Teachers' Pension Scheme, the value of which between April and year end was £118k.
- There had been some overhead savings in the year to date.
- A range of capital projects were ongoing, some of which would be during the summer.
- The Financial Health score was expected to be Good by year end.
- Bank loan interest was noted.
- The curriculum planning exercise was complete so budget planning would begin after Easter.

Questions and comments were invited.

A Governor commented that they had expected the current ratio to be better. The Director of Finance responded that it reflected the position after the change to the Barclays loan and that it was expected to be higher by year end.

The Director of Finance invited Governors to provide feedback on the current management accounts reporting format as he was happy to further develop this.

A Governor commented on the impact of partner income and the reliance on such activity.

The cash position was confirmed as being healthy, which Governors noted was a far stronger position than had historically been the case.

## **The Board of Governors received the Management Accounts to January 2024**

### Sustainability Strategy and Action Plan

The Deputy Chief Executive had provided an update as it was 12 months since the Board had approved the strategy. There was a particular focus in the update on matters relating to estates, tenders and procurement.

Governors noted the various activities that were taking place, especially those with students and teaching/learning focus. There was regular review through the Success Committees.

A Governor asked if the college work was linked to that of other Anchor network organisations, as there was much work going on. The public sector de-carbonisation scheme was one example where there were funds available. It was agreed that the college would further consider this.

### Partnerships Update

The financial position for each of the current partnership arrangements was set out in the written report. There had been growth since the submission of the R05 return in December and R06 in February.

Governors noted that:

- One of the contracts was coming to an end.
- Take up for electric vehicle provision was increasing after a slow start.

- The BlackRook media contract was performing particularly well and it was proposed to increase their contract by £183k. Approval for this was requested.

**Resolved:** that the Board approved the increased contract value for BlackRook as set out in the written report.

(Ian Gardner left at 7.30pm)

#### **57/24 GOVERNANCE UPDATES (ITEM 8)**

The Head of Governance commented on three items. These related to:

- Meeting Dates for 2024/25 – a draft schedule had been prepared and would be circulated for comment after the meeting. Some changes were proposed as outlined in the written report.
- External Governance Review – a scope had been agreed with the reviewer and discussed at the recent Search and Governance Committee, which recommended it for Board approval. The key themes were outlined; and
- Membership Update – Ioana Axinte had resigned with effect from 1 March 2024, leaving vacancies for the Apprenticeships Task and Finish Group and a Link Governor for Careers.

There were now two vacancies for External Governors, and the Search and Governance Committee proposed to defer actions to fill these until after the external governance review.

Jane Carter expressed interest in the Careers Link role and this was **agreed**.

Governors interested in the Apprenticeships vacancy were asked to contact the Chair or Head of Governance.

**Resolved:** that the Board approved the scope for the External Governance Review.

#### **58/24 COMMITTEE REPORTS (ITEM 9)**

The minutes of the following recent meetings had been circulated:

- Apprenticeships Task and Finish Group 15 February 2024.

There were no recommendations from this meeting.

The Rail Task and Finish Group had met on 26 February 2024 and the minutes of this would be circulated. Key updates from this had been presented earlier in the meeting.

**The Board of Governors received the committee reports.**

#### **59/24 ANY OTHER BUSINESS (ITEM 10)**

None.

#### **60/24 CONFIDENTIALITY (ITEM 11)**

**It was resolved that the following reports would remain confidential:**

- **Rail, Property and CLQ Update**
- **Partnerships Update**

**61/24 DATE AND TIME OF NEXT MEETING (ITEM 12)**

Board of Governors – Monday 13 May 2024 at 5pm at Wellington Road

The meeting ended at 7.35pm.