

CORPORATION

Minutes of the Meeting held on Tuesday 14 December 2021 at 17:30

A Microsoft Teams Meeting

Present

Governors:	Neill Bucktin (NB)	Chair
	David Ash (DA)	Vice-Chair
	Zalina Bingham (ZB)	
	Steve Bolton (SB)	
	Helen Butler (HB)	
	Leon Evans-Lochlin (LEL)	
	Kevin Gaffney (KG)	
	Tony King (TK)	
	Denis Miles (DM)	
	Sarah Owen (SO)	
	Steph Simcox (SS)	
	Evan Whakahau (EW)	
	Gary Woodman (GW)	

In Attendance:	Nathan Coughlin (NC)	Bishop Fleming (Partner)
	Nicki Williams (NW)	Vice Principal and Deputy Chief Executive Officer
	Cherie Clements (CC)	Assistant Principal Finance & Corporate Operations
	Claire Heywood (CH)	Deputy Principal
	Claire Beaman (CB)	Curriculum, Resources and Quality Executive Director
	Julia Breakwell (JB)	Vice Principal Information Systems and Student Experience
	Peter Robinson (PR)	Assistant Principal HE, Standards & Development
	Tony Green (TG)	Assistant Principal Funding Data & External Contracts
	Kay Kavanagh (KK)	Clerk to the Corporation
	Donna Gibson (DG)	Deputy Clerk

Action

51.1 Welcome & Apologies

The Chair welcomed governors to the meeting. Apologies were received and accepted from Kyra Peace.

Addendum: It was confirmed by email to the Clerk on 15 December that the Principal had been unable to either attend the meeting or submit his apologies due to a family medical emergency.

College Financial Statements for the year ended 31 July 2021

Nathan Coughlin from Bishop Fleming explained that due to an update in the Post-16 Audit Code of Practice, External Auditors are now required to present the College Financial Statements for the year ended 31 July 2021 to the full corporation. NC added that these had been discussed at the Audit Committee and recommended for approval by the Corporation.

NC provided an overview of the Financial Statements confirming that a clean audit opinion is being given for both financial statements and regularities.

As this was the first year that Bishop Fleming Have worked with the College, NC gave his thanks for the support and confirmed that he was pleased with the level of engagement received from management, and the efforts made during challenging Covid times.

There were no questions.

NC left the meeting at 17:35

51.2 Declarations of Interest

Governors were asked to declare any Interests, financial or otherwise, which they may have in any agenda Item. No declarations were made.

51.3 Minutes of the Last Meeting

Governors **approved** the minutes of the meeting held on 12 October 2021 as a true record for signature by the Chair.

51.4 Matters Arising

Governors reviewed the Matters Arising report and **noted** progress, with actions complete.

51.5 Determination of any other urgent business

Governors **determined** that there was no other urgent business.

51.6 Principal's Report

a. Principal's Update for Governors

As the Principal was absent from the meeting, a Principal's Report will be presented at the next meeting of the Corporation.

b. Curriculum and Quality Key Performance Indicators

PR provided an overview of the Curriculum and Quality Key Performance Indicators, highlighting:

- Attendance is at 89%, against of target of 90% (Amber due to the likelihood of not achieving the target due to Covid)
- Retention rates for FE remain high at 99%
- HE Continuation for FT year 1-2 is at 77%, below the target of 85%. This is mainly due to the area of Sport, where a less than anticipated number of students returned.
- 57% of students are on track to achieve.
- 32% of students are achieving merit grades (target of 50%), and 21% are achieving distinction (target of 30%)
- Staff absence days are at 1.40, against a target of 4.5.
- Staff short term absence is at 0.67 days, against a target of 2.

A governor **questioned** if attendance rates are similar across the sector. PR confirmed that they are.

c. Financial Key Performance Indicators and Management Accounts Summary

CC advised that the format of the report has now been updated to include the good practice advice from the AoC.

CC provided the following highlights:

- Forecast outturn is £29k behind budget at £767k deficit
- Income is projected to be higher than budget at year end by £838k. This is due to the 1619 Tuition Fund and a CCF Project. There is a projected full year variance on Fee Income of £84k based on actual learner numbers.
- Pay costs are projected to be higher than budget at year end by £115k. The NMW and NI increase are factored into our forecasts.
- Non-pay costs are projected to be higher than budget at year end by £752k. The majority of this additional spend is linked to the additional income being Tuition Fund and CCF Project.
- Cash, and cash days in hand are significantly higher than currently budgeted, at 136 days, due to a higher opening balance. This will drop by July 22 (to 89 days), with March 22 being a particularly low month (71 days).
- The Financial Health rating is projected, and currently, at 'Good'. Current points are 200, if the College's score drops to 170 it would be 'Requires Improvement'. The EBITDA calculation is the one most at risk due to the deficit position and sensitivity.

CC described the new graph within the report for 'I&E Forecast Variance to Budget'. This type of graph is called a waterfall/bridge chart.

A governor **asked** if the triennial defined benefit will be reported next year. CC confirmed that the valuation would be taken in April 2022, and our results would be due around October 2022. CC is positive about the valuation opportunity.

Governors commented that they found the new format beneficial and thanked CC.

d. **Learner Number Update**

CC provided an overview of the student numbers vs target for 2021/22 (as at 07/12/21), highlighting:

- Currently there are 2497 learners against a target of 2642 (funding allocation, from the ESFA, is 2499)
- Adult Classroom Learning is at £1 million, which is 73% of target.
- College Apprenticeship provision current projection is £1.3 million, which is 91% of target.
- Higher Education students overall are currently at 86% of target. This excludes any CIPP enrols. Within this, full-time courses are at 98% (131 vs 134) to target and part-time courses 69% (64 vs 93) to target.

There were no questions.

Governors **received** the Principals update.

51.7 **Subcontracting**

Governors **monitored** partner performance/ quality outcomes for 2021/22.

Overall, the performance of active partners delivering apprenticeships shows broadly positive outcomes, with forward projections indicating stable activity (projections are based only on existing enrolments – apprenticeships are enrolled throughout the year).

TG explained that Covid continues to impact, with some partners still experiencing difficulties.

For the Adult Education Budget, again the projected outturn is relatively positive at this early stage of the contracting year, with activity buoyant in some areas compared to others (e.g. work with learners in the West Midlands). Again, enrolments take place throughout the year.

A governor asked if contractors are becoming providers in their own right? TG explained that they have the option, and we have seen the number of apprenticeship delivery partners reduce over the years. TG added that some continue to contract with the College due to the added benefits (i.e., information, funding updates, audit information)

Governors agreed to formally **receive** the partner performance/quality outcomes to date for 2021/22.

51.8 Employer Satisfaction Survey

TG explained that the report shows employer reviews for the College, year to date.

126 out of 151 (83.4%) reviews rate our service as either Excellent or Good. This exceeds the College KPI for this type of measure, which is currently set at “80%+ Score either Good or Excellent”.

There were no questions.

51.9 Audit Committee Minutes

Governors received the minutes of the Audit Committee meeting on 30 November 2021, noting the Audit Committee’s advice.

51.10 Audit Committee Annual Report

KG explained that this document is produced annually and summarises the work of the Audit Committee. It should provide assurance to the Corporation that the systems that are required to be in place have been in place during the year.

Governors **received** the Audit Committee’s Report to the Corporation for the year ended 31 July 2021 and thanked the Audit Committee for its work during the year.

51.11 Audit Committee Recommendations

a) Governors **received** the following items, on the recommendation of the Audit Committee:

- The Internal Audit Annual Report 2020/21 from RSM
- The revised External Audit Report from Bishop Fleming
- The Teachers’ Pension Statement from Bishop Fleming
- The Regularity Self-Assessment Questionnaire

A Governor **questioned** if the request from Bishop Fleming concerning the working papers for next year could be managed effectively? CC confirmed that a headline summary has been created. The changes are not envisaged to increase workload.

b) KG provided an overview of the following items and governors gave their **approval**, on the recommendation of the Audit Committee:

- The Audit Representation Letter

- The Engagement Letter with Bishop Fleming
- The Risk Management Annual Report 2020/21
- The Risk Management Plan 2021/22
- The Strategic Risk Register – Autumn Term 2021
- College Financial Statements for the year ended 31 July 2021

Governors **agreed** that digital signatures could be used when signing documentation, given the current Covid restrictions and advice.

KG explained that the Audit Code of Practice states that Corporations should give consideration where members of staff are on the Audit Committee. Currently there are no members of staff on the Audit Committee. Governors **noted** the advice and **agreed** that no changes were required to the Terms of Reference. The Audit Committee Terms of Reference were **approved**.

- c) Governors **monitored** the Procurement Report as recommended by the Audit Committee. Governors thanked CC and the team for their work.

51.12 Remuneration Committee

- a) Governors **approved** the Remuneration Committee Terms of Reference on the recommendation of the Remuneration Committee.
- b) DMi provided an overview of the Remuneration Committee's Annual Report.

There were no questions.

Governors **received** the Remuneration Committee's Report to the Corporation for the year ended 31 July 2021.

51.13 Governance and Search Committee

DA provided an overview of the minutes held on 9 November 2021, explaining that these were in draft and following updates were required:

- In respect to recruiting new governors, the text should explain that there are 'priority areas of focus'
- In respect of meeting attendance, the text should state 'option of remote attendance where Members are unable to attend in person.'

DA advised that the Governance & Search committee have been made aware of a request from Andrea Borwell-Fox, that due to time commitments, Andrea would like to defer membership of the Corporation for 1-year, returning in 2022/23 for a 3-year term. Governors **agreed**, and it was agreed that this will be discussed further by the Governance & Search committee to finalise the process.

KK explained that the Governance Improvement Plan had been created/updated following the Corporation Workshop held in October 2021. The output of the workshop gave areas of development. DA highlighted the following points/actions:

- The attendance level is currently at 53%, against the target of 85%. This is due to only one meeting having taken place, and the low level of attendance at that meeting.
- The addition of a short executive summary connecting the purpose to strategic objectives, risk or financial consequences of proposed actions and decisions, is to be added to all Corporation/Committee cover papers.

A governor **questioned** if open days and away days would count towards governor attendance targets. KK explained that only Corporation and committee meetings contributed towards the target, however, away days, workshops and governor insight scheme activities all contribute to item 3 of the Governance Improvement Plan (Governors attend an external/internal stakeholder event at least twice a year).

Governors received the Minutes of the meeting held on 9 November 2021 and **approved**:

- The revised Governance and Search Committee Terms of Reference
- Governance Improvement Plan 21/24

51.14 Task & Finish Groups

- a) DM recommended to governors that there should be no further meetings of the Sustainability Task & Finish Group. This is due to the duplication of work with the internal College Eco Group, and DM also attending that group, as Governor Representative. Governors **agreed**. DM thanked EH, NW and PR for their work so far for sustainability.

Governors **received** the notes of the Sustainability T&FG meeting held on 17 November 2021

- b) GW provided an overview of the meeting, confirming that GCSE results had been discussed along with the grading and appeals processes. This included lessons learnt and preparation for 2021/22. GW thanked PR and the staffing team for their hard work.

Governors **received** the notes of the quality & Progression T&FG meeting held on 6 October 2021.

- c) Following the workshop held in September 2021, it was agreed that a Strategy Task & Finish group should be created. The Terms of Reference have been recommended by the Governance & Search Committee, for Corporation approval. NB added that the first meeting of the group would be in the Spring of 2022, with a further meeting in the summer term.

Governors approved the Terms of Reference for the Strategy T&FG.

51.15 Subsidiary Company Financial Statements

Governors **noted** that Molinna Limited and NEWCEL have not traded during the year, that the Annual General Meetings for NEWCEL was held on 14 December 2021, with Molinna scheduled to take place shortly. The Financial Statements for the year ended 31 July 2021 were noted by the Audit Committee.

51.16 Students' Union Annual Report

- a) Governors received and **approved** the Students' Union Financial Statements for year ended 31 July 2021

JB put forward a proposal for Corporation consideration and approval, for the removal of the Student Union.

JB explained that each year the student body elect a Student Union (SU). The Student Union at HoW is affiliated to the NUS. The SU has a complex constitution in place which includes defined roles and an inflexible election process.

The current and previous Students' Unions have not had any interaction with NUS other than sales of Totum cards (formally NUS cards). Over a four-year trend the appetite from students to join the Students' Union has continued to decline. Despite extensive promotion attempting to engage students, the recruitment of the Students' Union officer positions has been challenging. This has resulted with the college holding in year elections. This recruitment issue was further exacerbated by the pandemic and the resulting campus closures.

For these reasons it was agreed by SLT not to elect a Student Union in 20/21. In addition, the SU Income has significantly reduced over the last 4 years:

- The percentage of commission received from the sale of Totum cards has been reduced
- The number of students purchasing Totum cards (compared to the previous NUS card) has also reduced
- Students can access online discounts through many different systems which has made purchasing the Totum card much less attractive
- The income from the sale of the cards does just cover the NUS affiliation costs. (Income end of May £501, affiliation cost £250)

JB proposes that the Corporation approve the removal of the Student Union, to allow:

- HoW College to no longer affiliate to the NUS (which would mean HoW College would be free to have a different model of student engagement)
- To no longer recruit a Student Union. Instead to recruit an annual Student Ambassador cohort
- Student Ambassadors would be expected to participate in a minimum of two activities each year
- Income to support the rewards for the Student Ambassadors will be derived from the pool table takings. There is no cost implication to this as the table in Worcester is owned by the Students' Union and the contract for the tables in Redditch and Bromsgrove is a 50/50 split for HoW College and Dudas, who own the tables, there are no rental costs.

A governor questioned if an election could take place from within the Student Ambassadors? JB confirmed that this has been considered previously.

Action: JB to work with LEL to investigate opportunities within the Student Ambassador cohort.

JB/LEL

A governor asked what support is available to the Student Ambassadors. JB confirmed that Student Engagement Officers provide this support. They are also supported via Special Interest Groups.

Governors **approved** the proposal to remove the Student Union.

51.17 College Self-Assessment Report

CB explained that since the draft version was presented at the October corporation meeting the only changes have been the addition of final data, a few minor amendments to wording and design features.

For 2020/21 it is proposed that a grade 2 'Good' is awarded for overall effectiveness derived from the following judgements across all aspects of the College SAR:

- The quality of education - Grade 2 (Good)
- Behaviour and attitudes - Grade 2 (Good)

- Personal development - Grade 2 (Good)
- Leadership and management - Grade 2 (Good)
- Education programmes for young people (EYP) - Grade 2 (Good)
- Adult learning programmes - Grade 2 (Good)
- Apprenticeships – Grade 3 (Requires Improvement)
- Provision for learners with high needs - Grade 2 (Good)

Governors **raised** the following questions:

- What areas are closest to moving up to grade 1, and which areas are closest to moving down to a grade 3? CB explained that there are several areas close to reaching outstanding, including some Foundation programmes, Creative Arts and Business. Conversely, areas that are a lower Grade 2 include Public Services, Construction and Engineering, Sport and Apprenticeships (already a Grade 3).
- Regarding the table on page 59 of the report, would it be possible to add the detail of direction? For example, is an area moving towards a higher or lower grade. CB confirmed that this detail could be provided.

Governors **approved** the final Self-Assessment Report for 2020/21.

51.18 College Strategic Plan

Governors **noted** that this will be reviewed at a later date.

51.19 Higher Education

Academic Board

PR provided an overview of the meeting. There were no questions.

Governors **received** the Minutes of the Academic Board meeting on 16 November 2021.

Higher Education Self-Evaluation Document and Action Plan

The HE SED reviews the quality assurance framework and student performance annually. The SED shows student performance, NSS results and feedback from Curriculum Leads, validating bodies and external examiners.

The reports shows that even with the impact of COVID being considered, students had a successful year of study in 2019/20, with achievement, continuation, and evidence of graduate outcomes, remaining strong.

The main strengths of college provision are identified as:

- Supportive and responsive HE teaching team; staff have adapted to learning online very well, and this has been acknowledged directly by students and in NSS scores
- Good quality student experience, evidenced by higher, than national benchmarks, NSS Scores for teaching and assessment practice showing that students enjoy lessons and find feedback valuable
- A robust quality assurance framework that strengthens continuous improvement and consistency in services and provision
- High levels of confidence in the College's HE and Professional provision from validating partner sand awarding bodies
- Strong impact on learners from "disadvantaged backgrounds" and groups who have lower levels of participation than national measures.

A governor **asked** how the College can benefit from the positive feedback. PR confirmed that to continue to provide the student experience and offer study

options that students require. The College has also increased the engagement in learner voice activities.

The six key focuses for the Improvement plan are:

- Refine the tutorial and enrichment parts of all HE programmes, to improve students' employability skills and personal growth
- Achieve approval for Social Work programmes from Social Work England
- Build on positive improvement in student experience in key subject areas, to continue to impact on student satisfaction scores
- Increase internal progression rates, to widen participation
- Focus CPD activities towards in class teaching reduce as students return to study on campus, whilst integrating the lessons learnt over the pandemic period
- STEM Curriculum Development for growth and to reflect local skills needs

PR added that following the peer review process, the College has received commendation from both from the University of Wolverhampton and the University of Worcester.

Governors **approved** the Higher Education Self-Evaluation Document 2021/22 and Action Plan.

51.20 Education and Skills Funding Agency (ESFA) Financial Health Review

CC explained that following the submission of the Financial Forecast and Return, this is the annual ESFA response, which confirms the position of 'Good' financial health.

Governors **received** the ESFA Financial Health Review and College Dashboard.

51.21 Safeguarding Report 2020/21

JB provided an overview of the report, highlighting:

- The College successfully achieved the Quality Standard in Carers Support accreditation in 20/21.
- 129 learners had a safeguarding concern Some learners had multiple safeguarding incidents resulting in 210 safeguarding incidents.
- Retention and achievement data (now including 'At Risk' learners):
 - Criminal Convictions -16.9%
 - Independent Living +6%
 - Care Experienced -7%
 - Safeguarding +9.4%
 - Young Carers +14.7%
 - Young Parent + 1.8%

There were no questions. Governors **received** the Safeguarding Annual Report for 2020/21.

51.22 Prevent Strategy, Risk Assessment and Action Plan

JB explained that the current threat level has increased since writing the report. Due to this the plan and risk assessment has been reviewed.

The following additions have been included in the strategy:

- Change to threat level

- Increased focus for online safety awareness including introduction of the Elements programme developing critical thinking skills
- Achievement of Cyber Essentials plus
- The change from Esafe to Smoothwall

The following additional items have been identified from the Prevent risk assessment for action in 2021/22:

- Ensure any gaps in the delivery and embedding of wider curriculum themes and aspects are addressed as learning returns to its pre-Covid state, to ensure all learners develop their skills, knowledge, and behaviours beyond their academic/vocational programme, are well prepared for next steps and can live and work successfully in modern Britain
- Review 3D printing access procedures.

In 2020/21 there were 2 recorded safeguarding incidences for Prevent/radicalisation and extremism, neither of which were required to be referred to Channel.

There were no questions. Governors **approved** the Prevent Strategy, Risk Assessment and Action Plan for 2021/22.

51.23 Equality and Diversity

JB provided an overview of the annual report. There were no questions.

JB confirmed that the equality, diversity and inclusion objectives and EDIMs action plan has been divided into key themes of:

- Mental Fitness
- Sexual Violence and Sexual Harassment
- EDIMs (vulnerable learners)

Each objective is both staff and student focused, and action point responsibilities are assigned across corporate services and curriculum departments.

EDIMs are in line with Ofsted reporting and monitoring and have been identified based on vulnerability of cohorts and those that have barriers to achievement:

- Care Experienced learners aged 16-24
- Independent Living learners aged 16-18
- Young Carers aged 16-25
- Those in receipt of Free College Meals (FCM) aged 16-18

Governors **received** the Equality and Diversity Annual Report for 2020/21 and **approved** the Equality and Diversity Objectives and the Equality and Diversity Impact Measures (EDIMs) and Action Plan for 2021/22.

51.24 Governor Insight Scheme

Governors **received** an update on the Governor Insight Scheme.

Governors have attended SAR Validations, HE Quality Reviews and the Performing Arts Winter Show.

Governors will continue to receive invitations to participate in events for the remainder of the 2021/2022 academic year and these will include Business Support Scrutiny Reviews in January 2022.

51.25 Any Other Urgent Business

There was no other business.

51.26 Date and Time of Next Meeting

Tuesday 25 January 2021, 17:30, via Microsoft Teams

Student Governors, SLT members and DG left the meeting at this point

50.18 CONFIDENTIAL ITEMS

- These matters are recorded as Confidential Minutes

50.21

50.23 RESTRICTED CONFIDENTIAL ITEMS

These matters are recorded as Restricted Confidential Minutes.

There being no further business, the meeting closed at 19:35

Signed:

Date: