



**APPROVED MINUTES OF THE
BOARD OF GOVERNORS MEETING
HELD ON THURSDAY 14th DECEMBER 2023**

Present: Gary Baines, Gill Banks (Principal), Tim Kelly (Chair), Jayne Winders, Simon Wrigley (staff governor), Ian Evans (Staff governor), Lucky Ali, Paul Smith, Carol Ambrose, Ali Amirkhalili, Paul Gaskell, Penny Haughan, Joanne Henney, Philip Vickerman, Amelia Jones (student governor)

In attendance: Christine Carter, Vice Principal – Curriculum
Phil Jones, Vice Principal – Quality
Kevin Williams, Vice Principal – Finance, MIS & Estates
Nikki Leising, Financial Controller
Ryan Morris, Administrator to Governors
Lesley Venables, Governance Professional
Martin McNeill, External Governance Reviewer (observer)
Rory McCall, Wylie & Bissett (External Auditors) – minutes 91 to 97

APOLOGIES FOR ABSENCE

41. Apologies for absence were received from Richard Mawdsley and Karen Lowe.

DECLARATIONS OF INTEREST

42. The following standing interests were declared:
- Tim Kelly - any matters relating to the Merseyside Pension Fund
 - Paul Smith – employed by Wirral Metropolitan Borough Council and spouse is a member of staff at the College.

APPOINTMENT OF GOVERNORS & COMMITTEE MEMBERSHIPS

43 The Governance Professional advised that, following a search and selection process a number of new governors had been recommended for appointment by the Governance & Search Committee. It had been felt that these individuals would add strength to the Board and its overall skills profile.

44 A further process to identify a new chair had been undertaken, with a recommendation made by the Committee.

45 Governors were informed that a student governor had now been elected.

46 A revised schedule of committee memberships was presented for approval, which took account of the prospective appointments outlined above.

47 **Resolved** 1 That the following individuals be appointed as external governors for a 4 year term of office, commencing on 14th December 2023

Carol Ambrose
Ali Amirkhalili
Paul Gaskell
Penny Haughan
Joanne Henney
Karen Lowe
Philip Vickerman
Debbie Wilkinson

- 2 That Joanne Henney be appointed as Chair of the Board of Governors for a two-year term commencing on 1st January 2024.
- 3 That Penny Haughan be appointed as Vice-Chair of the Board of Governors for a two-year term commencing on 1st January 2024
- 4 That Amelia Jones be appointed as student governor for the 2023/2024 academic year.
- 5 That the revised schedule of committee memberships be approved

MINUTES & MATTERS ARISING

- 48 **Resolved** That the minutes of the meetings held on 19th October 2023 (parts 1 and 2) be approved as a correct record and signed by the Chair.
- 49 Governors received a report on the actions identified at the previous meeting and noted that all of these had been completed or were in progress.

WRITTEN RESOLUTION

- 50 The Governance Professional reported that the recent written resolution regarding a 7.5% pay award for all staff (excluding senior post holders) had been approved by a majority of governors. The Remuneration Committee would be meeting on 19th December 2023 to consider recommendations for senior post holder pay.

PRINCIPAL'S UPDATE

- 51 The Principal provided an update on recent College activities, including the final student outcomes for 2022/2023, the current position of the College and regional/national developments.

- 52 Enrolment numbers had increased in 2022/2023 compared to 2021/2022 (16-18: 4088 to 4384; 19+: 4284 to 4692, respectively). However, the overall achievement rate had reduced from 82.5% to 81.5%, compared to the national average of 83.8%. This was despite an increase in the achievement rate from 76.9% to 78% for 16-18-year olds.

- 53 Governors were reminded of the strategic aims for 2023/2024, which included delivering an outstanding student experience, greater consistency of provision across all curriculum areas, high quality teaching, learning and assessment, rapid improvement of under-performance areas (particularly for Study Programmes), recruitment and retention of

staff and more effective communication. This would be evidenced through the Strategic Implementation Plan, and a new approach to Curriculum and Business Planning (which had been active since September 2023 and included the introduction of Employer Advisory Boards to inform and co-design the curriculum), the impact of the 7.5% staff pay award and changes to on operational processes.

54 It was noted that the management team had identified the College's under-performing areas prior to the Ofsted inspection and had implemented remedial measures. Discussions had taken place with the FE Commissioner's team in terms of additional oversight, support and examples of best practice that could be applied.

55 Currently improvements could be demonstrated in attendance and retention rates for 16-18 and 19+, including a significant increase in English and Maths attendance (from 76.3% at the 2022/2023 year-end to 88.7% in December 2023, and 76.1% at 2022/2023 year-end to 84% in December 2023). Retention was 96.6% and it was noted that in 2022/2023 60% of 16-18 students who did not pass their qualifications had attendance levels of 50% or less. A more robust process for managing attendance and withdrawing such students was in place for 2023/2024.

56 In common with many other FE colleges there was still some concerns regarding the recruitment and retention of staff in Maths and English. The significant increase in the number of students studying these qualifications and re-taking examinations was a logistical challenge for the College.

57 Under the Local Skills Improvement Fund (LSIF) a total of £4.5 million had been secured to be shared amongst six colleges in the Liverpool City Region. Wirral Met College is also leading on the Building Employer Partnership project.

58 Governors also received an update from the Association of Colleges on the Government's Autumn Statement and its implications for FE colleges. Outline information was provided on the proposed Advanced British Standard qualification, which was under consultation.

59 It was noted that the ESFA had now combined the Accountability Agreement and the Duty to Review Local Skills Needs into one document. The College would be required to upload its submission by 30th June 2024.

60 The Principal thanked the staff and governors for their support in the first 4 months since her appointment.

CHAIR'S UPDATE

61 The Board received for information a report on the Chair's activities since the October 2023 meeting.

DRAFT SELF-ASSESSMENT REPORT 2022/2023 AND TRANSFORMATION & IMPLEMENTATION PLAN 2023/2024

62 The Principal reported that the College SAR was still under development following an internal validation process and would be submitted to the next Quality & Standards Scrutiny Committee meeting in January 2024. The deadline for uploading the SAR to the Ofsted portal was 31st January 2024. In previous years management had presented the draft SAR and Quality Improvement Plan at the December Board meeting.

63 The Principal reported that the proposed gradings of the curriculum SARs were 'requires improvement', with the exception of Prep4Life which was graded as 'outstanding' overall, all of which reflected the outcomes of the recent Ofsted inspection.

64 The SAR and TIP had been reviewed by the FE Commissioner's team and assessed as fit for purpose.

65 The focus of the Transformation & Implementation Plan (TIP) for 2023/2024 was to rapidly improve the quality of provision and overall effectiveness. The TIP included the detailed actions required, together with the responsible individual, completion deadlines, the intended impact and progress which would be monitored by management on a monthly basis and at each meeting of the Board.

66 In response to questions from governors on the common themes of the TIP the Principal reported that these constituted English and Maths, Study Programmes, Teaching, Learning & Assessment, tracking and monitoring.

67 **Resolved** That the Transformation & Implementation Plan for 2023/2024 be approved.

PROGRESS AGAINST STRATEGIC PLAN

68 The Board received for information a summary of the actions and impact of the 2022/2023 objectives, together with a draft set of strategic objectives for 2023/2024. The Principal advised that it had been difficult to assess overall performance as the Board had not been provided with any updates for Term 2.

69 In future each report submitted to the Board would detail which strategic objective it fulfilled. The Strategic Plan would also align to the SAR/TIP to provide a holistic and transparent view of performance, with the next update provided to the Board at the end of Term 2.

70 Initial work on a revised strategic plan would be an agenda item at the next governors' seminar.

71 **Resolved** That the strategic objectives for 2023/2024 be approved.

PROGRESS AGAINST KEY PERFORMANCE INDICATORS 2023/2024

72 Governors received for information a report on Key Performance Indicators as at the end of November 2023. The college had enrolled 2374 16-18 students, surpassing the previous year by 64 students. The majority of other indicators were positive, with contract numbers, attendance and retention rates meeting or exceeding the identified targets.

73 Overall attendance was 88.9%, reflecting the success of strategies to monitor and withdraw students with low attendance level. Retention rates had improved to 98.4% compared to the same period last year. A governor enquired why the total enrolment figure for December 2023 was 2374 against the September figure of 2440 and the target allocation of 2391. The Vice Principal- Quality reported that 66 students with attendance levels below 25% had been withdrawn in an attempt to increase achievement rates for the year.

74 Attendance rates for English and Mathematics had improved and overall were 83.7% for Mathematics and 82.3% for English. Ongoing interventions included one-to-one meetings, classroom visits and targeted Continuing Professional Development for staff to enhance levels of student engagement.

75 The College had 501 apprentices in learning, with 70 past their expected end date, mainly due to delays in the End Point Assessment (EPA) process. Recruitment data indicated growth, especially in the areas of Construction and Business, with a further cohort of 30 apprentices due to be enrolled in Engineering in January 2024. Retention of as many students as possible was a key priority for 2023/2024. In response to questions about Engineering apprenticeships the Vice-Principal Quality reported that some students were not acquiring the appropriate knowledge to reach their EPA. A different, more technical pathway was now being offered in this curriculum area, which should improve performance levels.

Summary of Enrichment and Success

76 Governors received a detailed report on success stories and promotional activities, including the selection of the College's charity for the year of 'Autism Together', the appointment of the new Vice Principal of Finance and Resources and a student being honoured at Buckingham Palace for their exceptional contribution to humanitarian causes.

Health & Saftey Update

77 The Board received for information an update on Health & Safety for Term 1 of the 2023/2024 academic year.

78 A total of 78 accidents / incidents had been recorded o date, all of which were classified as resulting in minor injuries. The majority of accidents/incidents had occurred at the Twelve Quays and Conway Park campuses (37 and 35 respectively).

79 An initial review had indicated that the College was not compliant with 24 of 27 statutory health and safety laws, which had now been reduced to 5. Governors were assured that the remaining items would be addressed by January 2024, with full compliance by April 2024. In response to questions about possible implications of non-compliance the Vice-Principal Finance & Resources reported that there were none of any significance.

80 It was noted that the Health & Safety Risk Register would be entirely rewritten to provide greater clarity for governors and management on the key risks and this would contribute towards and align with the College's overall Risk Register.

81 The Board was also advised that the number of near misses reported by staff and students was relatively low, which appeared to be due to a culture of non-reporting. There had been one RIDDOR-reportable incident which, although it had occurred over 12 months ago, had only just been brought to senior management's attention. Governors were assured that there were no significant implications relating to this incident.

82 The Board asked that future reports include information on the number of days lost for study or work as a result of any health and safety incidents. The Vice-Principal Finance & Resources was also asked to check the status of any other claims.

Amelia Jones left the meeting at this point.

EQUALITY, DIVERSITY & INCLUSION

83 The Vice Principal – Quality presented the annual report on Equality, Diversity & Inclusion for 2022/2023 and the Plan for 2023/2024.

84 The College's vision was 'to be an inclusive, outstanding College', which embraced the EDI agenda. The strategy was led by the Executive Assistant Principal in relation to the student experience and by the Director of Human Resources in relation to staff, working together to ensure that there is consistency across the organisation.

85 A formal EDI Steering Group comprised a team of people from across the College and includes representation from the two recognised trades unions, the Student Union and a nominated governor. Chaired by the Principal, it met on a termly basis and reviewed progress against the EDI action plan and scrutinised a wide range of data and indicators. The most recent of these took place in November 2023 with governor representation through the Chair of the Board. In future the Group would have a more strategic focus on gaps in the EDI data and how these could be addressed.

86 A new designated governor would need to be appointed in the New Year following the expiry of the current member's term of office.

87 The Vice-Principal Quality reported that 63% of the College's students had some form of learning difficulties or disability, which required a continuous investment in support and resources. One of the issues was that the College was often unaware of student needs prior to them attending their programmes.

88 The Principal commented that the recent staff pay award and the realignment of terms and conditions would benefit individuals at the lower end of the pay scale. It was also intended that staff recruitment for the new academic year would take place much earlier to align with the College's business and curriculum planning processes.

89 A revised EDI Policy was presented for approval by the Board, with only minor amendments.

90 **Resolved** That the EDI Policy for 2023/2024 be approved.

Rory McCall joined the meeting.

AUDIT COMMITTEE

91 The Chair of the Audit Committee presented a report on the meeting held on the 29th November 2023, together with the unconfirmed draft minutes.

92 The External Auditor presented the Management Report on the Financial Statements for 2022/2023. Governors had received the Financial Statements (including the Corporate Governance Statement) for 2022/2023 and the Letters of Representation, which had been previously reviewed by the Audit Committee.

93 No new control recommendations had been made for the year ending 31st July 2023, which was commendable given the challenging circumstances in which the College had operated. One issue had been raised on the regularity audit relating to the College's sub-contracting arrangements. The External Auditor was satisfied with the Board of Governors' assessment that it was a going concern and that the College would remain operational for the foreseeable future.

94 There were no qualifications in the audit report for the Financial Statements, however, the External Auditor's Regularity report drew attention to one instance where there was a regularity breach. This was not a qualification in the traditional sense (i.e. the auditors did not find any material misstatement), but the regularity report essentially highlighted the failure to follow internal controls surrounding the procurement of a subcontractor which led to a financial loss to the College.

95 The Committee noted that the auditors had never previously qualified the reports on either the Financial Statements or the Regularity Audit and that last year's matter was viewed as an isolated incident. ~~A small number of minor amendments were suggested by the Committee and would be incorporated into the final version presented to the Board at its December 2023 meeting.~~

~~94 A number of minor issues highlighted at the Audit Committee meeting had now been completed and unqualified opinions had been issued for both the Financial Statements and Regularity Audits, which enabled the Financial Statements to be approved by the Board and signed by the Chair and the Principal.~~

96 The Board also received for information the Audit Committee's Annual Report for 2022/2023, which summarised the work of the Committee and concluded that the Committee had discharged its responsibilities in accordance to the Terms of Reference.

97 The Committee had recommended for approval revised terms of reference, which aligned to the latest version of the Post-16 Audit Code of Practice

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| 98 | Resolved | 1 | That the Letters of Representation for both the Financial Statements Audit and the Regularity Audit for 2022/2023 be approved and signed by the Chair and the Principal and be forwarded to the Education and Skills Funding Agency (ESFA). |
| | | 2 | That the Audit Committee's revised terms of reference be approved |

Rory McCall left the meeting at this point.

FINANCE & RESOURCES COMMITTEE

99 The Board received a verbal report on the Finance & Resources Committee meeting held on 4th December 2023.

100 The Committee had discussed an update on capital projects, which included the Towns Fund project at the Hamilton Campus and initial plans for the expenditure of the Capital Transformation Fund grant from the ESFA (£7.7m). A draft for the latter would be submitted at the May 2024 meeting and final spend by March 2026. A tender process for the appointment of architects was underway and would be reported to the March Committee meeting.

101 Governors received the draft Financial Statements for 2022/2023 which had been recommended for approval by both the Audit Committee and the Finance & Resources Committee. The report summarised the College's financial activity and stated that the College had reported an overall operating surplus of £3,287K (compared to £1.350K surplus in 2021/2022). This excluded an actuarial pension gain of £3,302K and had resulted in Total Comprehensive Income of £6,589K for the year.

102 **Resolved -** That the Financial Statements for 2022/2023 be approved and signed by the Chair and the Principal prior to submission to the ESFA by 31st December 2023

MANAGEMENT ACCOUNTS

103 Governors received for information the Management Accounts for October 2023, which had been considered in detail by the Finance & Resources Committee at its meeting in December.

104 There had been increases in funding from several streams against the forecast, including 16-18-year-old income (£1,146,693), the Adult Education Budget (£441,982), High Needs Income (£213,1222) and Bank Interest (£200,000).

105. There were some variations to the agreed budget, namely, a decrease in HE income of £273,573, increased staffing costs of £1,327,800 and increases in teaching materials costs of £500,000. Overall, there was currently a surplus of £500,617 and the College's financial health rating of 'outstanding' had been maintained.

RETIREMENT OF GOVERNORS

106 The Board expressed its gratitude to the current Chair and Vice-Chair for their contribution to the College over the past 8 years.

DATE OF NEXT MEETING – Wednesday 27th March 2024



Signed: _____ Date: 4th April 2024

Chair

