



## **APPROVED MINUTES OF THE**

### **BOARD OF GOVERNORS MEETING**

**HELD ON WEDNESDAY 27<sup>TH</sup> MARCH 2024**

**Present:** Gary Baines, Gill Banks (Principal), Simon Wrigley (staff governor), Lucky Ali, Paul Gaskell, Ali Amirkhalili, Jo Henney (Chair), Richard Mawdsley, Karen Lowe

**In attendance:** Christine Carter, Vice Principal – Curriculum  
Kat Johnson, Head of Marketing (minutes 150 to 153)  
Phil Jones, Vice Principal – Quality  
Kevin Williams, Vice Principal – Finance, MIS & Estates  
Lesley Venables, Governance Professional

### **APOLOGIES FOR ABSENCE**

117 Apologies for absence were received from Ian Evans (staff governor), Penny Haughan, Paul Smith, Phil Vickerman, Amelia Jones (student governor) and Debbie Willkinson.

### **DECLARATIONS OF INTEREST**

118 There were no declarations of interest in any agenda item.

### **MINUTES & MATTERS ARISING**

199 **Resolved** That the minutes of the meetings held on 14<sup>th</sup> December 2023 (parts 1 and 2) be approved as a correct record and signed by the Chair, subject to the amendment of minute 94.

120 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 RESOLUTIONS**

121 The Governance Professional reported that the recent written resolutions regarding the Self-Assessment Report/Strategic Implementation Plan, a 7.5% pay award for all senior postholders and sub-contracting arrangements with 3DT had been approved by a majority of governors.

### **PRINCIPAL'S UPDATE**

122 The Principal provided an update on recent College activities, including the current position and regional/national developments.

123 The College had been selected by the Whitbread-Premier Inn Group to be the location of a mini-hotel training facility, which would provide opportunities for students from across the Liverpool City Region.

- 124 As part of a recent Ofsted inspection of Edge Hill University's Teacher Training provision the College had been assessed as 'Outstanding' and it was anticipated that this could drive up recruitment for future academic years.
- 125 The FE Commissioner had visited the College last week and been highly impressed with the investment in teaching, learning and assessment across the organisation. Under the ESFA's Curriculum Efficiency & Financial Sustainability scheme a National Leader in FE had been engaged to provide the College with additional capacity in relation to Teaching, Learning and Assessment and to make recommendations to address the areas for improvement already identified in the Ofsted report and the Strategic Implementation Plan. Governors were assured by the fact that any actions were being worked on by the Senior Leadership Team.
- 126 The College was starting to further enhance its reputation with the local education and business communities.
- 127 It was noted that the curriculum planning process for 2024/2025 had started much earlier this year and was closely linked to business and financial planning. Employers would be involved in the design of the curriculum through initiatives such as the Employer Advisory Boards.
- 128 A review of the management structure was underway, the outcomes of which were expected in May, together with an overhaul of the operational meetings timetable.
- 129 Governors were informed that management information reports had been under-developed in the past and were not driven by the Individualised Learner Records system. In response to questions as to whether this was a cultural issue, as it was easy for staff to blame the information generated for any difficulties, the Principal reported that there was a separation between changing the culture and ensuring that MIS reports were fit for purpose and supported decision-making, both of which were areas for improvement.
- 130 There had also been a lack of training in data analysis amongst the management team, with the majority of reports being communicated from the top tier of the organisation. Staff had now been consulted as to which reports they would find useful and data was more accurate and timelier. The Board would receive information in more accessible formats, including information on trends, with a demonstration planned at the next meeting.
- 131 All the recommendations made by the FE Commissioner's team were accepted by the Board and regular reports on progress would be provided at future meetings.
- 132 Remission levels across the College were inconsistent and were being aligned to the curriculum plan and associated costs. Managers would be held to account more rigorously for the performance of their individual areas.
- 133 A consultation process was underway regarding reducing the number of teaching weeks from 36 to 34 each year whilst increasing the weekly teaching hours to 24. This would enable sufficient planning to take place prior to the end of the academic year and for staff to be able to focus on enrolment and the start of term.
- 134 The number of policies within the overall framework was under review, with the intention of rationalising these into a core set that would then be available for staff to follow.

- 135 A full benchmarking review of the College's current position had not been carried out for some time, but would be scheduled into the cycle of business. There would be a funding review of the College's adult and apprenticeship provision prior to the end of July 2024, the outcomes of which would be reported to the Board after detailed discussion at the Audit Committee.

## **CHAIR'S UPDATE**

- 136 The Board received for information a verbal report on the Chair's activities since the December 2023 meeting, which included participation in the Annual Strategic Conversation with the ESFA, regular meetings with the Principal and Governance Professional and various events run by the Association of Colleges.

## **PROGRESS AGAINST KEY PERFORMANCE INDICATORS 2023/2024**

- 137 Governors received for information a report on Key Performance Indicators as at the end of February 2024. The College had currently enrolled 2333 16-18 students (compared to the target of 2437), surpassing the previous year by 10 students. Further enrolments on ESOL programmes would mean that the target would be met by the end of the academic year. The majority of other indicators had either met or exceeded the identified targets.
- 138 Overall attendance was 88.2%, reflecting the success of strategies to monitor and the withdrawal of students with low attendance level. Retention had decreased from 98.4% in the last report and was currently 92.1% (which was 2.1% lower than the same point in 2022/2023). However, this was 0.7% above the national benchmark (91.4%) and there should only be a small number of further withdrawals prior to the year end.
- 139 Attendance on English and Maths courses was rigorously monitored and the significant increase in the number of students re-sitting these qualifications was noted. A considerable cohort of learners had not been attending the mock sessions being run in their normal classroom environment currently and staff were working to address any mental health and anxiety issues to prepare them for the examinations later in the year. Ongoing interventions included one-to-one meetings, classroom visits and targeted Continuing Professional Development for staff to enhance levels of student engagement. The Principal advised that the College's outcomes would be assessed on the basis of the full study programme, including English and Maths.
- 140 In Maths fewer students had achieved high grades in the November examinations than in previous years, despite the larger cohort size. For English the reverse position was evident. External support had been secured to assist staff and students in raising performance levels. An overall English & Maths Strategy would be brought to the Board in May.
- 141 The Vice-Principal Quality presented the information from the National Achievement Rates (NARs) which had been published recently. The College was ranked as 4<sup>th</sup> out of the 6 local colleges. Achievement rates for each group of learners for 2022/2023 were as follows:

	2022/2023	NAR
16-18	78%	81.7%
19+	84.8%	87%
Apprenticeships	51.4%	54.3%
Overall	81.6%	84.2%

- 142 The College had 501 apprentices in learning, with 97 past their expected end date, mainly due to delays in the End Point Assessment (EPA) process. Recruitment data for 2024/2025 indicated a level of growth, especially in the areas of Construction and Business.
- 143 Currently the overall achievement rate was 56%, with 9 apprentices at risk of non-achievement due to their employers removing them from their course prior to the end point assessment so that they could be deployed within the company. A governor asked why the College could not assess apprentices throughout their programme and was advised that the EPA was part of the national policy for this type of qualification, with the College receiving payment in advance for this element. The importance of maximising achievement levels was emphasised as the College was 'on notice' from the Department for Education due to its poor performance in this area in 2022/2023.

## STRATEGIC PLAN

- 144 Governors received a progress report on each of the strategic objectives for 2023/2024.
- 145 The Principal presented the key activities of the strategic planning process following the governors' seminar in February 2024. Management was currently refreshing the curriculum offer in key areas such as ESOL so that it aligned more closely to the College's mission and objectives and reflected local, regional and national priorities. Provision needed to be reviewed annually in future to enable the College to be more responsive to changing local needs.
- 146 It had been agreed that the Vision would be replaced by a defined 'Purpose' of the organisation. A consultation process would be undertaken to obtain the views of all stakeholders. It was important to ensure that the Values were more meaningful and the Strategic Plan would include a number of Strategic Pillars supported by 4-6 Strategic Objectives and a set of Strategic Behaviours. Drafts of all these elements were presented to the Board based on the discussions at the seminar.
- 147 Through raising levels of challenge and ambition it was intended to keep as many learners as possible within the Wirral. High quality teaching, learning and assessment and facilities would continue to be conducive to future success.
- 148 A draft of the new Strategic Plan would be brought to the May Board meeting for consideration, after taking into account stakeholder feedback.
- 149 **Resolved -**
- |   |                                                                                                                    |
|---|--------------------------------------------------------------------------------------------------------------------|
| 1 | That the draft Purpose, Values, Pillars and Strategic Objectives for 2024/2025 be approved                         |
| 2 | That a draft of the Strategic Plan be submitted to the Board's May 2024 meeting following stakeholder consultation |

**Kat Johnson joined the meeting for this item.**

## **COLLEGE BRANDING**

- 150 The Head of Marketing gave a presentation on options for the rebranding of the College. The intention was to make the College brand more relevant and appealing to its wide range of users and stakeholders. Staff and students would be involved in the re-design process.
- 151 An external agency with experience in the education sector had been commissioned to undertake the detailed work and the new brand would be launched in September 2024. A governor asked why the implementation timetable was so short and was advised that the rebranding had been needed for a considerable time. Any further delay would impact on marketing materials that needed to be developed in the Autumn Term ready for 2025/2026. The College was also investing in a new website which would be operational from February 2025 and would be aligned to the revised branding.
- 152 In response to questions, the Head of Marketing gave an assurance that there was sufficient resourcing internally to achieve the desired outcomes.
- 153 Governors also noted the multi-faceted customer base that had to be considered by the rebranding, such as the differences between the East and West sides of the Wirral Peninsula, the needs of student groups and employers, together with the aim of instilling fresh pride in post-16 education.

**Kat Johnson left the meeting.**

## **AUDIT COMMITTEE**

- 154 The Chair of the Audit Committee presented a report on the meeting held on the 6<sup>th</sup> March 2024, together with the unconfirmed draft minutes.
- 155 The Committee had received a presentation from the Internal Auditors on role of the Audit Committee.
- 156 An Internal Audit report on the College's HE Framework was noted, together with progress against each of the Internal Audit recommendations.
- 157 Benchmarking information comparing the College to RSM's client base, the Management Accounts, Risk Register and a monitoring report on previous audit recommendations were discussed. Governors had also considered the outcome of the most recent Funding Audit, which had not identified any material adjustments required to the Individualised Learner Record.
- 158 The Committee Chair reported that the expanded membership and skills profile had had a positive impact on the content and level of debate at the meeting.

## FINANCE & RESOURCES COMMITTEE

- 159 The Chair of the Finance & Resources Committee presented a verbal summary of the meetings held on 1<sup>st</sup> March and 14<sup>th</sup> March 2024.
- 160 The Committee had received a report on HR indicators, including turnover, together with information on HR initiatives to address any issues. The overall absence level had increased from 6.22% in 2022/2023 to 7.02%, with short term absence at 4.10%.
- 161 A job evaluation exercise had been considered but was too costly and instead, the Vice-Principal Finance & Resources was undertaking benchmarking against a non-competitor college in the NW which would support the development of proposals on pay scales.
- 162 A number of new initiatives were noted – introduction of 2 hours' protected time each week, proposals for the reduction in the number of teaching weeks from 36 to 34 whilst increasing weekly hours and a coaching approach to performance management.
- 163 The Committee had received College's the Gender Pay Gap Report for 2022/2023. The mean gender pay gap in terms of hourly pay was 14.42% and the median was 12.86%, prior to considering the roles that individuals undertake within the organisation. This was a considerable increase compared to 2021/2022, where the mean gender pay gap was 7.63%. The upper quartile of staff was split between males (54.5%) and females (45.5%) in senior positions. The College's workforce was predominately female and, therefore, a significantly larger proportion of the other three quartiles were populated by females, which impacted upon the College's gender pay gap.
- 164 Further work was required to contextualise the content of the report and this was being worked on by the Principal and the HR Team. The Committee had requested benchmarking data on each KPI to be provided to future meetings, either from sector bodies or collected from similar-sized colleges.
- 165 The Balanced Scorecard was discussed and concerns were noted on the level of agency staffing (£700K to date in 2023/2024 and was projected to reach £1.3m by the year end). Governors were reassured that financial and business/curriculum planning processes were now in alignment.
- 166 The Management Accounts had been received for information and now included a section on risks and opportunities. The projected surplus at the end of 2023/2024 was now £264K compared to £818K in the original budget. Staffing costs had risen by £1209K, mainly due to the 7.5% pay award paid in December 2023 and additional staffing posts.
- 167 An update on capital projects was presented which highlighted a potential clawback of funding by the ESFA in respect of the T Levels capital project which was £41K underspent. Work was underway to identify options for the use of the £7.7m of Capital Transformation Fund monies, which needed to be spent by March 2026 – these would be brought to the Board for approval on the Committee's recommendation.

- 168 A progress report on the Towns Fund was received for information and it was noted that 2 of the 'spokes' had been re-negotiated and there is a further spoke where the College may have to pay back monies to the Council due to changing that part of the project. Overall progress had been slow but the engagement of an experienced project manager should address this.
- 169 A detailed Health & Safety report was discussed and it was noted that compliance levels had improved considerably this term. Accident reporting appeared to be low and this may be a cultural issue. One serious incident involving students was noted, together with an asbestos incident that had now been resolved.
- 170 Strategies on Environmental Sustainability and Climate Change would be presented to the Committee's June meeting for recommendation for approval by the Board.
- 171 Under Part 2 of the agenda the Committee had received a report on a legal settlement with a local contractor, which had now been resolved. In response to a question from the Board about measures to prevent a recurrence the Vice-Principal Resources reported that the Financial Regulations were being updated, in addition to the College only using approved suppliers for any future works and procurement was undertaken through formal frameworks, such as the Crescent Purchasing Consortium.

## **MANAGEMENT ACCOUNTS**

- 172 Governors received for information the Management Accounts for January 2024, which had been considered in detail by the Finance & Resources Committee at its meeting in March.
- 173 Income levels for 16-18, Apprenticeships and High Needs Learners had increased compared to the approved budget, with reductions in income for the Adult Education Budget, Higher Education and Commercial strands. Overall the projected surplus at the end of the 2023/2024 was now £264K compared to £818K in the original budget. The College's financial health rating remained at 'Outstanding'.
- 174 Staffing costs had risen by £1209K, mainly due to the 7.5% pay award paid in December 2023, but also included the cost of additional staffing posts and individual regradings. The other main variances were: an increase in teaching materials costs of £500K; £100K of other teaching costs; and £100K for transforming the curriculum following the Ofsted inspection.
- 175 Governors were advised that the format of the cashflow forecast was being updated as the current version did not reflect the capital grants received in 2022/2023 and 2023/2024.

## **QUALITY & STANDARDS SCRUTINY COMMITTEE**

- 176 In the absence of the Committee Chair, the Board received for information the unconfirmed minutes of the Quality & Standards Scrutiny Committee meeting held on 24<sup>th</sup> January 2024.

## PERFORMANCE & QUALITY CYCLE 2023/2024

- 177 Governors received for information the new Performance & Quality Cycle for 2023.2024, which had been discussed by the QSS Committee. This provided an overview of the curriculum and quality activities that took place within each month of the academic calendar for Further Education and Apprenticeships, with a separate cycle for the College's HE provision. The Principal reported that this process was already in use by staff and had enabled the College to provide both assurance and improvement of its framework.

## GOVERNANCE & SEARCH COMMITTEE

- 178 In the absence of the Committee Chair, the Board received for information the unconfirmed minutes of the Governance & Search Committee meeting held on 7<sup>th</sup> February 2024.
- 179 The Committee had recommended some amendments to its terms of reference and a schedule of link governorships. Each of the individuals identified in the latter had agreed to undertake these roles and full specifications and training would be provided.
- 180 The Governance Professional advised that the Committee had discussed attendance and there was an expectation for governors to achieve the identified target of 82.7% (which had been based on a national benchmark). Regular reports on attendance levels would be scrutinised by the Governance & Search Committee.
- 181 Governors would continue to be asked to confirm their attendance or provide apologies in advance of each meeting and any unexpected absences would be followed up. This KPI would also feature as part of the annual assessment of governor performance.
- 182 **Resolved -**
- |   |                                                                                        |
|---|----------------------------------------------------------------------------------------|
| 1 | That the revised terms of reference for the Governance & Search Committee be approved. |
| 2 | That the schedule of link governorships be approved                                    |

## ACTIONS RESULTING FROM REVIEW OF AOC CODE OF GOOD GOVERNANCE

- 183 The Governance Professional presented information on compliance against the Association of Colleges' Code of Good Governance and which identified any resulting amendments to the governance framework.
- 184 Current performance against each of the elements of the Code was noted, together with a number of suggested actions that should be taken over the next few months. These would be monitored by the Governance & Search Committee and any proposals for amendments to the governance framework would be submitted for approval by the full Board. The identified actions had also been included in the Strategic Implementation Plan (presented under an earlier agenda item).

## MEETING DATES 2024/2025

- 185 Governors received a draft meeting schedule for 2024/2025. The Governance Professional would be notified of any issues from individual governors. Any further amendments to align the schedule to operational and external reporting requirements would be circulated.



- 186     **Resolved –**     That the draft schedule be approved, subject to further minor amendments.

**RETIREMENT OF EXTERNAL GOVERNOR AND ADMINISTRATOR TO GOVERNORS**

- 187     The Chair thanked Richard Mawdsley for his contribution as a governor over the last 15 years. It had been agreed that he would continue his involvement with the College as part of the Employer Advisory Boards. Ryan Morris was also thanked for his work in supporting the Board for the last 18 months.

**DATE OF NEXT MEETING – Wednesday 22<sup>nd</sup> May 2024**



Signed: \_\_\_\_\_ Date: 27<sup>th</sup> May 2024

Chair