

## CITY OF WOLVERHAMPTON COLLEGE

### Minutes of a Meeting of the Board of Governors held on Thursday 13 March 2025 at 5pm on Teams

#### **PRESENT**

Mr Mark Taylor - Chair	Ms Louise Fall – Principal and Chief Executive
Ms Dionne Barrett (from 5.15pm and until 6pm)	Ms Wendy Harris
Mr John Bradford (until 8.05pm)	Mrs Annie Pendrey (until 7.25pm)
Mrs Jane Carter (until 6.35pm)	Ms Abigail Smith (until 7.25pm)
Ms Shavante Clarke (until 7.20pm)	Ms Doina Surchicin (until 7.10pm)
Mr Simon Evans (until 7.25pm)	Mrs Amanda Tomlinson

#### **IN ATTENDANCE**

Mrs Alison Buick	Head of Governance
Mr Paul Davies	Director of Finance
Mr Mike Dixon	Assistant Principal
Ms Fiona Henderson	Interim Assistant Principal Quality and Engagement
Ms Lynn Parker	Assistant Principal
Mr Peter Merry	Deputy Principal and Chief Executive

The Chair welcomed all to the meeting and thanked Governors for attending. Introductions were made to the recently appointed Governors, who were attending their first meeting.

#### **48/25 APOLOGIES AND DECLARATIONS OF INTEREST (ITEM 1)**

Apologies were received from Scott Thompson, Darren Shaw, Sam Duru and Mike Hastings.

It was agreed that Mark Taylor would chair the meeting.

Mark Taylor made his usual declarations of interest and potential conflict of loyalty relating to CLQ. He also noted that if there was a need for him to step out of the meeting for discussions that may present a conflict, Amanda Tomlinson would chair in his absence.

Shavante Clarke was welcomed to her first meeting since her appointment as a Governor. Introductions were made to all present.

(Dionne Barrett arrived at 5.15pm)

#### **49/25 CYBER SECURITY UPDATE (ITEM 2)**

Governors were introduced to Darren Webley, Head of IT, who had provided a written update for the meeting. Slides were shared on screen and the following noted:

- The biggest risk to security was staff use of emails and other systems.
- A phishing exercise had recently been completed to test the ability of all staff and governors to spot inappropriate emails. The results were noted. A high proportion of staff had opened the email and clicked on the link. Some had also provided their username and password, potentially allowing access to college systems. Analysis had allowed individuals, their department and their

level within the organisation to be identified so that targeted training could be provided. A further phishing exercise had been done with those that had been trained. Some staff again, opened the email and provided their credentials. Further training was planned.

- Security controls had been increased so more emails were being quarantined as potential risks.
- Most AI sites were automatically blocked and access is given to a small number that are approved through the Head of Business Learning Technologies and the Head of IT. .

The Chair noted that his organisation had taken similar steps to increase security controls.

A Governor asked whether staff were using Copilot to record meetings. There was a push to use AI to help manage workload but an associated risk to maintaining confidentiality. The Head of IT confirmed that the approved AI tools had the same filters as email and other college systems so risks were minimised.

A Governor asked how teaching staff could request access to AI tools if needed. The Head of IT responded that there was a request process. The Head of Business Learning Technologies would assess the quality of the tool and if it was deemed suitable, it would be passed to the Head of IT to check licensing and security aspects.

- All file sharing sites, such as Dropbox, were also blocked. Access was only permitted to MS One Drive and Google drives.
- There were blocks on all internet connected devices that were outside of the UK. It was possible to allow access for staff on overseas trips as needed. Data on blocked connections to the college network in the last few months showed a high volume of attempts, notably from Brazil.
- Additional filters had been added for staff email impersonation.
- Insider Risk Management had been implemented to detect unusual behaviour and activity. Any alerts generated were reviewed by IT staff.
- The college had recently renewed its Cyber Essentials accreditation, which confirmed full compliance with requirements.

A Governor commented that a vulnerability in their organisation had been remote access via a VPN. It was confirmed that the college had reduced such access but there was still a potential risk. All users needed a username, password and multi factor authentication.

The Chair thanked the IT Manager for his presentation. Governors were reassured about the levels of security in place for college systems. It was suggested that further periodic updates be included in the College Report.

(Darren Webley and Dionne Barrett left at 5.55pm)

#### **50/25 MINUTES (ITEM 3)**

It was **resolved** that the minutes of the meeting held on 30 January 2025 be **approved**.

#### **51/25 MATTERS ARISING AND ACTIONS (ITEM 4)**

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

- The safeguarding processes and paperwork had been reviewed as agreed and a short paper had been provided for Governors.

The Chair commented that the summary was helpful. A Governor added that it would be helpful to see some data in future reports but acknowledged the Principal's comment that data was included in the Annual Report. All data was held in the college systems so staff could access as needed. Many cases were complex and highly personalised, which added to the timescales to deal with them.

- Work had started to review the performance of students with additional learning support compared to those without.
- The correlation between behaviour incidents and student survey results had been reviewed. The written response from the Assistant Principal was noted.

#### **52/25 CHAIR'S ACTIONS (ITEM 5)**

None.

#### **53/25 CORRESPONDANCE (ITEM 6)**

None.

#### **54/25 STRATEGY (ITEM 7)**

##### Property and CLQ Update

It was noted that CTOG had met on 10 March and received a full update on all aspects of the campus projects. Governors had previously received the presentation slides.

##### CLQ

- The latest images of the site were shown on screen, confirming that good progress was being made.
- Opportunities to lever more collaboration within the city were being reviewed.
- Hoardings were expected to be removed in May, making the building more visible. Marketing campaigns were continuing, including a CLQ focused business breakfast.
- Utilities were being connected. ICT and FFE procurement were ongoing.
- Design changes were being minimised, with any agreed needing to be key to ensuring the right student experience.
- The college element of CLQ was within budget. Costed risks were explained. These were expected to reduce at Easter.
- Legal documents remained outstanding. The college was aware of discussions on the Development Agreement between the council and DfE. The loan agreement was being discussed by solicitors. DfE had changed some of the details, so this needs review. The possibility of the Board needing to consider a further approval was noted.

##### Paget Road Disposal

The deadline for receipt of Stage 2 responses was 21 March 2025. Bruton Knowles would complete an evaluation to bring back to the Board.

##### Newhampton Arts Centre (NAC)

The sale was expected to complete on 14 March 2025.

##### Social Value

Information was noted. The main CLQ contractor had provided sponsorship for new football kits and charitable donations.

There was a discussion about Governor visits to site. Due to restrictions on numbers, the first visit would be scheduled for the CTOG members, with a date to be agreed. Other visits would then be confirmed. Action: Head of Governance.

#### College Quality Improvement Plan (QIP)

Fiona Henderson, Interim Assistant Principal Quality and Engagement, shared her screen and Governors noted the following:

- The document was the overall college QIP, which had a revised format to take account of the five strategic goals and therefore directly linked to the college vision.
- Each area was RAG rated and had an associated roadmap for achievement, including implementation dates, staff leads and intended impact. No areas were currently rated as red.
- Curriculum design was a particular focus, linked to having first class estates and resources.
- The QIP would continue to be monitored through regular management meetings.
- The recent CPD day was noted. An external speaker had attended to provide some input on managing behaviour, including recognising emotional support needs. Reflective practices would be in place. The expected impact of this was to improve attendance and to have less disciplinary meetings.
- Other priorities in the QIP included:
  - Developing learners' skills to improve their long-term memory.
  - Ensuring that feedback to learners is developmental.
  - Further developing teachers' skills, confidence and stand out practice.
  - Analysing and where appropriate acting on feedback from student surveys.
  - Maintaining the high levels of attendance seen at January GCSE Maths exams
  - Improving attendance to Maths and English.
  - Continuing the excellent progress in improving apprenticeships performance

(Jane Carter left at 6.35pm)

A Governor commented that the QIP could be seen as quite abstract and that it would be helpful to have more measurable targets included. The Assistant Principal confirmed that targets were in the individual area QIP documents, so could easily be pulled together for a higher level overview. Individual QIPs were discussed with Curriculum Managers regularly.

Governors noted that the QIP was a live document but it was agreed that a copy would be circulated and that in future if it was an agenda item, it would be circulated with the meeting papers. Action: Interim Assistant Principal/Head of Governance.

#### College Strategy and Success Measures

The Principal gave a progress update on actions since the Strategy Day in October 2024. There had been discussions and consultation with staff and the results of this had been shared.

The college purpose of 'Defining Futures' would remain.

A new vision had been created:

‘to be a leading education provider committed to excellence in all that we do, empowering learners of Wolverhampton and beyond with the skills, knowledge and the positivity needed to thrive and succeed in current and future opportunities’.

There were five new strategic goals:

1. Extraordinary teaching and learning experiences
2. People focused place to work and progress
3. Responsive and innovative curriculum
4. First class estates and resources
5. Sustainable finances to support growth

The next steps would be to share information with stakeholders and also to ensure clear links to the updated Accountability Agreement.

Comments and questions were invited.

The Chair suggested some more explicit wording on EDI within the strategic goals. The Principal would consider this.

A Governor commented that the vision statement was long and suggested that some words could be removed without losing the overall meaning. The Principal would also consider this, however was keen to ensure staff recognise their choice through their votes. There was also a discussion about whether the goals were goals or aims, and how these may be different. Aims would link to annual objectives to be set. A Governor particularly felt that the word ‘thrive’ within the vision was important as it showed the humanist and academic nature of the college.

Alongside the new goals was a need to operationalise the vision and plan with performance metrics. Work was in progress on this with a KPI dashboard being developed. This was shown on screen and the sustainable finances element explained. More work was needed on this so it would be brought back.

The Chair was pleased to see progress.

## **55/25 COLLEGE UPDATE (ITEM 8)**

### **Student Engagement**

#### **Student Union Update**

The Student Union President and Student Governor referred to her written report and gave a short update on recent activities, which included:

- A newly appointed SU Liaison Officer. However, another support officer was due to leave so there were some concerns about support available.
- There had been a very useful meeting of students with the Principal to discuss a range of issues.
- It had been decided to support the SOS Children’s Villages charity this year.
- There had been a meeting of the student class reps earlier in the week. Feedback from this would be collated and shared with the management team.
- Several events had been held or were being planned. The SU team had worked with Marketing to support recent college open days.
- The team was also engaging in activities outside of college, such as the Skills West Midlands Works event in Birmingham.
- The SU Helpdesk was being well used. Many requests for support had been received. One area to note was that there was a need for more prayer rooms.

The Chair was pleased that the SU was being proactive and had established an excellent working relationship with the Principal.

(Doina Surchicin left at 7.10pm)

### Quality Update

The Interim Assistant Principal had covered much of the information in her earlier presentation of the QIP. Other headlines for Governors to be aware of were:

- The latest cycle of QEB meetings had been held. Governors that had attended were thanked for their contributions.
- Curriculum planning was ongoing. Curriculum Managers had engaged well, demonstrating that they were well informed and willing to tackle challenges in their areas. All now had agreed targets and KPIs.
- A drop in session had been held earlier in the day for Curriculum Managers to meet the Assistant Principal. She was pleased with how this had gone.
- A whole college CPD day had been held in February. Feedback from this, particularly on the external speaker, was very positive.

### Student Success

#### Curriculum Planning Update

The Assistant Principal (Mike Dixon) commented on the following:

- Curriculum intent had been fully reviewed with the Curriculum Managers. Employer engagement was a key theme, and some areas had developed this further than others. There was work to do to ensure that the engagement had the desired impact. Ofsted would review the extent to which the college met local skills needs, so this was a key area for improvement.
- All Curriculum Managers were aware of the LMI and the priorities of the college, WMCA and Local Authority. This was informing decisions on new provision and review of the current offer. AEB was an area for growth.

(Shavante Clarke left at 7.20pm)

- New provision was outlined in the written report. Where courses were to be dis-continued, these had been thoroughly reviewed.

A Governor asked about resourcing for AEB funded provision, as managing this could be very challenging. The Assistant Principal confirmed this would be reviewed as part of the validation process at the next stage.

(Simon Evans, Annie Pendrey and Abi Smith left at 7.25pm).

The meeting was no longer quorate.

### Business Success

#### Management Accounts – January 2025

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 management accounts to January show an Earnings Before Interest, Tax, Depreciation and Amortisation (EBITDA) surplus of £1.6m (8.62%) compared to a budgeted surplus of £1.1m (5.58%).
- The college was on track to meet or exceed the budget. There was under delivery on AEB that was offset by partnership activity. There were year to date savings in

both pay and non-pay costs. There would however be impacts from the pay award and increases to National Living Wage and National Insurance (NI).

- The forecast outturn showed an EBITDA that exceeded the budget. In year funding for 16-18 growth was likely to be lower.
- There had been confirmation the increased NI costs would be funded, although specific details of these had yet to be received.
- Apprenticeships continued to grow but were currently slightly below target. New employer relationships were developing and were expected to bring in some larger cohorts of apprentices in year.
- Staffing numbers had been provided.
- The bank loan re-financing would be reviewed on 1 April. It was hoped that the interest rate would reduce, thus generating further savings to non-pay costs.
- Current and planned capital projects were noted, some of which related to IT equipment at CLQ.
- The cash position was healthy and improved on the previous year. Minimum cash days were being exceeded. Financial health currently scored as outstanding but was likely to change to good by year end. The borrowing to income ratio impacted this. The adjusted current ratio would be affected by planned summer works.

Questions and comments were invited.

The Chair commented on the much improved financial position compared to the challenging situation faced for many years.

### **The Board of Governors received the Management Accounts to January 2025.**

#### Sustainability Strategy and Action Plan

The Deputy Principal and Chief Executive noted the Defining Green Futures Strategy, published by the college in March 2023. The report included at Appendix A updates on progress made in the last year and key priorities for the next 12 months and beyond.

A steering group of senior managers had been set up and met monthly. A committee including staff and students was also to be considered.

The initiatives and priorities had been agreed. Of particular note were the staff transport survey, initiatives to reduce waste to landfill and to reduce energy usage, and expectations of students on sustainability issues.

The Chair suggested that this was a potential topic for a future Governor Development Session.

#### Partnerships Update

The report showed the contract performance and data as at the R06 data return date, split by partner and type of provision.

Approval was sought to vire £25k of funding highlighted as being for Free Courses for Jobs to WMCA AEB delivery. However, as the meeting was no longer quorate, this would be addressed through a request for Chair's Action. Action: Deputy Principal and Chief Executive.

The activities of the main partners were noted. A launch event for the Aston site had been held, attended by stakeholders including NIS, the rail delivery partner. QEB meeting with partners were scheduled later in the month.

There was regular dialogue with WMCA regarding funding. Indicative Boot Camp funding for Wave 6 (due to start in April 2025) had been received but was subject to WMCA Board approval.

The Chair noted the discussions about reliance on partnership activity, as discussed by Governors at the last Strategy Day. The risks from this were well understood.

#### The Way Youth Zone MOU

The college was a long standing benefactor of The Way and the Principal was a Trustee, a position she had held before becoming the Principal.

As benefactor, the college provided £25k of annual funding to The Way, a transaction that had previously been approved by the former Principal. Due to the current Principal's conflict of interest in this, it was proposed that future funding decisions be approved by the Board. This was felt to be appropriate to ensure good governance practice and to be fully transparent in the decision making. If agreed, the MOU document would be updated for signing by the Chair and another member of EMT.

Governors present were happy with the proposal but as the meeting was not quorate, a formal decision could not be made. It was therefore agreed that this would be addressed through a request for a Chair's Action. Action: Head of Governance.

### **56/25 GOVERNANCE UPDATES (ITEM 9)**

#### Draft Meeting Dates 2025/26

The Head of Governance reported work to plan meeting arrangements for 2025/26 and invited feedback.

The Chair suggested a start time of 6pm may be better. The Principal stated that her preference was for meetings to be fully in person or on Teams rather than hybrid.

(John Bradford left at 8.05pm)

It was agreed to have a further discussion at the re-scheduled Search and Governance Committee and to issue a survey to gain feedback from all Governors. Action: Head of Governance.

#### External Governance Review Update

The updates provided to the External Governance Review action plan were noted. RAG rating would be added to future updates. Action: Head of Governance.

### **57/25 COMMITTEE REPORTS (ITEM 10)**

The minutes of the following recent meetings had been circulated:

- Campus Transformation Oversight Group 10 February 2025
- Apprenticeships Task and Finish Group 13 February 2025.

There were no recommendations from these meetings.

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

### **58/25 ANY OTHER BUSINESS (ITEM 11)**

None.

### **59/25 CONFIDENTIALITY (ITEM 12)**

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

- Property and CLQ Update



**60/25 DATE AND TIME OF NEXT MEETING (ITEM 13)**

Board of Governors – Thursday 15 May 2025 at 5pm at Wellington Road

The meeting ended at 8.10pm.