



Wirral Met College has a vision to be an inclusive, outstanding college

**CONFIRMED MINUTES OF THE
BOARD OF GOVERNORS MEETING
HELD REMOTELY ON WEDNESDAY 13th JULY 2022**

Agenda Item No. 3.1

20th October 2022

Present: Lucky Ali, Anna Barnish, Sue Higginson (Principal), Tim Kelly (Chair), Richard Mawdsley, Joe McArdle, Phil McKeown, Ian Parkinson, Paul Smith, Simon Wrigley, Vix Wrigley

In attendance: Christine Carter, Vice Principal – Curriculum
Nikki Leising, Financial Controller
Michael Norton, Deputy Principal
Lesley Venables, Clerk to the Governors
Louise Scott-Kelly, Administrator to the Governors

APOLOGIES FOR ABSENCE

290. Apologies for absence were received from Ste Bailey (Executive Assistant Principal), Lucy Barrow (external governor), Lisa Buxton (student governor), Gary Doyle (external governor), Phil Jones (Vice Principal – Quality), Gill Roberts (external governor) and Jayne Winders (external governor).

DECLARATIONS OF INTEREST

291. The following standing interests were declared:

- Sue Higginson – as a Board member of the Association of Colleges (AoC).
- Tim Kelly – as member of Unison and any matters relating to the Merseyside Pension Fund.
- Richard Mawdsley – Director of Development at Peel Land & Property (Peel L&P) and involved with the Wirral Waters regeneration project.
- Joe McArdle – employed by the University of Chester and parent of a student at the College.
- Phil McKeown – a consultant and former partner with HM Legal Services (formerly Hillyer McKeown Solicitors), the services of which were occasionally used by the College.
- Paul Smith – employed by Wirral Metropolitan Borough Council and spouse is a member of staff at the College.

BOARD MINUTES

292. **Resolved** That the minutes of the meeting held on 4th May 2022 be approved as a correct record and signed by the Chair.

MATTERS ARISING

293. Governors received for information a progress report on the actions identified at the previous Board meeting and noted that the majority of these were either completed or in preparation.

PRINCIPAL'S UPDATE

294. The Principal provided a verbal update on recent College activities. The College had received positive feedback on the Further Education Awards and Higher Education Graduation ceremonies and the Principal thanked governors for their attendance in celebrating students' success at all milestones.

295. The Principal shared feedback from the June Governors' Strategic Seminar which was overwhelmingly positive. Governors particularly rated the session with students representing different levels of study and support needs, which enabled them to hear first-hand about the student experience and the breadth of the curriculum. As part of the governor review process the Clerk and the Chair would be asking for views as to whether shorter and more frequent training sessions would be more appropriate. The outcomes of these discussions would be reported to the Governance & Search Committee meeting in October.

CHAIR'S UPDATE

296. The Board received for information a report on the Chair's activities since the May 2022 meeting.

BALANCED SCORECARD

297. The Principal presented the Balanced Scorecard for 2021/2022 as at 31st May 2022. It was noted that, due to the timing of the Board meeting, the May Balanced Scorecard had also been reviewed at the Quality and Standards Scrutiny (QSS) Committee, a report on which was provided under a later agenda item (minutes 335 to 341 refer).

MANAGEMENT ACCOUNTS

298. The Deputy Principal presented the Management Accounts as at 31st May 2022. The College was currently forecasting a surplus of £1,004,242, which included the additional income earned in the 2021/2022 academic year, an increased amount of capital works to address backlog maintenance (particularly at Conway Park) and the non-consolidated payment to staff for 2022/2023 (discussed in the confidential part of the agenda).

COLLEGE FINANCIAL FORECASTING RETURN (CFFR)

299. The Deputy Principal explained that the Board was required to approve an annual cashflow forecast and commentary to the Education & Skills Funding Agency (ESFA) by the 31st July 2022, known as the College Financial Forecasting Return (CFFR). This effectively replaced the Three-Year Financial Forecast and Budget documentation that had been submitted for approval in previous years.

300. The calculations reconciled with the May Management Accounts and governors noted that they would maintain its 'outstanding' financial health rating.

301. **Resolved**
1. That the CFFR for 2022/2023 be approved
 2. That delegated authority be given to the Principal to sign the CFFR and submit it to the ESFA by 31st July 2022.

FINANCIAL POLICIES

302. The Financial Controller presented the revised Financial Regulations, Financial Policies & Procedures and Standing Orders for Purchasing for 2022/2023. Governors were advised that there were no major changes and that training videos had been produced for staff, which would be uploaded to the staff intranet.

303. A revised Supply Chain Fees and Charges Policy was presented for approval by the Board, which was a requirement of the ESFA.

304. **Resolved**
- That the following policies be approved:
1. Financial Regulations 2022/2023
 2. Financial Policies and Procedures 2022/2023
 3. Standing Orders for Contracting and Purchasing 2022/2023
 4. Supply Chain Fees & Charges Policy 2022/2023

STUDENT UNION REPORT & BUDGET FOR 2022/2023

305. The Board received a report on the Students' Union activity in 2021/2022 and the proposed Business Plan for 2022/2023.

306. The Students' Union had continued to engage and support student wellbeing and personal development through a diverse series of events. Governors commended the efforts and the impact of the Students' Union on the student experience and acknowledged that their requested budget of £9.5k had not increased for several years and provided good value for money.

307. **Resolved**
- That the budget of £9.5K for the Students' Union for 2022/2023 be approved.

TUITION FEES POLICIES

308. The Deputy Principal presented policies on tuition fees for 2022/2023, with some minor amendments to the appeals process. Governors were also advised that the Office for Students had recently reviewed the College's Access Agreement with no comments or additional information requested.

309. **Resolved**
- That the following policies be approved:
1. Further Education Fees, Discounts and Payment Policy 2022/2023
 2. Higher Education Fees Payment Policy 2022/2023

RISK REGISTER

310. The Deputy Principal presented for information the College's Risk Register, which had been reviewed in detail by the Audit Committee at its June meeting.

AUDIT COMMITTEE

311. The Chair of the Audit Committee presented for information the draft minutes of the meeting held on 27th June 2022 and summarised the main points:

- Internal Audit Annual Plan for 2022/2023 and External Audit Plan for 2021/2022 Financial Statements were recommended for approval
- Update received on Risk Management and Risk Management Policy recommended for approval
- Report received on updated Post-16 Audit Code of Practice and revised Terms of Reference were recommended for approval by the Board
- Management Accounts to 31st May 2022 received for information

312. The Committee had received Internal Audit reports on Estates Management, Key Financial Controls – Student Fees, Student Bursaries & Free Meals and Follow-Up of Recommendations, all of which had been graded as providing 'substantial' assurance. A benchmarking report on the College's performance against other client colleges was presented for information by the Internal Auditors.

313. The Committee had reviewed the draft Internal Auditor Plan for 2022/2023, which prioritised areas of high risk to the College such as Agency Staff Utilisation and IT Controls. The External Auditor's Planning Memorandum for the 2021/2022 Financial Statements had been discussed and recommended for approval.

314. As reported earlier, the Committee had received an update on the College's Risk Register and reviewed the draft Risk Management Policy for 2022/2023. There had been no changes to the policy compared to the previous year.

315. The Clerk had presented revised Audit Committee terms of reference which now aligned to the latest version of the ESFA's Post-16 Audit Code of Practice and included the requisite elements of the ESFA's Good Practice Guide for Audit Committees.

316. **Resolved**
1. that the Internal Audit Plan for 2022/2023 be approved.
 2. that the External Audit Planning Memorandum for the 2021/2022 Financial Statements be approved.
 3. that the Risk Management Policy for 2022/2023 be approved.
 4. that the revised Audit Committee Terms of Reference be approved.

CAPITAL PROJECTS WORKING GROUP

317. The Chair reported that the Capital Projects Working Group meeting scheduled for 12th July 2022 was cancelled due to quoracy issues. As a result, the Deputy Principal provided the Board with a verbal update on estates matters.

318. The Conway Park campus refurbishment was progressing well with £87k worth of work (out of the £200k budget) already carried out. The improvements had been well received by both staff and students.

319. Governors were advised that the College had been successful in its submission to the ESFA's T Levels fund to create an enclosed mezzanine at the Wirral Waters Campus, to accommodate growth in student numbers.

320. The Towns Fund bid to establish a hub and adult community offer with key stakeholders (including Peel Holdings and the NHS) had been successful, with contractual arrangements with the local authority currently in negotiation.

321. The College had also been successful in its submission to the ESFA's Strategic Development Fund. This was a joint project which involved other colleges in the Merseyside region and would fund the development of green skills programmes and projects such as energy efficient homes, modular housing construction and electrical vehicle maintenance.

322. A governor asked whether, following the session on the College's green strategy at the governors' seminar, the College would be establishing a working group to drive this forward. The Deputy Principal reported that monitoring and scrutiny of the College's estates and resources, including its green agenda, would be undertaken by the newly-created Finance & Resources Committee, which would be in operation from August 2022.

GOVERNANCE & SEARCH COMMITTEE

323. In the absence of the Committee Chair the Chair of the Board presented for information the draft minutes of the Governance & Search Committee meeting held on 23rd June 2022.

324. During the recent Annual Strategic Conversation between the College and representatives from the Education & Skills Funding Agency (ESFA) and the FE Commissioner's team, the issue of ensuring that boards had a suitable level of turnover in their membership had been raised. In addition, governors had been reminded of the Nolan Principles which recommended that governors should serve a maximum of two 4-year term of office.

325. The Clerk had reviewed the terms of office of each current governor and had identified 3 individuals who had served in excess of this norm. Following discussions with these governors it was proposed that Joe McArdle and Anna Barnish would leave the Board in July 2022. The former was at the end of his current second term and the latter, Anna Barnish, would leave a year earlier than the end of her fourth term of office.

326. Discussions had also taken place with the Co-opted Member of the Audit Committee, Gary Baines, about becoming a full governor. As a qualified accountant with vast experience of audit and risk management, it was felt that he would be a valuable addition to the Board's overall profile and his appointment was recommended for approval.

327. The Clerk reported that Phil McKeown's first 4-year term of office was due to expire in July 2022 and, following consideration of his contribution to the Board, it was proposed that this should be renewed for a further 4 year term.

328. The term of office of teaching staff governor, Vix Wrigley, was also due to expire in July 2022. The Clerk advised that nominations would be sought from teaching staff and an election process would be undertaken if there was more than one candidate. The successful candidate would be appointed at the subsequent Board meeting.

329. The Clerk presented a revised schedule of committee memberships which aligned with Board members' skillsets.

330. Governors received a report on the AoC's Code of Good Governance which, if adopted by the Board, would be effective from 1st August 2022. The Clerk had undertaken a compliance exercise which compared current practice to the requirements of the Code, with some recommendations for improvement. The resulting action plan would be monitored by the Governance & Search Committee.

331. The Board was advised that the recent Skills & Post-16 Education Act 2022 included a requirement for each college's governance arrangements to be reviewed externally at least once in each 3 year period. The Committee had recommended the commencement of the initial work on the tender process and the Clerk would submit the tender proposal at the next meeting.

332. Revised proformas for the Governor and Chair's performance had were submitted for approval and now aligned more closely with the AoC Code of Good Governance. The outcomes of the proformas would inform Governor Strategy Events and training.

333. **Resolved**
1. That Gary Baines be appointed as a full governor for a 4 year term of office, commencing on 1st August 2022
 2. That Phil McKeown be re-appointed for a 4-year term of office, commencing on 1st August 2022.
 3. That the schedule of Committee Memberships for 2022/2023 be approved.
 4. That the assessment of compliance against the AoC Code of Good Governance and subsequent 2022/2023 action plan be approved.
 5. That initial work on the tender process for the 2023/2024 External Review of Governance be undertaken by the Clerk.
 6. That the revised proformas for the Governor and Chair's Performance Reviews be approved.

QUALITY & STANDARDS SCRUTINY COMMITTEE

334. The Committee Chair presented for information the draft minutes of the Quality & Standards Scrutiny (QSS) Committee meeting held on 29th June 2022.

335. The Committee had received a presentation on Gatsby Benchmarks, which highlighted how careers education was embedded at all levels and that inclusivity was a key component in ensuring all young people have the opportunity to progress or gain employment.

336. A total of 94% of students had undertaken work experience including overseas opportunities. Governors thanked all the staff involved in the Erasmus project for supporting students to travel and work abroad, which had been an invaluable experience.

337. Attendance on study programmes was 85.7% and RAG rated as 'amber'. Governors received for information an exception report detailing the actions routinely taken by management to improve attendance, such as contacting parents or home visits.

338. Good progress had been made with Apprenticeships, with an overall achievement rate of 72.3% (RAG-rated 'green'), against the National Rate of 55%. The number of Out of Funding (OOF) Apprentices was 18 and RAG rated as 'red', with contextual information provided for each individual and associated actions in the accompanying position statement.

339. All formal teaching observations for 2021/2022 had now taken place and there had been a 5% increase in the number of staff graded as 'Outstanding'. Observation supplements teacher development as part of a CPD Programme.

340. The Quality Department had also facilitated a number of 'Learning Lunches' at each campus following a request at the Joint Consultative Committee of the local Trade Unions. These had been well received by staff and enabled them to share good practices with other departments in a more informal setting.

341. The revised draft HE Strategy for 2022-2025 had been recommended for approval. It focused on 3 themes: Responsiveness, Quality of Provision and Value for Money, each of which was underpinned by an annual action plan and detailed objectives, setting out how the College would achieve them and meet the needs of the community. Key performance indicators would be assigned and monitored by governors on a termly basis and the resulting action plan would be submitted to the October 2022 Board meeting.

342. **Resolved** That the HE Strategy for 2022-2025 be approved.

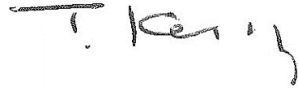
ANY OTHER BUSINESS

343. It was the last meeting for two external governors, Anna Barnish and Joe McArdle, the Chair thanked both for their contributions and support over their terms of office.

344. Vix Wrigley (Staff Governor) was thanked for her contribution over the past 2 years and for sharing her wealth of experience with students and safeguarding-related issues.

DATE OF NEXT MEETING – Thursday 20th October 2022

Signed:

A handwritten signature in black ink, appearing to read 'T. Kelly', written over a faint rectangular box.

Chair

Date: 20 October 2022