



WOKING COLLEGE BOARD OF TRUSTEES
Minutes of a meeting of the Board of Trustees of Woking College held on
Wednesday 7th May 2025 at 6pm in the Conference Room W09

Present:	Gary Botha Katherine Dunleavy Erica Ehor Charlotte Eker Helen Flower Brett Freeman Tracy Hampton Anne Middleton Ben Ramdhony Rosh Sellaewa Tim Stokes	Via Teams Principal Chair of the Board
In Attendance:	Nuweed Razaq Laura Cook Helena Clarke Sarah Churchill Barbara Maude	Deputy Principal Assistant Principal Curriculum & Quality Assistant Principal Support for Learning & Wellbeing Observer Clerk to the Board

	Agenda Description	Action
1.	Apologies for Absence & Declarations of Interest The Chair welcomed everyone to the meeting and also to Charlotte Eker who joined the meeting remotely via Teams. The Chair introduced to the Board, Sarah Churchill who had been appointed as the new Clerk and was attending the meeting as an observer. It was confirmed that the meeting was quorate. Apologies had been received from Nawal Raza-Malik who was unwell. The apology was agreed. No Trustee or member of the Senior Leadership Team (SLT) declared any pecuniary or other direct or indirect personal interest in any item on the agenda.	

2.	<p>Introduction to the Board Meeting</p> <p>The Chair outlined the strategic intent of the meeting, which was to discuss and debate the new draft Strategic Plan 2025/28 and to receive an overview of College finances following the recent meeting of the Finance and Audit Committee which would be facilitated by the Chair of the Committee.</p>	
3.	<p>Minutes of the Previous Meeting</p> <p>The Board received the minutes of the previous meeting held on 19th March 2025. The minutes were agreed as an accurate record and approved for signature by the Chair via the 'marked as signed' facility on GovernorHub.</p>	
4.	<p>Matters arising</p> <p>In terms of matters arising, it was noted that the further review of the Standing Orders, which had been rolled over from the last Board meeting was a separate agenda item. In terms of the completion of Trustees confirmations & declarations, the Clerk advised that she would contact directly any Trustee that still had outstanding declarations or confirmations to complete.</p>	
Principal's Report		
5.	<p>The Board received the Principal's oral update on College wide issues.</p> <p>The KPIs were looking very positive with actual attendance at this point in the year at over 90% which was the highest level of attendance recorded compared to the same time in previous years.</p> <p>There were 1,667 students currently on roll. Retention was at 97.3% which was an increase from 94.1 and 94.8 at the same time in previous years. The Principal considered that improving retention by 3.2% was a remarkable feat and testament to the College wide approach of all staff and especially the work of Helena Clarke, Assistant Principal Support for Learning and Wellbeing and her team.</p> <p>Live applications and acceptances were all likewise at the highest level received and there was an increased conversion rate between interview and acceptance.</p> <p>In terms of national news, the Principal advised that Ofsted had consulted on proposed changes to its inspection system and the introduction of report cards.</p> <p>#Protectstudentchoice campaign had been successful in achieving the delayed defunding of most AGQs until 2027 and T level funding was being cut with some T levels now being discontinued due to low student and employer demand.</p> <p>In terms of marketing, there were numerous Year 10 & 11 assemblies at feeder schools taking place and taster days were also due to start.</p> <p>June 11th would be the College's Open Evening, and the Principal encouraged Trustees, if they had not been to an Open Evening before, to come along. The summer event was often less crowded than the autumn Open Evening.</p>	

In terms of IT and the Digital Strategy Team, a considerable amount of work had been undertaken including upgrades to staff laptops, multifactor authentication and ensuring all College devices were better protected both on-site and off-site.

There were also now more workstations available in the LRC for students use.

In terms of health and safety there was nothing notable to report although the first annual Health & Safety report would be presented to the Board at the next meeting.

In respect of the College site, the Principal reported that an additional classroom had been configured in the LRC. The College were submitting an application for planning permission for portacabins which, if successful, would be placed on the running track. Plans had also been prepared to convert the existing staffroom into two classrooms, with the changing rooms located opposite being altered to make a new staffroom.

In terms of accommodating increased student numbers, the Deputy Principal had looked at the timetabling model for next year and was fixing blocks and classrooms now so management knew exactly which classrooms would be free so that the site could accommodate an expected increase to 1,850 students next academic year.

The Principal advised, that if management changed nothing, they considered that the College would be able to manage an increased number of students.

In respect of teaching, learning and assessment then the College's Early Career Teachers (ECTs) were doing really well and the four trainee teachers had all been appointed.

In terms of staff wellbeing, there was lots of activities and events taking place such as wellbeing walks, clubs, support groups etc.

Student enrichment continued at pace – with new activities being added which ranged from a new boxing enrichment for anger management to a hot chocolate group. The Young Carers group had enjoyed an event at Gordon Ramsay's Academy. The new therapy dog was also proving popular.

In addition, there were a vast range of student trips taking place – which had included two international trips to Iceland and Paris last term alongside a wide range of domestic trips and sporting fixtures.

Staffing was going well with recruitment in place for teachers in Biology; History, Physics and English. The 31st May deadline for teaching staff to resign and to be able to start elsewhere in September was approaching. The Principal advised that the College had not as yet appointed a HR Officer but were delighted to have recruited a new Clerk.

Trustees asked whether the anticipated increase in student numbers would have an impact upon the enrichment programme. The Principal advised that he hoped not, as

	<p>enrichment was built into the timetable and the strength of the enrichment programme was part of the College's culture and successful outcomes.</p> <p>The Board thanked the Principal for his update.</p>	
	New Strategic Plan 2025-2028	
6.	<p>The Board, in preparation, for the planned discussion on the new Strategic Plan had, prior to the meeting, been provided with the following reports:</p> <ul style="list-style-type: none"> • Pre-reading guide for the Strategic Plan and the focus for Board discussion; • Executive summary of Strategic Plan 2025/2028; • Draft Strategic Plan 2025/2028; • Comparison with 2021/24 Strategic Plan; • Reporting Requirements to Trustees <p>The Board asked the Principal that in terms of a statement of intent, what consultations to date had been undertaken in compiling the draft plan. The Principal advised that there had been significant input from the SLT Awayday; a whole College consultation; engagement with key stakeholders such as local schools and a planned meeting with the Student Union had been scheduled for later in the week. No input had been received from either Surrey County Council or Woking Borough Council.</p> <p>The Principal advised that the draft plan provided to Trustees was not the finished article but it did hopefully reflect 'who we were and how we feel about the world'.</p> <p>The intention was that the new Strategic Plan should be a sharp and concise document with the operational detail sitting below at management level.</p> <p>The consideration for Trustees in terms of clarifications, additions and detail in the new strategic plan had been put into a worksheet and Board members were invited to form small groups to review the questions, in the absence of management.</p> <p>Feedback was provided as follows:</p> <ol style="list-style-type: none"> 1. National & local political & funding context – Trustees wanted to see financial and operational resilience, with a clear focus on Woking; and a better understanding of the socio-political environment. Members suggested that there should be more detailed data on demographics; 2. The future size of the College and development of the site – Trustees debated whether the number of students should be fixed or was the decision to grow; the College needed to prioritise and not be reactive; also decide if the College would remain comprehensive in nature and then plan accordingly; 3. Promoting or limiting student numbers – if not fixing student numbers, then what was the strategy for addressing growth? If the decision was to limit growth did the College drop courses, Foundation offer; ESOL provision etc? 	

Board members and SLT reconvened to discuss the considerations set out in the worksheet.

The Chair of the Board advised that himself, the Vice Chair and the Principal had met with Head of Place and Head of Planning at WBC to consider longer term options for the College and the possible relocation of the College to a more central Woking location. They had discussed whether there was a potential scenario that if WBC had an underperforming asset within the town centre that could support the College, then the College could arguably decant to a new central site and enable WBC to use the existing site for much needed housing.

The Chair reported that WBC were currently undertaking a strategic review of their land and assets and therefore it had been opportune timing to raise the scenario with them. WBC had expressed interest in the suggestion and the Principal confirmed, as requested by WBC, that he had sent them a high-level document, after the meeting, summarising the number of classrooms, offices, sports facilities (square meterage) etc. that the College had now and how much the College would need, allowing for a 20% increase.

It was noted that WBC had empty spaces within the town that were costing them money without generating a return, there was not enough footfall through the town centre for shops to stay open and the borough also desperately needed housing. Conversely, the College were constrained by space, located some distance from the station and hence, on paper, there were considerable benefits for both parties.

However, whilst WBC had been enthusiastic about the discussions it was not a proposal that would be on the horizon for some years and therefore not within the life of the suggested new 3 Year Strategic Plan.

Hence, the Vice Chair advised that this new 3 Year Strategic Plan was what the Board and management were now going to direct their energy into achieving. In his opinion, it made no sense to spend too much money on the site, if the longer-term view was that the College was not possibly going to be on the site in 3+ years' time.

In terms of capacity issues, the Board could not put a tactical solution to a strategic option so the Board needed to look at some quite radical proposals.

It was noted that the College had submitted a request for planning permission for 4 portacabins, although the financial feasibility of buying 4 portacabins was unlikely and at most, two portacabins might be possible. Members asked if the portacabins were necessary and the Principal advised that having looked at the timetabling model, management considered that they would be able to cope without them. The portacabins were however, an option to provide some much-needed flexibility. It was also reported that pressure on space was not just in terms of classrooms but also social and office space.

The Board went on to discuss demographics, with some expressing the view that it would be helpful if there was more tangible data available. The Principal advised,

based on data he had seen, that there would a small amount of growth of approximately 5% over the next 4 to 5 years and then a demographic levelling off.

Trustees also wanted to keep things 'Woking' specific and acknowledged that local pressures may outweigh national demographics.

It was noted that over the last few years the Board had discussed capacity in terms of student numbers of 1750; then 1800 and now 1850 was being suggested. Members considered that a line in the sand had to be drawn that 1850 was the maximum number of students that the College could accommodate. The alternative was the management kept on managing the situation year on year. Both of those were recognised as choices but it was suggested that it was now time for the Board to decide which choice it was making.

The two overarching strategic objectives were agreed as (1) the College should be financially stable and (2) student numbers should be capped at 1850. Increasing numbers to over 1850 students did not fit with the Strategic Plan.

Management countered with the scenario that if numbers were capped at 1850, what would be the Board's response to the 1851st student who wanted a place?

The Board discussed whether there was an option to possibly filter some applicants if their secondary school had a sixth form as that meant that those students did have valid, alternative choices. However, conversely, students who came from a school with a sixth form wanted to join the College for the simple reason that they wanted to go elsewhere.

The Board considered that if 1850 was the limit, a waiting list could be operated. The Principal reported that often by the first census date, approximately 50 students historically had dropped out and chosen alternative paths.

Whilst members accepted that there would be some fluidity, it was agreed that total student numbers should be capped at 1850 and that would guide the management of the College. Much of what lay beneath that decision was operational and it was for the senior leadership team to guide the implementation of the decision and to explain to the Board how that situation was being effectively managed.

In terms of other feedback on the new Strategic Plan, members considered that a plan for 3 years was advisable as there was much uncertainty across the sector, especially in terms of funding. The size and content of the new Strategic Plan was also welcomed, although it was noted that any implementation plans needed to be SMART. The reporting elements for Trustees was also noted.

In terms of the College's offer there was unanimous support for the College remaining comprehensive in its nature with the L2 Foundation provision remaining central to that ethos.

The Board resolved:

	The two overarching strategic objectives were (1) the College should be financially stable and (2) student numbers should be capped at 1850.	
	Finance & Audit Committee	
7.	<p>The Chair of the Finance and Audit Committee provided an oral summary of the key issues discussed by the Committee at its meeting on 30th April 2025. The minutes of the meeting had been uploaded to the folder for the meeting for Trustee's information.</p> <p>The Chair of the Committee highlighted to the Board the recent catering audit that had been undertaken by the internal auditors. The decision to include an audit of the College's catering provision came about due to feedback provided to Trustees by the Student Union over concerns about pricing inconsistencies and value for money.</p> <p>It was noted that the College were currently in their final year of a five-year contract with Caterlink following a tender analysis completed in December 2020.</p> <p>Caterlink's original proposal consisted of a 60% profit share return to the College but as the Chair of the Committee highlighted, the College had never seen any profit share as Caterlink was consistently running at a loss. The Committee had challenged the internal auditors on whether, in their experience, it was usual for a catering firm to wish to renew a contract when they were not apparently making any money. The internal auditors had agreed that it appeared not to be commercially attractive, but from the College's perspective although Caterlink were operating at a loss, the absence of direct costs remained a notable benefit to the College.</p> <p>As the contract was reaching its renewal phase, the Chair advised that College management now had to consider whether to retender, bring catering in-house or alternatively explore other options.</p> <p>Management would be compiling staff and student feedback as to the existing catering offer and the Committee would review that feedback and also look at all possible options for the College's catering provision longer term.</p> <p>The Committee had also reviewed the Risk Register and had discussed moving the timing of the scheduled review of the Risk Register from June to September. The Chair of the Committee advised the Board that he felt that the Strategic Plan should determine the Risk Register and this would then allow the Board to make some sensible choices over the rating of the risks and upon that basis, the Committee had been in favour of deferring the review of the Risk Register until September 2025.</p> <p>The Chair of the Committee also asked that the latest version of the Risk Register should be made available for all Trustees to see on GovernorHub.</p> <p>In terms of the Management Accounts, the Committee had concentrated its scrutiny on the latest March 2025 Management Accounts.</p>	

In terms of March 2025, the Management Accounts showed an operating loss of £215k which was £82k ahead of budget. The forecast had been revised in January 2025 and at year end it was estimated that there would be an operating deficit of £144k.

The Committee had also been advised that in-year growth funding had now been received and the College had been allocated funding for a further 62 students (£356,997). The College had received in the region of 2/3rds of the expected amount. It was confirmed that these additional monies were not reflected in the March 2025 Management Accounts but would be shown in the April 2025 Management Accounts.

The Committee had challenged on whether, in those circumstances, the additional in-year funding effectively offset the forecasted deficit. The Chair reported that the Finance and Estates Director had confirmed that in theory it would, but had expressed caution, as other factors would come into play. Therefore, whilst there was a possibility that it would offset the deficit there were still many variables that could impact the final year end position.

The Chair of the Committee repeated his comments to the Board that in terms of spend, if the College were in the black, that could make potential capital project conversations easier.

The other notable agenda item had been the review of the budget assumptions for the 2025/26 Budget and the Chair advised that the Committee's role was effectively to sense check those assumptions.

The two main sensitivities that the Committee had focussed on related to the cost-of-living allowance and student numbers. The Finance & Estates Director had advised that when the budget was prepared there would be a sensitivity analysis completed around increasing and decreasing student numbers.

In terms of pay expenditure a cost-of-living allowance of 2.8% had been assumed for both support and teaching staff for 2025/26 and a 2% COLA increase for 2026/27 and 2027/28. The COLA assumption was in line with the assumptions being made by the other S7 colleges.

The Board resolved

- 1. To receive the Minutes of the meeting held on 30th April 2025;**
- 2. To approve the February 2025 Management Accounts**
- 3. To approve the March 2025 Management Accounts**

The Chair of the Committee advised the Board that the Committee had also considered the proposal to form a Remuneration Committee. A Remuneration Committee would consider the remuneration and terms and conditions of service of the College's designated senior post holders.

Prior to academisation, the College had operated a Remuneration Committee.

	<p>Currently, the only designated SPH was the Principal. The Chair of the Board undertook the Principal's appraisal and salary review on an annual basis but good governance indicated that the process should be more transparent and the process should be completed arguably by a Committee as opposed to just one individual. The Principal's salary was also a line in the financial statements so the Committee had considered that the current process needed to be refined.</p> <p>Draft Terms of Reference for a Remuneration Committee would be brought back to the Committee at their next meeting in June and then in turn to the Board meeting in July. In the interim, consideration would be given to the remit of the Committee, suitable Committee membership and the designation of SPHs.</p> <p>The Principal recommended that the Deputy Principal should be designated a SPH although there would need to be some consideration around what the line of accountability looked like going forward. There was a question over whether the Clerk should also become a SPH by virtue of the fact that they were appointed by and accountable to the Board as well.</p> <p>It was agreed that these issues would be discussed further outside of the meeting and a recommendation would be made by the Finance and Audit Committee at its next meeting.</p> <p>The Board supported the setting up of a Remuneration Committee.</p>	
Policy Approvals	<p>8. Policy Review Schedule</p> <p>In terms of the three policies requiring approval, it was noted that there were no notable changes proposed to the Financial Regulations and as such the Board were content to re-approve the Financial Regulations.</p> <p>In respect of the Complaints Policy, this had been reviewed in light of a recent complaint which was the first complaint in many years to be taken to a Stage 4 panel meeting. The agreement to proceed to Stage 4 had been made by the Chair of the Board at the request of the complainant.</p> <p>As part of that exercise, it was recognised that the current policy did not set out the Stage 4 panel process fully and therefore it had been considered opportune to revisit this part of the Complaints Policy and this was also a recommendation from the Complaint Panel members.</p> <p>The revised Complaints Policy sets out in more detail the process and timelines that would be followed if a complaint was escalated to Stage 4. It is drafted along similar lines to other Single Academy Trusts. It does not envisage parties attending to give evidence but instead that the panel would conduct a paper-based review of the complaint but would be able to call for further information or evidence as necessary.</p>	

It also utilises the role of the Chair of Trustees to act as a filter to assess the grounds of an appeal. This would then preclude the Chair of the Trustees from being part of the subsequent Complaints Panel.

As set out in the executive summary, management proposed that the grounds of appeal should be limited to clear evidence of procedural impropriety by the College; irrationality of decisions and/or compelling new evidence relating to the complaint. These are set out in paragraph 3 'preparation'. These grounds replicate the grounds for judicial review.

It was suggested by a Trustee who had served on the Complaints Panel that paragraph 7 of Stage 2 might also benefit from having the addition of a sentence relating to whether the Principal should reserve the right to instruct an alternative member of staff to investigate a complaint on their behalf. The reason being was that this would allow the Principal to instruct someone else to carry out the investigation if they did not have the time and/or it was not appropriate for them to carry out the Stage 2 investigation.

After discussion, the Board approved all of the suggested changes.

In terms of the review of the Standing Orders, this had been carried over from the previous meeting. Although there were a few housekeeping changes proposed the more notable change related to the appointment of Trustees who had already served two terms of office. Currently, the Standing Orders stated that any third term of office should be limited to two years. As such, this would preclude the Board from considering the re-appointment of the current Chair of the Board for a further term as his last appointment had in fact been a third term appointment limited to two years which was due to expire 31st August 2025.

It was agreed that the Chair of the Board should be excused from this section of the meeting and he left the room.

The Board discussed the proposed changes and whilst appreciating the continuity that longer serving Board members brought considered that terms beyond the original two terms should remain limited to two years. It was considered that appointments beyond two terms should only be approved in exceptional circumstances and that a Trustee's continuation of office had to be considered to be in the best interests of the College. Furthermore, that the decision to appoint for an additional term would be taken by the Board with the individual Trustee not being a party to the decision. Any new term would be limited to two years with the possibility of extension (for further two-year periods) provided the Board carried out the agreed process.

After discussion, and subject to the changes agreed, the Board **resolved**:

- 1. To approve the Financial Regulations**
- 2. To approve the Complaints Policy; and**
- 3. To approve the Standing Orders**

Governance	
9.	<p>The Board reviewed the calendar of Board and Committee meetings for 2025/26 which followed the sequencing of meetings for the current year and also included a Trustee Day scheduled in January 2026.</p> <p>The Board had already discussed the suggested formation of a Remuneration Committee earlier in the meeting and would revisit this at the next Board meeting.</p> <p>The Chair of the Board advised that following a selection and interview process, he was delighted to recommend to the Board the appointment of Sarah Churchill as the Clerk to the Board of Trustees with effect from 1st June 2025.</p> <p>The Board resolved:</p> <ol style="list-style-type: none"> 1. To approve the calendar of Board and Committee meeting dates for 2025/26; 2. To approve the appointment of Sarah Churchill, as the Clerk to the Board of Trustees with effect from 1st June 2025. <p>The Clerk highlighted the Trustee Effectiveness analysis which had been compiled following completion of the new effectiveness tool on GovernorHub. This had highlighted areas of the greatest experience and skills of the Board together with those areas where skills were weakest and which may inform the recruitment search for another Trustee, as at present the Board had a vacancy for one further Board member.</p> <p>Training needs had also been identified and possible options to address both individual and whole Board training needs had been outlined and this was one area that the new Clerk could possibly take forward.</p> <p>In terms of the website Compliance Audit, there remained a few minor additions required which would be followed up outside of the meeting.</p>
10.	<p>Any Other Business</p> <p>The Chair thanked Helen Flower for her Link Trustee Report (which had been uploaded to the meeting folder). This was the second visit she had undertaken with Lindsay Ammar, Director of Enhancement and Cultural Capital and the focus of the visit had been on Equality, Diversity and Inclusion together with the development of the alumni. The visit had been overwhelmingly positive and there was great excitement surrounding the new platform that the College was using which allowed the College and current students to view ex-student's profiles through LinkedIn. It was hoped that this new and professional connection with former students could be a powerful tool in helping, supporting and inspiring the College's current students.</p> <p>The Chair also thanked the outgoing Clerk for her service and a presentation was made and in addition, the Chair extended his congratulations to the Vice Chair</p>

	who was expecting a first child with his wife and to Nawal Raza-Malik who was shortly due to get married.	
11.	Date & Time of Next Meeting It was agreed that the next Board Meeting would take place on Wednesday 2 nd July 2025 at 6.00pm.	