



WOKING COLLEGE BOARD OF TRUSTEES
Board Meeting held on Wednesday 8th December 2021 at 5pm
Learning Resource Centre, Woking College

Present: **Tim Stokes** **Chair**
 Rob Kemp **Vice Chair**
 Rosh Sellahewa **Chair of Finance & Audit**
 Jonathan Miles
 Andy Williams
 Brett Freeman

Attending Virtually: **Ben Smith**
 Yasmin Aslam
 Anne Middleton

In Attendance: **Nuweed Razaq** **Deputy Principal**
 Laura Cook **Assistant Principal**
 Barbara Maude **Clerk to the Board of Trustees**

Item	Agenda Description	Action
1.	<p>Apologies for Absence & Declarations of Interest</p> <p>The Chair opened the meeting and firstly extended his thanks to management and staff for their hard work this year especially given the very challenging circumstances. The Chair then welcomed those that were attending the meeting in person and those that were attending virtually namely, Anne Middleton, Ben Smith and Yasmin Aslam. In addition, he thanked Andy Williams, who was to be the new Parent Trustee, for joining the Board and welcomed him to his first formal Board meeting.</p> <p>Apologies had been received from Mike Mulheron (due to illness); Cullum Mitchell and Alastair MacAulay (both of whom had prior work commitments and were unable to make the earlier start time). The meeting was starting earlier so that Trustees could attend the College production which was due to start at 7.30pm.</p> <p>No Trustee declared any pecuniary or other direct or indirect personal interest in any item on the agenda.</p>	
2.	<p>Introduction</p> <p>It had been agreed in a change to previous meetings, that the Chair would lead on the introduction to the meeting and outline the strategic intent. The intention of this meeting was for the Board to fully understand the work of the Senior Leadership Team as they took the College forward.</p>	
3.	<p>Minutes of the Previous Meeting</p> <p>The Board received the open and confidential minutes of the previous meeting held on 10th November 2021. The minutes were agreed as an accurate record and approved for signature by the Chair.</p>	

4.	<p>Matters arising</p> <table border="1" data-bbox="210 212 1276 318"> <thead> <tr> <th></th> <th>Matters arising 10.11.21</th> <th>By whom</th> <th>By when</th> <th>Status</th> </tr> </thead> <tbody> <tr> <td>1.</td> <td>Convene Staff and Student Focus Groups</td> <td>02/12/21</td> <td>BFR/TST</td> <td>Completed</td> </tr> </tbody> </table> <p>The Chair confirmed that on the 2nd December 2021 he had met with both Student and Staff Focus Groups and thanked the Principal for enabling these sessions to take place in an informal format. The Chair also thanked Emma Hobbs, who had invited the Chair to attend a Student Union meeting. He had found the session to be really informative, commenting that he could not fail to be impressed by the student's commitment and enthusiasm. The students were well informed and raised some very insightful comments. He had also met with a group of staff members which had comprised both teaching and support staff members and some that had joined recently and some that had worked at the College for a longer period of time. This had provided a very broad cross representation of staff and again, the session had been relaxed, open and informative. Notes from both sessions outlining the points raised had been shared with the Principal and would be circulated to Trustees for their information outside of the meeting.</p> <p>It was proposed that the Chair would hold a further meeting with both Staff and Students in approximately March 2022, just before the current Student Union members stepped down, in order to capture their thoughts and experiences of their time in office.</p>		Matters arising 10.11.21	By whom	By when	Status	1.	Convene Staff and Student Focus Groups	02/12/21	BFR/TST	Completed	BMA TST
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1.	Convene Staff and Student Focus Groups	02/12/21	BFR/TST	Completed								
	TEACHING, LEARNING & ASSESSMENT											
5.	<p>The Board received and noted the following reports:</p> <p>Learner Voice (Oral Update) The Assistant Principal explained that focus groups had been taking place over the course of the last week and as feedback was currently being collated this report would be an oral report at this stage. A-level student focus groups had confirmed that they were happy with the feedback they were getting and they knew how to improve and how to make the step up to the next grade. Feedback from these groups had been better than the feedback from those students studying BTECs where it appeared that not all teachers had the same level of expertise to provide really effective feedback so the College would be holding a full inset day in February to address these findings.</p> <p>The Board queried the level of guidance provided to students in exam techniques and this was discussed at some length and it was confirmed that considerable time went into preparing students for exams, such as knowing what went into an answer from a command word.</p> <p>Enrolment Data & reasons for student withdrawals 2021/22 The Deputy Principal presented the enrolment data together with the reasons for student withdrawals in 2021/22. Currently there were 1441 students on roll which was an increase of 100 students compared to the same time last year. The increase was due mainly to a larger recruitment of first year students last year which has led to a larger second year cohort this year. The expected demographic numbers for the coming years were encouraging. In terms of enrolments for 2022/21 100 students had attended for interviews in the last week and to date 600 students had already been interviewed. The Deputy Principal praised the team effort in achieving these results which stemmed from effective marketing, impressive open evenings and the high quality individual interviews that had been undertaken.</p> <p>In terms of marketing, the Board asked from the feedback received what were the key drivers in a student choosing the College – and the Principal advised that it was twofold, firstly the subject offer and secondly the friendliness and sense of community.</p> <p>The Board queried what involvement the College had with its feeder schools and the level of interaction between the two. The Principal explained the range of activities he undertook in terms of presenting at school assemblies, pre-interviews, taster days etc. All HoDs were also encouraged to</p>											

build on their relationships with feeder schools. Many HoDs were proactive but it was acknowledged that it was not always easy to get all the HoDs out talking to schools, especially over the last 18 months.

In terms of student withdrawals there had been 10 students who had withdrawn after the start of their course and the reasons for the withdrawals were duly noted, together with the process that was followed should a student indicate that they wished to withdraw.

The Board queried whether there were benchmarks nationally for student withdrawals and it was confirmed that most Colleges would retain about 90% of their students and the College was about 0.5% to 1% above that figure. The Principal advised that he suspected that the withdrawal rate for Years 12's may be slightly higher than normal as they had 2 years of disrupted education behind them and this could potentially be a factor going forward.

Complaints Log - Executive Summary Report

The Deputy Principal presented the formal complaints log for complaints made so far this academic year and to date, there had been two formal complaints. Both of the complaints were reviewed by the Board, as to the nature of the complaint and the action taken. One was resolved and one remained on-going but this was due to the complaint now being taken to Ofqual as the Awarding Body appeared to have failed to follow their own process and the complaint was no longer focussed with the College.

Annual Safeguarding Report

The Board reviewed the annual Safeguarding Report which set out a summary of the safeguarding challenges, developments and key features in the year 2020/21. The report covered the period from September 2020 to June 2021. The Board passed on their thanks to Helena Clarke, the designated Safeguarding Lead and author of the report, who wasn't at the meeting as she was currently unwell so the remaining SLT members took questions.

Included within the annual report was the data from CPOMS (the online referral procedure) as at July 2021 showing the total number of safeguarding incidents that had been logged and under which category the incident had been logged. The largest category by far related to mental health.

The Board challenged SLT on the College's response to the OfSTED report on sexual assault and sexual harassment in schools and Colleges. The Board were advised that a working party had been set up in response to the report comprising staff and students and whilst the College did not believe there was a problem they had acted swiftly to address the areas raised in the report. The Principal commented that OfSTED would assume sexual assault and harassment took place in all educational institutions so saying it didn't happen here was not an option.

The Board also asked about the arrangements between the College and the Police. The Principal advised that the College used to have a very good relationship with the local police as PC's would come into the College to meet with students but those arrangements had dwindled over the last few years due to police cut backs. However, he was pleased to report that as of last week the College had arranged for two police officers to come into the College on a regular basis going forward. This was to provide students with the opportunity to have a positive experience of the police and to help move relationships forward.

In terms of mental health, the Board spent some time discussing the range and offer of mental health support available. The new Head of Well-Being had been in post since September 2020 together with the new role of Associate Director Pastoral. Support was available five days a week although it was acknowledged that the College could not support students over the summer months. Students were signposted to the proper agencies and an email sent to any member of the pastoral team effectively "out of hours" would get a response with a full list of agency contact details.

The Board also questioned the College's response to drugs and SLT talked through the drug awareness input that was part of the tutorial programme. External agencies, organisations and even individuals came into College to talk to students about their drug experiences, including an ex drug

	<p>baron. Drug awareness also extended to staff training on County Lines and this in tandem with the Police had helped reinforce the predatory nature of the County Lines organisation.</p> <p>Continuing Professional Development - Staff Update Report</p> <p>The Assistant Principal took the Board through the CPD Report and explained the concept of the Walkthrus which had been adopted as the College's CPD focus. Walkthrus were a 5-step guide to Learning and Teaching and teaching staff choose from 6 strands with each strand having between 6 to 10 strategies. Walkthrus were based on a book which was a great resource, in a practical and condensed format.</p> <p>Every member of teaching and support staff choose 3 strategies each cycle (the year was split into 2 cycles) to try out, adapt and aim to master them in their lessons. The Board asked about the ability of staff to choose the strands and it was confirmed that there was a free choice but that in January through the lesson observation cycle, staff would be set targets in the first cycle which would be reflected in the observations in the second cycle so there may possibly be some guidance or encouragement to choose certain strands but they did ideally want teachers to remain autonomous.</p> <p>In terms of other CPD sessions then it was noted that there were short sessions run for all staff; some sessions aimed at Early Careers Teachers (ECT's) previously known as NQTs; lunchtime drop-ins and external CPD courses run through S7 and other providers.</p>	
	PRINCIPAL'S REPORT	
6.	<p>The Board received the Principal's Autumn Term Report. The Principal provided a summary of the key points, starting with the summary of current KPIs and the marketing activities undertaken this term. Of particular note was the implementation of the new Digital Marketing Strategy which had seen the enhanced use of social media and live web updates.</p> <p>On a national context, the College had been mentioned in Prime Ministers' Questions by Jonathan Lord MP as part of the campaign to retain BTECs.</p> <p>In terms of an accommodation update, then as noted in the report there was an update on the Post 16 capacity fund bid; ongoing negotiations with OWCC and the submission of new CIF bids for a new roof and improvements to the ventilation system.</p> <p>The Board discussed the section on student careers and progression in particular the Alternatives to University event planned for March 2022. It was noted that there would be 12 or so local employers coming into College to explain what their organisation did and the type of apprenticeship they offered. This would be a taster event aimed at those students who perhaps didn't have a defined career path or were not necessarily looking at University options. The Board questioned the approximate split between those students choosing University and those that did not. The Principal responded that it was approximately 70/30 and the Board indicated that they would like in future to have more information on what was on offer for the 30% split as not all Trustees had appreciated the split was as high as this. It was agreed that for information purposes the weekly careers bulletin could be sent to Trustees once a term to give a flavour of the guidance and advice being given.</p>	BMA
	FINANCE & AUDIT COMMITTEE	
7.	<p>The Board were advised that the Committee at its meeting on 24th November 2021 had appointed Rosh Sellahewa as the new Chair of the Finance and Audit Committee and Mr Sellahewa presented to the Board the following documents and recommendations:</p> <p>Minutes of the Finance & Audit Committee meeting held on 24th November 2021</p> <p>The Chair of the Committee highlighted that the Committee had held a closed session with the auditors prior to the main Committee meeting and advised that the auditors had been very complimentary of SLT and had indicated that they had expected to incur some challenges regarding</p>	

the loss of data or audit trail arising from the cyber-attack but management had been able to provide the information they required, and the auditors were satisfied that adequate accounting records had been maintained. The auditors had commended the resilience of both the College systems and staff.

August, September & October 2021 Management Accounts

The Committee had reviewed the Management Accounts for August, September and October 2021, concentrating primarily on the October Accounts. These accounts had been set against the reforecast budget, which the Committee had reviewed and approved at the meeting, having received delegated authority from the Board in November 2021 to approve the reforecast budget. As the Chair advised, although the moving parts were slightly different, the actual operating surplus showed a difference of only £3K. The reforecast revenue budget now reflected a more accurate position with regard to income and expenditure streams and this also meant that it would not now be necessary to explain variances in all subsequent Management Accounts.

For clarification, the Board were ordinarily required to approve the budget and any significant revisions to it. However, having sought confirmation from the external auditors, it had been confirmed that the variations to income and expenditure didn't do anything to cast doubt on the Trustees' assessment of a going concern, which the original budget had been used for. As the changes were not significant, upon that basis, the Committee were able to approve the reforecast budget and for the Board to simply note that this had been undertaken.

Financial Statements for the year ending 31st August 2021

The Committee had reviewed the Financial Statements for the year ending 31st August 2021 which contained an unqualified audit opinion and an unqualified regularity opinion.

The auditors had confirmed that the Trustees' use of the going concern basis of accounting in the preparation of the financial statements was appropriate, noting that the College's income was up from the previous year. The audit had revealed no material uncertainties that cast doubt on the Trust's ability to continue as a going concern. In terms of the College's pension liability then this related to the Trust's share of the deficit of the Local Government Pension Scheme overseen by Surrey County Council. It was not an amount within the Trust's control and would increase or decrease subject to actuarial valuations and life expectancy data.

The Committee commended the Financial Statements for the year ending 31st August 2021 to the Board for approval and in so doing the Board additionally considered the following matters:

- The Board considered that the Trust is a going concern for 12 months from the date of approval of the accounts;
- There have been no post balance sheet events that gave rise to additional disclosures in the accounts;
- The Letter of Representation was approved alongside the accounts;
- The Accounting Officer's Statement was signed by the Accounting Officer confirming no regularity issues together with completion of the accounting officer checklist;
- All internal control recommendations had been duly considered and a management response provided.

External Auditor's Management Letter (Audit Findings Report)

The Board reviewed the Audit Findings Report which had been comprehensively discussed at the Committee meeting and had been presented to the Committee by the Lead Auditor. There were no significant findings or issues identified. The Audit Findings Report reiterated the commendation of the resilience of the College systems and staff in respect of the recent cyber-attack.

External Auditor's Letter of Representation together with the Accounting Officer's Statement on Regularity, Proprietary & Compliance

The Committee having reviewed both the Letter of Representation and the Accounting Officer's Statement commended these to the Board for approval, noting that both documents were sector standard and in a prescribed format.

Internal Audit Plan 2021/22 & Internal Audit Report on Risk Management

The Committee had reviewed the Internal Audit Plan 2021/22 together with internal audit reports on Budgeting & Forecasting and Safeguarding. The points flowing from the review of the two internal audit reports and as discussed by the Committee were outlined in the minutes and the management responses had been noted and agreed.

The Internal Audit Plan for 2020/21 had been adjusted following the cyber-attack to allow for Budgeting & Forecasting and Safeguarding to be brought forward whilst IT Systems (Business Continuity) and Free School Meals and Bursary reviews were delayed until 2021/22. During 2021/22 there would also be an audit of the College's ILR data. The Committee had discussed whether project management should be brought forward in light of the planned capital build. The advice from the auditors was that ordinarily this area would be reviewed after a project had completed but if any concerns arose during the project, then it could be reviewed at that time.

At the time of the Committee meeting, the field work for the internal audit of Risk Management was being undertaken and the report had not been available. This had now been received and the Risk Management Report was included within the Board papers. In terms of the Risk Management report the purpose of the review was to ensure that the College had appropriate risk management arrangements in place and that these have been embedded throughout the whole College. The conclusion was that the auditors could provide a strong level of assurance surrounding the College's risk management arrangements. They had raised only one low grade recommendation, two observations for consideration and several good practice points. The low grade recommendation was for the College to implement a risk management training plan and to provide training to senior members of staff and both the Board and Committee members with an emphasis on Strategy, Policy and Procedures. Management had agreed that the Risk Champion would investigate and undertake risk management training and disseminate as appropriate.

IT Priorities Post Ransomware Attack

The Committee had also reviewed the IT Priorities Post Ransomware Attack Report which contained the five areas identified by S-RM (the forensic investigators) that the College should focus on in order of priority. The report set out the five areas (backups, maintaining a vulnerability programme, leverage modern endpoint protections, limit the use of administrator credentials and protect against phishing) and the progress taken to date against each identified area.

The Chair of the Committee confirmed that having reviewed the report, the Committee had been happy with both the actions taken to date and the timelines set out. It was acknowledged that the implementation of the action plan was an operational issue but given the impact of the cyber-attack, it had been agreed to keep the Board fully apprised of developments so progress would be monitored by the Committee as a standing item at future meetings.

Risk Management and Board Assurance Annual Report & Risk Register 2021/22

The Committee had reviewed the Board Assurance Annual Report for 2020/21 looking back at the previous year at the two significant risks identified and the four contingency risks together with the management in place to mitigate the identified risks.

In terms of the Risk Register for 2021/22 the Chair reported that the Committee considered that the risks were being mitigated well. The Committee had previously suggested whether Risk 11, which was a compliance risk, should be separated out, but the auditors having reviewed the risk management framework in its entirety had confirmed that they were happy with a combined compliance risk. As they had confirmed, it was crucial to have the appropriate mitigation and they were satisfied with the controls in place.

Academy Trust Handbook 2021: Compliance Checklist

The Committee had reviewed the changes introduced by the Academies Trust Handbook (formerly the Academies Financial Handbook). The changes had come into effect on 1st September 2021 and the Chair highlighted two of the notable changes, firstly the recommendation of an independent external review of governance and secondly the need for external audit contracts to be re-tendered every 5 years. The remaining changes had all been discussed by the Committee and were now duly

	<p>noted by the Board including the fact that the title of Clerk had now been changed to Governance Professional.</p> <p>The Board resolved:</p> <p>a. To receive the minutes of the Finance & Audit Committee held on 24th November 2021;</p> <p>b. To note the August, September & October 2021 Management Accounts;</p> <p>c. To approve the Financial Statements for the year ending 31st August 2021;</p> <p>d. To receive the External Auditor's Management Letter (Audit Findings Report);</p> <p>e. To approve the External Auditor's Letter of Representation and the Accounting Officer's Statement on Regularity, Propriety & Compliance;</p> <p>f. To approve the Internal Audit Plan 2021/22 & the Internal Audit Report on Risk Management;</p> <p>g. To note the IT Priorities Post Ransomware Attack Report;</p> <p>h. To note the Risk Management & Board Assurance Annual Report 2020/21 and Risk Register 2021/22;</p> <p>i. To note the Academy Trust Handbook 2021 Compliance Checklist.</p>	
	GOVERNANCE	
8.	<p>The Board resolved:</p> <p>To appoint Andy Williams as the new Parent Trustee for a term of four years with immediate effect.</p> <p>The Clerk advised that unfortunately the College's organisational chart was just being finalised so was not available for distribution at the meeting. However, it would be circulated outside of the meeting to Trustees together with the feedback notes from the Staff and Student Focus Groups.</p>	BMA
9.	<p>Any Other Business</p> <p>The Chair advised that there was one confidential item of business which would be minuted separately. Members of the Senior Leadership Team withdrew from the meeting at this stage.</p>	
10.	<p>Date & Time of Next Meetings</p> <p>It was agreed that the next meeting of the Board would take place on Wednesday 26th January 2022 at 6.30pm. This meeting had been designated a training session, to cover key points for Trustees on OfSTED and Safeguarding.</p>	

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26.1.22