

**WOKING COLLEGE BOARD OF TRUSTEES
Company Number 10821223**

BY TELEPHONE CONFERENCE

**Minutes of a meeting held by telephone conference on Wednesday 1st July 2020 starting
at 6.30pm.**

Present:	Gaynor Mather	Chair
	Tim Stokes	Vice Chair
	Jonathan Miles	
	John Moffat	
	Mike Mulheron	
	Ben Smith	
	Rob Kemp	
	Yasmin Aslam	
	Brett Freeman	Principal
In Attendance:	Nuweed Rasaq	Deputy Principal
	Karen Foan	Assistant 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 Apologies had been received from Liz Cussans and Cullum Mitchell. The apologies were agreed.</p> <p>No member present declared an interest in any item on the agenda.</p>	
2.	<p>Introduction The Principal confirmed that the strategic intent of the meeting, the proposed implementation and the intended impact of this meeting remained dominated by COVID-19.</p>	
3.	<p>Minutes of the Previous Meeting & Notes from the Information Briefings The Board received the minutes of the previous meeting held on 25th March 2020. The minutes were agreed as an accurate record and approved for signature by the Chair.</p> <p>In addition, the Board received the notes from the Information Briefings held on 22nd April and 20th May 2020 respectively. These were also confirmed as accurate</p>	

	and a useful aid memoire of the items discussed at the virtual meetings.																										
4.	<p>Matters arising To review any matters arising</p> <table border="1"> <thead> <tr> <th></th> <th>Matter</th> <th>By Whom</th> <th>By when</th> <th>Status</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>IT System Overview</td> <td>BFR</td> <td>July 2020 meeting</td> <td>Now referred to Finance & Audit Committee</td> </tr> <tr> <td>2</td> <td>Revised Calendar of Meetings</td> <td>BMA</td> <td>July 2020 meeting</td> <td>Item 10</td> </tr> <tr> <td>3</td> <td>Update on progress of Student Wellbeing Co-ordinator</td> <td>BFR</td> <td>December 2020 meeting</td> <td>Ongoing</td> </tr> <tr> <td>4.</td> <td>Statement on University approach</td> <td>MMU</td> <td>ASAP</td> <td>Completed</td> </tr> </tbody> </table> <p>The Board reviewed those matters arising as noted above.</p> <p>In respect of item 1, the Principal had shared with the Board, prior to the meeting the draft IT/ICT Strategic Planning 2020 document. The Board welcomed sight of the paper, which set out 9 identified IT/ICT strategic objectives, the operational and associated outcomes, software and hardware requirements, costs and a decision timescale. The Board challenged on how the College kept relevant and up to date in a fast-moving environment and the Principal responded that Heads of Department were very good at keeping a close eye on IT developments inside and outside of the sector. In addition, each year staff had the opportunity to bid for equipment and systems and these bids were reviewed and supported where there was clear evidence of a positive impact on student learning. It was also confirmed that going forward the Finance and Audit Committee would keep a watching brief on IT/ICT developments.</p> <p>In terms of item 2, it was noted that the revised calendar of meetings formed a separate agenda item. In terms of item 3, the College had received over 80 applications for the post of Student Wellbeing Co-ordinator and after shortlisting down to 10 had now appointed a person with considerable expertise working with the Samaritans and SLT were confident that they would settle well into the role.</p> <p>It was also confirmed that Mike Mulheron had forwarded to the Principal, following the last Board meeting and as outlined in item 4, a statement setting out the University of Surrey's approach to the implications of COVID-19 on the cohort due to attend University for the academic year 2020/21.</p>		Matter	By Whom	By when	Status	1	IT System Overview	BFR	July 2020 meeting	Now referred to Finance & Audit Committee	2	Revised Calendar of Meetings	BMA	July 2020 meeting	Item 10	3	Update on progress of Student Wellbeing Co-ordinator	BFR	December 2020 meeting	Ongoing	4.	Statement on University approach	MMU	ASAP	Completed	
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	PRINCIPAL'S REPORT																										
5.	<p>The Board received the Principal's report together with an oral update reflecting the most up to date position.</p> <p>The Principal confirmed that should there be a COVID-19 second wave in September or during the course of the autumn term, then the College had</p>																										

identified, discussed and risk assessed all options and procedures that would be put into place from August to respond appropriately and in accordance with the government guidance that existed at that time.

In addition, the Principal has also written to all students who had accepted a College place for 2020/21 re-iterating that should there be a further lockdown, students did not need to worry as the College was well placed to provide an excellent virtual learning environment.

In terms of marketing the College had held a successful Open Event which had attracted 650 visitors to the website, Year 11 transition materials had had over 12,000 hits and 52 video taster sessions had been put online representing a taster session for each subject taught in College.

In terms of site developments, then whilst the construction of the 3G pitch was well underway, the Principal reported that the College had not been successful in either of the 2 CIF bids. Neither the bid for replacement windows nor the bid for the new classroom block, which had been based on growth and the fact that in accordance with DfE guidelines the College was 23 classrooms short on space. The Board discussed the options that were now available including the Old Woking Community Centre (who were flexible and desirous of working with the College); extending the LRC and/or the use of portacabins (discounted for a number of reasons); and appealing the CIF bid decision (which included reviewing the associated costs involved in the bid process, and intelligence on what bids were successful etc).

The Board considered that it would be timely to review the rationale for why the bids had been made and the costs involved before considering whether it was appropriate to either appeal or re-bid. The options that were available would clearly have to be considered as part of longer-term strategic planning but in the immediate term, it was agreed that an informal Strategic Working Group should be convened, comprising the Principal, Tim Stokes and Rob Kemp to review matters and report back to the Board.

It was also suggested that a review of the windows should be undertaken to assess when window replacement reached critical and if any windows were in that position now, then it would be appropriate to proceed with replacement works over the summer break.

In terms of staffing, the Board queried why there appeared to be some flux in staffing in the Business Studies Department. It was confirmed that there had been some issues within the department but these had now been addressed and SLT were confident that there would be a positive start in September and a team building event had already been scheduled for the start of term.

Furthermore, in light of the impending departure of Karen Foan, Assistant Principal Quality for Learning at the end of term, SLT had been re-structured and

	<p>a new tier of Associate Directors introduced. This would extend and strengthen the capacity of the existing SLT, fill gaps and accentuate the strategic direction of the College. The new structure would be reviewed periodically as to effectiveness.</p> <p>The new Associate Directors (ADs) appointed were Stephen Winter-Fuller for Vocational Management; Gina Marshall for Pastoral Care; Jason Bagshaw for Data and Quality; and Emma Hobbs for Enhancement & Cultural Capital.</p>	
	<p>TEACHING, LEARNING & ASSESSMENT</p>	
<p>6.</p>	<p>Reports</p> <p>The Board reviewed the progress report on the Quality Improvement Plan which was the overarching management document that flowed into individual SLT operational QIPS. The QIP had also been colour coded to help more clearly identify those areas where improvement was necessary.</p> <p>In terms of leadership and management, and in particular those subject areas that had been identified as requiring improvement in 2019/20, the Board asked for a sense of what SLT thought they would look like now. The Assistant Principal reported on those subjects in which she thought improvements had clearly been made and those subjects that remained a concern and she confirmed what plans remained in place to address those concerns. For example, one such area was Criminology where an External Quality Review (EQR) was already scheduled for next academic year.</p> <p>Whilst, SLT were confident that improvements had been made, it was also to be noted that in terms of the CAG (Centre Assessed Grades) process, OFQUAL would consider an institution's previous exam results.</p> <p>The Board then reviewed the Teaching, Learning & Assessment Position Statement produced annually.</p> <p>The Board were advised that virtual academic review meetings had taken place with both students and parents last week. The College continued to capture all good practice and had moved towards a peer-leading training and professional development model which had culminated in the establishment of Professional Development groups. Whether September 2020 started with the use of a blended learning model or delivery straight into classrooms then the College had assessed Teaching, Learning and Assessment as being Outstanding.</p> <p>In terms of the challenges that September 2020 would bring then at the forefront was the fact that many students by that time would not have been studying for many months. Talk of "catching up" was seen as negative but the students had missed out on learning how to revise for exams so to help address some of these issues, the College would extend the induction period; there would be an early</p>	

assessment window for Year 12's in October to review progress; and the course change window would also be extended so that students could change courses if it was appropriate for them to do so.

Laura Cook, Assistant Principal Pastoral then gave a briefing on the Woking Way. This was a new initiative and had been introduced with the purpose of capturing what students did beyond the curriculum at College. It was a 5-strand programme designed to give students a range of opportunities to challenge themselves and prepare for their next steps – university, apprenticeship or employment. All students would work towards achieving the Woking Way certificate and in so doing would compile a record of their activities which could be utilised to help them complete applications and personal statements. The strands comprised World of Work – demonstrating an understanding of a work environment; Wellbeing – can you show that you know how to look after your health and wellbeing; Working with the Community – are you playing an active role in your community; Wider Learning – can you evidence learning opportunities that have taken you beyond the standard curriculum; and Where next -have you carefully researched your options after the College?

The Woking Way had been developed and led by Emma Hobbs and 2020/21 would be a pilot year and it would then be reviewed and adapted or modified if necessary.

The Board welcomed the new initiative and commented that similar concepts at other institutions had been positive and had often led to healthy competition between students. Comment was also made as to whether the College had thought about a tiering system, such as introducing a gold standard which recognised exceptional work in one or more strands. SLT confirmed that this was something that could certainly be incorporated at the end of the first pilot year.

The Board then went on to review the Curriculum Intent and Curriculum Changes Report for 2020/21. The position statement on curriculum intent set out the overall aims in terms of strategic and cultural intent and the course changes for 2020/21 were also noted together with the range of qualifications on offer now including CACHE; NCFE, RQF BTEC, and CTEC qualifications. A level Italian was to be discontinued but if there was demand then it was confirmed that it might be possible to offer it in collaboration with another institution.

Ordinarily a College Complaints Log would be presented for review but it was confirmed that no formal complaints had been received since the last report. The Deputy Principal confirmed that there had been some correspondence from parents regarding availability of live lessons and some correspondence from local residents about trees overhanging into their gardens but other than those items there had been no formal complaints received. The Principal took a moment to reflect that to have moved to virtual learning through the present pandemic and to have received no complaints was an exceptionally positive commendation on the work undertaken by all staff and the support they had provided to students.

	<p>The College had received in fact more positive commendations than ever before.</p> <p>Finally, on this item, the Board noted the SAR Timeline and in particular the dates requiring trustee involvement which were scheduled to be on 1st and 2nd October for the departmental SAR and QIP review days and then on the 27th to 29th January 2021 for the mid-year review meetings. If at all possible, trustees involved in the first cycle of meetings would be invited back to attend the second round of the same departmental SARs as this would achieve consistency and make for more informed engagement.</p> <p>In terms of the CAG process, the Board expressed concerns about views expressed in the press that results and student rankings could be challenged and sought clarification on the appeals process. The Deputy Principal confirmed that currently the guidance was that for this year a student could only appeal on one of two grounds. Either that the College had made a mistake or if they thought the College had not followed due process. There was much speculation in the press that students could make Freedom of Information Requests. OFQUAL had not qualified if CAGs rankings would be available to students and if so that would contradict the advice given to Colleges at the start of the process.</p>	
	<p>FINANCE</p>	
<p>7.</p>	<p>The Board received the minutes of the Finance & Audit Committee Meeting which had been held on 18th June 2020 together with the Chair of the Committee’s oral summary of the key recommendations.</p> <p>The Board received and reviewed the April 2020 Management Accounts together with the May 2020 Management accounts. The Chair directed the Board’s attention to the May 2020 accounts which confirmed that the College had achieved an operating surplus of £996k which was £628k better than the budgeted surplus to date. The forecast once updated for known variances was now forecast to be £716k at year end. It was confirmed that the Committee had challenged on why this was a higher than usual surplus and had been advised that it was due in part to the receipt of funding from the ESFA in respect of the Teachers’ Pay Grant, the Teachers’ Pension Grant, Devolved Capital Grant and High Needs Funding.</p> <p>The Board then reviewed the draft Budget for 2020/21 considering both the revenue budget and the capital budget together with the assumptions upon which both elements were based. It was noted that the budget before the Board had been amended to reflect suggestions made by the Committee that included reviewing the sensitivities.</p> <p>As had been discussed during the May 2020 Trustee information briefing, pay negotiations had concluded at that time with pay awards made to both teaching and support staff of 1.5% backdated to 1st September 2019 and then in turn a</p>	

further pay award of 1.25% with effect from 1st April 2020. The College had also proposed that all staff should receive a voucher of £250 pro-rated for part time staff which would be payable at the end of the current academic year.

In terms of pay for staff for 2020/21 the budget assumed a 2% pay increase for teachers from September 2020 and a confirmed 2.5% pay increase for support staff from 1st January 2021.

The Chair confirmed that this was a conservative budget but advised that it would need to be reviewed in light of the unsuccessful CIF bids in terms of the appropriate accounting for associated CIF bid costs and in terms of the capital budget the assumptions made that the College would be contributing to the capital expenditure of the two CIF bid projects. It was agreed that a discussion between the Chair, the Principal and the Finance Director would take place outside of the meeting to agree on how to reflect those changes.

The 3 Year Financial Forecast was also reviewed. It was noted that whilst a formal 3-year financial forecast was no longer required by the ESFA, SLT were keen to maintain a focus on the longer-term view when setting the 2020/21 budget so an outline 3-year financial forecast had been prepared and included within the Board papers.

The Board then went on to consider Wilkins Kennedy (External Auditors) Audit Plan for the year ending the 31st August 2020. This set out the audit arrangements for the College's financial statements and also formalised their fee proposal for the year.

The Finance and Audit Committee had spent some considerable time reviewing and discussing the COVID-19 Risk-Assessment, which was now formally presented to the Board, but it was acknowledged that it had been previously circulated by email to all members for their information during lockdown. The minutes of the meeting reflected the discussions that had taken place and the Committee's full endorsement of the comprehensive risk assessment document. The Committee also endorsed the approach taken by the College to ensure all necessary and appropriate action was being taken to ensure the safety of both staff and students together with ensuring all preventative measures were in place to reduce the transmission of the disease.

The Board **resolved to approve:**

- 1. April 2020 Management Accounts;**
- 2. May 2020 Management Accounts;**
- 3. Draft Revenue & Capital Budget 2020/21 (subject to any changes as agreed as necessary to reflect the unsuccessful CIF bid associated costs and impact);**
- 3. Three Year Financial Forecast 2021- 2023;**
- 4. Wilkins Kennedy Audit Plan fye 31.08.20; and**
- 5. COVID-19 Risk Assessment**

	POLICY WATCH	
8.	<p>The Board reviewed the Health & Safety Policy. The Principal confirmed that there were no significant changes to be made.</p> <p>The Board noted that the policy stated that there should be an annual internal review and then a full review every 3 years. The policy was last reviewed by the College in October 2019 and it was suggested that in future both the College’s annual review and the Board of Trustees’ annual review should be carried out simultaneously as to avoid any confusion over timings.</p> <p>The Board resolved: To approve the Health & Safety Policy</p>	
	GOVERNANCE	
9.	<p>Trustee Succession Planning Working Group Minutes & Skills Audit</p> <p>The Board received the minutes of the Trustee Succession Planning Working Group meeting held on 13th May 2020 together with the annual skills audit. The Chair of the Board gave an oral summary of matters discussed at the meeting. As noted in the minutes, the Working Party consensus after due consideration of the skills set of all existing members was that the identified skills gap would be best addressed by recruiting candidates that ideally had professional accountancy or finance management experience; legal experience; and possibly Human Resources expertise and/or Special Educational needs experience.</p> <p>The Clerk gave a summary of the candidates that she had currently spoken to and confirmed that informal meetings were being scheduled with the Principal in order that they could see the College for themselves and whether it was the right fit for them.</p> <p>It was agreed that an interview panel would be convened at the start of the new academic year and following prospective Trustee interviews then recommendations could be made as appropriate to the Board.</p> <p>In terms of trustee training, trustees reported that the SFCA webinar training sessions had proved informative and were very accessible to access either live or at a later date. A number of trustees had attended sessions and all of the sessions had been considered of a good standard with some being exceptionally useful and well presented. In terms of subjects for future Board training then the engagement of the Board with the College’s risk management process was an area that the Clerk was asked to consider and it was agreed that she would raise this as a possible topic for a future SFCA webinar unless alternative and specific training options were available.</p>	

	<p>One area that was considered the best way for Board members to actively engage was through involvement in the College’s SAR moderation process and it was agreed that the relevant dates would be incorporated into the calendar of Trustee meetings and College events so Trustees had prior notice of the relevant dates.</p> <p>The Working Party had also reviewed progress against the Governance QIP. It was noted that areas still to be considered linked to the review of each Trustees’ contribution and this may be an element that the new Chair would want to take forward. Feedback had also been received from new inductees regarding possible changes to the induction process to include a session with the Chair and more 1:1 sessions with members of SLT. A buddying scheme was also to be considered. Staff and Student Focus Groups had not as yet taken place as they had been delayed by the COVID-19 pandemic but it was anticipated that virtual meetings would take place prior to the start of the new academic year. Finally, the Clerk was to look at preparing a summary of the Board’s work in accordance with an AFH recommendation.</p> <p>Committee Membership 2020/21 The Board noted the proposed committee membership for 2020/21.</p> <p>Election of Chair & Vice Chair The Clerk advised that in terms of the election of a new Chair and Vice Chair of the Board for the academic year 2020/21, then as Gaynor Mather was stepping down, she had received confirmation that Tim Stokes was prepared to stand as Chair of the Board and Rob Kemp as Vice Chair. Both candidates were proposed by John Moffat and seconded by Mike Mulheron and unanimously appointed by the Board.</p> <p>The Board resolved: To appoint Tim Stokes as Chair of the Board and Rob Kemp as Vice Chair with effect from 1st September 2020 for the duration of the academic year 2020/21.</p> <p>Schedule of Meeting Dates for 2020/21 The schedule of Trustee meeting dates was noted and agreed.</p>	
<p>10.</p>	<p>Any Other Business In terms of OfSTED, the Principal reported that at present the focus of OfSTED was on Grade 3 and 4 institutions and whilst there was a possibility that the College could be inspected from Christmas it was anticipated within the sector that inspections would be delayed.</p> <p>As to Trustee Board meetings scheduled for the new academic year the consensus was that the Board would wish to resume normal face to face meetings if at all possible from September 2020.</p> <p>Gaynor Mather indicated that she was currently preparing a confidential paper on</p>	

	<p>pay in terms of both the Principal and the Clerk and this would be circulated to members outside of the meeting.</p> <p>Farewells</p> <p>The Principal and the Board extended their thanks to Karen Foan, Assistant Principal, Quality for Learning who was leaving to take up a position as Deputy Principal at St Francis Xavier Specialist Sixth Form College.</p> <p>In turn, thanks were also extended to Liz Cussans, who had been unable to make today's meeting and had sadly indicated her wish to step down at the end of the current academic year. In addition, Laura Cook expressed her personal thanks to Liz for the work she had undertaken in her role as designated Lead Trustee for Safeguarding and it was agreed that Liz would be very much missed.</p> <p>Finally, the Board extended their sincere thanks and gratitude to Gaynor Mather who was stepping down as Trustee and Chair of the Board with effect from the end of the current academic year. The Principal said that Gaynor had propelled SLT to work at their very best and she would again be much missed. It was hoped that the Board would be able to thank both Liz and Gaynor in person when it was feasible to meet face to face in the not too distant future.</p>	
<p>11.</p>	<p>Date & Time of Next Meeting</p> <p>It was agreed that the next meeting of the Board would be held on Wednesday 16th September 2020 at 4.15pm. It was hoped that this would be a face to face meeting and would compromise the annual conference with Heads of Department.</p>	