



**WMCC Board 14 December 2022, 44 Crowndale Rd**

**Visitor: Dudley Leigh (Mosaic Consulting)**

	<b>Appointed Governors</b>			
1	Barbara	Byrne		Y (on line)
2	Susan	Corby		Y
3	Fran	Fahey		Y
4	Neil	Garner		Apologies
5	June	Jarrett		Apologies
6	Samata	Khatoon		Y
7	Alexi	Marmot		Y
8	Tom	Robins		Y
9	Alice	Rubbra		Y
10	Guy	Shackle		Y
11	Jon	Sibson		Y
12	Max	Silver		Y
13	Paul	Smith		Y
	<b>Nominated Governors</b>			
	Maria	Rosenthal		Y
	<b>Staff Governors</b>			
	Amanda	Blinkhorn		Y
	Monica	Kinaswicz		Y
	<b>Student Governors</b>			
	Beatrice	Aguilar		Apologies
	Hein	Doan Thi		Apologies
	<b>Officers Attending</b>			
	Diana	Teesddale		Y
	Imelda	Galvin		Y
	Bill	Barker		Y

**Minutes:**

1	<b>Chair's Welcome and Introduction</b>	
	Guy Shackle (GS, Chair) welcomed everyone to the meeting.	

2	<p>Apologies for Absence Neil Garner, June Jarrett: Student governors: Beatrice Aguilar, Hein Doan Thi</p> <p>Declarations of Interest: Imelda Galvin (IG, Interim Vice Principal) advised that she was a governor (vice-chair) at Barnet Southgate College. There were no other declarations.</p>	
3	<p><b>Minutes of July 2022 Meeting</b></p> <p><b>These were agreed as a correct record.</b></p> <p>Matters Arising not on current agenda There were no matters arising that were not included on the current agenda.</p> <p>Chair's Action: There were none other than visits and advice about works in House 48 (ground floor flat).</p>	Approval
4	<b>Strategy and Planning</b>	
4.1	<p><b>Chair's Introduction</b></p> <p>GS commented on the events of the last few months.</p> <p>He noted the achievements of Helen Hammond, highlighting the 2018 Ofsted Inspection grade "good", curriculum developments, the move to on-line learning during the pandemic and the improvements to the learning environment at the College.</p> <p>He also noted and thanked Martin Jones for his many achievements over his long association with the College. MJ had left the College for a senior finance role with Seeability, a charity that makes provision for people with visual impairment and learning difficulties.</p> <p>He thanked governors for their help in interviewing for senior positions: He congratulated Maria Rosenthal on her appointment as Acting Principal He welcomed Imelda Galvin as Interim Vice Principal. He congratulated Diana Teesdale on her appointment as Acting Deputy Principal.</p> <p>He acknowledged that it had been a period of rapid change for the College, advising also that governors had acted swiftly to put in place a team for the next year to eighteen months.</p> <p><u>Mosaic Consulting:</u></p>	

	<p>GS welcomed Dudley Leigh (DL) of Mosaic Charitable Consulting to the meeting. He advised that DL would interview a number of governors and managers in January. His work would focus on the achievements of the Board and on improvements or developments that would underpin continued success.</p> <p>GS commented further that he would re-visit the proposals from Dr Ope Lori of PILAA on Board inclusivity with a particular focus on ethnicity.</p>	
4.2	<p><b>Principal's Report</b></p> <p>Maria Rosenthal (MR, Acting Principal) introduced her report: The one-year Strategic Plan (SP, extension) developed the themes and initiatives of the former SP – she anticipated that the new Principal would want to develop and consult upon a new SP. MR commented on developments: DLUHC's (The Department for Levelling Up, Housing and Communities) "Multiply Programme". The College had been granted £287k per "Treasury year" until March 2025 (3 years) to deliver innovative ways of encouraging learners with poor numeracy to engage in activities to help them to improve their skills and confidence.</p> <p>The College was submitting a bid for "Free Courses for Jobs" funding - previously the National Skills Fund – if successful grant funding would be for two academic years 2023/24 and 2024/25.</p> <p>The College was working with a consultant appointed by the DfE to work on Business Planning and Sustainability: the main focus of this work was on the development of a curriculum strategy. The CEFSS (Curriculum Efficiency and Financial Sustainability Support) is continuing.</p> <p>The College had recently received an energy efficiency grant of c£70k which would part fund electrical, lighting and refurbishment works in the library.</p> <p>The College had received a c£30k legacy from a former student. The executors would be pleased to see these funds directed to the library refurbishment with a small sum used to fund the publication of the forthcoming "WMC History Book".</p> <p>Governors welcomed this report noting that the College would need to attract both learners and teachers for the successful implementation of the anticipated curriculum developments.</p> <p><b>They would like to invite Fiona Carthy (Marketing: Carthy Associates) to attend either a Strategy Session or the next meeting of the Board.</b></p>	
5	<p><b>Quality</b> College Self-Assessment Report 2021/22 (SAR)</p> <p>Diana Teesdale (DT, Acting Deputy Principal) introduced this report advising that it had been developed through the autumn cycle of Performance Review Boards and scrutiny at the recent meeting of the CQSC.</p>	Adoption

	<p>She reminded governors of the “3 Is metric” (Intent, Implementation, and Impact) that was in place in assessing the success or otherwise of curriculum development.</p> <p>Governors at the CQSC had recommended that the grade for Behaviour and Attitudes should be presented as “good” rather than “outstanding” in consequence of the reported patchy /inconsistent learner attendance levels. These were acknowledged as due in part to learners’ inability to attend and at times due to their children’s illness or the illness of their class teacher.</p> <p>Overall Effectiveness: 2 - Good  Quality of Education: 2 - Good  Behaviour and Attitudes: 2 - Good  Personal Development: 1 - Outstanding  Leadership and Management: 1 - Outstanding</p> <p>The SAR was adopted with governors thanking all who had taken part in its development.</p> <p><u>Funding and Accountability Reforms.</u>  DT advised governors that the value of adult learning that did not lead to either employment or progression to a further course that would achieve this objective was not incorporated into the consultation on the Government’s Funding and Accountability reforms. This represented a threat to some of the College’s Community Learning provision, notwithstanding that the GLA remained more committed to the value of funding this provision.</p>	
<b>6</b>	<p><b>Governance:</b>  Board Review: Dudley Leigh – Mosaic Charitable Consulting</p> <p>DL introduced himself advising that he would be arranging interviews with governors and managers for January. The purpose was to develop an independent view of the Board’s strengths and identify the challenges over the next 5 years.</p>	
<b>6.1</b>	<p><b>Recruitment of Principal 2023:</b>  Proposals for process, agencies, governor /staff /student involvement, timescale and job description.</p> <p>Alice Rubbra (AR) updated the Board on the work that she and June Jarrett (JJ) had done to date, and on proposals for the next stages, advising that governors at the FPDC had also had an opportunity to consider the proposals.</p> <p>The College would be working with an agency to conduct the recruitment arrangements.  FE Associates (FEA) and Protocol will meet with the members of the Search Committee (SC) in January. The SC would decide which agency to engage.</p> <p>The job description had been developed by JJ and had been included in the papers for the meeting.</p>	

	<p><b>The job description was welcomed with a recommendation that a clause about environmental sustainability be included.</b></p> <p>The Search Committee; GS, AR, JJ, JS, PS (Paul Smith) MS (Max Silver) and AB (Amanda Blinkhorn).</p> <p><b>The Board agreed:</b></p> <ul style="list-style-type: none"> <li>• The membership of the SC</li> <li>• The arrangements the proposal to delegate the early stages of recruitment to the SC.</li> <li>• The job description with the addition of a clause about environmental sustainability</li> <li>• The Board recognised that the JD might change once a recruitment agency was appointed, and entrusted the SC make amendments it saw fit.</li> <li>• That members of staff and learners would have an opportunity to meet and question the shortlisted candidates</li> </ul>	
6.3	<p><b>Update on Board and Committee Membership /Chairs</b> Governor Retirement and Recruitment – 2023</p> <p>Barbara Byrne: would step down after the Board meeting at the end of March 2023.</p> <p>Alexi Marmot has indicated her willingness to extend her term of office for a further year so as to contribute to the development of an Estates Strategy which meets curriculum and learner number imperatives and which takes the College forward on “environmental - net zero carbon” interventions.</p> <p>Max Silver had joined the FPDC (leaving the AC) on 01 November 2022.</p> <p>Two new student governors had joined the Board in November and were members of the CQSC.</p> <p>Committee Chairs: CQSC: Jon Sibson FPDC: Max Silver to succeed Barbara Byrne on 01 January 2023 AC: Paul Smith</p> <p>The Board welcomed these developments and endorsed the changes.</p> <p>Schedule of Dates – Spring and Summer Terms this was agreed though subject to change to secure full attendances.</p>	
6.4	<p><b>Annual Report on Risk Management and Policy</b></p> <p>This was recommended by the Audit Committee and adopted by the Board.</p>	Approval
6.5	<p><b>Annual Report and Opinion of Audit Committee</b></p> <p>PS introduced this advising that it had been considered at the Audit Committee.</p>	Receipt

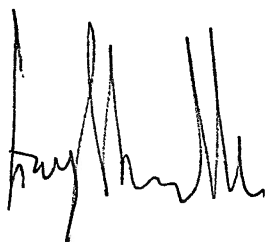
	<p>He advised further that the opinion was supported by both internal and external audit providers.</p> <p>The Opinion of the Committee is that there are in place adequate and effective procedures governing the Corporation’s assurance arrangements, framework of governance, risk management and control processes for the effective and efficient use of resources, solvency, and the safeguarding of assets.</p> <p><b>The report and opinion were welcomed and adopted by the Board.</b></p>	
6.6	<p><b>Board Self-Assessment</b></p> <p>Bill Barker (BB_Cl, Clerk) advised the Board that he recommended no change from the “Good” assessments of the last two years.</p> <p>This was supported by:</p> <ul style="list-style-type: none"> <li>• A regular schedule of Board and Committee meetings.</li> <li>• A strategy session with Mary Vine-Morris (AoC Regional Director for London) in October 2021.</li> <li>• Attendance of Dr Ope Lori from PILAA at the March Board to talk and engage governors in an extended session on diversity with particular reference to ethnicity.</li> <li>• Recruitment of 2 new Governors (Tom Robins and Alice Rubbra to maintain the level of Appointed Governors following the stepping down of Kate Bell and Chris Percy)</li> <li>• IAS report on Governance and Risk Management “significant” assurance.</li> <li>• Opinion of the AC: safeguarding of assets, risk management and governance (minute 6.5 above).</li> </ul> <p><b>The self-assessment grade “Good” was agreed.</b></p> <p>The Board welcomed the opportunity to work with Mosaic in 2023 in preparation for an independent external review in 2023/24</p>	Approval
7	<b>Financial Performance and Monitoring</b>	
7.1	<p><u>Management Accounts 31 October 2022 and Cashflow to December 2023.</u></p> <p>Barbara Byrne (BB, Chair of the FPDC) introduced these advising that they had been fully considered by the FPDC. They showed that the College was operating at a surplus of £341k - £315k over the budgeted surplus for the period. The annual budget is currently profiled based on 12 equal months which could lead to in year “spikes and troughs”</p> <p>IG advised that she would review the current profiling of income and expenditure so as to better inform interrogation of the management accounts later in the year. She drew attention of the Board to expenditure of £58K over budget on SLT staff which was due to unbudgeted re-structuring costs.</p>	Discussion

	<p>Governors welcomed the cashflow paper which would support their endorsement of the “going concern” assessment for the 12 months following the signing of the accounts.</p> <p>Governors noted that the monthly financial monitoring meetings with the VP (IG) attended by the Chair and Vice Chair of FPDC would continue.</p>	
<b>8</b>	<b>Financial Outturn 2021/22 - Audit and Financial Statements</b>	
<b>8.1</b>	<p><b>Fraud Questionnaire</b></p> <p>This was considered and accepted by the Board</p>	Approval
<b>8.2</b>	<p><b>Regularity Self-Assessment</b></p> <p>This was considered and adopted by the Board for forwarding to Buzzacott</p>	Approval
<b>8.3</b>	<p><b>Post Audit Management Letter – Buzzacott</b></p> <p>The draft was reviewed by the Board noting that a final report would be issued by Buzzacott after the Board meeting and confirmation that the Board had agreed the statements and disclosures required by the Accounts Direction to be included in the Members’ Report.</p> <p>Governors noted the recommendation that work should be undertaken/ commissioned to clarify the origin of the classification of restricted funds and their purpose.</p> <p><b>Post meeting note: Buzzacott had issued an unqualified true and fair opinion on the accounts and advised that there were no matters of concern in relation to regularity.</b></p>	Discussion
<b>8.4</b>	<p><b>Going Concern Judgement</b></p> <p>Governors accepted the recommendation from the FPDC that the College remained a going concern to December 2023. (See7.1)</p>	Decision
<b>8.5</b>	<p><b>Letter of Representations</b></p> <p>The Chair asked members of the Board to confirm their consent for the signing of this Letter of Representations on their behalf.</p> <p><b>The Board endorsed this and agreed that the Chair should sign.</b></p>	Approval
<b>8.6</b>	<p><b>Report and Financial Statements 2021/22:</b> Signing of Statements and Disclosures in Report</p> <p>The Board noted the following highlights:</p> <ul style="list-style-type: none"> <li>• Operating Loss: £230k</li> <li>• Investment loss: £18k</li> <li>• Investment Property Gain: £75k</li> </ul>	Approval Approval

	<b>The Board endorsed the Report and Financial Statements as recommended by the FPDC and endorsed their signing by the Chair and Acting Accounting Officer.</b>	
<b>9</b>	<b>Committee Reports</b>	Information
9.1	<p><b>Report from Audit Committee.</b></p> <p>PS introduced this item advising that some items had been considered as part of the main agenda (Risk Management and Report/ Opinion of the AC)</p> <p>The IAS service would continue to be provided by Scrutton Bland and with JISC for the Cyber Security assignment:</p> <p><u>Audit Assignments:</u></p> <ul style="list-style-type: none"> <li>• Procurement (SB)</li> <li>• Funding (SB)</li> <li>• Cyber Security (JISC)</li> <li>• HR audit (tbc)</li> </ul> <p>H&amp;S audit to be planned in for 2023/24.</p> <p>MI audit to be scheduled after the finance system upgrade.</p> <p>The work of the External Auditors (Buzzacott) had been considered as a prior part of the agenda for this meeting.</p> <p>PS drew particular attention to the need to clear the outstanding issues on the Teachers' Pension Scheme audit, and to attend to the recommendation from Buzzacott to review the restricted classification of College reserves.</p> <p><b>The Board welcomed this report and endorsed the IAS / JISC plan for 2022/23.</b></p>	
9.2	<p><b>Report from FPD Committee.</b></p> <p>BB introduced this item advising that the main items had been the 2021/22 Financial Statements and current year current year Management Accounts to October 2022, and the identification of the importance of the development of an Estates Strategy.</p> <p>IG provided some detail of work to be done in the current year:</p> <ul style="list-style-type: none"> <li>• Sage Upgrade:</li> <li>• Harpur vs Brazil – identification of any monies owing to part-time staff.</li> <li>• Aged Balances: clear down of the remaining aged balances</li> </ul> <p>She advised that the operating deficit of £230k for 2021/22 was attributable to over-spends on curriculum materials and the increases in Facilities staffing and maintenance related expenditure.</p> <p>The Committee would oversee the development of an Estates Strategy which would include consideration of the main premises at 44/46 Crowndale, House 48 Crowndale Rd (adjacent residential property) and the Kentish Town / Leighton Place building which was leased from Camden Council. This work would incorporate</p>	



	recommendations from conditions surveys and insurance reviews: it would also outline steps that the College would take towards reducing its carbon footprint.	
9.3	<p><b>Report from CQS Committee</b> Incl Safeguarding Policy and Annual Report on Safeguarding</p> <p>Jon Sibson (JS, Chair of CQSC) introduced this item advising that the main item had been detailed interrogation of the SAR and the endorsement of the grades with the exception of the grade 1 for Behaviour and Attitudes which the Committee advised should be revised to grade 2 in view of inconsistent learner attendance.</p> <p>JS also advised that the Safeguarding Policy - September 2022 - had been in place since the beginning of the academic year on his authority and the endorsement of JJ in her role as "lead safeguarding governor".</p> <p>The Committee had endorsed the policy with the Board acknowledging in particular the work of the College to provide advice to learners about food/ warm banks and support for mental health.</p>	
10	<p><b>Future Meetings:</b> Board: 29 March 2023, 05 July 2023</p>	



Guy Shackle, Chair of Governors.

29 March 2023