



WMCC Board 14 December 2023, 44 Crowndale

Rd Minutes (approved by Chair for website)

	Appointed Governors			
1	Susan	Corby		Y
2	Fran	Fahey		Apologies
3	Neil	Garner		Y
4	June	Jarrett		Y
5	Samata	Khatoon		Apologies
6	Alexi	Marmot		Y
7	Tom	Robins		Y
8	Alice	Rubbra		Y
9	Guy	Shackle	Chair	Y
10	Jon	Sibson		Y
11	Max	Silver		Y
	Nominated Governors			
	Dipa	Ganguli	Principal	Y
	Staff Governors			
	Amanda	Blinkhorn		Y
	Monica	Kinasiewicz		Y
	Student Governors			
	Officers Attending			
	Diana	Teesdale		Y
	Richard	Dearing		Y
	Bill	Barker		Y
	Others Attending			

1	<p>Chair’s Welcome and Introductions. Guy Shackle (GS, Chair) welcomed everyone to the meeting. He introduced Ben Lonsdale and Lukas Mandangu whose membership would be recommended by the Search Committee as a later agenda item.</p>
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2	<p>Apologies for Absence – Fran Fahey, Samata Khatoon</p> <p><u>Declarations of Interest</u> There were none.</p>
3	<p>Minutes of July 2023 and October 2023 Meetings</p> <p>July 2023 Agreed.</p> <p>Matters Arising not on current agenda - none</p> <p>October 2023 Agreed</p> <p>Matters Arising not on current agenda - none</p> <p>Chair’s Action: none since those reported in the October minutes above (Apple Mac purchase and payment for insurance policy premium renewal)</p>
4	Strategy and Planning
4.1	<p>Chair’s Introduction</p> <p>GS congratulated Dipa Ganguli (DG, Principal) on her first term as Principal. He advised the Board that DG was now the Chair of HOLEX.</p> <p>GS commented that it was 5 years since he had first assumed the role of chair: he reminded governors of the role played by the former Chair, Tom Schuller over his term of office, and of his help at the time of the 2018 Ofsted inspection.</p>
4.2	<p>Principal’s Report - (Sector Developments, GLA Funding, Pay award, learner forums, staff forums)</p> <p>Enrolments to date similar to 2022/23: College aims to deliver at c 106% assisted by in year growth funding.</p> <p>Governors questioned the timeliness (real time) of learner data and the validity (value) of its profiling out to the year-end outturn. (post meeting note: DP preparing a funding webinar for governors in January).</p> <p>Tailored learning: non-accredited learning to be reassigned as “community learning” and funded as a block grant. GLA has not adopted this re-classification. The College is working towards accreditation under the GLA’s “Good Work Standard” scheme. Sustainability EUAC</p>

GLA revenue in-year growth bid 2023/24 £350k - allocated growth will not be consolidated into additional above baseline funding for future years. The College will submit a further GLA revenue bid for 2024/25

Funding Bids: Local Skills Improvement Partnership / Fund LSIP /LSIF
 Revenue and capital £134k for 44 Crowndale:
 44k 2023/24: 90k 2024/25.

Kentish Town.
 Camden Council has indicated that it wants to achieve a more commercial rent (c£130k pa vs £52k current) but also acknowledged the absence of refurbishment and maintenance works.
 Alternative facilities under consideration (incl accommodation for the print studio).

Library re-launch 24 and 25 January: full service for learners to operate from 05 February

Karen Adriaanse (NLG) would help the College with Ofsted preparation for 3 days early in the “spring” term.

DG advised the Board of a number of EDI initiatives for learners and staff. She invited governors to attend the learner forums as a direct and wider mechanism to hear learners’ opinions (“voice”) than reliance on the student governors at meetings.

The staff forums would be established by Amanda Blinkhorn and Monika Kinasiewicz (teaching and support staff governors). They would report to the Principal and SLT. Subject to progress the findings could be reported to future meetings of FPDC or via Julie at HR slot, from Spring 2024 onwards

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**Quality
 College Self-Assessment Report 2022/23 (SAR)**

Diana Teesdale (DT, Deputy Principal) introduced this item advising that the SAR had been scrutinised in detail at the recent meeting of the CQSC and that as a result of which a number of explanatory changes were now incorporated in this version presented for approval by the Board.

DT drew the attention of governors to the strengths and areas for improvement and then presented the grades for approval. For improvement: retention and achievement on ESOL.
(? Could be attrition due to confidence gain??)

Moderating meeting with other IALs

Governors questioned how the areas for improvement were to be monitored. DT advised that the Quality Improvement Plan was the SLT’s managing instrument. The CQSC had reviewed a draft of this and would return for more detailed scrutiny at its next meeting. DT also advised that a 0.5fte employment engagement manager would be starting in January.

	2020/21	2021/22	2022/23
Overall Effectiveness	2	2	2
Quality of Education	2	2	2
Behaviour and Attitudes	1	2	1
Personal Development	1	1	1
Leadership and Management	1	1	2

The Board approved the SAR thanking College staff for their contributions through the PRBs and at the CQSC.

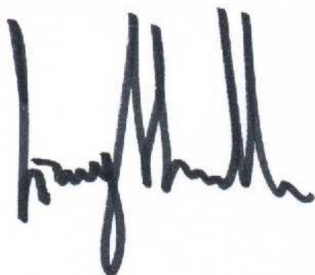
6	Governance:
6.1	<p>Financial Services Providers: Lloyds and WorldPay - (KYC, Know Your Customer) Bill Barker (BB, Clerk) advised governors of progress and in particular the steps the College had taken to ensure that the data requests were genuine and to limit data scope to that which was timely and strictly required.</p> <p>The Lloyds exercise completed – data submitted via a secure portal.</p> <p>World Pay continuing: scans of passports required.</p>
6.2	<p>Schedule of Dates – Spring and Summer Terms 2024</p> <p>Agreed. Governors welcomed the proposal that the Strategy Day should be with an external facilitator and at an external venue.</p>
6.2	<p>Annual Report on Risk Management and Policy Tom Robins (TR, Chair of Audit Committee) presented this item.</p> <p>Annual Report: this identified two areas of risk:</p> <ul style="list-style-type: none"> • senior staff changes and appointments and • unfunded over-achievement of GLA funding contract <p>The Risk Management Policy was unchanged.</p> <p>The Risk Register This has been reviewed to remove aged elements: it is at all times a work in progress subject to management and governor reviews.</p> <p>The Board welcomed this report and adopted the recommendations for approval of the Annual Report and Policy.</p>
6.4	<p>Annual Report and Opinion of Audit Committee Tom Robins (TR, Chair of Audit Committee) presented this item.</p> <p>He advised that the Opinion of the AC was itself Informed by opinions of IAS and Financial Statements auditors</p> <p>The Board accepted the Report and Opinion of the AC:</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>
6.5	<p>Board Self-Assessment 2022/23 BB introduced a paper that summarised the achievements of 2022/23.</p> <p>He made reference to the Appointment of the new Principal, the Mosaic Review “a happy ship”, the Strategy Day, and the Matrix triennial full re-assessment.</p>

	<p>BB advised that the Board had sufficient evidence to self-assess as “good” noting that the grade referred to the period to 31 July 2023.</p> <p>The Board confirmed this assessment.</p>
7	Financial Performance and Monitoring
7.1	<p>Management Accounts 31 October 2023</p> <p>Richard Dearing (RD, Vice Principal) introduced the management accounts referring to the commentary paper. He had reviewed the management accounts with the Chair, GS, and the Chair of the FPDC (Max Silver, MS).</p> <p>He advised that for the 3 months to 30th October 2023, the College was showing a deficit of £86,476; £11,672 worse than the budgeted deficit of £74,804. Total income is £61k behind budget, staff costs are £67k less than budget and non-staff costs are £18k over budget.</p> <p><u>Cashflow to July 2024 and extension to December 2024</u></p> <p>RD advised that the cashflow made no allowance for additional income arising from revenue growth bids or for its contingent expenditure. (see also 8.4)</p> <p><u>Pay Award 2023/24</u></p> <p>RD advised that the College aims to reduce the staff pay cost (as percentage of income) below the 70% threshold. The AoC announced a pay award of 6.5% for the current year. The College has agreed a pay award which does not increase the budgeted deficit, with all pay scale point values being increased on 01 February 2024 by a consolidated sum of £2,072. The cost of this award is 2023/24 budget neutral.</p> <p>Capital:</p> <p>RD drew the attention of the Board to the “actual YTD adjusted” column. - the “actual YTD” column was prepared on a cash basis - the “actual YTD adjusted” column adjusts the pure cash column for prepayments, accruals and capital items.</p> <p>The budgets for 2023/24 were prepared on a revenue basis, with only some departmental budgets incorporating capital spend - the IT budget included the full cost of new Apple Macs.</p> <p>RD reminded governors that the budget did not include capital elements in respect of capital grant funding. The grants are deferred and released to the income and expenditure account over the lifetime of the capital asset to offset the depreciation charge – no net impact on the surplus or deficit for the period.</p> <p>Note: LSIP bid (revenue £44k, capital £134k) which is due to be received and spent in the next twelve months, Skills for Londoners Bid (Bid value £121k – match funded GLA £60.5k, College £60.5k).</p> <p>The College is preparing in-year (2023/24) and 2024-25 revenue growth bids for submission in January -the outcomes to be announced in March 2024.</p>

8	Financial Outturn 2022/23 - Audit and Financial Statements
8.1	<p>Anti-Fraud Questionnaire</p> <p>RD advised that this had been reviewed at the Audit Committee and had been considered as part of the preparation of the Committee’s annual report and opinion.</p> <p>The questionnaire was adopted by the Board.</p>
8.2	<p>Regularity Self-Assessment</p> <p>RD advised that this had been reviewed at the Audit Committee and had been considered as part of the preparation of the Committee’s annual report and opinion.</p> <p>The self-assessment was approved by the Board.</p>
8.3	<p>Post Audit Management Letter</p> <p>The Board confirmed that since the audit no events had occurred that would alter the audit outcomes and opinions.</p> <p><u>Recommendations:</u> Credit card controls. ILR learner data reviews</p> <p>The Board noted the benchmarking data acknowledging that the pay cost ratio at the College was higher than sector averages.</p>
8.4	<p>Going Concern Judgement</p> <p>RD advised: the College is forecast to have a financial deficit for the year ended 31st July 2024, but this is still producing a cash inflow (see per the paper at 7.1iii.) Furthermore, the College holds significant investments in addition to an investment property, which could be “cashed in” should it be necessary.</p> <p>Cash positions: July 2024 = c£1.7m, December 2024 = c£1.3m.</p> <p>The Governors approved the basis on which the financial statements are prepared, confirming that the College would remain is a going concern and will continue in business as such for at least the next twelve months.</p>
8.5	<p>Letter of Representations</p> <p>RD confirmed that this was the Standard letter with no amendments and recommended that the Board agree that it should be signed and forwarded to Buzzacott.</p> <p>This was agreed by the Board.</p>
8.6	Report and Financial Statements 2022/23:

	<p>RD advised that the accounts has been updated since the FPDC following the receipt of additional (c £221k) GLA “reconciliation” funding for over-delivery of the funding contract. (Investment income £154k).</p> <p>The accounts as updated had been reviewed by Buzzacott and were presented to the Board for approval, signing and submission to the ESFA.</p> <p>The operating deficit was c£57k, increasing to c£156k after allocation of the investment portfolio capital gain of c100k and loss on the investment property of c£250k.</p> <table border="1" data-bbox="277 548 1326 761"> <tr> <td>Cash days of not less than 40 nor greater than 65</td> <td>not met 68</td> </tr> <tr> <td>An adjusted current ratio of 2.0:1 – 2.5:1</td> <td>met 2.5:1</td> </tr> <tr> <td>EBITDA (ESFA education) between 4% and 6% of income</td> <td>not met 6.7%</td> </tr> <tr> <td>Borrowing as a % of non-endowment reserves of less than 15%</td> <td>met 4.9%</td> </tr> <tr> <td>Staff costs (excluding restructuring) between 64% and 68% of income</td> <td>not met 69.5%</td> </tr> <tr> <td>Financial health of “Good” with a score of at least 200 points</td> <td>met</td> </tr> </table> <p><u>Signing of Statements and Disclosures in Report:</u></p> <p>The Board agreed that the Principal as Accounting Officer and the Chair could sign the Financial Statements and Report on behalf of the Board.</p>	Cash days of not less than 40 nor greater than 65	not met 68	An adjusted current ratio of 2.0:1 – 2.5:1	met 2.5:1	EBITDA (ESFA education) between 4% and 6% of income	not met 6.7%	Borrowing as a % of non-endowment reserves of less than 15%	met 4.9%	Staff costs (excluding restructuring) between 64% and 68% of income	not met 69.5%	Financial health of “Good” with a score of at least 200 points	met
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9	Committee Reports /Minutes												
9.1	<p>Report from Audit Committee</p> <p>IAS Plan 2023/24 - H&S, Budget setting, MI Follow-up of previous recommendations. Endorsed</p> <p>Cyber Security Essentials: TR reported that the College had taken significant steps to achieve accreditation for its IT security practices. He advised that further accreditation would be pursued.</p> <p>The AC intends to diversify to arrange a “Best of Breed” approach to securing assurance thereby securing value for money and management time.</p>												
9.2	<p>Report from FPD Committee:</p> <p>MS advised that Richard Dearing was leaving his employment later in December and that Michael Okelola (financial controller) had accepted an extension of his contract until the end of May 2024.</p> <p>MS advised that</p> <ul style="list-style-type: none"> • the FPDC had endorsed work to develop a programme of remedial, health and safety related, works. • the consolidated cost of living pay award could increase base staff costs for the full year 2024/25 and beyond unless there were offsetting reductions in headcount and/or provision efficiencies. 												
9.3	<p>Report from CQS Committee Incl Safeguarding Policy and Annual Report on Safeguarding</p> <p>Jon Sibson (JS, Chair of the CQSC) advised that the main business of the Committee had been the scrutiny of the SAR and the grades endorsements for recommendation to the Board.</p>												

	<p>He also advised that the Safeguarding Policy 2023/24 as updated by the most recent KCSIE update from the DfE had been agreed on Chair's and Safeguarding Governor's action so that it could be in place for the beginning of the year. These actions had been fully supported by the CQSC.</p>
10	<p>Governance 2023/2024 BB introduced this paper:</p> <p><u>Update on Board and Committee Membership /Chairs</u> Agreed</p> <p><u>RFSA Board (vacancy):</u> to be reviewed in March</p> <p>Governor Recruitment – 2023: recommendation of 2 new members. The recommendation to appoint Ben Lonsdale and Lukas Mandangu was welcomed and agreed. The Board acknowledged the support from Peridot.</p> <p>Governor Recruitment – 2024. BB advised that the Search Committee would consider the other outstanding applications in January.</p> <p><u>Priorities 2024 – Options and ToR External Board Review</u></p> <p>BB presented the section of the paper advising the Board of governance arrangements and of governors' responsibilities: The paper which had been prepared with advice from a National Leader of Governance (NLG) briefed by an FE Commissioner recommended 3 things:</p> <ul style="list-style-type: none"> • A further meeting of the Board to consider governor and Chair succession and recruitment – this was not agreed. • Focus on the External Board Review (EBR) – agreed • A staying of the Chair recruitment pending EBR recommendations: this was rejected on a vote of 5 –1 with all others abstaining. <p>The Chair recruitment and the EBR provider would proceed in parallel.</p> <p><u>Chair recruitment - role description</u> Noted as prepared by the "task group". Principal's probation – process (for information only).</p>
11	<p>Future Meetings: Board: 28 March 2024, 03 July 2024</p>



Signature: _____ Date: 3rd February 2024
Chair of Governors