

SANDWELL COLLEGE

**Minutes of the Board of Governors meeting
held on Monday 10 December 2018
at Cadbury College at 4.00pm**

Present:	Mr K Ellis Mr G Bassi Mr J Britton Mr D Chuhan Ms R Jenkins Ms P Murphy Mr G Pennington Supt R Youds	(Independent) (Independent) (Independent) (Staff – Teaching) (Independent) (Independent) (Principal) (Independent)	(Chair) (not items 12, 13, 14, 20 and 21) (not items B18.114.2- B18.126)
Apologies:	Ms R Goodby Mr N Johal Dr K Shaikh Mr M J Uddin	(Independent) (Independent) (Independent) (Independent)	
Absent:	Mr T Mahmood	(Independent)	

Also in attendance:

Mr B Edwards	Prospective Staff Governor (non academic)	(not items 4, 12, 13, 14, 20 and 21)
Mr D Holden	Vice Principal	
Mr N Makin	Prospective Governor (Independent)	
Mr S Morom	Interim Executive Director for Finance and Resources	
Mrs A Sheridan	Assistant Principal, Curriculum & Student Services	
Ms J Stevens	Executive Director, Quality & Academic Standards	
Mrs E Scotford	Clerk to the Corporation	

		Action
B18.104	Welcome The Chair welcomed all present to the meeting and introductions were made. Rebecca Jenkins was welcomed back to her first meeting since her maternity leave.	
B18.105	Declarations of Interest There were no declarations of interest.	
B18.106	Apologies Apologies were received from Raffaela Goodby, Ninder Johal, Kamran Shaikh and Jalal Uddin and were accepted by Governors. Tariq Mahmood did not arrive.	
	RESOLVED: <ul style="list-style-type: none">• That apologies be accepted	
B18.107	Governor appointments Brian Edwards – Staff Governor (non-academic) Following the Staff Governor nomination process, Governors approved the	

	appointment of Brian Edwards as Staff Governor (non-academic) for a 3-year term of office.	
	Neil Makin - Independent	
	The Chair outlined the background, skills and experience Mr Makin would bring to the Board. Mr Makin would also chair the soon to be formed Cadbury Local Board.	
	Governors approved the appointment on a 3-year term of office of Neil Makin as Independent Governor and member of the LQCC Committee.	
	BE and NM joined the meeting	
B18.108	Minutes of the Board of Governors meeting	
	RESOLVED THAT: the following minutes be approved and signed by the Chair:	
108.1	Board of Governors – 6 July 2018	
108.2 NFP	Board of Governors – 6 July 2018 – CONFIDENTIAL SESSION	
108.3 NFP	Confidential Joint Corporation meeting – 25 September 2018	
108.4 NFP	Confidential Board of Governors meeting – 25 September 2018 and Deed of Priorities	
108.5	Monday 15 October 2018 and merger resolution	
B18.109	Matters Arising	
	There were no matters arising.	
B18.110 NFP	Financial Year End 2017/18	
B18.111 NFP	Management Accounts for the period ended 31 October 2018	
B18.112	ESFA's Assessment of Financial Health	
	The ESFA's assessment of the College's financial health was Good for 2017/18 and is Outstanding for 2018/19.	
	RESOLVED THAT: Governors received and noted the ESFA's assessment of the College's financial health.	
B18.113	Principal's Report	
	Report presented by the Principal. Key points highlighted included:	
113.1	Enrolment has completed with a figure of 4400 against a target of 4279. Enrolment continues from January and it was anticipated that the final figure would be 4500.	
113.2	Cadbury student recruitment has gone well. Cadbury marketing is being reinvigorated and the College has real growth potential.	
113.3	Success rates for last year demonstrate Sandwell College's results were well above national average.	
113.4	Apprenticeships are below national average and are an area for improvement. This year's applicant numbers are similar to last year.	
113.5	2017/18 had been a challenging year. Employment relations were challenging but had resulted in a stronger understanding between the	

	College and unions. A number of groups were now benefiting. The College and unions have worked together on funding campaigns.	
113.6	Student success stories were noted.	
113.7	Following the merger, Ofsted has confirmed there will be a 2-day inspection at some point over the next 2 terms, with a full inspection within the next 3 years.	
113.8	The introduction of T levels poses a big challenge for the curriculum as does a review of funding of all other qualifications.	
113.9	The AOC's report on college funding was tabled for Governors' information. The situation means that funding is back to 1990 levels at £4k per student.	
113.10	<p>The College was trying to develop a good learning culture at Cadbury.</p> <p>Staff Governors concurred that the College continued to motivate and support students and provide a quality experience to ensure a successful conclusion even given the funding pressures.</p>	
B18.114	<u>Cadbury College merger update</u>	
114.1	Local Cadbury Board	
114.1.1	It was pointed out that the local Board would be an advisory Board as all statutory responsibilities lie with Sandwell as the main Board.	
114.1.2	Proposed membership and meeting frequency were discussed.	
114.1.3	The local Board would work closely with the Head of Cadbury when appointed next year.	
114.1.4	It was noted that a number of local schools have lost their sixth forms because of a lack of breadth of curriculum.	
114.1.5	<p>Neil Makin, new Governor Sandwell and former Cadbury Governor, would chair the local Cadbury Board.</p> <p>Cllr Francis, Cabinet Member for Birmingham City Council is keen to join both the Sandwell Board and the local Cadbury Board.</p> <p>Other members recruited would need to know and be passionate about the local area and community.</p>	
114.1.6	<p>A Governor was concerned that the new proposal had omitted some key points included in the original draft Terms of Reference prepared by David Cragg, former Chair of Cadbury College, i.e.:</p> <ul style="list-style-type: none"> - The local Board's role in monitoring quality and providing a local perspective to help drive up quality and consistency at Cadbury - The local Board was to provide a clear voice for students, parents and the wider community so it seemed odd not to have parental or student representation on the Board. 	
114.1.7	<p>In response, the Principal explained that:</p> <ul style="list-style-type: none"> - Sandwell's Board was the main Board responsible for monitoring and driving quality both through the Board and its LQCC which has a clear focus on quality. This would ensure there was no dilution of 	

	<p>approach to quality and would provide standardisation.</p> <ul style="list-style-type: none"> - The Principal also expressed a view that such a Board would not have the depth of experience to scrutinise Quality and pointed out that Sandwell has received two 'good' ratings but more importantly its entire infrastructure is designed around improving the student experience and outcomes. Cadbury has been graded a 3 and there are clearly issues to be addressed that is one of the factors giving rise to the merger for Sandwell to bring this rigour. - Ofsted would not conduct a separate inspection of Cadbury so it would be imperative to have a consistent approach to quality across the College as a whole. - The Principal also explained that Sandwell College's quality assurance and improvement systems and the rigour they bring need to be implemented at Cadbury. - The Chair also concurred with this as did other Board members. - Review and monitoring of the quality of provision of teaching and assessment therefore must sit with the LQCC. - A place would be ring-fenced for a Cadbury student on the main Sandwell Board. The student election process was in motion. Student Governors also have a place on the LQCC. - Parents are transitory and their contribution would only be relevant for 2 years maximum. The Principal believed their approach would be too personal and not representative and favoured other channels to seek parent input. The Principal pointed out there is no parent representative on the Sandwell Board. 	
114.1.8	<p>The Governor remained of the opinion that it was important for the local Board to retain some responsibility for receiving quality updates if not for scrutiny then for information. This would enable the Board to develop as ambassadors for the College and was essential as the quality journey would drive all other aspects of the College's improvement journey. It was unfortunate if support and challenge were removed from their remit if the intention was for Board members to act as critical friends and might affect the quality of candidates the College was able to attract to the Board. Sandwell Governors were invited to suggest potential candidates for the local Board.</p> <p>The Principal was resolute, along with the Chair, that the scrutiny and improvement must remain the sole remit of the Sandwell Board which has the depth of experience to address the quality issues identified at Cadbury. The local board is designed to ascertain how local needs can be met e.g. the curriculum offer.</p>	
114.1.9	Governors believed a strong induction process for the new Board would be important in ensuring it understood its role, the ethos of the College and the mechanics of how the local Board would operate.	
114.1.10	<p>The Principal was keen that it should not become another committee of the main Board.</p> <p>It was essential that the local Board members understood that governance of the new institution lies with the main Sandwell Board.</p>	
114.1.11	Governors pointed out that if BCC was represented by a Cabinet Member on the main Sandwell Board, then Sandwell LA would expect that position to be replicated with a Sandwell representative.	
114.1.12	<p>RESOLVED THAT:</p> <ul style="list-style-type: none"> • Governors received the update on the Local Cadbury Board. 	

	<ul style="list-style-type: none"> • It was agreed that the local board would not have oversight of quality 	
	RJ left the meeting	
114.2	Cadbury College update Presented by the Executive Director, Quality & Academic Standards	
114.2.1	Recruitment is going very well.	
114.2.2	The College is focused on shifting culture to a student centred approach with accountability of staff and leadership, with high expectations. The college was looking to strengthen leadership with experienced Sandwell staff supporting Cadbury.	
114.2.3	Quality is focused on raising outcomes and addressing points raised by Ofsted. Short term priorities were improving the quality of teaching and learning (T&L) and consistency. This was linked with developing a learning culture. Staff are on board with developments and IT is improving. Collaboration and sharing of good practice is in place. The college is also implementing more robust monitoring of learner progress from January.	
114.2.4	Governors referred to the revised Improvement Plan. The Executive Director, Quality & Academic Standards explained the need to show the progress being made – it will be a challenge to judge the impact and show the progress and there will be a need to show the journey since merger. Progress will be monitored in detail by LQCC with regular reporting at the Board.	
114.2.5	Governors pointed out the amount of work that had been done under Cadbury's former Interim Principal and the Director of Quality and the restructuring of the assessment week cycle. I. e. management were now drilling down into interventions on an individual basis.	
114.2.6	Governors referred to the high proportion of new staff and asked if the College was happy with their progress. JS confirmed that there would be a rigorous monitoring of the probation procedure given that some staff had had to be appointed quickly in order to ensure classes were staffed. Support and mentoring of NQTs was in place.	
114.2.7	In answer to a Governor's query, JS confirmed that the increased learning walks process continued.	
114.2.8	Governors were informed that a short term plan was in place, supported with a longer term plan. Governors were concerned that Ofsted intended to inspect so soon after merger, given that did not allow enough time to make a significant impact. JS stated that, irrespective of timing, progress needed to be made to benefit students.	
114.2.9	The College is considering reintroducing AS levels next year – it is too late for this year as the syllabus does not align.	
114.2.10	Governors acknowledged the huge recruitment drive in place to attract new students and asked if there were plans to analyse offers and projected grades of students. The Executive Director, Quality & Academic Standards confirmed that a high grade profile would lead the A level drive and IAG work needed to be bolstered to filter out those not best placed to take A levels, i.e. those who had not passed GCSEs, with the introduction of suitable other pathways and qualifications. The college needed to recruit with integrity.	

114.2.11	Governors noted Cadbury would be the main but not the sole focus of the Ofsted inspection. Governors input would be important and all were welcomed to join the Chair in preparing for Ofsted, particularly Mr Makin as the Cadbury link.	
114.2.12	RESOLVED THAT: Governors received the Cadbury College and post merger update.	
B18.115	Teaching & Learning Report The Vice Principal presented the report. Key points were:	
115.1	Achievement rates this year are exceptional being above national average for every level and every age group.	
115.2	Apprenticeships provision needs to be improved.	
115.3	High achieving curriculum areas are Health and Social Care and Travel and Tourism.	
115.4	Areas requiring focus are Hair and Beauty and Computing.	
115.5	The next report will include Cadbury details.	
115.6	Governors thanked all those who had contributed to the success of teaching and outcomes and helping students to overcome their many barriers to learning.	
115.7	Governors asked what work had been done on student behaviour around the College and in West Bromwich town centre following the regrettable incident reported in the Daily Mail. The College reassured that this was a historic incident and since that time initiatives had been put in place and were taking effect. The Principal pointed out that the media were biased against Sandwell and there were a low number of students causing difficulties, pointing out that the number of police logs had reduced in recent times, but acknowledged that there was more work to be done which would involve multi-agency collaboration. Governors thanked all staff, in particular the VP, for their work in this area.	
115.8	RESOLVED THAT: Governors received and approved the Teaching and Learning report.	
B18.116	College SAR The Vice Principal presented the SAR, drawing Governors' attention to the summary of key strengths and areas for improvement.	
116.1	Strengths included: outcomes, T&L, the College's Strategic Plan, the focus on growth, improvement and solvency; positive promotion of equality and diversity.	
116.2	Areas for improvement included: value added at A2; apprenticeships provision; attendance in general and in particular English and maths.	
116.3	Management believe the College is now Outstanding due to the areas which have already been addressed and those which are the focus of improvement.	
116.4	The Chair pointed out that leadership and management includes governance and suggested that the role of LQCC and Governors in	

	monitoring quality and standards be included. Governors SAR to be developed for Board consideration.	
116.5	In response to a Governor's query, the Principal confirmed that work placements were monitored and updates on progress were brought back to the Board. Regular updates on improving apprenticeships would also be made to the Board.	
116.6	RESOLVED THAT: Governors approved the College SAR.	
B18.117	<u>Adult Education Budget</u> The Executive Director, Apprenticeships and Skills Division, presented the report.	
117.1	There will be significant changes to the adult education budget from 2019/20 following the devolution between the West Midlands Combined Authority (WMCA) and the government.	
117.2	The WMCA is looking to change how the grant is used and its priorities.	
117.3	The College is preparing its projected plan for the next 3 years for submission to the WMCA. There is a potential opportunity for the College to grow its adult education budget as there is a lower per capita spend in Sandwell. Over time the College believes it can incrementally increase the amount of money it gets through the new combined authority. Governors pointed out the WMCA was committed to not changing funding for colleges for at least the first year but the College needed to be mindful of the emerging employment strategy of the WMCA. After the first year it would seek to tie FE funding to the objectives of the regional industrial strategy which would be published in March/April 2019.	
117.4	Governors suggested the College needed an overall strategy before it made any decisions. Governors and the College believed this could offer an opportunity for adult learning, apprenticeships could also be aligned to the strategy.	
117.5	RESOLVED THAT: Governors received and noted the Adult Education Budget report.	
B18.118	<u>Student Union Accounts 2017/18</u> The Interim Executive Director, Finance, presented the student union accounts.	
	RESOLVED THAT: Governors received the Student Union accounts 2017/18.	
B18.119	<u>HR update report</u> The Executive Director, HR and OD, presented the report.	
119.1	Future reports will include more Cadbury based information.	
119.2	Employee relations – constructive and significant activity is taking place through the 2 working groups now in place. There is a stronger sense of collaboration.	
119.3	Recruitment is continuous. The College has entered into a managed service with an agency partner which will provide cost efficiencies and	

	greater visibility and control.	
119.4	The management development programme has been designed and developed during the first term and has included Cadbury managers. Feedback has been very positive.	
119.5	The Cadbury transfer has taken place smoothly with positive responses from staff.	
119.6	The HR Department is moving to a business partner model to give a more dedicated focus enabling the department to work proactively to understand departments and their priorities and issues.	
119.7	RESOLVED THAT: Governors received the HR update report.	
B18.120	<p><u>Register of use of the College Seal</u> Presented by the Clerk</p>	
18.120	a)	Lloyds Bank – Deed of Priority – Legal Mortgage Execution
		The final version was approved by Governors and was signed by 2 Governors: Ken Ellis and Jan Britton. The Clerk had returned the document to Ed Hall, Director, Gowling WLG (UK) LLP.
	b)	Pensions Agreement relating to the Local Government Pension Scheme – between Wolverhampton Council, Sandwell College and Cadbury Sixth Form College
		The final version was approved by Governors and was signed by 2 Governors: Jan Britton and Richard Youds. The Clerk had returned the documents to Alec Bennett, Eversheds Sutherland.
	c)	Deficit Payment Agreement – between Wolverhampton City Council and Sandwell College
		The final version was approved by Governors and was signed by 2 Governors: Jan Britton and Richard Youds. The Clerk had returned the documents to Alec Bennett, Eversheds Sutherland.
	RESOLVED THAT: Governors received and noted the Register of the use of the College Seal.	
B18.121	<u>Minutes of the Search Committee meeting – 12 November 2018</u>	
121.1	The minutes were taken as read. The Chair advised that the Committee was pro-actively reviewing membership of the Board and was looking to update the skills set.	
121.2	Governors were reminded of the importance of maximising their attendance at meetings to ensure quoracy as well as completing and returning their annual returns to the Clerk to ensure that all statutory and regulatory registers were up to date and relevant information could be provided for auditors.	
121.3	Clerk to circulate the summary of the Governors Self-Assessment report 2017/18 for Governors' information.	Clerk
121.4	RESOLVED THAT: Governors received the minutes of the Search Committee meeting on 12 November 2018.	

B18.122	<u>Minutes of the Audit Committee meeting – 27 November 2018</u>	
	The minutes were taken as read. See also point 13.	
	RESOLVED THAT: Governors received the minutes of the Audit Committee meeting on 27 November 2018.	
B18.123 NFP	<u>**CONFIDENTIAL SESSION**</u> <u>Remuneration Committee</u> <u>Clerk's remuneration</u>	
B18.124	<u>Any Other Business</u>	
124.1 NFP	Training provider merger proposal Presented by the Principal	
124.2	Combined Sandwell/Cadbury forecast Presented by the Principal	
	RESOLVED THAT: Governors received the combined Sandwell/Cadbury forecast.	
124.3	Review of Strategic Plan Presentation given by the Principal (copy attached to the minutes for reference).	
124.3.1	The presentation gave a useful overview of the last 5 years. It was important now for the College to consider how to diversify moving forwards. Governors' contribution to the process was important.	
124.3.2	Governors acknowledged that any future strategy needed to be mindful of the changing demographic of the local area. Apprenticeships and T levels are key as are employment led training opportunities which might be a growth area for the College.	
124.3.3	Governors noted that many organisations were struggling to spend their apprenticeship levy which could be an area of focus for the College. It was noted that apprenticeships were not necessarily restricted to the 18-23 age group. Some organisations had used their levy money to upskill existing employees in new disciplines. The College agreed with the suggested approach and would bring back more tangible ideas to the Board.	
124.3.4	Cadbury offers major opportunities too.	
124.3.5	The College advised the proposed plan would also be shared with the unions for their input.	
124.3.6	RESOLVED THAT: Governors supported the approach of the proposed Strategic Plan but requested that more detail be provided in due course.	
B18.12.5	<u>Determination of Confidential Items</u>	
	<ul style="list-style-type: none"> • Confidential minutes of previous meetings • Financial year end papers • Management accounts • Remuneration Committee and Clerk's remuneration • Training provider discussion 	
B18.12.6	<u>Date and time of next meeting</u> <u>Monday 11 March 2019, 4.00pm</u>	

The meeting ended at 7.10pm