SANDWELL COLLEGE

Minutes of the Board of Governors meeting held on Monday 30 June 2025 at 4.00pm Boardroom, Central Campus

Present:	J Tew	(Independent) – Chair
	L Capper MBE	(CEO & Principal)
	G Amison	(Independent)
	M Ashford	(Independent)
	R Barlow	(Independent)
	A K Daulke	(Student Governor, Sandwell)
	N Edwards-Yesufu	(Independent) (via Teams)
	N Makin	(Independent) – Vice Chair
	J Shah	(Independent)
	T Sharma	(Independent)
	H Singh	(Independent)
	S Smalling	(Independent)
	M J Uddin	(Independent)
Apologies:	H Babajan	(Student Governor, Cadbury)
	S Lal	(Independent)
	S Powell	(Staff Governor, Cadbury)
In attendance:	A Frost	Chair Designate – Observer (via Teams)
	B Beaty	Executive Director Human Resources and Organisational Development
	E Brannen	Senior Vice Principal Quality and Student Success
	A Gordon	Deputy Principal Curriculum and Skills
	I Oldacre	Director of Estates and Capital Projects (for Item 19 only)
	R Pickup	Executive Director, Finance & Resources
	K Khalif	Deputy Students' Union President
	J Tracy	Interim Director of Governance

		Action
1	**Item 1: Welcome and Apologies**	
1.1	The Chair welcomed Anne Frost – Chair from 1 August 2025, Gareth Amison, Rachel Barlow and Johnny Shah to their first meeting of the Board of Governors. It was noted that Dan Parrott would be joining the Board from 1 August 2025.	
1.2	Dr Matt Lamb, Central Saint Michael's Sixth Form Campus Principal was introduced to the Board by the CEO & Principal who thanked him for his work and commitment to the College over many years. Dr Lamb was retiring from the post but would continue to support the College in other ways. Dr Lamb spoke to the Board about his time at the College which had seen A level numbers grow from 200 to 900, with the Sixth Form now being one of the 6th form of choice in the region. In addition to thanks being made by the Chair, the Vice Chair also said a few words of thanks.	
1.3	A number of governors were standing down at the end of the academic year.	
1.4	The Chair thanked the Student Governor, Anmouldeep Daulke and the Deputy Students' Union President, Khulud Khalif for their work and a small presentation was made to each.	

1.5 1.6 1.7 1.8 1.9 1.10 1.11 1.13	The Chair then thanked Jalal Uddin for his time and contribution as a member of the Board of Governors, noting that while he was leaving the Board, he would continue as an ambassador for the College. A small presentation was made. The Chair then thanked Neil Makin for his support as Vice Chair and for his substantial contribution to the College and the quality of his work as a governor over the years and made a small presentation in recognition. The CEO & Principal reminded the meeting that the Chair, John Tew, would be leaving the Board at the end of July, having spent over 17 years in various roles including two separate terms as Chair. The Vice Chair then spoke about the tremendous support shown by the Chair since his return and before, that his commitment to the College had been exemplary including over the many challenges which the College had faced. A card and small gift were presented to him in appreciation. The Chair thanked everyone for their comments and best wishes. The College was in a strong position and he thanked all the Governors, the CEO & Principal and her team, and students, wishing them the best for the future. Dr M Lamb then left the meeting. The Chair reminded those present that a number of items had been discussed in great detail by the relevant Committees, thus the consent items would be taken as read. However, this was not intended to stifle discussions for the new governors but so that they were aware of the process. Apologies were received from H Babajan, S Lal and S Powell and were accepted by Governors. The problems with the sound for those joining the meeting via Teams was raised, with the Chair moving to be nearer to the location of the microphone as a temporary fix. The College was asked to undertake the necessary action to resolve the problem on a permanent basis.	ED F&R
2 2.1	**<u>Item 2: Declarations of any new personal or business interest or conflict with any agenda item</u>** There were no new declarations.	
3 3.1 3.2 3.3	**<u>Item 3: Chair's Business</u>** **3.1 Committee Membership** The Chair reminded Governors of the discussions which had taken place regarding Committee membership. Since the paper had been circulated, a discussion had taken place on whether there was a potential conflict of interest in the Chair of Performance and Remuneration and Chair of Audit being the same. After discussion, the proposal that Sonia Smalling would take on the role of Chair of Performance and Remuneration until the end of the calendar year, with Tony Sharma moving to this role and an appointment of Chair of Audit had been suggested. The Chair informed the Board that the matter had been discussed by Search and Governance Committee; the Committee had agreed to recommend the change to the Board. The Board of Governors **agreed** the proposed Committee membership for 2025/26, noting the change as minuted above.	
4	**<u>Item 4: Minutes of the Meetings of the Board of Governors held on 24 March 2025, 9 May 2025 and notes from the Strategy Away Day 2025 on 9 May 2025</u>**	

4.1	The minutes of the meetings of the Board of Governors held on 24 March 2025, and 9 May 2025 were reviewed and **approved** by Governors as a true and correct record. The notes of the Strategy Away Day on 9 May 2025 were received for information.	
5	**Item 5: Matters Arising and Action Progress Report**	
5.1	Governors were assured that all actions were either complete or scheduled for reporting to the autumn term meetings.	
	STRATEGIC AND DEVELOPMENTAL	
	Item 6: Learner Voice Film and Learner Voice Report	
6.1 6.2 6.3	A short Learner Voice Film was shown in which students answered questions about their future plans and how the College had prepared them for the future, the support they had received e.g. in university applications, what they were most excited about in the future and what improvements the College could make to benefit future students. The Senior Vice Principal Quality and Student Success then presented the Learner Voice Report which covered key achievements and next steps. These included the student conference which had looked at the themes of learner experience, leadership and confidence, tutorials and attendance, with an action plan having since been completed; the QDP survey which had shown high student satisfaction rates and confirmed the College as being very inclusive. The Student Governor and Deputy SU President were asked for feedback on the student conference – both were very positive about the event.	
7	**Item 7: CEO & Principal's Report**	
7.4 7.5 7.6 7.7 7.8	A long and detailed report had been prepared, with the CEO & Principal referring the Board to the Executive Summary which showed the College to be in a strong position financially and also in student learning – the College expected to be slightly ahead of budget at year-end and applications were strong and ahead of target or better than at the same time last year. Capital projects were noted to be on track, with rigorous monitoring of expenditure taking place. The following had been included for information: - DfE letter (28 April 2025) covering the Sandwell College Financial Statements Review 2023 to 2024 - DfE Letter (27 March 2025) covering the annual strategic conversation - MP for West Bromwich Letter to the Chancellor of the Exchequer (3 June 2025) re FE Sector at the Spending Review Work was continuing to ensure delivery of curriculum areas as viable business plans to ensure the buildings were suitably utilised. The FE Commissioner's office had been engaged to undertake a review and at improvements of curriculum planning, and the use of 4cast software was to be reintroduced. All curriculum areas now had 'Skills Grids' showing their employer engagement in shaping curriculum, work experience and staff CPD. The teaching and learning strategy – THRIVE – had been launched, with attendance being a continued focus. Work experience and progression had been raised as areas of concern in the last Ofsted inspection, it being noted that	

7.9 7.10 7.11 7.12 7.13	these had been tackled and projects were in place. Further details were included in the report. Detail on capital, safeguarding and community cohesion and People was provided in the report, with the Board noting reports on safeguarding and HR and OD were included in the agenda. The report provided the Board with information on the six areas of uncertainty due to the national financial context which the College had identified. The Board noted that the College was starting to be seen as a key partner and civic leader, the work with other colleges and the WMCA being referred to. The CEO & Principal provided an explanation of the Sandwell Story, with two Governors commenting that it exemplified an absolute commitment to working together and was to be recommended to all. The Board noted the other areas of policy development, the key partnership and collaborative work and the priorities for the College for the next period. A member of the Board asked whether there would be a point at which a decision would be taken on there being no further growth at the College. The CEO & Principal commented that curriculum development meant that the College had the capacity and opportunity to branch out, noting that there was room for growth in adult provision but that a decision to do so would need to be carefully considered, noting that the funding was not as great as for other areas. The College would need to be careful to protect what it had, noting that whilst some areas may grow, others may see a reduction.	
8	**Item 8: Performance against Targets in the KPI Report**	
8.1 8.2 8.3	The Deputy Principal Curriculum and Skills presented the report which provided an update on the in-year College's performance against the KPIs across curriculum, quality, people and finances for the 2024/25. The link to the Risk Register was noted. The report had been considered in detail by the Committees. The red risk in relation to English GCSE high grades and the mitigation were noted. The Board was satisfied with the performance to date against the KPIs, noting the progress against and the further actions to be taken.	
9	**Item 9: Apprenticeship Report**	
9.1 9.2	The Deputy Principal Curriculum and Skills presented the report, noting that this had been considered in detail by Learners, Quality and Curriculum Committee. A member of the Committee asked whether the 67% overall QAR target would be achieved. The Deputy Principal Curriculum and Skills confirmed that it would that, and noted that this showed a 3-year improvement trend.	
10	**Item 10: Subcontracting Plan 2025/26 and Subcontracting Policy**	
10.1 10.2	The Chair introduced the report, noting that the Subcontracting Policy was included under the Consent Agenda. The Deputy Principal Curriculum and Skills presented the report and informed the Board that the report had received detailed scrutiny by Finance and Strategy Committee at its meeting on 19 June 2025. The Board was informed that the DfE guidance in relation to subcontracting had been followed, and that the due diligence process had been completed, thus the College was felt to have strong arrangements going forward.	

	In answer to a question, the Deputy Principal Curriculum and Skills and CEO & Principal explained the DfE approval process, including the requirement for Board approval of the subcontractors. The Board noted the internal checks and balances which were in operation, health and safety and safeguarding processes, the on-boarding process for learners, the in-house training and regular partnership meetings which would be in operation. The initial contract would be for one year, with the Board then being asked to consider whether it should be extended. The Board noted the proposed continued engagement with organisations in Sport as subcontractors and that this would provide curriculum enrichment opportunities for young people, particularly as the College had little outdoor space or access to elite sports. The detail of the proposed subcontractors, the learner numbers and value of the contracts for 2025/26, and the enrichment provided and performance in 2024/25 was included in the report. Having considered the report and noting the detailed scrutiny undertaken by Finance and Strategy Committee, the Board of Governors **approved** the named providers, budget value and Subcontracting Policy as per the report. Regular reports on performance and subcontracting activity would be provided at future Learners, Quality and Curriculum Committee and Finance and Strategy Committee meetings.	
10.3	The Board noted the proposed continued engagement (see above)	
11	**Item 11: Safeguarding Report**	
11.1	Governors received an update on Safeguarding at the College and were advised that this report had been scrutinised by Learners, Quality and Curriculum Committee. The Board was asked to review the contents of the report and offer evaluation and guidance where relevant.	
11.2	The increase in mental health issues was noted, and that the College was working to provide the necessary support and was increasing capacity across the College. The results of the on-programme student survey relating to Safeguarding, Health and Wellbeing were noted, and that following the Incyte Safeguarding Review undertaken in April, the College had achieved 'Gold Standard'. The Board was pleased to note that work would continue in order to achieve 'Platinum Standard'.	
11.3	The Board noted the collaboration and work with community partners and that the Local Prevent Officer was now in the team.	
11.4	A member of the Board commented on the increase in domestic abuse cases and asked whether this was an area in which the College could work with the local hospital. The CEO & Principal commented that this would require detailed work to ensure that it was well managed and on how it would operate, noting the duty to provide the necessary support.	
11.5	The College was also asked if there were any gaps in terms of gender. The Senior Vice Principal Quality and Student Success confirmed that further work was needed to enable support and to ensure that male students were aware of the support which was available and how this could be accessed.	
11.6	The Chair stressed the importance of keeping on top of safeguarding issues, noting the way in which the College went the extra mile where external support was not always available.	
	5.46pm – It was agreed that a short break would be taken. 5.54pm – Meeting recommenced.	

	FINANCE AND RESOURCES	
12	**Item 12: Management Accounts & Budget 2025/26 and to agree the Capital Expenditure & Estate Programme 2025/26 including Capital**	
.1 .2 .3 .4 .5 .6 .7 .8	Governors received an update of the current financial performance and financial position of the College (April 2025. The report had been scrutinised by Finance and Strategy Committee at its meeting on 19 June 2025. The Executive Director Finance and Resources was asked for and provided an explanation of the spend on agency staff, and the reasons why staff costs were under. The Executive Director HR & OD explained the challenges around staff recruitment, the need for this to be more creative in a passive market and confirmed that vacancies in teaching did not stand out as being a particular issue. The Vice Chair noted the additional spend in preparation for Ofsted. The College informed the Board that additional reviews were planned to ensure compliance with expected practice – preparation for safeguarding and the engagement of a senior inspector whose expertise would be of benefit from a coaching perspective. The Board of Governors considered the Budget Report 2025/25 in detail. The Executive Director Finance and Resources went through the report, noting the biggest area of growth in funding, the uplift in travel, etc. and other non-pay elements. The Board noted that the College was working through the Allocation Statement and on the outcomes of the spending review. A member of the Board asked how likely was it that the funding target would be achieved. The CEO & Principal noted the College was slightly ahead of next year's allocation and that enrolment in-year would provide additional funding. The Deputy Principal Curriculum and Skills reminded the Board that centres were given targets for learner progression. In answer to a question about applications, the Board was informed that these were ahead of the position at the same time last year. However, the challenge for the College would be in December when the actual enrolment figures were known. Following consideration of the report and the discussions, the Board of Governors: - **Received** and **noted** the Finance Report and Management Accounts 2024/25 P9 (Apr 2025) - **approved** the College Budget for 2025/26, and of the Capital Expenditure and Estates Programme 2025/26 including Capital.	
13	**Item 13: Human Resources & Organisational Development Report**	
.1 .2	Governors received the report on the work and impact of the College's Human Resources and Organisational Development functions. They were advised that this report had been scrutinised by Finance and Strategy Committee. The Executive Director HR & OD highlighted the start of 'Sandwellness', with next steps being to measure its impact, the new partner for occupational health and for disclosure and barring checks and the continuing work in relation to staff voice and employee relations. Materials used in the all-staff event which had been held that day were circulated and note was made of the positive feedback from staff. The Chair asked that a full report on the event be presented to the Board at its next meeting.	ED HR&OD/ IDG
	6.15pm Anne Frost thanked the Board for allowing her to attend the meeting; she then left the meeting.	

14	**Item 14: Risk Register**	
.1	Governors received the risk report, noting that the new Risk Register, Heat Map and Board Assurance Framework had been considered in detail by Audit Committee, Finance and Strategy Committee and Learners, Quality and Curriculum Committee at the meetings held in June 2025.	
.2	A paper copy had been made available, it being noted that future PowerBI development was being considered to enable easier accessibility. The CEO & Principal provided an explanation of the content and on the intention to spend half a day on risk and risk appetite. It was noted that each area would have a similar report but with just the risks related to their area.	CEO & P
.3	It was requested that the Risk Register be amended to include the date re mitigation outcomes/when there were to be done be included in future reports.	ED F&R
.4	A further review of the Risk Register would be undertaken by each Committee at its next meeting. The Committee agendas would be updated as necessary.	ED F&R/ IDG
.5	In response to a comment from a member of the Board, the CEO & Principal proposed that the annual Board review could include lessons learnt.	CEO & P/ IDG
15	**Item 15. Update from Committee meetings**	
	15.1 Search & Governance – 2 June 2025 15.2 Audit – 17 June 2025 15.3 Finance & Strategy – 19 June 2025 15.4 Learners, Quality & Curriculum – 18 June 2025	
.1	The Committee Chairs confirmed their agreement to content in the reports.	
.2	The Board of Governors **noted** the updates from the Committee meetings as presented.	
16	**Item 16: Consent Agenda**	
.1	The Board of Governors **noted** the following for information: 16.1 – Written resolution for signing land sale and application of the Corporation Seal (dated 22 April 2025) 16.2 – Written resolution for signing of Electricity Contract (dated 23 April 2025) 16.3 – Written resolution for Summer Capital Works (dated 29 May 2025)	
.2	16.4 Approval of Accountability Statement	
.3	A final version of the Accountability Statement was presented for review by the Board of Governors. The changes included corrections to typos and to the apprenticeship section and data analysis. The CEO & Principal highlighted the grid at the back of the report.	
.4	The Board of Governors **approved** the Accountability Statement 2025/26, noting that this would be signed by the Chair and CEO & Principal before upload to the DfE portal by that day's deadline.	
.5	16.5 To approve policies and documents as recommended by Committee: - Committee Terms of Reference (included below at 16.5 – Standing Orders) - Financial Regulations and Scheme of Delegation (SoD included below at 16.6c) - College Tuition Fees Policy 2025/26	

	- Reserves Policy - Bursary Policy - Subcontracting Policy - External Audit Plan - Internal Audit Plan	
.6	A brief update was provided by the Executive Director Finance and Resources on the Scheme of Delegation. The Chair of Audit Committee told of the discussions at Audit Committee in relation to the External and Internal Audit Plans and that there had been no significant changes to the previous year. The increase in internal fees was noted, this being as a result of the increase in the number of internal audits which the Committee viewed as a positive.	
.7	The Board of Governors **approved** the documents as listed above and as recommended by the relevant Committee.	
.8	16.6 To approve governance documents as recommended by Search and Governance Committee - Standing Orders - Instrument & Articles of Government - Scheme of Delegation - Schedule of Business 2025/26	
.9	The Interim Director of Governance provided information on the proposed changes to the Instrument & Articles of Government: - the addition of a section on written resolutions - the change of term of office to 3 years for independent members, 2 years for staff governors and 1 year for student governors - that there would be a maximum of two staff governors (previous maximum was three) - that there would be a maximum of two student governors (previous maximum was three) - removal of reference to Secretary of State re quorum (I 5(2)) - removal of restriction on student governors who are under 18 being able to vote on expenditure, contracts, et. (I 8) - correction of title of CEO & Principal	
.10	The Board was informed that the changes to I5 (2) and I8 had been made on the advice from the DfE in a letter on FE governance matters (dated 17 June 2025) *and from Eversheds Sutherland (Briefing Note 20 June 2025)*.	
.11	A further check would be undertaken to ensure that the Committee titles were correct.	
.12	Noting the above, the Board of Governors **approved** the documents as listed above.	
	16.7 Corporation Seal – Register of Use	
.14	The Board **noted** the information provided on the use of the Corporation Seal.	
17	**Item 17: Governance** 17.1 – Compliance with the Code of Governance 17.2 – The External Governance Review Action Plan	
.1	The Chair presented the report, noting the recommendation from Search and Governance Committee on the assurance on progress made against compliance with the AoC Code of Good Governance 2024/25 and the External Governance Review Action Plan.	
18	**Review of Meeting**	

.1	The length of the meeting was noted.	
.2	7.01pm The Chair thanked the Student Governor and Deputy Students' Union President for the attendance; both then left the meeting.	
	CONFIDENTIAL ITEMS	
24	**Date and time of next meeting**	
.1	Monday 6 October 2025 4-7pm Sandwell College, Central Campus	
.2	**Draft Meeting Schedule 2025/26** was noted and confirmed.	

The meeting ended at 7.45 pm.