

## SANDWELL COLLEGE

**Non-Confidential Minutes of the Board of Governors meeting**  
**held on Monday 8 December 2025 at 4.00pm**  
**Sandwell Futures, Central Campus**

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| Present:       | Anne Frost         | Independent – Chair                                               |
|                | Lisa Capper MBE    | CEO & Principal                                                   |
|                | Gareth Amison      | Independent                                                       |
|                | Mark Ashford       | Independent                                                       |
|                | Bridgette Bennett  | Staff Governor – Sandwell                                         |
|                | Clare Boden-Hatton | Independent                                                       |
|                | Dan Parrott        | Independent – via Teams                                           |
|                | Lucy Richardson    | Staff Governor – Cadbury                                          |
|                | Hasmik Sargsyan    | Student Governor - Sandwell                                       |
|                | Johnny Shah        | Independent - via Teams                                           |
|                | Tony Sharma        | Independent                                                       |
|                | Harpinder Singh    | Independent - via Teams                                           |
|                | Sonia Smalling     | Independent                                                       |
|                | Leandre Williams   | Student Governor - Cadbury                                        |
| Apologies:     | Rachel Barlow      | Independent                                                       |
|                | Shokat Lal         | Independent                                                       |
|                | Emma Brannen       | Senior Vice Principal Quality and Student Success                 |
|                | Asa Gordon         | Deputy Principal Curriculum and Skills                            |
| In attendance: | Becky Beaty        | Executive Director Human Resources and Organisational Development |
|                | Ian Oldacre        | Director of Estates and Capital Projects                          |
|                | Rob Pickup         | Executive Director, Finance and Resources                         |
|                | Jean Tracy         | Interim Director of Governance                                    |
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| 1   | <b><u>Item 1: Welcome and Apologies</u></b>                                                                                                                                                                                                                       |        |
| 1.1 | The Chair welcomed everyone to the meeting, including, as minuted below, the Student Governors, who had both taken part in the presentation to the Board at the Strategy/Away Day on 24 November 2025.                                                            |        |
| 1.2 | Apologies were received from Rachel Barlow and Shokat Lal and were accepted by the Board. Apologies were also received from Asa Gordon and Emma Brannen.                                                                                                          |        |
| 2   | <b><u>Item 2: Declarations of any new personal or business interest or conflict with any agenda item</u></b>                                                                                                                                                      |        |
| 2.1 | There were no new declarations.                                                                                                                                                                                                                                   |        |
| ?   | <b><u>Item 3: Appointment of Members of the Board of Governors:</u></b><br><br><b>3.1 Student Governors</b><br>The appointment of Hasmik Sargsyan and Leandre Williams as Student Governors for Sandwell and Cadbury respectively was formally <b>approved</b> by |        |

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|     | <p>the Board; their term of office being 8 December 2025 to 31 July 2026, both having been appointed as Students' Union Presidents.</p> <p><b>3.2 Chair of Audit Committee</b><br/>The Board <b>approved</b> the appointment of Gareth Amison as Chair of Audit Committee with effect from 1 January 2026 and until 31 May 2028, the latter date being as per his term of office as an Independent Member of the Board.</p> <p>The Board was reminded that, as previously agreed, Tony Sharma, the current Chair of Audit Committee, would move to Chair of Performance &amp; Remuneration Committee with effect from 1 January 2026.</p> <p><b>3.3 Appointment to Search &amp; Governance Committee</b><br/>The Board <b>approved</b> the appointment of Lucy Richardson as a member of Search &amp; Governance Committee with effect from 8 December 2025 and until 5 October 2027, the latter date being as per her term of office as a Staff Member of the Board.</p> |                                                       |
| 4   | <p><b><u>Item 4: Chair's Business</u></b></p> <p><b>4.1 Committee Membership</b><br/>The Chair reminded Governors of the current Committee vacancies on Audit, Finance &amp; Strategy and Performance &amp; Remuneration Committees, and asked that they give consideration to membership and to contact the Interim Director of Governance.</p> <p><b>4.2 Vice Chair Update</b><br/>The Chair asked that any Independent Governor interested in the role contact the Interim Director Of Governance. A meeting would then be arranged with the Chair.</p> <p><b>4.3 Change of Day re March &amp; July Board meetings</b><br/>An update would be provided at a later date.</p>                                                                                                                                                                                                                                                                                            | <p>Board Members</p> <p>Independent Board Members</p> |
| 5   | <b><u>Item 5: Minutes of the Meeting of the Board of Governors held on 6 October 2025</u></b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |                                                       |
| 5.1 | The minutes of the meeting of the Board of Governors held on 6 October 2025 were reviewed and <b>approved</b> by Governors as a true and correct record.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |                                                       |
| 6   | <b><u>Item 6: Matters Arising and Action Progress Report</u></b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |                                                       |
| 6.1 | Governors were assured that all actions were either complete or on-going.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |                                                       |
| 6.2 | The Interim Director of Governance confirmed that the actions shown as 'completed' were only those which had been completed since the last Board meeting. A log of all actions was maintained by the Interim Director of Governance.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |                                                       |
| 6.3 | The Chair asked that, in addition to the minute reference numbers, the actions be numbered. <i>Post meeting update: Action complete</i>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   | IDG                                                   |
|     | <b><u>STRATEGIC AND DEVELOPMENTAL</u></b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |                                                       |
| 7   | <b><u>Item 7: Learner Voice Film and Learner Voice Report</u></b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |                                                       |
| 7.1 | A short Learner Voice Film was shown in which students spoke of their Learner Experience, and was as shown at the Strategy/Away Day on 24 November 2025.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |                                                       |
| 7.2 | The Chair commented on the value to the Board of such presentations.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |                                                       |

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|      | 4.15pm Hasmik Sargsyan joined the meeting.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |  |
| 8    | <b><u>Item 8: CEO &amp; Principal's Report</u></b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |  |
| 8.1  | A detailed report had been prepared, with the CEO & Principal referring to the Board to the Executive Summary which included a continued positive position in terms of enrolment and retention, year-end completed slightly ahead of budget with a clean external audit, evidence of embedding of the new THRIVE teaching and learning strategy and the handover of the newly built Cradley Heath Skills campus on budget and on time.                                                                                                                                                                                                          |  |
| 8.2  | The CEO & Principal confirmed the enrolment figure of 7698, noting that the College would continue to recruit through the year, and that the budget for 2025/2026 was thus on track. Following a question from the Chair, the CEO & Principal confirmed that the figures included progressors and new students, noting the very strong internal progression (82%), which was exceptional.                                                                                                                                                                                                                                                       |  |
| 8.3  | Key partnerships and collaborative working were very important, the Board noting the significant amount of work undertaken by the College during the term as per the report.                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |  |
| 8.4  | Performance against metrics in relation to finance and capital, curriculum and skills, quality and student success, safeguarding and community cohesion, and people was contained in the report and considered by the Board.                                                                                                                                                                                                                                                                                                                                                                                                                    |  |
| 8.5  | The Chair asked when the College would need to start planning the curriculum changes necessitated by changes in Government policy. The CEO & Principal replied that some would be introduced in 2026; the big change was in 2027 with the V Levels – consultation was underway but there was not a clear view on the timetable/progress of that and thus the College would have little time to plan.                                                                                                                                                                                                                                            |  |
| 8.6  | As agreed with the Chair, the Board considered the three PowerPoint presentations which had been prepared and uploaded to GovernorHub – the new Ofsted Framework, Leadership & Governance, Learner Data by provision type.                                                                                                                                                                                                                                                                                                                                                                                                                      |  |
| 8.7  | The Board was reminded of the 5-point scoring scale, the 4 key themes and provision types. Following the initial call from Ofsted, three further calls had taken place, with presentations to be made on day 1 and day 2.                                                                                                                                                                                                                                                                                                                                                                                                                       |  |
| 8.8  | The differences in relation to inclusion, skills, and leaderships and governance were highlighted, with examples of the wording which would be used for the different grades – needs attention, expected standard, strong standard, etc. For Leadership & governance, examples of 'how do we know' were included in the presentation slides.                                                                                                                                                                                                                                                                                                    |  |
| 8.9  | The slides on 'Leadership and Governance' providing summary information on the Sandwell Colleges, 2025/2026 cohorts split by campus, and the strategic direction and vision for the Colleges. More detailed information on the local context such as deprivation, unemployment levels, health indicators had been included. Improvements made since the last Ofsted inspection were noted. These included improved achievement and retention, high numbers progressing to employment, university or further training, embedding the THRIVE teaching and learning strategy, and the key partnerships and work with local and national employers. |  |
| 8.10 | The Board noted the update on the 4 specific actions from the last inspection, and the current strengths and successes and areas for improvement. Scrutiny of the areas for improvement took place at Board and Committee meetings, with the third presentation providing information on strengths and how these                                                                                                                                                                                                                                                                                                                                |  |

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|      | statements were validated for study programmes, adults, apprenticeships and high needs – ‘celebrate’ and ‘validate’.                                                                                                                                                                                                                                                      |                   |
| 8.11 | In answer to a question from a member of the Board, the CEO & Principal confirmed that the information presented to the Board was as seen by Learners, Quality and Curriculum Committee meeting and was included in the Self-Assessment Report (SAR) and as per the Schedule of Business. The Quality Improvement Plan (QIP) included the action plans.                   |                   |
| 8.12 | The Chair confirmed that Clare Boden-Hatton as the Safeguarding Link Governor, would be meeting separately with the inspectors.                                                                                                                                                                                                                                           |                   |
|      | 5.17pm Leandre Williams, Student Governor (Cadbury) was welcomed to the meeting.                                                                                                                                                                                                                                                                                          |                   |
| 9    | <b><u>Item 9: Performance against Targets in the KPI Report 2024/25 and new KPIs for 2025/26</u></b>                                                                                                                                                                                                                                                                      |                   |
| 9.1  | The report provided the Board will an in-year picture of performance against each Key Performance Indicator (KPI) and was rag-rated based on the actions needed to deliver the year-end targets. Information on the targets for each KPI was included, it being noted that these would be reviewed at each Committee meeting and presented overall to each Board meeting. |                   |
| 9.2  | The Board considered the information provided on some of the key activities that had taken place which demonstrated how the College was delivering on its target of establishing powerful partnerships to deliver tangible impact for learners, for raising aspirations and placing the College as a strategic influencer on decision making and policy.                  |                   |
| 9.3  | The objectives which had been identified as an amber risk were noted, together with the comments and actions being taken to mitigate the risks. Progress against the 5 pillars identified with the College Strategic Plan 2025-28 were included at annex B.                                                                                                               |                   |
| 9.4  | A member of the Board asked whether there was correlation between non-attendance and high achievement, with the work being done to reduce this gap being noted.                                                                                                                                                                                                           |                   |
| 9.5  | The Chair thanked the College for the report and whilst noting that the objectives were rag-rated, requested that more data information on performance be included in future reports.                                                                                                                                                                                     | DPC&S/<br>SVPQ&SS |
| 10   | <b><u>Item 10: Enrolment and Final Figures R04 for 2025/2026 and Data Dashboard update on attendance and retention</u></b>                                                                                                                                                                                                                                                |                   |
| 10.1 | As notified, this item had been deferred and would be considered at the next Board meeting.                                                                                                                                                                                                                                                                               |                   |
| 11   | <b><u>Item 11: Self-Assessment Report (SAR)</u></b>                                                                                                                                                                                                                                                                                                                       |                   |
| 11.1 | The Self-Assessment Report (SAR) had been scrutinised by Learners, Quality and Curriculum Committee at its meeting on 27 November 2025. In addition to the full document, a ‘mini-SAR’, highlighting the main strengths and areas for development within each section, had also been developed to provide a top-level summary.                                            |                   |

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| 11.2       | The Chair of Learners, Quality & Curriculum Committee informed the Board that the scrutiny of the SAR had been very thorough. The Committee had probed re skills, had looked at the proposed grading and questioned whether these were appropriate. The discussion on the grading for apprenticeships had endorsed the 'Good' grading. The Skills sub-judgement grading was also amended to 'Strong'. |  |
| 11.3       | In answer to a question from the Chair, the CEO & Principal explained that, on the advice from Ofsted, the SAR had been based on the old inspection framework. The College had, however, also woven in the new framework – on inclusion and skills, for example.                                                                                                                                      |  |
| 11.4       | Noting the recommendation of Learners, Quality and Curriculum Committee, the Board <b>approved</b> the Self-Assessment Report 2024-2025.                                                                                                                                                                                                                                                              |  |
| 11.5       | The Chair thanked the College team for preparing the SAR and Learners Quality & Curriculum Committee for its scrutiny.                                                                                                                                                                                                                                                                                |  |
| 12         | <b><u>Item 12: Estates Strategy</u></b>                                                                                                                                                                                                                                                                                                                                                               |  |
| 12.1       | Matthew Hirst – Fusion Consultancy – joined via Teams and was welcomed to the meeting.                                                                                                                                                                                                                                                                                                                |  |
| 12.2       | As requested by the Board, the report provided an update on the development of the College's new Estates Strategy which would cover a 10-year timeframe from 2026 to 2036. The Director Estates & Capital Projects confirmed that the report was a positioning paper.                                                                                                                                 |  |
| 12.3       | The update report prepared by Matthew Hirst included an overview, strategic context, the existing estate, GAP analysis and summary. It was noted that initial campus investment options would be set out in the new strategy, with a further report being provided to Finance & Strategy Committee and the Board meetings in March 2026.                                                              |  |
| 12.4       | In the discussions which followed, it was <b>agreed</b> that the future report would include information on options and assumptions, and on how the blue space thinking could be brought into the thoughts on the strategy.                                                                                                                                                                           |  |
| 12.5       | Members of the Board requested and received information on where the funding would come from, on how this would work with the Council's plans. The College would also aim to have a plan to enable the decision on the future plans for Bennett's Hill which is currently used for maths/English and income generating programmes.                                                                    |  |
| 12.6       | The Chair thanked Matthew Hirst and the Director Estates & Capital Projects for their report, noting that an update would be provided to the next Finance & Strategy Committee and Board meetings.                                                                                                                                                                                                    |  |
|            | Matthew Hirst left the meeting                                                                                                                                                                                                                                                                                                                                                                        |  |
|            | <b><u>FINANCE AND RESOURCES</u></b>                                                                                                                                                                                                                                                                                                                                                                   |  |
| 13         | <b><u>Financial Year End 2024/2025</u></b>                                                                                                                                                                                                                                                                                                                                                            |  |
|            | <b><u>Item 13.1: Internal Audit Annual Report 2024/2025</u></b>                                                                                                                                                                                                                                                                                                                                       |  |
| 13.1.<br>1 | The Chair of Audit Committee presented the report which had been considered in detail by the Committee at its meeting on 25 November 2025.                                                                                                                                                                                                                                                            |  |
| 13.1.<br>2 | The Board noted that it was the opinion of head of the Internal Audit Service that the organisation had an effective framework for risk management,                                                                                                                                                                                                                                                   |  |

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|        | governance and internal control. However, their work had identified further enhancements to the framework for risk management, governance and internal control to ensure that it remained adequate and effective.                                                                                                                                                                                                                                           |       |
| 13.1.3 | It was noted that management had agreed actions to address all the findings reported by the Internal Audit Service during 2024/2025. A summary of the internal audit work completed, the assurance level and agreed actions for each assignment was included in the report and noted by the Board.                                                                                                                                                          |       |
| 13.1.4 | On the recommendation of Audit Committee, the Board <b>approved</b> the Internal Audit Service Annual Report 2024/2025.                                                                                                                                                                                                                                                                                                                                     |       |
|        | <b><u>Item 13.2: Annual Report of the Audit Committee to Board of Governors and the Accounting Officer 2024/2025</u></b>                                                                                                                                                                                                                                                                                                                                    |       |
| 13.2.1 | The Chair of Audit Committee presented the report which had been considered in detail by the Committee at its meeting on 25 November 2025.                                                                                                                                                                                                                                                                                                                  |       |
| 13.2.2 | The report outlined the work of the Committee during the 2024/2025 year and the basis on which its opinion was based – these included internal audit reports, going concern, value for money, financial statements audit and regularity review.                                                                                                                                                                                                             |       |
| 13.2.3 | The opinion of Audit Committee was that 'from the work undertaken by Audit Committee and the reports it has considered during 2024/25, it is the Committee's opinion that the Corporations' assurance arrangements, its framework of governance, risk management and control, and its processes for securing the effective and efficient use of resources, the solvency of the institution, and the safeguarding of its assets are adequate and effective'. |       |
| 13.2.4 | The Board <b>approved</b> the judgement, noting that the report had been signed by the Chair of Audit Committee and would be submitted to the DfE as part of the College's annual accounts.                                                                                                                                                                                                                                                                 |       |
|        | <b><u>Item 13.3: Sandwell College – Annual Report &amp; Financial Statements 2024/2025</u></b>                                                                                                                                                                                                                                                                                                                                                              |       |
| 13.3.1 | The Board considered the Annual Report & Financial Statements, noting that it had been reviewed by Audit Committee, the Committee having agreed to recommend it to the Board for approval.                                                                                                                                                                                                                                                                  |       |
| 13.3.2 | The Board <b>approved</b> the Annual Report & Financial Statements 2024/2025 but it was requested that 'Chairperson' be replaced by 'Chair of the Board of Governors' before signature by the Chair and CEO & Principal.                                                                                                                                                                                                                                    | EDF&R |
|        | <b><u>Item 13.4: Financial Statements &amp; Regularity Audit</u></b>                                                                                                                                                                                                                                                                                                                                                                                        |       |
| 13.4.1 | <b><u>Item 13.4.1: Audit Finding Report 2024/2025</u></b>                                                                                                                                                                                                                                                                                                                                                                                                   |       |
| .1     | The Chair of Audit Committee spoke to the report, noting that it had been considered in detail by the Committee at its meeting on 25 November 2025.                                                                                                                                                                                                                                                                                                         |       |
| .2     | The report included an executive summary and details on the matters arising from the audit, misstatement, audit findings and fees. The report provided information on the key audit risks, including three which had been classed as 'significant', the materiality levels and that no adjusting misstatements had been found during the course of the audit.                                                                                               |       |
| .3     | The Chair of Audit Committee commented that of the audit findings detailed in the report, none were significant. In relation to apprenticeships, the Chair                                                                                                                                                                                                                                                                                                  |       |

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| .4     | <p>noted the action plan relating to the work undertaken and that MHA were aware of the issues and had not raised any concerns. There was confidence in the action plan, that appropriate controls were in place for new starters and that a review of previous years was being undertaken.</p> <p>On the recommendation of Audit Committee, the Board <b>approved</b> the Audit Findings Report, and the fees included in the report relating to the audit of the accounts of Sandwell College and for reporting on the Teachers' Pension End of Year Certificate, both being for the year ended 31 March 2025.</p> |  |
| 13.4.2 | <b><u>Item 13.4.2: Letter of Representation</u></b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |  |
| .1     | The Chair of Audit Committee explained the purpose of the Letter of Representation and drew attention to the specific representations as covered at points 32 to 38.                                                                                                                                                                                                                                                                                                                                                                                                                                                 |  |
| .2     | Noting the recommendation of Audit Committee, the Board <b>approved</b> the Letter of Representation and that this should be signed by the Chair and CEO & Principal.                                                                                                                                                                                                                                                                                                                                                                                                                                                |  |
| 13.4.3 | <b><u>Item 13.4.3: Regularity Engagement Letter</u></b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |  |
| .1     | The Letter of Engagement for the Assurance Report on Regularity was included at page 7 of the Audit Engagement Letter (Item 13.4.5).                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |  |
| .2     | The Executive Director Finance & Resources provided an explanation of the letter and that following structural changes regarding the external auditors' change of name, a revised letter had been issued and would be signed by the Executive Director Finance & Resources.                                                                                                                                                                                                                                                                                                                                          |  |
| .3     | The Board <b>approved</b> the signing of the revised Letter of Engagement for the Assurance Report on Regularity.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |  |
| 13.4.4 | <b><u>Item 13.4.4: Letter of Engagement for Teachers' Pension</u></b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |  |
| .1     | The Board <b>approved</b> that the Letter of Engagement for Teachers' Pension be signed by the Executive Director Finance & Resources on behalf of Sandwell College, and on the recommendation of Audit Committee.                                                                                                                                                                                                                                                                                                                                                                                                   |  |
| 13.4.5 | <b><u>Item 13.4.5: Audit Engagement Letter</u></b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |  |
| .1     | Noting the explanation on re-signing as per the Letter of Engagement for the Assurance Report on Regularity, the Board <b>approved</b> signing of the revised Audit Engagement Letter by the Executive Director Finance & Resources on behalf of Sandwell College, and on the recommendation of Audit Committee.                                                                                                                                                                                                                                                                                                     |  |
| 13.4.6 | <b><u>Item 13.4.6 Regularity Audit Self-Assessment Questionnaire</u></b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |  |
| .1     | The Executive Director Finance & Resources explained the purpose of the regularity self-assessment questionnaire and that this had been reviewed by Audit Committee and examined by the External Auditors.                                                                                                                                                                                                                                                                                                                                                                                                           |  |
| .2     | On the recommendation of Audit Committee, the Board <b>approved</b> the Regularity Audit Self-Assessment Questionnaire 2024/2025 and <b>agreed</b> that it be signed by the Chair of the Board and Accounting Officer.                                                                                                                                                                                                                                                                                                                                                                                               |  |
| 13.5   | <b><u>Item 13.5: Reconciliation of Period 12 Management Accounts (July 2025) to the Financial Statements 2024/2025</u></b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |  |



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| 13.5.1 | The Finance Report 2025/2025 for Period 2 (September 2025) had been considered by Audit Committee at its meeting on 25 November 2025. The Executive Director Finance & Resources provided an explanation on the reconciliation and adjustments made between October and the end of the external audit - none were material.                                                                                             |  |
| 14     | <b><u>Item 14: Management Accounts P2 DfE Assessment of Financial Health</u></b>                                                                                                                                                                                                                                                                                                                                        |  |
| 14.1   | The Board considered the report, noting that this had also be considered by Audit Committee at its meeting on 25 November 2025. Information included detail in an executive summary, headlines, financial summary, key performance indicators, cash, income & expenditure, capital, risk & mitigations and the 2024/2025 financial position. The Chair of Audit Committee made comment on the apprenticeship provision. |  |
| 14.2   | In answer to a question from the Chair of Audit Committee, the Executive Director Finance & Resources confirmed that the payment for growth would mean a £0.5m overall improvement for the College, subject to any agreed spend. The College was also asked and provided an explanation on the capital budget spend over the academic year.                                                                             |  |
|        | <b><u>Item 15: Equality, Diversity &amp; Inclusion Annual Summary Report</u></b>                                                                                                                                                                                                                                                                                                                                        |  |
| 15.1   | In the absence of the Senior Vice Principal Quality & Student Success, the report was presented by the Executive Director Human Resources and Organisational Development.                                                                                                                                                                                                                                               |  |
| 15.2   | The Board noted the external recognition afforded by the FREDIE Bronze Award and Matrix re-accreditation, the impact of the inclusive strategies on access and progression, and that the achievement across all groups was strong, with minimal gender gaps and high attainment among ethnic minority and disadvantaged learners. Actions to be taken were included in the report and noted by the Board.               |  |
| 15.3   | In answer to a question from a member of the Board, it was confirmed that information on white male achievement was available and monitored by the College. Mention was made of the White Boys Group.                                                                                                                                                                                                                   |  |
| 15.4   | The College was asked when an EDI Dashboard would be available to monitor each stage of the journey, and to provide enrolment data, attendance, etc. for each of the touch points. The CEO & Principal replied that a new appointment in that area had been made and the EDI dashboard would now be progressed.                                                                                                         |  |
| 15.5   | It was also confirmed that the College could report on Section 18 data, and that a wide range of data was available which allowed the College to find information on specific groups of learners – for example, on achievement gaps and those students who were falling behind.                                                                                                                                         |  |
|        | 6.30pm Clare Boden-Hatton let the meeting to attend a previously agreed appointment.                                                                                                                                                                                                                                                                                                                                    |  |
| 16     | <b><u>Item 16: Human Resources and Organisation Development (HR &amp; OD) Report</u></b>                                                                                                                                                                                                                                                                                                                                |  |
| 16.1   | The Executive Director HR & OD presented the report. The report had also been considered by Finance & Strategy Committee, the Committee having made helpful comments on risk which would be included in the next report.                                                                                                                                                                                                |  |



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| 16.2 | In answer to a question from a member of the Board on whether the pay gap as identified in the report could be the cause of unrest, the Executive Director HR & OD replied that the College was working with TU colleagues to foster a calmer situation than had previously been the case.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |  |
| 16.3 | An explanation was also provided on Sandwellness and in answer to a question how its impact was scrutinised, the Board was informed that this was via a number of means including absence rates, staff surveys, and the use of the employee assistance programme.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |  |
| 16.4 | The Executive Director HR & OD confirmed that monitoring of staff vacancies was being undertaken, noting that a number were new posts. The College also continued to monitor staff absences. Information was provided on how the College used/intends to use technology to ease workload.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |  |
| 17   | <b><u>Item 17: Risk Register and Board Assurance Framework</u></b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |  |
| 17.1 | The Board noted the contents of the reports including the current risk status and high-level risks, and the discussions on risk and risk appetite which had taken place at the Strategy/Away Day on 24 November 2025.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |  |
| 18   | <b><u>Item 18: Annual Re-appointment of the Internal Audit Service and Financial Audit Service and associated fees</u></b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |  |
| 18.1 | The Executive Director Finance & Resources provided a brief update on the discussions which had taken place at Audit Committee and the reasons behind the Committee's recommendations as per the report. The Board noted that the decision to extend the Financial Statements Audit Service contract for a further 1-year period was to allow sufficient time for a tender process. The auditors' KPIs for 2025/2026 had been approved by the Committee.                                                                                                                                                                                                                                                                                                                                                                             |  |
| 18.2 | Noting the recommendations of Audit Committee, the Board <b>approved</b> : <ul style="list-style-type: none"> <li>• The continued appointment of RSM as the College's Internal Audit Service provider for 2025/2026 and the internal audit fee as per the report.</li> <li>• The continued appointment of MHA as the College's Financial Statements Audit Service for 2025/2026 until 1 May 2026 (this being the end of their current period of appointment), and noting that the fees for 2025/2026 would be agreed later in the year</li> <li>• The appointment of MHA as the College's Financial Statements Audit Service for a further one-year term, i.e. to 1 May 2027, and the associated fees</li> <li>• A tender process be undertaken in order to appoint the Financial Services Auditors for May 2027 onwards.</li> </ul> |  |
|      | <b><u>GOVERNANCE</u></b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |  |
| 19   | <b><u>Item 19. Feedback from Committee Chairs</u></b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |  |
|      | <b>Item 19.1: Search &amp; Governance Committee – 3 November 2025</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |  |
|      | <b>Item 19.2: Learners, Quality &amp; Curriculum Committee – 12 November 2025 &amp; 27 November 2025</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |  |
|      | <b>Item 19.3: Finance &amp; Strategy Committee – 20 November 2025</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |  |
|      | <b>Item 19.4: Performance &amp; Remuneration Committee – 24 November 2025</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |  |
|      | <b>Item 19.5: Audit Committee – 25 November 2025</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |  |
|      | <b>Item 19.6: Strategy/Away Day – 24 November 2025</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |  |

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| 19.1   | The feedback from the Chairs as above was noted, and that the minutes of the meetings has been uploaded to GovernorHub.                                                                                                                                                                                                                                                                                                                                                                            |                    |
| 20     | <b><u>Item 20: Link Governor Scheme</u></b>                                                                                                                                                                                                                                                                                                                                                                                                                                                        |                    |
|        | <b>20.1 to 20.8 Link Governor Feedback</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                         |                    |
| 20.1   | The Board noted the feedback provided by Board members on the Governor Link and Curriculum visits which had been undertaken to date.                                                                                                                                                                                                                                                                                                                                                               |                    |
| 20.2   | The Chair wished to thank everyone who had been on the visits, including the College staff.                                                                                                                                                                                                                                                                                                                                                                                                        |                    |
| 21     | <b><u>Item 21: Review of Policies and Procedures</u></b>                                                                                                                                                                                                                                                                                                                                                                                                                                           |                    |
|        | <b>21.1 Code of Conduct 19<sup>th</sup> edition</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                |                    |
| 21.1.1 | The changes to the Code of Conduct 19 <sup>th</sup> edition to that in the 17 <sup>th</sup> edition, were covered in the report. The report had been considered by Search & Governance Committee, and the Committee had agreed to recommend adoption of the Code to the Board.                                                                                                                                                                                                                     |                    |
| 21.1.2 | On the recommendation of Search & Governance Committee, the Board <b>approved</b> the adoption of the Code of Conduct 19 <sup>th</sup> edition. It noted that Board members would be asked to confirm that they had read, understood and agreed to abide by the principles of the Code.                                                                                                                                                                                                            | IDG/ Board members |
| 22.1   | <b><u>Item 22.1: Board Self-Assessment 2025/2026</u></b>                                                                                                                                                                                                                                                                                                                                                                                                                                           |                    |
| 22.1.1 | The paper provided the Board with the detail on the proposed process and format for completion of the Board Self-Assessment 2025/2026, which was as considered and recommended by Search & Governance Committee.                                                                                                                                                                                                                                                                                   | •                  |
| 22.1.2 | Noting the recommendation of Search and Governance Committee, the Board: <ul style="list-style-type: none"> <li>• <b>Noted</b> <ul style="list-style-type: none"> <li>- the contents of the draft Self-Assessment document</li> <li>- the further development of the 1:1 Individual Self-Assessment process</li> <li>- the 360° Chair's appraisal process</li> </ul> </li> <li>• <b>approved</b> the further development of the Self-Assessment document and introduction for 2025/2026</li> </ul> |                    |
| 22.1.3 | In answer to a question from a member of the Board, the Interim Director of Governance confirmed that compliance against the Code of Good Governance (Item 26) and Board Impact (Item 22.2) had already been included in the Self-Assessment document for 2025/2026.                                                                                                                                                                                                                               |                    |
| 22.1.4 | The Chair confirmed that individual 1:1 appraisals would take place and that feedback would be provided to the Board.                                                                                                                                                                                                                                                                                                                                                                              |                    |
| 22.2   | <b><u>Item 22.2: Governor Impact Statement</u></b>                                                                                                                                                                                                                                                                                                                                                                                                                                                 |                    |
| 22.2.1 | The Board considered the Governor Impact Statement, noting that this had been reviewed by Search & Governance and suggested amendments from                                                                                                                                                                                                                                                                                                                                                        |                    |

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|        | that meeting had been incorporated in the document being presented to the Board.                                                                                                                                                                                                                                             |               |
| 23     | <b><u>Item 23: Board of Governors/Senior Managers' Expenses 2024/2025</u></b>                                                                                                                                                                                                                                                |               |
| 23.1   | The document had been provided for information and was noted by the Board.                                                                                                                                                                                                                                                   |               |
|        | <b><u>CONSENT AGENDA</u></b>                                                                                                                                                                                                                                                                                                 |               |
| 24     | <b><u>Item 24: Student's Union Accounts 2024/2025</u></b>                                                                                                                                                                                                                                                                    |               |
| 24.1   | The document had been provided for information and was noted by the Board                                                                                                                                                                                                                                                    |               |
| 25     | <b><u>Item 25: Health &amp; Safety Update</u></b>                                                                                                                                                                                                                                                                            |               |
| 25.1   | The paper provided the termly Health & Safety Board report, dated 12 November 2025 and included information on policies and procedures, audit and inspections, risk assessment, reported accidents and incidents, training, and trips and visits.                                                                            |               |
| 26     | <b><u>Item 26: AoC Code of Good Governance – Compliance Assessment</u></b>                                                                                                                                                                                                                                                   |               |
| 26.1   | The report had been considered by Search & Governance Committee at its meeting on 3 November 2025 and was noted by the Board. As noted above, this report would be included in the Board Self-Assessment Report from 2025/2026.                                                                                              |               |
| 27     | <b><u>Item 27: To note for information:</u></b>                                                                                                                                                                                                                                                                              |               |
| 27.1.1 | <p><b>27.1 Written Resolution of the Search &amp; Governance Committee of Sandwell College – Nomination, Election and Ballot Procedure for the appointment of Staff Members to the Board of Governors</b> circulated on 18 August 2025</p> <p>The Board <b>noted</b> the information provided on the written resolution.</p> |               |
| 28     | <b><u>Item 28: Review of Meeting/Assessment of Impact</u></b>                                                                                                                                                                                                                                                                |               |
| 28.1   | The Chair requested that feedback on the meeting be sent to the Interim Director of Governance.                                                                                                                                                                                                                              | Board members |
| 29     | <b><u>Item 29: Any other Business</u></b>                                                                                                                                                                                                                                                                                    |               |
| 29.1   | There were no items of any other business.                                                                                                                                                                                                                                                                                   |               |
|        | 6.50pm The Chair thanked the Staff and Student Governors for their attendance; all then left the meeting.                                                                                                                                                                                                                    |               |
|        | <b><u>CONFIDENTIAL ITEMS</u></b>                                                                                                                                                                                                                                                                                             |               |
|        | See confidential minutes.                                                                                                                                                                                                                                                                                                    |               |

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| 33 | <b><u>Date and time of next meetings</u></b>                                                                                                                                                                                                      |  |
|    | Monday 23 March 2026 4-7pm Cadbury College, Room tba<br>Monday 6 July 2026 4-7pm Central St Michael's Sixth Form or Hospital Site, Room tba<br><br><u>Governors' Strategy Days/Away Days</u><br>Friday 8 May 2026 11am Sandwell College, Room tba |  |

The meeting ended at 7.04 pm.