



College

USP College Corporation

Minutes of the Meeting held on Tuesday 28 March 2023

Meeting held in the A Level Centre, Palmers Campus

Meeting commenced: 16.00hrs

Meeting ended: 17.50hrs

Present

Andy Williams	Independent Member	Chair
Phillip Lennon	Independent Member	Vice Chair
Roger Key	Independent Member	
Nicola Curtis	Independent Member	
Ian Hockey	Independent Member	
Vikki Liogier	Independent Member	attending remotely
Malcolm Bell	Independent Member	
Tony Wenden	Independent Member	
Ben Akande	Independent Member	
Michelle Ball	Independent Member	
Dan Pearson	Principal & CEO	
Clare Smith	Staff Member	attending remotely
Harvey Wayland	Student Member	
Maisie Cosby	Student Member	

Apologies for absence

Donna Williams	Staff Member
Paul Dale	Independent Member

In attendance

Steve Hendy	Chief Finance Officer
Clare White	Deputy Principal Corporate & Student Services
Jon Briggs	Vice Principal Quality & Curriculum

Clerk

Sue Glover	Clerk to the Corporation
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001.23 Declarations of Interest

Members and staff were reminded of the need to declare any personal or financial interest in any item to be considered during the meeting.

The staff member, Clare Smith, declared an interest in the staff pay award discussions.

There were no other declarations of interest.

002.23 Apologies for absence

Apologies for absence were received from

- Donna Williams
- Paul Dale

The Corporation Board agreed to accept the apologies for absence

003.23 Unconfirmed open minutes of the meeting of the Corporation Board held on 13 December 2022

The minutes of the meeting were approved and signed as a correct record.

004.23 Matters arising and action points from the minutes of the previous meeting

The Board reviewed the schedule of actions outstanding from the previous meeting, noting those that will be picked up under this agenda and those that are carried over.

The CFO took the opportunity to update members on the land sale (the Sports Field at the Seevic Campus). The Board was advised that although the College has signed the Option Agreement, Persimmon Homes have yet to do so. The Finance and Resources Committee at their meeting held on 14 March had raised frustration at the continued delay with the signing of the agreement and the Chair of the Committee has requested a meeting with Persimmon to discuss the issue. The meeting is taking place next week, after which the Board will be updated. It will be conveyed to Persimmon that if the land sale is not forthcoming then the College would look to other alternatives for the sale of the land. The Board agreed that, regardless of the outcome of discussions with Persimmon, advice on the feasibility of the land sale should be sought from other sources of expertise available to the College.

It was agreed that all other Action Points had been satisfactorily completed and that there were no other matters arising from the minutes of the previous meeting.

005.23 Membership Report

The Clerk presented a report detailing issues relating to the membership of the Corporation Board.

Ben Akande and Michelle Ball left the meeting

Appointment of new independent members

Members were advised that, at the meeting of the Search and Governance Committee held on 28 February 2023, consideration was given to the applications for appointment to the Board of Ben Akande and Michelle Ball as independent members. The Committee are recommending that both are appointed to the Board for a four-year term of office until 31 March 2027.

Both candidates completed a skills audit which the Search and Governance Committee reviewed and propose that, in the light of their skills and expertise, Ben will initially serve on the Finance and Resources Committee and Michelle on the Risk and Audit Committee.

The Board unanimously agreed the appointments.

Ben Akande and Michelle Ball returned to the meeting

The Chair took the opportunity to congratulate both on their appointments to the Board.

Members were advised that following these appointments, the total number of independent members will be 11, making the total membership of the Board 16. On the basis of the current agreed membership level of 16, the Board would carry no vacancies. However, the search for potential new members will continue.

Resignations from the Board

Members were advised of the following resignations from the Board

- Trevor Hutchinson, co-opted member of the Quality Committee left the Board on 31 March 2023
- Donna Williams, staff member has resigned from the College and will leave on 31 March 2023 and consequently will cease to be a staff member on this date

Chair of the Search and Governance Committee

Members were advised that in accordance with the Terms of Reference of the committee, the Chair of the Corporation shall normally be appointed as Chair of this committee. Following the appointment of Chair of the Corporation from 1 January 2023, Andy Williams was appointed Chair of the Search and Governance Committee at the meeting held on 28 February 2023.

The student members took the opportunity to inform the Board that they are putting in place a handover and 'shadowing' mechanism as part of their induction for the new incoming students member in the next academic year.

Resolved

The Corporation Board:

- Agreed to receive and note the report
- Endorses the recommendation of the Search and Governance Committee and
 - approves the appointments of Ben Akande and Michelle Ball as independent members for a four-year term to 31 March 2027
 - approves the appointment of Andy Williams as the Chair of the Search and Governance Committee

006.23

Budget review for 2022/23

The CFO presented a report detailing the outcome of the budget review for 2022/23 and proposed staff pay award.

Members were advised that the revised budget and proposed pay award had been considered by the Finance and Resources Committee at the meeting held on 14 March 2023 and are recommending these are both approved by the Board.

The Board was reminded that:

- the College carried out a high level budget review for 2022/23 in November 2022 to ascertain whether the budget was on track
- the outcome indicated there had been improvement to the budget with the forecast outturn changing from breakeven to a small surplus of £48k
- the budget had been presented to the Board for information rather than approval as the overall forecast outturn had not shown a material change
- the budget presented in December included a staffing contingency which was held for a 3% staff award and the Board agreed to defer making this pay award until the planned full budget review for February 2023 has been completed

Members were advised that:

- the revised budget together with the proposed staff pay award have been reviewed and agreed by the Executive and Senior Management Teams and are recommended for approval

- when carrying out the review, all areas of the budget were reviewed to identify the key changes that have occurred since the November 2022 review and to establish whether the budget is able to accommodate a staff pay award

Members reviewed the detail of the key changes since the November review, noting the changes to income and expenditure, the summary of the 'best case', 'likely case' and 'worst case' budget, the analysis of the risks and uncertainties and key changes identified during the November budget review.

Members discussed the issues raised, specifically, the recommendation for a pay award to be made of 4% from April 2023 (rather than the original proposal of a 3% award from January 2023). It was appreciated that making such an award would have the most impact for staff and convey a good message during a difficult financial time. It was noted that the calculation for a 4% pay award to be paid in April 2023 at c £177k was affordable from the contingency within the proposed budget for 2022/23. The question was then around next year (2023/24) and whether the full year cost of c £550k was sustainable. At this stage, it was too early to be clear on the likely surplus or deficit for 2023/24. However, the CFO confirmed that this cost had been included in the two-year cash flow schedule within the management accounts and, as such, was affordable – acknowledging that this was assisted to a large extent by the receipt of various capital grants.

The Board agreed the 'likely case' budget of a surplus of £54k, noting that the current cash forecast to the end of financial year is now £2.2m and has improved by £300k on the original cash flow forecast due mainly to new capital grants becoming available.

Resolved

The Corporation Board endorses the recommendations of the Finance and Resources Committee and approves:

- a revised 'likely case' budget of a surplus of £54k for 2022/23
- a 4% staff pay award to be paid in April 2023

007.23

Strategic Plan/Principal's report

This Principal presented his report, which updated the Board on the following recent sector developments affecting the College's Career Focused Strategy and other College business

- ONS reclassification
- Sector Boards
- Digital Innovation & Emerging Technologies
- Apprenticeships
- Bids and Funding
- Strategic Plan KPI update
- Annual Strategic Conversation with the DfE

Members were advised that

- Under the reclassification status to public sector organisations, colleges are now required to comply with government rules on managing public money
- The recent meeting of the Sector Boards focused on addressing skills gaps and recruitment challenges and together with employers will be steering the curriculum to match industry needs
- ITEC is continuing with the teach-out process of apprentices. With support from key stakeholders, the College plans to get back on the RoATP at the earliest opportunity

- the College has been successful with a number of bids and awaits the outcome of others

The Board reviewed the strategic key performance indicators, noting the progress made against each of the strategic aims and agreed there has been good progress made towards achieving each of the measures set indicating that the College is on track to meet targets for the year.

In discussion, members were advised that there are a total of 6 apprentices in the final stages of the ITEC teach-out process. Interviews and project work are being carried out in March with results due in March and April. Bespoke support has been put in place for some learners who are re-sitting to ensure they have the support to re-sit and achieve.

Members commented on whether there would be adequate capacity (whether matched financing, staffing or physical logistics) within the College to deliver all of the capital projects in the specified timescales. The Principle and CFO acknowledged that this would be a challenge and would be kept under close review.

Resolved

The Corporation Board agreed

- To receive and note the Principal's report
- that good progress has been made towards achieving the measures set to monitor each of the strategic aims

008.23

Learner Voice

The student members gave a presentation on some of the activities being undertaken by the students at both campuses during the term.

Members were informed on:

- Spring term activities and events, such as
 - Unloc and ETF Student Governor training programmes
 - USP Spotlight
 - Student for a Day
 - Student Governor Learning Walks
 - Principal's Question Time
- Development and improvements
 - Sustained improvement in turnout to Learner Voice event due to increased SMT and staff attendance and positive engagement through student engagement team
- Enrichment and engagement events
- Communications
- Moving forward – Summer Term 2023 and to work with new student governors to ensure change and progress made is sustained

The Board thanked the student members for an excellent presentation, which gave members first hand insight into the activities of students at the College. The Board commented on the excellent way the induction for new student governors has developed.

Resolved

The Board noted the update from the student members

009.23

Link Governors

Each Link Governor was invited to report on the activities undertaken during the term in their capacity as a Link Governor.

Link Governor for Safeguarding – Ian Hockey

The Link Governor reported that the Quality Committee had reviewed a very comprehensive termly Safeguarding report at their March meeting and confirmed that there continues to be very robust processes in place.

Link Governor for Careers and Employer Engagement – Andy Williams

Members were advised that a number of employers had attended the recent Sector Board event where the skills gaps and requirements together with recruitment challenges were emerging themes. The impending Local Skills Improvement Plan (LSIP), the newly created Essex Skills Plan and what this means for the future of each sector area were discussed and the benefits of working with the college were shared with employers, whilst they provide their expertise in shaping the future of the curriculum by identifying emerging job opportunities. All members were encouraged to forward any contacts they may have who could offer support to the College through the various routes relating to employment, either through their own network or through the company they work for, to the Vice Principal Quality & Curriculum.

The Chair of the Corporation took the opportunity to thank the Link Governors for their contribution and the additional time they devote to this role.

Resolved

The Corporation Board noted each of the reports from the Link Governors

010.23

Finance and Resources Committee

Meeting of the Finance and Resources Committee held on 14 March 2023

The Chair of the Finance and Resources Committee reported on the key issues considered at the meeting and those recommended for approval:

- Termly Health & Safety report
- Termly Human Resources report
- Management Accounts to 31 January 2023 and financial update for February
- Overview of curriculum and support area performance
- Progress on the Xtend Business Plan
- Update on T Levels Wave 5 Funding Bid and Pension Deficit payment

Phillip Lennon left the meeting

011.23

Search and Governance Committee

Meeting of the Search and Governance Committee held on 28 February 2023

The Chair of the Search and Governance Committee reported on the key issues considered at the meeting and those recommended for approval:

- Annual Schedule of meetings of the Corporation Board and Committees for 2023/24
- External governance portal
- Audit of compliance with Code of Good Governance
- Termly review of attendance at meetings in term 1
- Governors Development and Training programme

012.23 Quality Committee

Meeting of the Quality Committee held on 7 March 2022

The Chair of the Quality Committee reported on the key issues considered at the meeting and those recommended for approval:

- HE self-assessment report and quality improvement plan for 2021/22
- Update on teach-out of ITEC apprentices
- Update on arrangements with Oxford Business College
- Quality of Teaching, Learning and Assessment
- Key Performance Indicators for
 - Attendance
 - Retention
 - Predicated achievement
- Careers and Skills Education update
- Curriculum development
- USP College Quality Improvement Plan

013.23 Risk and Audit Committee

Meeting of the Risk and Audit Committee held on 21 March 2023

The Chair of the Risk and Audit Committee reported on the key issues considered at the meeting and those recommended for approval:

- Whistleblowing Policy
- Risk Register – Q3 Headline Risks
- Fraud, Irregularity & Whistleblowing – no matters to report
- Review of outstanding audit items
- Final internal audit reports for
 - General Ledger and Credit Card Payments
 - Room Utilisation
 - Estates Management
 - Health & Safety
 - Security
- Internal and External audit performance indicators

014.23 Committees of the Corporation

The Chair of the Corporation thanked each Committee Chair for their reports of the meetings.

Resolved

The Corporation Board:

- Notes the reports of the Chair of each of the committees of the Board
- Endorses the approval by each committee of the key issues considered and approved at the meetings

015.23

Any Other Business

Members were advised that there have been some issues with the catering arrangements at the college which is being looked into.

Members were keen for any feedback from the introduction of the 4.5 day week from students and agreed that any questions emerging would be forwarded to governors.

The Chair took the opportunity to formally record the thanks and contribution made by Donna Williams as a staff governor.

There was no other further other business.

016.23

Schedule of Meetings 2022/23

Tuesday 9 May 2023 – Training & Development

Tuesday 11 July 2023 – **main Corporation Board**

All meetings commence at 4pm.

At the conclusion of the part 1 meeting, the Corporation Board moved into a meeting restricted, in accordance with the Instrument and Articles of Government and with Section 40 of the Freedom of Information Act 2000, to the independent members of the Corporation Board.

SIGNED AS A CORRECT RECORD:

A handwritten signature in cursive script, appearing to read 'Kemon', is written in black ink.

DATE: 11 July 2023