



College

USP College Corporation

Minutes of the Meeting held on Tuesday 23 March 2021

Meeting held via Microsoft Teams

Meeting commenced: 16.00hrs

Meeting ended: 18.15hrs

Present

Gordon Haines	Independent Member	Chair
Phillip Lennon	Independent Member	Vice Chair
Ian Hockey	Independent Member	
Roger Key	Independent Member	
Andy Williams	Independent Member	
Ralph Henderson	Independent Member	
Jacob Smith	Independent Member	
Vikki Liogier	Independent Member	
Malcolm Bell	Independent Member	
Nicola Curtis	Independent Member	
Sean Cotter	Independent Member	
Dan Pearson	Principal & CEO	
Julie Snelling	Staff Member	
David O'Donovan	Staff Member	
Cameron Root	Student Member	
Success Popoola	Student Member	

Apologies

John Baker	Independent Member
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In attendance

Steve Hendy	Chief Operating Officer
John Revill	Vice Principal Partnerships, Funding & Business Planning
Clare White	Deputy Principal Corporate & Student Services
Mark Silverman	Interim Quality Consultant

Clerk

Sue Glover	Clerk to the Corporation
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001/21

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.

Ralph Henderson advised that he is a Director of Rugby at Thurrock Rugby Club, President of William Edwards' Alumni and a member of the William Edwards' Trust.

There were no other declarations of interest.

002/21

Apologies for absence

Apologies for absence were received from

- John Baker

Agreed

The Corporation Board agreed to accept the apologies for absence

003/21

Unconfirmed open minutes of the meeting of the Corporation Board held on 15 December 2020

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

004/21

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 dealt with under this agenda and those carried over.

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.

005/21

Membership Report

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

Members were advised that

- following the Board's agreement at the previous meeting to increase membership to 18, thus creating a vacancy for an independent member, a potential governor with financial expertise has been identified and arrangements are in hand for the Search and Governance Committee to meet with them next term and any recommendation for appointment will be made at the next Board meeting
- an application to become an independent member had been received from an ex-student, but they have since decided not to progress this due their current work commitments
- John Baker has, regrettably, tendered his resignation as an independent member due to his current work commitments and will leave the Board at the end of March

Members agreed it was unfortunate that John Baker had resigned from the Board and asked that thanks for his contribution to the work of the College and the Board is recorded in his absence.

Link Governors' Scheme

The Clerk to the Corporation presented, for consideration and approval, a report detailing the Link Governors' Scheme.

Members were advised that the proposal to formalise the Link Governors' Scheme had been considered by the Search and Governance Committee at the meeting held on 24 February 2021 and is recommended to the Corporation Board for approval.

The Board was advised that

- a number of FE College Boards have Link Governors for specific areas
- Link Governors can play an important role in keeping the governing body informed on the work of the college as well as enabling the governing body to monitor key areas of college evaluation and improvement plans
- they are a useful way for positive links with staff to be developed

- there has been a Link Governor for Safeguarding and Prevent at USP College for a number of years
- at the previous meeting of the Board, it was agreed that it would be beneficial for the Board to be better engaged with the College's higher education provision by way of a Link Governor for HE who could offer relevant support to the Head of HE
- as the College's Health and Safety Committee have always invited a governor to participate in each of their scheduled meetings during the year, it is proposed that this role should be formalised into a Link Governor role

Members reviewed each of the role summaries presented, suggesting amendments to be made to the role summary for the Safeguarding and Prevent Link Governor to better clarify the responsibilities designated to this role. There were no other suggestions to the role summaries.

The Board agreed that it would be prudent to formalise the scheme as it would be a very effective way of enabling the Board to be kept informed on the work of the college in specific areas and that a standing item should be introduced on the agenda for meetings of the Corporation Board to enable each Link Governor to report on activities undertaken during the term.

Governance arrangements

Members were reminded that it had previously been agreed to put in place the following temporary governance arrangements in the light of Covid-19:

- Telephone conferencing: verbal discussion with all members
- Video conferencing: use of Microsoft Teams
- Email approval of resolutions

Since March 2020, the Board and Committees have held meetings via Microsoft Teams. The Board agreed to continue with these arrangements during the autumn term 2020 and spring term 2021.

In discussion, members agreed that it would be prudent at this time to plan for meetings to continue to be held via Microsoft Teams during the summer term 2021.

Resolved

The Corporation Board

- agreed to receive and note the membership report
- agreed that meetings of the Corporation Board and the Committees continue to be held via Microsoft Teams during the summer term 2021
- endorses the recommendations of the Search and Governance Committee and approves
 - the Link Governors' Scheme and the role summaries for
 - Higher Education
 - Health & Safety
 - Safeguarding and Prevent, subject to amendment as discussed

006/21

Chair's Action

The Clerk to the Corporation presented, for endorsement, details of Chair's Action taken since the last meeting of the Corporation Board.

Members were reminded that, in accordance with the Delegation of Powers of the Corporation of USP College, set out in the Manual of Governance, the Corporation has delegated authority to the Chair of the Corporation to take action on behalf of the Corporation on occasions when issues arise outside of a scheduled meeting.

Any Chair's Action taken is to be endorsed by the Corporation Board at the next scheduled meeting.

The Board was advised that the Chair of the Corporation gave agreement on 7 January 2021, under Chair's action, to the cancellation of the planned BTEC exams, which were to take place at the start of term, due to the restrictions imposed by Covid-19.

The Board endorsed the Chair's Action taken, noting that full details of the planned cancellation had been circulated to the Board at the time.

Resolved

The Board endorsed the Chair's Action taken to cancel the planned BTEC exams at the start of term in January 2021

007/21

Learner Voice

The student members updated the Board verbally on some of the activities being undertaken by the students at both colleges.

Members were advised that

- both student members attended the spring term meeting of the Quality Committee
- there has been a newsletter for all students
- there will be an online student conference on 29 April, arrangements for new student governors will be included on the agenda
- student members have attended recent Unloc Student Governor events, which have been helpful with their role
- there have been a number of complaints received from students regarding the difficulties in accessing the portal for mock results

The Principal advised that the issues regarding accessing the portal are being addressed and all students will be informed on how to login and access before results are available.

The Chair of the Corporation thanked the student members for their updates, which had been very informative and reaffirmed that the Board is committed to assisting students with any issues whenever possible.

Agreed

The Board agreed to receive and note the report.

008/21

Principal's report

The Principal presented his report, which updated the Board on the following recent developments with the College's Career Focused Strategy, and on recent developments since the last report:

- College re-opening plans and mass testing centre
- Financial update
- Examinations and quality assurance update
- XTEND Project Update

Members were advised that

- the College continues to follow all relevant government guidance relating to Covid-19, including plans for re-opening at the beginning of March, noting
 - home testing kits distributed to all staff before re-opening
 - home testing kits distributed to students to commence home testing following Easter break
 - the first lateral flow tests for students
 - the college is part of local research project on Covid-19 vaccine hesitancy
 - of 2736 tests complete, only 2 were positive
- the financial review has been completed with the Finance and Resources Committee recommending the revised budget and is presented at this meeting under a separate agenda item
- apprenticeships have suffered the largest financial impact with circa £500k adverse impact and the impact felt with no lettings for the gym
- the responsibility for awarding grades will be that of the teachers and will be quality assured and 'signed off' by the College
- the XTEND centre project is progressing well and the detailed business and curriculum plans being developed with the College's Employer Partners and will be presented to the Board when complete

Members discussed the issues raised and, in response to questions, were advised that

- the highly biased Algorithm used for last year's awards has been dropped and the College will be benchmarked against its previous year's results submissions
- the number of lateral flow tests completed is changing on a daily basis as they are completed, but there is still a higher number completed at Palmers and it was felt that this could, in part, be due to Seevic students living some distance from the college and not wishing to travel to the College just to undertake a test and the cost involved
- it is planned that ITEC will move to the XTEND centre over the summer period. There is a potential tenant to take over the Basildon premises and negotiations are underway, this could represent a significant saving with the lease for Basildon being taken over

The Board agreed that the arrangements in place covering all areas of the business during Covid-19 continue to be very satisfactory and took the opportunity to thank all members of the senior team and staff for the tremendous effort and amount of work undertaken to ensure the health and safety of all students and staff.

Agreed

The Corporation Board agreed to receive and note the Principal's report.

009/21

FE White Paper – 'Skills for Jobs: Lifelong Learning for Opportunities and Growth'

The Principal gave a presentation summarising the recent FE White Paper and how this will impact on the next phase of the College strategy.

Members were updated on

- context and FE 'scene setting' for the white paper (WP)
- the curriculum intent and implementation of T levels
- the USP Strategy and next phase of Career Focused Strategy

In discussion, members agreed that the WP presented good opportunities as the College's Career Strategy is already aligned to employment opportunities for students. The Principal advised that work will continue to develop the strategy and will be presented again to the Board for review.

The Clerk to the Corporation advised that 'strengthened governance for colleges' is part of the WP, and gave a presentation of the planned series of reforms that will enable corporation boards to deliver more effective recruitment into college leadership teams, and stronger overall governance of college finances and strategy investment to meet local skills needs, by

- refreshing existing guidance on appointments
- developing a framework of skills and competencies to improve development for corporation board members and governance professionals once in post
- setting new requirements for annual board self-assessment
- more support for corporation boards to develop their capacity and build a diverse membership
- suitable training for college leaders and corporation board members so that those with high potential are supported to progress

Members agreed that the broad direction of the WP is very positive, with investment in lifelong learning and a strategic approach to skills provision within a locality.

It was agreed that the Clerk would circulate both presentations to the Board following the meeting.

010/21

Annual Schedule of Meetings of the Corporation Board and Committees for 2021/22

Members were presented for consideration and approval a draft schedule of the meetings of the Corporation Board and Committees for the 2021/22 academic year.

Members were advised that the schedule of meetings

- reflected that of the previous year and provided for a committee structure of termly meetings of the Corporation Board and Committees
- provided for termly 'training and development' meetings for governors

The Search and Governance Committee at the meeting held on 24 February 2021 had considered the schedule and are recommending this to the Corporation Board for approval and acceptance. It was agreed that this presented a clear schedule and should be accepted.

The Board was advised that the Committee had also given consideration to the basis for the continuation of virtual meetings post Covid-19 restrictions. The Committee had considered that virtual meetings have been successful since the start of lockdown in March 2020, not only by allowing the Board and Committees to continue their business without interruption, but had also greatly improved the attendance by members with the convenience of virtual meetings and the benefit of attendance of college events online.

In discussion, members agreed that, whilst virtual meetings were a more convenient way of meeting, it could not replace 'face to face' meetings in the long term. It was agreed that at the start of 2021/22 all committees would meet virtually with the Board meeting at least once a term in college, dependent on any Covid-19 restrictions that may be in place at the time, and arrangements kept under review.

Resolved

The Corporation Board endorses the recommendations of the Search and Governance Committee and approves

- the Annual Schedule of Meetings of the Corporation Board and Committees for 2021/22
- the continuation of virtual meetings post Covid restrictions in 2021/22 for meetings of the Committees and for the Board to meet, at least once a term, in College, where practical

Financial Performance

011/21

Financial Update March 2021 and revised budget for 2020/21

The COO presented a report detailing the updates to key financial matters, together with the revised budget for 2020/21, which had been considered by the Finance and Resources Committee at the meeting held on 2 March 2021 and is recommended for approval.

Members were advised that:

- following the budget review in November 2020, it was agreed that a further financial review would take place in January 2021 to ascertain whether the Colleges financial position had significantly changed, particularly in the light of Covid-19
- the review has resulted in further reductions to income with Apprenticeships and Higher Education seeing low levels of recruitment, with College income from the Sports Centre, Catering Service and Lettings reduced due to the closure
- areas of planned growth in commercial income from ITEC have not materialised due to the lockdown and confirmation has been received that the College will not receive in-year funding for over recruitment as previously thought, due to the funding formula penalising colleges for under recruitment in the prior year
- mitigating action has been taken to protect the financial position as far as possible with savings identified against staffing and non-pay costs. However, given the significance of the reduction to income, the likely scenario is the College will report a deficit at the financial year-end

Members reviewed the detail of the 'best', 'worst' and 'likely' case financial outturn and, in response to questions, were advised that:

- the likely deficit outturn is £335k
- consideration was given to implementing a round of redundancies to further mitigate the deficit outturn, but it was decided this would not be appropriate as current forecasts for the 2021/22 outturn were significantly more positive with additional funding of circa £1m expected
- advice is being sought from auditors as to the correct accounting treatment for the capital grant received for the XTEND project from the LEP. Once agreed, then the whole amount could be released in this financial year as other grant income, which would mitigate the forecasted deficit

The Board was advised that:

- the College will continue to work towards improving the cash position by July 2021, helped by the 12 month capital repayment holiday now agreed with the bank, delaying capital investment until the summer period and reviewing IT leasing options for the Canvey campus rather than outright purchase
- as previously reported, the College was seeking additional borrowing of £500k as part of the proposed loan refinancing or alternatively an overdraft facility of £500k covering the period up to April 2021

- the proposed overdraft facility with the bank has not been forthcoming and the option of short-term finance through Whitehall Finance is no longer available; to alleviate the current cash flow HMRC have agreed to defer payment due with no penalty
- discussions continue with the bank to review the position, but reassurance has been given they will provide financial support if necessary
- the land sale has been delayed inevitably due to Covid-19
- the XTEND project at the Canvey campus is underway with Fusion Project Management delivering the project

Members discussed the issues raised and agreed that, whilst Covid-19 has significantly impacted the College's financial position, the following year is looking very positive. The Board agreed to approve the re-forecasted deficit outturn of £335k, acknowledging that this could be mitigated with the release to income of the LEP capital grant as discussed. Members were advised that the Finance Executive Group would meet in April to monitor the situation.

The Board was updated on the FE Capital Transformation Fund (FECTF).

Members were advised that

- the FECTF gives FE colleges the opportunity to bid for investment in capital projects that address the upgrading of their FE estate
- there is a minimum threshold of £500k per project including college match funding
- Colleges are expected to contribute up to 50% of project costs
- the College has submitted a bid to create a new build to replace the K huts for Sports and Medical Science
- the College will be notified if successful by 14 May. If successful the College would then proceed to stage 2 of the application when a detailed submission demonstrating the robustness and affordability of the project will need to be considered by the Board
- the College Estates Strategy covering the whole estate has been updated and is recommended for approval by the Finance and Resources Committee elsewhere on the agenda, which is to be submitted with the FECTF application

The Board agreed that an application to the FECTF was very appropriate in order to improve the condition of the College estate.

Resolved

The Corporation Board

- approves the submission of the FE Capital Transformation Application (stage 1) for investment in the College's Sports and Medical Science
- endorses the recommendations of the Finance and Resources Committees and
 - receives and notes the financial update for March 2021
 - approves the revised forecasted deficit outturn for 2020/21 of £335k

012/21 Search and Governance Committee

Meeting of the Search and Governance Committee held on 24 February 2021

Members received the unconfirmed minutes of the meeting.

Report of the Chair of the Search and Governance Committee and issues for consideration and approval

The Chair of the Search and Governance Committee reported on the key issues considered at the meeting, not otherwise considered at this meeting of the Corporation Board for formal consideration and approval:

- Governors' Development and Training Programme – termly review

013/21 Quality Committee

Meetings of the Quality Committee held on 23 February 2021

Members received the unconfirmed minutes of the meetings.

Report of the Chair of the Quality Committee and issues for consideration and approval

The Chair of the Quality Committee reported on the key issues considered at the meeting, not otherwise considered at this meeting of the Corporation Board for formal consideration and approval:

- College Quality Improvement Plan 2020/21 – termly review
- Termly Safeguarding report
- Prevent Policy

014/21 Finance and Resources Committee

Meetings of the Finance and Resources Committee held on 2 March 2021

Members received the unconfirmed minutes of the meetings.

Report of the Chair of the Finance and Resources Committee and issues for consideration and approval

The Chair of the Finance and Resources Committee reported on the key issues considered at the meeting, not otherwise considered at this meeting of the Corporation Board for formal consideration and approval:

- Termly Health and Safety report
- Termly HR report
- Management Accounts to 31 January 2021
- Property Strategy 2021-2026

015/21 Risk and Audit Committee

Meeting of the Risk and Audit Committee held on 9 March 2021

Members received the unconfirmed minutes of the meeting.

Report of the Chair of the Risk and Audit Committee and issues for consideration and approval

The Chair of the Risk and Audit Committee reported on the key issues considered at the meeting, not otherwise considered at this meeting of the Corporation Board for formal consideration and approval:

- Risk Management –risk factors arising from the Risk Register Q3
- Whistleblowing Policy

Members were advised that in the light of the impact Covid has had on the financial position and the consequent deficit currently being reported, the Committee agreed that the remainder of the internal audits for 2020/21 are moved to 2021/22, resulting in a saving of £10k, which would go towards mitigating losses incurred due to Covid.

The IT Infrastructure audit suggested by the Board at the last meeting will be completed during this year and the internal auditor has advised they are in a position to deliver this audit without any further cost to the College.

The Internal Auditor has advised that in terms of the Annual Internal Audit Report for 2020/21, this will be limited due to the fact that only two internal audits will have been completed. However, the internal audits previously undertaken have provided assurance that there are good controls in place and the external audit was a clean audit giving further assurance.

016/21

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

017/21

ITEC Technologies Limited

Meeting of the ITEC Board held on 16 March 2021

Members received the unconfirmed minutes of the meeting.

The Chair of ITEC advised that the Board had accepted the current position of the company and were optimistic of a more positive position in the future.

018/21

Any Other Business

The COO advised that a new Finance Manager had been appointed and members of the Finance and Resources Committee looked forward to welcoming them to their next meeting.

Members recognised the considerable effort made by staff during the past year in dealing with the impact of Covid. It was agreed that, when the financial position of the College permits, priority should be given to making a pay award for staff.

The Chair of the Corporation asked if the appreciation of the Board could be passed on to staff for the considerable efforts made during the past year.

There was no other business.

019/21

Schedule of Meetings 2020/21

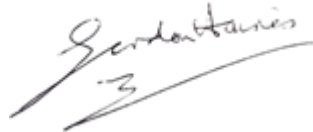
Tuesday 11 May 2021 – Training & Development

Tuesday 13 July 2021 – 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 requirements of the Instrument and Articles of Government and with Section 22 of the Freedom of Information Act 2000, to the independent members of the Board and to the senior post holders.

SIGNED AS A CORRECT RECORD:

A handwritten signature in black ink, appearing to read 'J. Gendall', with a large, stylized flourish underneath.

DATE: 13 July 2021