

CORPORATION BOARD of UNITED COLLEGES GROUP
Wednesday 19 October 2022, 6 pm – By Zoom

Members Present: Stephen Davis (CEO), Alex Fyfe, Tony Johnston (Chair), Derrick Betts, Colin Smith, Max Maalimey, Nadia Babar, Kieran Joseph, Ross Mackenzie, Elom Tay, Desmond Bishop, Amish Nathwani, Franklin Asante, and Laura Griffin.

In attendance: Zoë Lawrence, Claire Collins, Amanda Thorneycroft, James Wilson, Angela Jackson.

1	<p>PROCEDURAL</p> <p>Welcome and apologies for absence</p> <p>Apologies had been received from Grainne Brankin, Angela Drisdale Gordon, Norman Whyte, Patricia Aquino, and Jessie Turnbull. The Chair welcomed Kieran Joseph as one of our new student governors to the Corporation.</p>
2	<p>Declarations of Interest in the agenda items</p> <p>Interests were declared in the items relating SPH objectives and remuneration. Staff, student and executive members would leave the meeting for item 9.</p>
3	<p>I. Approval of Corporation minutes <i>(Draft minutes were circulated in advance)</i> The draft minutes of meetings held on 6 July 2022 were approved as an accurate record.</p> <p>II. Matters arising There were no matters arising.</p> <p>III. Governor appointments The appointment of Grethe Woodward and Liz Jones as co-opted members to the Teaching learning and Skills Committee, and of Alastair Proctor as Co-opted member to the Finance and Resources Committee were recommended to the Corporation by the Governance, Search and Remuneration Committee for approval. The appointments were ratified by the Corporation.</p> <p>IV. Amendments to the Instruments and Articles of Government – Student Governors <i>(Paper circulated in advance)</i> The paper proposed the removal of a clause in the I&A which prevents student governors below the age of 18 voting on financial or contractual matters. Following legal challenge, it has been deemed, and accepted by the Charity Commission that this undermines student governors in their roles as trustees. The GSR Committee has considered this amendment and is recommending the removal of the clause to the Corporation. The Corporation approved the amendment to the Instruments and Articles.</p> <p>V. Committee Terms of Reference <i>(Paper circulated in advance)</i> The Committee ToR are reviewed at intervals. There were small changes to the ToR for the GSR Committee and the P&I Committee. Most of the changes referred to policy updates and nomenclature. The P&I ToR had also been amended to delegate some elements of the building design to the Project Board. The Corporation approved the Terms of Reference for these committees.</p> <p>VI. Request to raise Grey Box items</p>

	<p>Members were asked if they would like to raise any items in the Grey Box which were provided for information. No items were raised.</p>
<p>4</p>	<p>STRATEGIC</p> <p>I. Refreshed College Plan 2024 <i>(Paper circulated in advance)</i></p> <p>SD explained that this document built on the discussions at the Corporation Strategy Day held in March 2022 focusing on the four key areas. The document primarily responded to the government policy direction for FE on meeting local skills needs and accountability. The college plan fed into the operational plans and objective setting throughout the organisation establishing a performance framework. The main audience for the document were our external stakeholders including regulators, funders, employers, and employer representative bodies (ERBs). TJ asked if there was sufficient employer representation on the governing body in respect to London’s skills needs. SD explained that the executive had made strong links with a number of ERBs that the college catchment straddled geographically. It was also considered that one of the newly appointed governors would bring knowledge in this area. Overall, SD thought the Corporation was well equipped. The Corporation acknowledged the purpose and audience for the College Plan and approved it for publication on the UCG website.</p> <p>II. Corporation Balance Score Card 2021/22 <i>(Paper circulated in advance)</i></p> <p>SD presented the BSC which provided the outturn on measures for the prior year and the targets set for 2022/23. Members valued this single page of information which provided an overview of college performance. Members asked about the position on the current pay negotiations and the impact of those on the financial position. AT explained that the negotiations were still in progress and were being taken forward positively without conflict.</p> <p>III. ONS Reclassification of FE Colleges <i>(Paper circulated in advance)</i></p> <p>SD updated the Corporation on the issues relating to the reclassification of FE colleges as public sector organisations, building on discussions from the F&R Committee held earlier that month. Further assessment had been made and it had been concluded that the lending position of UCG with Barclays was restrictive in being able to move forward on this within the timescales permitted. There remained significant uncertainty in how any change may be implemented and the overall impact on colleges. TJ reminded members that the main area of concern was the ability to retain surpluses and proceeds from the sale of the Wembley and Willesden sites. However, the upsides may be the non-payment of VAT and greater and direct access to government funds. Members noted the paper.</p> <p>IV. Strategic Risk Register <i>(Strategic risks circulated in advance)</i></p> <p>SD presented the risk register which followed the new policy agreed in 2021/22. He explained how the risks were being moderated through a Risk Control Group. Only three risks were above tolerance level. DB as chair of the Audit Committee commented that the Committee had discussed the new risk register and would welcome the inclusion of the movement arrows to show change from the previous iteration. The committee was also of the view that the descriptions of what was driving the risks could be improved, some were too generic. SD accepted these comments and said that the risk processes were still embedding. RM welcomed the wider view presented particularly upcoming areas of risk and their volatility.</p>

	<p>AN asked how this mapped on to the College Operational Plan. SD demonstrated this. Members noted the risk register.</p> <p>V. Enrolment Update <i>(Paper circulated in advance)</i> JW explained that enrolment figures were generally at the expected level for this point in the academic year. HE was under target, but it was hoped that this may increase with a January intake. An open evening for fresh start targeting 16–18-year-olds was taking place to increase recruitment numbers for this cohort, plus work with Westminster Employment Service on engaging NEETs. Overall, the position was considered to be positive. TJ asked if following the return to face to face enrolment methods whether the process was being evaluated to reflect learning for the following year. JW confirmed this. The non-enrolled research study was also going to be repeated. KJ said that his enrolment experience was good and that he had referred other people to the college.</p> <p>VI. Equality, Diversity & Inclusion Update <i>(Paper circulated in advance)</i> CC provided an update on EDI actions taken since the meeting in July. This included affiliation with the Black Leadership Group and their 10-point plan. Training was to take place in December and January. Governors were involved in this and the dates and venues would be circulated more widely to encourage participation.</p>
5	<p>COMMITTEE MATTERS</p> <p>Property & Infrastructure Committee</p> <p>I. Project Board Update <i>(Paper circulated in advance)</i> SD explained that a Project Board had now been established and that the ToR and scheme of delegation were in place. The paper provided a summary of the first meeting which included sustainability issues in relation to the building façade, inflationary pressures and the levels of contingency, and gateway reviews. Further discussion was needed on how these would be reported to governors. Members noted the update.</p>
6	<p>Teaching, Learning & Skills Committee</p> <p>I. Draft Student Achievement 2021/22 <i>(Paper circulated in advance)</i> JW apologised for the late preparation of these figures which was due to the complex process in checking 24,000 records. Overall, achievement was 4% lower than the June predictions, but ESOL and functional skills were significantly improved. The decline was largely due to the return to exam-based assessment from centre assessed grades during the pandemic, student and staff absence with higher sickness levels and in some areas, shortages of staff. JW described the range of actions being put in place to address weaker areas of performance in particular business at Paddington campus.</p> <p>AF asked what measures were being put in place to better prepare student for exams. JW said that this was being included and noted that there was 10% grade inflation with no exams. AF expressed concern about the predictions that these were some distance from actual and whether the outturn was surprising? JW acknowledged that the process needed revising. Work scrutiny was being introduced to check that work was being completed, marked and feedback given. This was similar to the deep dives Ofsted conduct during their inspections. AJ commented that many learners needed to complete a mandatory module as part of their</p>

	<p>study programme and that this needed to be taken into account as a risk factor when incomplete.</p> <p>RM commented on the lack of exam preparation, and the use of mocks to gain some leverage. He also asked how UCG compared to other London colleges. SD said he was aware anecdotally that other London colleges had also seen a dip in achievement. Colleges were struggling with student attendance post-pandemic. National results for benchmarking would not be available until after the New Year. LG asked what impact these results would have on an Ofsted inspection. JW said that the emphasis for inspectors was what they saw in the classrooms and evidence of progress being made. Impact of learning on progression and destination would also be considered. TJ asked how many students were studying business where achievement was particularly low. JW said that this was 480 16-18 learners. Lesson observations had started in line with union agreements. LG commented how the renewed focus on performance management for staff was of increasing importance.</p> <p>II. Safeguarding Policy <i>(Paper circulated in advance)</i></p> <p>Due to the order of the meetings this term this policy had not been reviewed at Committee level on this occasion. However, it was considered to be important for the policy changes in the September 2022 re-issue of Keeping Children Safe In Education to be reflected in the college’s policy at the earliest opportunity. AJ highlighted the main changes to the policy. The Corporation resolved to approve the policy.</p> <p>III. Safeguarding Annual Report <i>(Paper circulated in advance)</i></p> <p>This annual report would be discussed in detail at the TLS Committee on 09 November. Members were invited to make any comments on this report at this stage. KJ raised a student-on-student safeguarding issue at Wembley. It was agreed that this would be taken forward outside the meeting. Members noted the Safeguarding Annual Report.</p>
7	<p>Finance & Resources Committee</p> <p>I. EoY Financial Position – July Management Accounts <i>(Paper circulated in advance)</i></p> <p>A late agenda item had been submitted by AT concerning a Letter of Variation for an amendment to the liquidity covenant. The amendment would include any unused element of the £8.3m RCF as part of the cash balance at the end of each month. This was a technical wording amendment. The Corporation resolved to approve the Letter of Variation and appointed signatories.</p> <p>AT set out the July management accounts which largely reflected the EoY financial position. These may be subject to change as the external audit was currently taking place. AT highlighted the main changes in income and expenditure which included increases on agency staff spending. Overall, it was considered to be a favourable outcome. TJ asked about budgetary pressures for this academic year. AT said that this was mainly energy costs which were currently expected to show an increase of over £1m. Energy saving through consolidating the use of buildings in closure periods and wider efficiencies were being considered. AT said that the reforecast would be worked through based on the December management accounts. Usually by December payroll had settled. From the reforecast it would be necessary to decide if the budget would be running with a deficit or if significant cost savings were necessary. The F&R Committee were mindful of the budget pressures and were</p>

	<p>of the view that a limited deficit may be necessary this year. This would not be an arrangement which was sustainable over multiple years particularly with the Wembley Project impacting cash flows. The Corporation noted the July Management accounts.</p> <p>II. Staff Survey & Action Plan <i>(Paper circulated in advance)</i> CC commented that the overall picture on staff engagement was improving though there remained a low response rate to the staff survey. AN asked when the staff training for PDRs would be taking place and whether it was being provided to all staff. CC confirmed it was taking place after half term and that all staff were included.</p>
8	<p>Audit Committee</p> <p>I. Health & Safety Annual Report <i>(Report circulated in advance)</i> AT explained that this report summarised H&S activity for the previous academic year, and was also reviewed by the H&S Committee. She highlighted that external consultants had supported H&S audits in high risk areas which had been positive. The Corporation noted this report for information.</p> <p>II. Whistle Blowing Policy <i>(Draft policy circulated in advance)</i> This policy had been reviewed by the Audit Committee which was recommending it to the Corporation for approval. The Corporation resolved to approve the policy.</p>
9	<p>Governance, Search and Remuneration Committee</p> <p>I. SPH Objectives <i>(Paper circulated in advance)</i> See Confidential minutes</p> <p>II. SPH Remuneration <i>(Paper circulated in advance)</i> See Confidential minutes</p>
11	<p>AoB</p> <p>The date of the next meeting 14 December 2022</p> <p>The meeting closed at 8.21 pm</p>

Minutes taken by Zoë Lawrence 20/10/2022

SIGNED:

Date:

Tony Johnston, Chair

ACTIONS

Ref	Action	Owner	Status
4vi	Details of the BLG training to be circulated and all governors invited.	ZL	Complete