

# OLDHAM COLLEGE FULL CORPORATION

## Minutes of the Meeting held on Tuesday 30 June 2020

<b>Present</b>	Jonathan Edwards	Governor – Chair
	Graham Bradbury	Staff Governor
	Shauna Dixon	Governor
	Alun Francis	Principal – Governor
	Anne Gornall	Governor
	Richard Guy	Governor
	Katrina Hann	Governor
	Bob Harrison	Governor
	Shaid Mushtaq	Governor
	Sue Kershaw	Governor
	Laura Smart	Governor
	Lorna Unwin	Governor
	Jane Shelton	External Member
	Andrew Swain	External Member

<b>Officers:</b>	Janet Frost	Clerk to the Corporation
	Allan Tyrer	Interim Director of Finance
	Debra Woodruff	Deputy Principal
	Cath Inchbold	Project Manager

<b>Apologies:</b>	Nigel Newton	Governor
	Abdul Jabbar	Governor
	Bob Harrison	Governor
	Mike Jackson-Leafield	Staff Governor

### **57/19 Declaration of Conflicts of Interest**

Declarations of interest were made by Shaid Mushtaq should any discussion in the meeting relate to his area of work and at Item 70/19 and Laura Smart declared an interest in Item 70/19. Anne Gornall declared an interest in Item 63/19.

### **58/19 Apologies for Absence**

Apologies of absence had been received and were accepted from Nigel Newton, Abdul Jabbar, Mike Jackson-Leafield and Bob Harrison.

### **59/19 Minutes of the Meeting held 25 February 2020**

The minutes of the meeting of the Corporation held on 25 February 2020 had been previously circulated to members for consideration.

It was **RESOLVED** that the minutes reflected a true record of the meeting and were accepted and signed by the Chair as a correct record.

### **60/19 Matters Arising from the minutes of the 25 February 2020**

There were no matters arising from the previous meetings not already on the agenda for the current meeting.

### **61/19 Rolling Actions**

#### **1. C&Q Summary – 25 02 20 Min 45/19.2**

The revised IT Strategy be presented to the Resources Committee at its October meeting

It was **RESOLVED** that this action was not complete.

**62/19 Notification of Items of Any Other Business**

None received

**63/19 Appointment of Vice Chair (Item 6)**

The Clerk reported the term of office of the Vice Chair would end 31<sup>st</sup> July 2020. Nominations for the position had been requested and one had been received from the current Vice Chair, Anne Gornall. Shaid Mushtaq proposed AG and this was seconded by Jonathan Edwards.

It was **RESOLVED** that Anne Gornall be appointed as Vice Chair for a four year term until 31 July 2024.

**64/19 Students' Union Update inc. Accounts as at 31<sup>st</sup> May 2020 (Item 7)**

A copy of the Student Union report had previously been sent to members for their consideration.

Members noted the content of the report, in summary:-

- The Student Union accounts as at 31 May 2020 were noted
- Noted that due to both Student Governors stepping down from their roles (MP has now completed his studies and left UCO, and AM has decided to resign from the position) the Student Union Elections would take place in September. A member asked, going forward could the election process take place prior to the summer break to avoid a break in student representation on the Board and the Clerk advised that the Student Union Constitution had been changed in March 2019 to facilitate the earlier election process. However due to Covid19 this had resulted in the process being deferred until September.
- Noted the SU have a range of projects lined up for September to deliver in partnership with the enrichment and youth work teams.

It was **RESOLVED** that members noted the progress by the Student Union.

**65/19 Principal's Report (Item 8)**

The Principal had previously circulated a report to members that summarised the progress the College had made since the previous meeting, noting that there has been considerable effort by staff, governors and learners to put the necessary changes in place quickly to maintain continuity in the delivery of education and training and the wider running of the business.

The Principal advised that the **College performance** in terms of achievement rates would not be published this year, however the data (presented to in detail the C&Q Committee) had been encouraging. He advised the College was moving to make 'blended learning' its modus operandi for all courses in the future, but with the proportion of digital and face to face varying, depending on learners and programme. He added that the focus on CPD for the remainder of the year had shifted to support this, with the College bidding in two separate College Collaboration Fund bids; one with GM colleges and the second with Burnley and Leeds colleges.

The Principal informed members the **recruitment days** had also been held online for FE and UCO. A member asked if this had impacted the number of student enrolling for September and the Principal advised the recruitment of school leavers was to date positive with adults at least the same as this year in terms of size of allocation. However apprenticeships and higher education are likely to be impacted. Q

**Finances** – Reported that there are considerable pressures on the budget in terms of the costs of social distancing, additional IT expenditure and the need to continually invest in teaching, learning and assessment and where possible the College is seeking additional external funds.

The Principal updated members on the **return to face-to-face work** with a significant cohort of learners from construction, motor vehicle, hair and beauty and accountancy to enable them to complete their qualifications. A member asked what involvement the trade unions had with College Q

in relation to students returning to site and the Principal reported the Estates Team had worked closely with the trade unions and shared the risk assessments at all stages of the preparation. He added that a Task Group meets weekly to cover the full range of issues of re-opening in September. The Principal advised there had been slow progress on the shared use **agreement with the UTC** with an agreed date for the school to vacate the building not yet confirmed. In the meantime progress with the new **Construction Centre** was on track.

However given the speed of changes at national level, the policy remains work at home where possible. The Principal advised SLT would be considering all scenarios for September return.

The Principal provided an update on wider policy issues and developments and these were noted by members.

The Chair informed members that each of the headings of the report had involved many decisions being taken to ensure finances remained on track and students continued to receive a positive learning experience in these exceptional and challenging circumstances and asked that his gratitude be recorded for the work of the senior management team.

It was **RESOLVED** that members noted the Principal's Report as presented.

#### 66/19 **Capital Project Update (Item 9)**

A report had previously been circulated that provided members with an update on the progress with the College's Construction Skills Centre and detailed the current key issues, risks and actions required to ensure progress.

Cath Inchbold, Project Manager, introduced the report. The key points reported included:-

- The College and its advisers had moved quickly to discuss with Willmott Dixon the implications of the pandemic and agreed the project could continue on site safely with only single trades in operation. It was reported the works are slightly ahead of programme
- Members noted that a pandemic is a compensation event under the form of contract the College has entered into. The parties negotiated a Deed of Variation to the contract which capped the College's losses arising from increased time and costs due to the pandemic at £60k. The Deed was signed on 3<sup>rd</sup> April 2020
- Reported the College has re-assessed its risk allowance and match funding allocations to accommodate the £60k within the overall match funding contribution
- Members were informed the College had managed the relationship with the GMCA and submitted a revised cash flow in mid May at their request
- Support works continued which included the removal of asbestos from the plant room and planning for service isolations and diversion work
- Noted the legal charges taken out by Santander and the GMCA were signed on 18 June 2020. Completion will take place in late June/early July 2020
- Noted the work on site has progressed significantly and the project is currently 4 weeks ahead of programme
- The key risks were reported in details and noted by members. In discussion a member asked the consequence should the UTC building not be available in the planned timeframe and the Project Manager reported that contingency plans are being considered

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- A member asked if the college had yet been able to make claims against the contract and it was reported that now all legal documents have been signed by all parties this had unlocked the claim process. Q
- A member observed that with Covid19 the learning opportunity for students on the construction of the new building had not been achieved and asked if there were plans to progress this going forward. In reply the Project Manager reported the social programme had been very exciting and varied, however due to the current limitations on site this would be difficult for the contractor to put into practice. It was agreed that the PM would raise this at the next meeting with Willmott Dixon to explore alternative opportunities. C

It was **RESOLVED** that members received the report as presented.

### **67/19 Finance and Resources Summary Report (Item 10 )**

A copy of the Finance and Resources Summary Report had previously been circulated to members for consideration. The Finance Director advised that the Resources Committee had received detailed papers and discussed all at length at their meeting on the 2 June 2020.

The Finance Director summarised key points from the report:-

#### **(i) Financial Results to 30<sup>th</sup> April 2020**

A copy of the management accounts to 30<sup>th</sup> April 2020 had been circulated to members for consideration. It was reported that the College was on target to achieve an EBITDA of £2.2m, £200k below its target as a result of lost income due to Covid lockdown.

A copy of the May accounts were circulated at the meeting and the Finance Director reported no change to the forecasts presented in the April accounts.

#### **(ii) Cashflow and Treasury Position**

A report detailing the cash and treasury position, including the position with loan covenants of the College had been prepared by the Finance Director and previously circulated to members for consideration and information.

Members were advised that the report provided details as at April 2020 for each loan and overdraft / cash balance.

Members received the report and approved its content.

#### **(iii) Budget 2020/21**

The draft budget for 2020/21 was presented. It was reported the budget was work in progress and reflected a 'business as usual' position. The additional costs of implementing social distancing measures in September and beyond had not been incorporated into the budget at the time of reporting.

The Finance Director advised an EBITDA in excess of £2.5K was prudent to facilitate the College meeting its loan commitments, eliminating its overdraft requirement and providing the capital expenditure budget to meet the skills bid match contribution and add to the College facilities generally. The draft budget showed a target EBITDA of £2.866m, advising even with the costs of social distancing measures added, the College should be in a position to move forward and secure 'good' financial health status.

The Finance Director drew out the key points, including:-

- 16-18 income, AEB and high needs element 2 are included at contract value and the income is secure regardless of student enrolments.
- Apprenticeship income is assumed to have a slow pick up after lockdown and is included at the lower end of the College's expectations.

- HE fee income is included on a no growth basis, due to the huge uncertainty surrounding student attitude and behaviour towards local HE
- Grant income includes only those already known and secured, additional income is likely but will have associated costs also not in the budget.
- Other income includes catering income now being earned directly by the College.
- Salary costs incorporate a 2% pay rise in January as signalled and include the cost of catering staff transferred to the College in June 2020.
- Non pay costs include catering costs

**(iv) Risk Management Register**

A copy of the Risk Management Register had been updated and reviewed at the Resources Committee and took into account the changing circumstances since the last meeting. Members noted the report.

**(v) Policies**

The following policies had been considered in detail by the Finance Committee and presented to the Corporation for approval:-

- Fees Policy
- Refund and Compensation Policy
- UCO Student Protection Policy
- HE Course Closure Procedure

Members approved the policies as presented.

**(vi) Scheme of Delegation – Annual Review**

The Scheme of Delegation had been considered in detail by the Finance Committee and presented to the Corporation for approval.

Members approved the Scheme of Delegation as presented.

**(vii) T level Capital bid**

The Finance Director reported the T level capital bid has been submitted to the DfE with announcements of successful bids being announced October 2020.

It was **RESOLVED** that:-

- (i) The management accounts to 30<sup>th</sup> April 2020 and 31<sup>st</sup> May 2020 were approved by members,
- (ii) The Fees Policy, Refund and Compensation Policy, UCO Student Protection Policy and HE Course Closure Procedure were approved
- (iii) The Scheme of Delegation was approved by members

**68/19 Curriculum and Quality Summary Report (Item 11)**

The Clerk reported that no C&Q summary report had been prepared due to all members of the Corporation attending the special meeting of the C&Q Committee on the 23<sup>rd</sup> June and receiving all the papers / reports.

There was no further update.

**69/19 Audit Summary Report (Item 12)**

A copy of the Audit Summary Report had been prepared by the Finance Director and previously circulated to members for consideration and information. The Finance Director reported that each of the reports identified had been scrutinised at the Audit Committee held at the 18<sup>th</sup> June 2020 meeting. These included:-

- **Presentation on the IT Services Operational Plan and Projects** – It was reported that the Audit Committee had received and considered the associated risks of the IT Services Operational Plan.
- **Internal Audit Assignment Reports** that covered Capital Project Management Report, HR Training and Succession Planning and Data Security, Infrastructure and Disaster Recovery were received by the committee
- **Oldham College Audit Strategy Memorandum Year Ending 31 July 2020**  
It was reported the External Auditor, Mazars, had presented the Audit Strategy Memorandum to the Committee. The document summarised the audit approach, highlighted significant audit risks and areas of key judgements. The report highlighted the fundamental requirement that an auditor is, and is seen to be, independent of its clients. The document sets out (at Section 6) the auditors considerations and conclusions on their independence as auditors.  
The Committee recommended approval of the Audit Strategy Memorandum to the Corporation.
- **Risk Management Register** was received by the Committee and recommended to the Corporation for approval
- The **Audit Tracking Tool** was received by members and governors noted the progress in progressing actions from the assignment reports
- **Financial Regulations** - Governors considered the Financial Regulations and recommend approval to the Corporation.

It was **RESOLVED** that members noted the report as presented and:-

- i) approved of the Audit Strategy Memorandum to the Corporation.
- ii) approved the Risk Management Register as presented
- iii) approved the Financial Regulations as reported.

#### **70/19 Governance and Search Report (Item 13)**

The Clerk to the Corporation reported that on the 16 June 2020 the Governance and Search Committee had noted the resignations and retirements of the following members:-

- Andrew Sutherland member of the Corporation since July 2019
- Anthony France member of the Corporation since October 2010
- Riaz Ahmad member of the Corporation since May 2013
- Mark Preston, student governor member. Mark has completed the BA (Hons) Criminology and Criminal Justice Top-Up course with UCO. Mark has been a Student Governor since March 2019
- Abdul Jabbar's term of office as External Member will end 31 July 2020 after more than 20+ years serving on the Corporation
- Elaine Buckley external member since July 2019.

The Chair on behalf of the Corporation thanked each member individually for their contribution to the college over many years and wished them each well for the future.

The Clerk advised the following re-appointments had been considered and were recommended to serve a further term subject to Corporation approval:-

- Shaid Mushtaq
- Laura Smart

It was **RESOLVED** that:-

- (i) Shaid Mushtaq be appointed in the category of Governor for a four year term from 1<sup>st</sup> October 2020 to 1<sup>st</sup> October 2024 and,

(ii) Laura Smart be appointed in the category of Governor from 1<sup>st</sup> September 2020 to 1<sup>st</sup> September 2024.

**71/19 Instrument and Articles of Government (Item 14)**

The Clerk had previously circulated a report that detailed the Chair's Action that had taken place in March 2020 to update the Instrument and Articles of Government to ensure the College's governance arrangements were able to continue effectively and efficiently throughout the Covid19 lockdown period.

Members noted the report and the changes that had been made to the I&A's.

It was **RESOLVED** that members noted the changes and approved the I&As (March 2020) as presented.

**72/19 Procurement Strategy (Item 15)**

The Finance Director reported an annual review of the Procurement Strategy had taken place and was presented to members for review and approval.

It was **RESOLVED** that members approved the Procurement Strategy as presented.

**73/19 Use of College Seal (Item 16)**

The Clerk reported that the College Seal had been used on four occasions since the previous meeting and details of its use were provided to members.

It was **RESOLVED** that the report be noted.

**74/19 Minutes and Reports from meetings:-**

**74/19.1 Resources Committee 2 June 2020 (Item 17.1)**

The Chair reported that the minutes of the meeting of the Resources Committee held on 2 June 2020 had had been circulated to members for formal receipt and there was no further discussion required on any of the items.

It was **RESOLVED** that the minutes of the meeting be received as a true record of the meeting.

**74/19.2 Governance and Search Committee 16 June 2020 (Item 17.2)**

It was reported that the minutes of the Resources Committee held on 4 June 2019 had been circulated to members for formal receipt and there was no further discussion required on any of the items.

It was **RESOLVED** that the minutes of the meeting be received as a true record of the meeting

**74/18.3 Audit Committee held 18 June 2020 (Item 17.3)**

It was reported that the minutes of the G&S Committee held on 11 June 2019 had been circulated to members for formal receipt and there was no further discussion required on any of the items.

It was **RESOLVED** that the minutes of the meeting be received as a true record of the meeting.

**75/18.4 Curriculum and Quality Committee 23 June 2020 (Item 17.4)**

It was reported that the minutes of the C&Q Committee held on 23 June 2020 would be presented to the next meeting.

It was **RESOLVED** that the minutes of the C&Q Committee be presented to the October 2020 meeting.

**76/19 Part 2 – Strategic Discussion (Strategic Discussion 2 of 3 Session)**

**Review of Strategic Plan and Priorities**

The Chair introduced the second part of the members meeting advising the remainder of the meeting would provide an opportunity for members to review, consider and comment on the Strategic Plan and Improvement Priorities for 2020/21.

The Principal reminded members that this year the intention in the Strategic Plan had been to set the foundation of further improvement, with a view to achieving "outstanding" in the College self-

assessment during 2020-21. He informed members that this remained a realisable ambition, but progress had been affected by the Covid-19 crisis. The College's ambition to deliver more learning through technology had been accelerated and resulted in the adoption of a "blended learning" programme across all programme areas from September 2020.

Other points of note throughout the year included:-

- Improvements to quality and financial health in other areas of the college have been slowed.
- The college was planning a major move from a "surveillance" to a "coaching" model for tutor development. The consultation for this has been completed, but the implementation of the new programme requires substantial management and staff training and this has been rescheduled due to the disrupted year.
- The wider management programme for "Trusted Leadership" has also been delayed.
- Other progress in terms of the "people" strategy has been solid, and financial management has remained very tight and strategic – hugely reducing the financial impact of the crisis on the 2019-20 out-turn, although this still falls short of the "good" rating originally hoped for. However it was reported that under the circumstances, financial performance has been very good.
- The College's wider impact in the community has substantially improved, through winning a range of prizes, strengthening schools liaison, improving communications, and building a strong profile.
- Some progress has been made around technical education and the locality, and reasonable progress has been made in promoting the college nationally. The nomination for the TES FE Awards was a high point.
- The accommodation remains a challenge until the UTC is finally handed over to the College and the construction project is complete, however progress is being made with both, particularly the latter.
- In terms of progress it was reported the normal performance measures do not apply (due to Covid19), but all provision including 16-18, apprenticeships, higher education and adult learning had performed well.

Members considered the progress the strategic plan projects had achieved to date and considered and discussed in detail the development and improvements required for 2020/21. Points included:-

**SP 1: Championing Technical and Professional Education and Training**

- The Marketing Strategy has delivered good outcomes to date with improved numbers at 16-18. Agreed Resources Committee at its October meeting review in greater detail
- Work to progress with employers to understand which employers will be delivering T Level placements
- Continuing risks for funding relating to T levels
- Review of the first round of T levels to be reported to members
- Ensure the College is ready to maximise funding opportunities and has the capability and capacity to put in bids

**SP2: Delivering a Specialist Curriculum**

- Curriculum Development Group to include senior leaders and governors has been agreed to examine the curriculum offer across the College with the aim of developing progression pathways and shift the curriculum agenda

**SP3: Building Unique Employer Partnerships**

- Considered the progress achieved with UP and the process of engagement
- Maximise the GM and local / national incentives to maximise apprenticeship numbers
- How does the College work with bigger employers across GM?

**SP4: Delivering Consistently High Standards**

- Talent pool of temporary staff proposed instead of the using agency

- Go further to improve the work life balance and experience of employees
- Consider independent view to look at what the college is doing
- Continue to look at good practise in the sector

**SP5: Outstanding Learner Performance and Support**

- Continue to embed LfD through CPD, supporting learners, providing the correct resources

**SP6: Teaching for Distinction – Next Steps**

- TfD remains at the core of the improvement strategy

**SP7: Place, Infrastructure and Technology**

- Priorities include investment in the network infrastructure and new network servers
- Agreed to include in priorities reference to the increased security and monitoring systems in place to minimise data breaches

**SP8: Responding to Technological and Economical Change**

- Priority for 2020/21 to ensure blended learning resources are in place
- Develop the processes to ensure successful on-line delivery for staff and students

**SP9: Developing our Role as an Anchor Organisation**

- Maintain our Good Employer Charter status and Living Wage commitment
- Continue to work with the community and charities and consider social and community impact
- Ensure student, employer and staff surveys are considered by members at committee

**SP10: Evidencing Impact**

- Give governors the opportunity to speak with students. Student voice is important and governors agreed alternative approaches (as well as Student Governors) would provide an opportunity for students to provide feedback from across the diverse student .

The Principal concluded that the points raised would be considered as part of the implementation plan.

Chair thanked all members for their participation in the debate and confirm the final part of the strategic discussion with members would take place on 9<sup>th</sup> July 2020.

**77/19 Dates of Future Meeting**

To be confirmed

**Meeting finished at 7.00pm**

Minutes Approved.....Date.....  
Chair

**Full Corporation 30 June 20**

**Rolling Action List**

<b>Meeting Date and Item No.</b>	<b>Rolling Action List</b> (Outstanding actions from previous meeting(s) to be carried forward, listed below, and not removed until completed/closed.)	<b>Actionee</b>	<b>Reported as Completed at meeting of:</b>
30 06 20 Min 61/19.1	<b><u>C&amp;Q Summary</u></b> The revised IT Strategy to be presented to the October 2020 Resources Committee	AT	