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Directorate: Corporation

Minutes of: HCUC Governing Body

Date: Tuesday 18 May 2021 **Time:** 4.30pm

Venue: Remote meeting via Zoom video conference

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Present:

Nicholas Davies	Governor (<i>Chair</i>)
Melissa Bridge	Uxbridge Staff Governor
Steve Cochran	Governor (<i>Vice-Chair</i>)
Tracey Critchley	Harrow Staff Governor
Darrell DeSouza	Governor (<i>Group CEO and Principal</i>)
Nasim Khan	Governor
Alasdair MacLeod	Governor
Johanna Morgan	Governor
Steve Owen	Governor
Amanda Priem	Governor
Mariann Rand-Weaver	Governor
Ketan Sheth	Governor
Zamzam Hashimi	Uxbridge Student Governor
Areeba Asghar	Harrow Student Governor

Apologies: Simon Boulcott Governor

In attendance:

Pat Carvalho	Harrow Principal and Deputy CEO
Dylan McTaggart	Vice Principal Harrow
Shane Woodhatch	Group Director – Finance & Resource Planning
Gavin Hughes	Director of Student Services (<i>item 13 only</i>)
Andy Miller	Exec Director Corporate Services (<i>item 10 and 14.5 only</i>)
Tracy Reeve	Clerk to the Corporation

Governors' pre-meeting

The meeting had been preceded by a Zoom meeting with governors and external stakeholders to bid farewell to Deputy CEO Pat Carvalho who would be leaving HCUC on 25 May to take up a new role in Birmingham. The Governors wished PC well in her future career and thanked her for her contribution to HCUC over the last four years.

In light of the ongoing remote meeting via Zoom there was no Governors' pre-meeting. However, the Chair did seek assurance that there were no specific items that any of the Governors wanted to raise outside of the formal meeting.

Presentations

The Corporation Members received a presentation from the HCUC Director of Student Services (GH) which gave the Governors an update on Safeguarding and how the College had supported at risk students especially during the Covid-19 lockdown. (Report and discussion minuted at item 11 below.)

1. Apologies for absence

Apologies had been received from Simon Boulcott.

2. Notification of any urgent business Members may wish to raise under any other business, and any items to be taken as read that Members may wish to discuss

There was no other business notified.

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3. Notification of interests Members may wish to declare relating to any item

No specific interests were notified.

4. Minutes of the Governing Body Meeting held on 30th March 2021

The Minutes were APPROVED as an accurate record and would be signed by the Chair.

5. Matters arising from Minutes of the Governing Body Meeting held on 30th March 2021, which were not agenda items.

There were no matters arising that were not already covered by the agenda.

6. Chair and CEO's Update

The Chair (ND) informed the meeting that he had been involved in several meetings with local Richmond MPs to discuss the proposed merger, these had all been largely positive. ND did not have anything particular to feedback to Governors; he would include his update as agenda items were discussed in relation to the merger with RuTC.

Principal's Update

DDS informed the meeting that the agenda covered most of his recent activity and merger related work would be covered during the meeting.

NOTED

ITEMS FOR DECISION/ APPROVAL

7. Governance

• Draft Schedule of Governing Body and sub-committee meetings in 2021/22

The Clerk presented the draft timetable of Corporation and sub-committee meetings as well as Stakeholder and Scrutiny Committee dates for 2020/21. The meeting noted that this followed a similar format to the current year. The Clerk asked that Governors consider the proposed dates and feedback any non-availability in advance of the final timetable coming to the July Corporation meeting for approval.

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• Notes from Governors' Training & Planning Day, 28 April 2021

The Clerk presented the notes from the Governors' Training and Planning Day. The CEO (DDS) confirmed that the input from the various sessions had been built into the SLT Strategic Planning Workshops and the Merger Workstream meetings to consider the post-merger strategic plan.

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8. Merger with Richmond Upon Thames College (RuTC)

• Public Consultation Results

The meeting noted the two college marketing departments were now working with the Merger Project Manager (FE Associates) to produce a final summary of the Merger Consultation Responses. This document would be made publicly available from 14 June 2021 and would be published on each of the college websites. DDS informed the meeting that feedback from the two Open Events held for stakeholders would be included in this document.

NOTED

• Name change

The meeting was reminded that as part of the pre-merger work the Joint Steering Group had held a name change workshop on Monday 22 March 2021. In considering the options for a new name a number of factors had been considered including the kudos within the London FE sector that was now attached to

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the HCUC name. The CEO reminded the meeting that Ofsted had accepted that students aligned with the college they were at and not 'HCUC'; this was strengthened by the maintenance of the individual college brands as Uxbridge College and Harrow College. In this second merger HCUC was looking to retain that strong local brand. As Governors had been informed on 30 March 2021, the workshop and subsequently the Joint Steering Group was in favour of a name change to HRUC to incorporate Richmond into the brand. Although this was not creative or exciting, it was simple and straightforward, was not disruptive and provided consistency.

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The Clerk to the Corporation (TR) informed the meeting that the name change public consultation with key stakeholders and the emergency services - which went live on 12 April 2021 - had now closed. The meeting noted the summary detail for the 18 responses received to the proposed name change to HRUC, the majority of which were fully supportive. The College had not received any formal objections to the proposed name change from HCUC to HRUC. Governors were assured that all three emergency services had agreed that the name change was not misleading and would not cause any confusion on their part. TR confirmed that she had replied to any consultees who had asked questions on the proposed name change. The meeting noted and approved the draft application letter to the DfE asking for Secretary of State (SoS) approval for the name change of the HCUC Corporation to HRUC with effect from Friday 30th July 2021. Governors were reminded that the application to the DfE was being lodged early as the expected timeframe for approval was approximately four weeks.

The HCUC Corporation:

- i) NOTED and RECEIVED the responses from the formal name change consultation.***
- ii) NOTED and RECEIVED the 4 responses from the emergency services which confirmed that the proposed new name – HRUC – was not confusing or misleading.***
- iii) RESOLVED to apply to the Secretary of State at the DfE to change the name of the HCUC Corporation to HRUC to come into effect on 30th July 2021.***

• Review of HCUC Governance Documents

The Clerk (TR) presented the revised governance documents to reflect the post-merger organisation. These would come into effect at the point of merger. TR informed the meeting that these documents had been badged as HRUC as that was the planned legal name of the Corporation post-merger (subject to the approval of the SoS at DfE).

Governors APPROVED the following documents as presented:

- i) HRUC Instrument and Articles***
- ii) HRUC Standing Orders***
- iii) HRUC Code of Conduct for Corporation members***
- iv) Sub Committee Terms of Reference: Audit, Resources, Quality Curriculum and Students, Search and Remuneration***
- v) Stakeholder and Scrutiny Committee Terms of Reference: Harrow SSC, Uxbridge SSC and Richmond SSC.***

• Structure of Governing Body post-merger

The meeting considered a report presented by the Clerk to the Corporation which outlined the recommendations from the Search Committee meeting of 5 May 2021. This meeting had considered the membership of the Governing Body post-merger – including the skills audit undertaken of all current governors at RuTC and HCUC - and a number of governance suggestions which had been brought from the Joint Steering Group. After consideration of the options and rationale the meeting approved the Search Committee recommendations as presented.

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The Corporation APPROVED the following:

1. HCUC membership:

- *Ketan Sheth should be re-appointed for a second 4- year term of office to commence on 1 August 2021.*
- *Nick Davies to be re-appointed for a second 4- year term of office commencing on 1 August 2021.*
- *Tracey Critchley to serve one additional year as Harrow Staff Governor.*
- *The post- merger Governing Body should include six places for current RuTC governors (including one staff governor) plus one extra space for a student governor. This would maintain an element of continuity and would produce a balance on the post-merger governing body to reflect the relative sizes of the pre-merger institutions.*
- *The total size of the post-merger Governing Body at 30 July 2021 would be 21: 14 external governors, the Group CEO, 3 staff and 3 students.*
- *The following 5 RuTC governors (judged as the best/ fit strongest candidates of the 7 applicants) should join the HRUC Governing Body (i.e. designate appointments for 30 July 2021) and should maintain their current cessation dates/ terms of office to be maintained to enable re-appointments to be staggered:*
 - *Ian Valvona (DfE)*
 - *Sue Kingman (Banking)*
 - *Andy Chew (IT/ systems)*
 - *Mike Sutcliffe (University and STEM)*
 - *Vincent Neate (Auditor/ accountant and now teaching)*
- *The following committee membership/ specific roles would also be put in place at the point of merger:*
 - *Ian Valvona: Second Vice-Chair of Corporation*
 - *Sue Kingman: Resources Committee & Search Committee (as Chair Of Search)*
 - *Andy Chew: Resources Committee & Chair Of RuTC Capital Redevelopment Working Group (to sit under Resources Committee)*
 - *Mike Sutcliffe: Quality Curriculum & Student Committee (RuTC SSC Chair)*
 - *Vincent Neate: Audit Committee*
 - *Committee Vice-Chair roles with a view to succession planning (QCS, Resources and Audit).*
- *Succession Planning: An 'HRUC' Policy around succession planning for governance should be in place ready for the merger date.*

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2. Other Governance framework matters

- *A standing agenda item on Safeguarding/ Prevent/ EDI/ Mental health and well-being. should be added to every SSC meeting and every Quality Curriculum and Student Committee meeting.*
- *This should be reviewed in spring 2022 and consideration to be given to the need for an additional specialist committee.*

3. RuTC College Redevelopment Project Group

- *The RuTC Redevelopment Project Group (designated as a 'working group') should be maintained with its existing RuTC Chairmanship and should report into 'HRUC' Resources Committee.*

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- ***The Redevelopment Project Group Chair to be a member of Resources Committee.***
- ***The ongoing need for this working group to be reviewed during the next few years as RuTC campus development projects were completed and others possibly evolved.***

4. Possible changes to the new College Group Instrument & Articles (I&A)

- ***The new organisation should consider an external review of governance after 12-18 months of operation.***
- ***The proposed amendments to the I&As would not be adopted at this time:***
 - ***Instrument 5/6 - Chair appointment – the reference to external advertising should not be included as it was overly prescriptive and did not support succession planning for the role within the existing Governing Body.***
 - ***Article 12 on appointment of staff - the prescriptive reference to external advertising should not be included as it had not proved ‘fit-for-purpose’ during the recent 2 mergers. The Governing Body would remain committed to transparent and fair recruitment processes.***
 - ***Adoption of the AoC Senior Post Holders Remuneration Code – having previously considered this matter the Corporation saw no added value in formal adoption at this stage. Further consideration would be given to this matter as the revised English Code of Governance evolved.***

- ***Feedback from Governors’ Vision Workshop 26 April 2021***
- ***Feedback from Joint Senior Team Workshop 5 May 2021***
- ***Risk Management (including ESFA dialogue)***

The CEO (DDS) presented feedback from the Governors’ Vision Workshop and the first of two joint SLT sessions which had looked at the strategy and vision for the new College. Governors were pleased to hear that the SLT from both colleges were working well together and there seemed to be a synergy of culture and values between the two colleges which was making the strategic work easier to take forward. The second SLT workshop would be looking in more detail at how further aspects of success would be defined in order to set realistic targets for the new College Group. This meeting would also look at the FE Commissioner document ‘10 Characteristics of a Successful College’; the Chair suggested that Governors should also revisit this document through their own self-assessment process.

Cashflow: The meeting was given an update on the meeting between the ESFA and the Chairs of Governors HCUC and RuTC, the CEO HCUC and the interim Principal RuTC. The Group Director Finance and Resource Planning (SW) reminded governors of the current risks around the £1.5m VAT that would be payable to HMRC at the point of merger; this would have an impact on cashflow. There would also be merger costs of circa £1.2m which would hit HCUC cash as RuTC did not have cash to contribute. SW reminded the meeting that HCUC had submitted a bid to the ESFA for in-year growth 2021/22 but had not yet received a response. DDS informed the meeting that this matter was high on the agenda for the HCUC meeting with the ESFA (to take place 19 May) as it was within the ESFA’s gift to help mitigate the £1.5m VAT loss. The meeting agreed that it would be a good result if the college managed to get a letter of assurance from the ESFA. Governors noted that a projected joint budget would be taken to the Joint Steering Group on 25 May which would include sensitivity analysis based on a worst case scenario. Governors (NK) sought clarity on an idea considered at the Joint Steering Group to mitigate the VAT payment – JSG had been informed that a specialist VAT consultant had suggested a work-around. However, the Corporation was informed that after the Finance Directors sought legal advice it had been decided that this option was too risky and it would not be advisable to set up a shell company to keep ownership of the RuTC building in question. It was not advisable to transfer RuTC assets in part when the College dissolved.

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RuTC Planning: The CEO (DDS) also highlighted the campus development work at RuTC and the Phase 2 Planning Conditions regarding the S106 conditions for the STEM centre and Sports Hall redevelopment. These had just been flagged as a potential risk by the Interim Principal at RuTC as the College were dependent on cash drawdowns from the property developer Clarion to maintain their cashflow position through July 2021. DDS assured the meeting that now HCUC management were aware of this risk they were monitoring this situation closely.

It was AGREED that more detail on this matter should be brought to the HCUC Resources Committee to enable them to assess the potential impact for 2021/22.

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Payroll: The meeting noted that work on bringing together the payroll was progressing well, there would be joint payroll runs in June and July to check that the system would be working and live for the first August run date.

Pensions: SW confirmed that the work to seek a Pensions Direction Order from the Secretary of State DCLG was now well underway; once this was received the actuarial teams from the two pension funds could take forward valuation work. The College would need clarity around whether the London Borough Of Hillingdon would need additional security to take on the RuTC pensioners; they could potentially request taking a charge on HCUC assets.

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- Interim IT Project Budget 2021/22**

The GDFRP (SW) presented a paper which was seeking approval from the Corporation for an interim budget allocation of £500,000 for IT project expenditure for 2021/22 and £250,000 for Minor Works during the summer of 2021. The interim allocation would enable the College to make commitments for work during the summer period of July and August, to avoid disruption to students. Governors noted that this request was being recommended by the Resources Committee who had considered the request on 16 March 2021; Chair of Resources Committee AMcL confirmed that the sub-committee supported the request. Governors noted that the interim allocation covered mainly hardware requirements and had been built up based on the development plans of schools and service areas and the IT Strategy. SW highlighted that the total allocation for IT in the financial plan 2021/22 was £1,200,000 which was larger than usual but would include the costs associated with attaining the Cyber Essentials Plus certification. SW confirmed that the final budget request would be brought to the Resources Committee in June and Corporation in July for approval, by which time full details of requirements would be available. Governors noted a breakdown of the key items identified so far at an approximate cost of £1,255,000 across HCUC (£812,500 at Uxbridge and £442,500 at Harrow). Governors sought clarity around the balance of investment between PCs and laptops. It was confirmed that the College was aiming to move to laptops, including for staff use. SW confirmed that the aim for 2021/22 was to move towards 50% mobilisation with the aim to get to 100% over a two or three year period.

The interim IT project budget for 2021/22 was APPROVED as presented.

10. Update on COVID-19 Arrangements

The meeting received an update report from Exec Director Corporate Services (AMi) who confirmed that the College was operating following the Government Covid-19 restrictions that were now in place. Governors were assured that HCUC remained agile to respond to both hardening or softening of the restrictions. Through contact with the PHE, HSE and Hillingdon Health authority management were keeping up to date with all latest developments and thinking. AMi confirmed that the College was well placed to adopt the latest Step 3 reduction in restrictions with recorded cases across all campuses was now low; there had been no positive staff cases since February and only five student cases during May 2021 (as at 11th May). AMi updated the meeting that there had actually been seven learner positive cases in the last seven days; two were in the same class. Cases could be rising but they were spread

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across three of the four campuses. Government led surge testing had been put in place in one area – Ruislip – due to a high incidence in the locality. The College had provided advice to staff and students on how to respond.

The following key items were highlighted:

- Risk Assessments & related action plan all current. Latest Step 3 updated version to be published 17 May 21.
- All onsite LFD testing has ceased with staff and students having moved to at-home testing kits. Home testing to remain in force as it was working as positive mitigation in stopping the virus spreading. All testing kits had been provided by the DfE and these were being distributed to learners and staff by school/department via Estates.
- From 17th May face coverings were not required for students unless they were adults or needed as PPE for a specific subject. However, adults, staff and visitors, were being recommended to wear face coverings in corridors and communal areas. The HCUC policy required both staff and students to wear face coverings in communal areas. Governors were assured that learner compliance on mask-wearing continued to be good.
- The 'Bubble' concept continued to be used to house curriculum areas, aligned to coloured lanyard ID for ease of identification.
- As at 4th May 2021, HR reported that 63% of staff had confirmed that they were not wishing to travel abroad in summer 2021. However, this was before the Government traffic light travel was announced on 7th May so this could change.
- 74% of HCUC staff had received at least one dose of the Covid-19 vaccine.
- Finance metrics continued to be monitored by the SLT in relation to the pandemic impact. Funding for onsite LFD testing would be calculated in May and paid by the ESFA in June 2021. However, it was unlikely that the College would fully recoup all costs as payment was on a per-learner basis and compliance had not been 100%.
- Additional benches, built from recycled material, had been purchased to support students being in fresh air.

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Governors discussed the possibility of rising case numbers and sought assurance on preparation in case of another lockdown. AMi confirmed that remote delivery would go ahead with no issue but it would cause a problem in relation to planned examinations. The College was mindful that it needed contingencies in place in case anyone tested positive so the strict layout and social distancing remained even though guidelines would enable it to be relaxed. All previous safeguards were still in place except for wearing facemasks in classroom. The meeting commended this cautious and proportionate response which continued to put the well being of staff and learners at the forefront of planning.

The Covid-19 Update was RECEIVED and NOTED.

11. Safeguarding & Support update: Covid

The Director of Student Services (GH) joined the meeting; GH was the Designated Safeguarding Lead (DSL) with responsibility for child protection and safeguarding at Uxbridge College. GH presented the report which gave an update on the Safeguarding and Child Protection issues and activity during the recent Covid-19 lockdown.

GH assured the meeting that the safeguarding teams at Harrow and Uxbridge continued to support learners throughout the January to March lockdown and had done so since the colleges returned to onsite learning on 8 March 2021. HCUC had seen an increase in student mental health issues and in domestic violence cases in this time. There were, however, benefits to multi agency improved partnership working

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and attendance at online Child in Need meetings, Child protection conferences and Looked after children PEP meetings during lockdown, which had continued online since. The safeguarding teams had supported learners 1-1 remotely and in-person since return, prioritising 'at risk' learners. They also shared general wellbeing materials via the College App and Virtual Learning Environment (VLE) with links to relevant materials and support agencies as well as internal support mechanisms. The Colleges also had dedicated email addresses for students to contact the appropriate safeguarding staff. GH informed the meeting that the College had also delivered tutorial sessions focused specifically on Mental Health Awareness, coinciding with Children's Mental Health Week and a healthy college week in May.

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Safeguarding Registers: The number of learners on the Safeguarding Register was noted.

Harrow: Members noted that there were currently 20 learners on the Serious Case register, 167 Looked After Children, 445 care leavers and 101 learners receiving mental health support.

Uxbridge: The same figures at Uxbridge were noted as 50 Serious Safeguarding cases, 206 Looked After Children, 24 care leavers and 228 learners currently in receipt of mental health support.

Student Services activity: Governors noted that during the lockdown and in half-terms and Easter, the Colleges had again worked together to ensure that the HCUC bursary and free school meals payments were made. The Careers teams had organised 'virtual progression' events for parents and student wanting to progress to university or apprenticeships.

Learner Surveys: The meeting was reminded that in a usual year the College would conduct two main college wide surveys. One at the start of the year, (the first impressions survey), and the second in the middle of the year to determine student satisfaction on a number of factors such as teaching, support, and overall satisfaction. This second survey was usually done in conjunction with the FE Choices Survey which all colleges were obliged to conduct on behalf of the DfE. Due to the pandemic, the FE Choices Survey 2020/21 was cancelled for the second year in a row. Governors were reminded that the last HCUC satisfaction score in 2018/19 was 84.1% (compared to a National Average for FE colleges of 78% and an increase from the 2017/18 score of 80.7%). The HCUC First Impressions Survey was conducted in October/November 2020 and was very positive; overall satisfaction was at 97%. GH informed the meeting that in February 2021 the College decided to conduct a second survey on the satisfaction of students with their remote learning, this survey was also positive with 94% of learners responding that the resources provided by their teachers were helpful. In relation to progress within lessons, 89% of learners said they made progress in their lessons via question and answers (despite lockdown) and 84% via classroom discussions. Overall satisfaction with remote learning was at 80%; this dip was due to the fact that learners wanted to be back-on-site learning. The meeting sought clarification on whether there was a national comparator available; GH confirmed that the national rate had been 80% but HCUC was not satisfied with this level of satisfaction. The meeting was informed that some questions had a good response as 94% of HCUC online lessons had actually been delivered live due to the commitment of the college and teachers. Governors asked the SLT to try and get hold of more detailed benchmarking data to see how others local colleges scored, but this was likely to not be available on a London-wide basis. DMcT suggested that he would try and get some more information through the London Vice Principal group but he knew that HCUC had been one of the few London colleges to deliver live lessons during lockdown. The meeting also noted that in May 2021 the GLA had obliged HCUC to survey adult learners using a GLA survey called the London Learner Survey. Governors noted that HCUC was currently participating in the pilot year for this survey but it was not known whether feedback on results would be available. GH informed the meeting that given the number of surveys that had been conducted and the time pressures on teaching staff to delivering the Teacher Assessed Grades (TAGs) the SLT had decided not to run a second middle-of- the-year learner satisfaction survey this year. Governors were assured that this would hopefully return to normal during the 2021/21 academic year.

The Safeguarding Lead Governor (NK) sought additional clarity on what happened to learners on the serious Case Register when they left HCUC; did their cases get picked up by other agencies? GH explained that unlike the transfer from school where information automatically followed the learner this

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did not happen when they left college – most of them would be over 18 by then and colleges were not legally obliged to pass this data on. GH did inform the meeting that if a learner transferred between FE colleges – in or out then student services would pass on information.

Governors commented on the increase in demand for safeguarding help and wanted assurance that the College had allocated sufficient resource to his key area of work. GH informed the meeting that resources for this area were tight and staff had been working flat out to provide the increased support. It was noted that SLT were aware that an additional resourcing need for next year had been flagged in the area's development plan 2021/22. The Governors urged SLT to keep the importance of this work. Page | 9

The meeting discussed the increased 'common threads' that had been noticed during lockdown and sought more detail on how HCUC was working to mitigate the impact on learners. GH cited the huge increase in learners requiring mental health support which had been a steep learning curve for Student Services staff. There had also been an increase in the cases of domestic violence. GH assured the meeting that the new posts within Student Services for Mental Health Worker specialists had led to a positive impact. These roles allowed the team to take action as soon as they spotted someone needing help. The Chair sought clarity on any reason for there to be twice as many mental health issues at UC compared with HC. GH did not think there was any reason for this higher proportion but would consider it further; he reminded the meeting that the Serious Case register had increased at UC during the last 6 months.

The meeting thanked GH for the update and commended all the positive Safeguarding and Student Services work undertaken during the lockdown and continuing.

The report was NOTED

ITEMS FOR INFORMATION

(The meeting took the following detailed reports as pre-read and the report authors took questions by exception.)

12. Partnerships Report (including GLA and WLIoT update)

The Deputy CEO/ Principal Harrow (PC) presented this report which gave the meeting an update on employer engagement and partnership activities for HCUC for the year-to-date 2020/21. Governors commended the wide range of activities and partnership development work across HCUC. The detailed report was taken as read but Governors noted the key points as follow:

Apprenticeships: – PC highlighted the significant number of levy starts. This was key as HCUC was now working with Harrow Council as a levy employer which was helping to support SMEs within Harrow. The meeting discussed the idea of using the HCUC levy to support SMEs within local boroughs and it was agreed as a good idea moving forward.

Tenders: The meeting noted the success of the Ingeus Prime work with a £14m contract with DWP being secured; HCUC would be a specialist training provider.

Sub-contractors: The meeting noted that HCUC was now working with three sub-contractors but there was now less of a concern as the majority of the work had been delivered; only £89k was still to be delivered.

West London IoT: PC confirmed that she had now had a call with the DfE (with the GDFRP in attendance) to look at the key risks around the IoT delivery. They had been informed that there would be an internal DfE meeting on 21 May to review all the IoTs and their KPIs moving forward. This meeting would consider the three options as discussed at the April 2021 Governors Training Day. HCUC was hopeful of a good position to start the next academic year. This would be helped with the national IoT website

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due to launch in June. However, SLT were mindful that there was a lot more work to do; the IoT marketing specialist was looking at target groups that the IoT needed to reach. There was some very good curriculum development work happening around the IoT, the College was working well with Brunel on this. There had also been some interesting conversations with employers eg. Thames Water to look at the Digital strategy. There was also a plan to put on some tours of the IoT in the summer for local employers which would help to reinvigorate the Employers Advisory Group.

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Other projects: PC informed the meeting that the GLA Covid Response was currently 'amber' with numbers at 405 against target of 415. All other projects were 'green' as targets had been met or the College could rollover the money to use in 2021/22.

The College was now looking at the Skills Escalator project, the deadline was Tuesday 25 May. This project was looking at how to support SMEs in West London and was looking for quick, sharp options that were aligned to the Skills Improvement Plan.

The College had now submitted a bid for GLA High Level Skills Funding which would support progression to HCUC full Level 4 programmes in the WLIoT. This was looking at adults who really wanted to upskill and undertake a complete career change. The meeting agreed that this was an important project. **The Chair (ND) suggested that it would be good for the Governors to hold a Corporation meeting in the IoT Building during 2021/22.**

The Vice-Chair (SC), who was the Governor link with the IoT Board, commended the progress with the IoT and suggested that Governors should not be distracted by the learner number figures being below target. The Covid impact in 2020/21 had been large and unavoidable. The College had done well to complete the IoT building on time in light of the pandemic and it was a credit to the Deputy CEO (PC) that the IoT had already progressed so far. SC asserted the great work done to date on the foundations for the IoT, the College had committed and involved partners who were all 100% actively involved. The Government direction was still emerging but there was a strong commitment to the IoT structure. Curriculum development with employers was very strong and he believed Governors should take clear assurance on progress to date. He believed numbers would follow as the Covid-19 impact receded and employers were more able to engage.

The Partnerships Report was NOTED and RECEIVED.

13. Academic Report

The meeting considered a report which covered the following: KPI Dashboard for in-year monitoring; Higher Education (HE) update report; an Ofsted Inspection Update; and a summary report on progress against Quality Improvement Plans (QIPs). This report was largely taken as read with Governors asking questions where they sought additional clarification.

KPI Dashboard for in-year monitoring

The meeting noted the summary dashboard which provided year-to-date (YTD) performance 2020/21 for HCUC, HC and UC for the following metrics: Retention, Work Based Learning (WBL) updates, FT Attendance, Employability, Lesson Observations, Complaints and Disciplinarys. The meeting noted that this dashboard had been presented at each of the Stakeholder and Scrutiny Committees (SSC) and in combined format at Quality, Curriculum and Standards (QCS) Committee. Governors commended the clear 'RAG' rated format which enabled them to identify any areas of under-performance very easily. DMcT highlighted the following aspects of performance:

- Attendance- Full Time 16-18 was at the year-end target at 86% and was expected to fall below target by June 2021. The impact of the recent lockdown was noted. Attendance at English and maths continued to be lower than for mainstream provision.

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- Punctuality 16-18s was holding at 3% on target.
- Retention - 16-18 retention was well-above NA and 1.1% above YTD 2019/20. This would be closely monitored via the Corporate Goals. HE retention was high and improved on 2019/20 YTD at 100%. The meeting noted that cases of individual slippage were being monitored closely.
- Weaker courses 2019/20 were performing well in 2020/21 YTD with 99% > NA.
- Teaching Learning & Assessment: Drop-In observations had begun again in some schools. External 'formal observations' began on 9th November and would continue in schools until May. DM informed the meeting that 170 observations had been conducted to date during the year which was not much lower than in 2019/20. The 93% good or better profile was a reflection of a lack of external validation; DM believed that a figure of 86-88% would be more accurate.
- Work Experience (WEX): Governors were reminded that there had been a delayed start & impact of COVID 19 on employer participation. Schools now had targets set for both WEX and Significant Industry Placements (SIPs) with staffing resource allocated to support the achievement. For WEX some virtual placements were now being allowed, however the guidance in relation to SIPs has not changed on this – actual placements were currently expected. The current 42% achievement was very strong considering the impact of the pandemic. Governors were assured that relationships with employers had been maintained for a relaunch in 2021/22 which would be good for T levels and Significant Industry Placements (SIPs).
- Disciplinary - volumes of stage 3&4 disciplinarys were below YTD 2019/20. Exclusions were also below YTD 2019/20. The period of closure was obviously a contributing factor to this.
- Complaints: were low and on par with 2019/20 YTD. No complaints had resulted in legal action to date, but two current complaints at Uxbridge College were deemed as high risk.
- Learner Satisfaction- HCUC Initial Impressions Survey had evidenced very high term 1 satisfaction, further improved on 2019/20.

Higher Education (HE) Update

DMcT presented this report and took questions from the meeting. The meeting took the very detailed report giving them assurance on how HCUC was continuing to meet the OfS conditions of registration as read. A summary of the ongoing HE reporting to Governors was noted by the meeting.

Assessments 2020/21

DM highlighted the ongoing issue of ESOL and Functional Skills learners being treated unfairly as the requirement for them to undertake formal examinations remained. This would not allow for any gaps in learning to be reflected and had affected some of the most disadvantaged HCUC learners. JM – who was the Link Governor for ESOL informed the meeting that the ESOL Team remained positive but were realistic about the challenges faced by their learners. DM agreed that 19+ ESOL learners were amongst the hardest hit by limiting the capacity for them to be in the room for delivery. DM reminded the meeting that the College had lobbied hard on this matter but had not succeeded in changing central exam board policy. GCSE classmates would not suffer the same disadvantage and it would cause a slip which will impact on progression. HCUC was working hard to mitigate this negative impact.

The College had also lobbied Pearson (HCUC's largest awarding body) on a further 2 issues:

- Reduced timeframe with no late submission of TAGs permitted after 18 June. DM was hopeful that the College might be allowed to claim late for a proportion after lobbying.
- The decision that learners were not allowed to carry over TAG units – 2 year students. HCUC was pushing back with Ofqual and DM felt positive of a good outcome. The College had hundreds of learners affected by this issue so it would be good to win a reprieve.

Ofsted – high alert

DM highlighted the recent intelligence which suggested that HCUC was likely to be in scope for a full Ofsted EIF Inspection now they had recommenced after lockdown. Work with managers began immediately to newly refresh preparatory folders and priority activity had taken place to walk staff through the expected curriculum deep-dive activity that ground level staff will work to. Governors were assured that while the College had been focused on supporting students and staff throughout lockdown, the College had retained an ongoing Ofsted focus including the February Whole College Training Day which had presented a strong seam of Ofsted TLA readiness throughout, covering Ofsted expectations of a remote lesson.

The accompanying meeting noted an updated Governor's Ofsted cribsheet which had been updated to include lockdown references. DM also highlighted that the Front Page A4 summary of the Corporate Goals would also be a useful briefing document for Governors. An extra Ofsted session had already been convened for the NEAs after the briefing at the Governors Training day. It was suggested that an additional one-hour briefing session would be laid on to ensure that the Governance Team were ready to meet inspectors at short notice; DM would coordinate this with the Clerk to the Corporation (TR).

The Academic Report was RECEIVED.

14. Finance Directorate Report

14.1 HCUC Management Accounts

The GDFRP (SW) presented the composite HCUC management accounts to the end of April 2021. The meeting noted an historical cost surplus for the period ending 30 April 2021 of £2,040,000 compared to a forecast surplus of £1,075,000 giving a favourable variance of £966,000. Governors sought, and were given, confirmation that the main reason for this variance was timing of expenditure with schools spending later than planned. The significant variances were highlighted as follows:

- Income of £38.161m against a budget of £38.425m (adverse variance of £264,000).
- Expenditure was showing a favourable variance of ££1.231m against the budget of £38.357m. Staff costs of £24.644m compared to the budget of £25.509m, (favourable variance of £865,000 due to vacant posts within Academic and Support staff). Members were reminded that the budget assumed all posts would be filled for the whole year.
- Other Operating Expenses: a favourable variance of £325,000 against the budget of £9.538m. This was noted as mainly being due to timing issues.
- Balance Sheet remained strong with a healthy cash balance.
- All ratios were healthy: cash days in hand at 188.2 (forecast 189.2); and current ratio at 2.17 (forecast of 2.65). Reserves as a percentage of income were at 138% against a forecast of 140%.
- The College was currently complying with all bank covenants.

The meeting discussed the £865,000 staff vacancy factor and sought assurance that the levels of vacancies was not having an adverse impact on the quality of provision and teaching. SW assured the meeting that this was not the case, the SLT was managing vacant posts very closely and was covering all necessary posts with agency staff. The Deputy Principal (DM) confirmed that there was no negative impact on learners. However, there was sometimes a delay in appointing the correct person to specialist vacancies. The CEO (DDS) highlighted the 'usual pressure' at the specialist end; it was hard for colleges to match industry salaries and HR were currently looking at more creative solutions to making FE teaching attractive. This might include pay-scales being loosened to allow HCUC to pay specialist more, this would be necessary to meet the demands of the recent FE White Paper. SW confirmed that within the budgeting process the SLT would be looking at all vacancies in June to check them. DM confirmed that Governors would be informed about any areas where there were ongoing issues with staffing (via QCS Committee and to the full Governing Body).

The Chair of Resources Committee (AMcL) sought assurance on the high level of debtors and the delay on the term 3 invoicing for the High Needs provision. SW confirmed that he was not expecting any disputed claims but the College was just awaiting payment.

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The meeting commended the strong KPIs and the performance above the mid-year forecast as well as the original budget.

The HCUC Management Accounts to 30 April 2021 were RECEIVED

14.2 Risk Register

Governors considered the significant risks (rated 12 and above) on the Risk Register that detailed the risks mapped to the Strategic Aims and Corporate Goals of the College. The significant risks related to difficulties with staff recruitment, Ofsted rating, achievement of funding and a new risk in relation to COVID19. The current controls and mitigation actions for each of the risks were noted by the meeting. The meeting received the HCUC Risk Register which had not changed since last presented in March 2021. The meeting discussed risks with changed risk profile and the key 'red' rated risks in more detail and the mitigating actions that had been put into place:

- 1.08 Insufficiently qualified and equipped staff to support the delivery of study programmes and quality outcomes for learners. (Risk score unchanged at 12 'red').
 - 1.09 Failure to recruit sufficient staff, qualified at the appropriate level. (Risk score still at 12 'red').
 - 1.12 Project work fails to prepare the college for TL, CDF and Transition programmes (Risk score remains at 15 'red').
 - 1.13 College SAR and/ or Ofsted rating falls below Outstanding within the new Ofsted EIF. (Risk score remains at 12 'red').
 - 2.05 Inflexible delivery models for Apprenticeships could restrict growth (Risk score still at 12 'red').
 - 3.02 Insufficient enrolment on employability pathways for adult unemployed learners will reduce spend of ESFA contract. (Risk score remains at 12 'red').
 - 3.11 Underachievement of funding targets (Risk score still at 15 'red'). The ongoing impact of Covid-19 on particularly Apprenticeship work was being very carefully monitored.
 - 3.12 Failure to secure and respond to large levy paying employers could impact on apprenticeship income (Risk introduced in June 2020 and still had a risk score at 15 'red'). This risk had become ever more of a threat during Covid-19 lockdown; the college had recognised this and the Business Development Consultants (BDCs) were working hard to stay in touch with employers during Covid-19 business disruption.
 - 3.20 WBL non-levy 16-18 and 19+ apprentices target not met. (Risk score still at raised level of 15 'red'). Current WBL delivery against the ESFA allocation was being closely monitored but had been severely impacted by the Covid-19 pandemic.
 - 4.05 Failure to achieve IoT targets (Significant risk with a risk score still at 15 'red'). This had been badly impacted by the pandemic and Governors were reminded of the work being undertaken with DfE to consider the current and future earner number targets.
 - 5.11 Compliance with GDPR and other data related regulation (Risk score remains at 15 'red'). SLT were concerned that despite staff training and advice from the Information Commissioners Office (ICO) on best practice, destruction of obsolete data was not always happening as quickly as recommended.
 - 5.12 College loses IT capability and/ or data following a cyber-attack. (Risk score remains at 12 'red'). This risk was very real despite IT Services using up to date security software and policies.
 - 5.13 Operational impact due to Coronavirus (Covid-19). (This new risk added in March 2020 was still deemed as a risk score of 12 'red'). The meeting was reminded of the measures in place and the adherence to all Public Health England and Government guidelines.
- ***IoT Risk Register***

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The meeting also noted a separate Risk Register for the West London Institute of Technology (WLIoT). SW reminded the meeting that this Risk Register format was in a format specified by the Department for Education and was used by them as a monitoring tool as well as internally by HCUC. There were two 'red' risks in relation to: insufficient learner numbers (adverse impact of Covid-19), and possible changes to government policy on Apprenticeships.

The HCUC Resources Committee Risk Register and the IoT Risk Register were NOTED and RECEIVED. Page | 14

- ***Merger Risk Register***

The meeting took the Merger Risk Register as read; this was being closely monitored by the Merger Joint Steering Group.

14.3 Capital Projects Update

The meeting took the Capital Update Report as read, this had been considered in detail at the Resources Committee meeting in March 2020 and there were no decisions currently required. Key current bids and projects were noted as follows:

Institute of Technology: SW confirmed that the twentieth drawdown had now taken place in March 2021; the year-to-date grant funding drawn down was now £8,953,445. The majority of the higher specification specialist equipment required for the IoT for 2020/21 had been received by the end of April 2021.

House at Harrow Weald: The meeting noted that the offer of £505,000 had now fallen through due to delaying tactics by the buyer. A second cash offer of £500,000 was accepted at the end of February 2021 and SW was currently working with solicitors to conclude the sale.

ESFA Further Education Capital Allocation (FECA): SW confirmed that the deadline for completion of all the work had now been extended to September 2021. The meeting was reminded that the total allocation from the ESFA had been £2.094m with HCUC also spending £523,541 (25% contribution). Governors were assured that work was all on track to meet the revised deadline of September 2021. Expenditure to date was £2,476,915 with works completed on Bronte, Flemming and C Block.

FE Capital Transformation Fund (FECTF): The meeting was reminded that HCUC submitted a capital bid on 22nd March 2021 for £4,418,697 of which £2,945,798 would be grant funded and £1,472,899 would be self-funded (50%). The project was to create a college business centre with a focus on two areas aligned to the IoT business skills and engineering (new technologies); these two sectors had been identified as having the highest future demand in West London over the next decade. SW confirmed that the outcome of first stage would be known on 14 May 2021 and the second stage application submission deadline was 30 July 2021 with an outcome of stage 2 to be released on 27 September 2021.

T level Capital Wave 3: HCUC submitted a capital bid on 28th March 2021 for £972,608 of which £648,405 would be grant funded and £324,203 self-funded (33%). The project would entail refurbishment of the Brunel Building which will cater for the T Level Business & Administration and Science routes expected to be delivered in 2022/23. Outcome of the first stage would be in July 2021.

14.4 ESFA Allocation 2021/22 against plan

The meeting noted that the ESFA allocation was £518k higher than plan. The three notable points were:

- a) Main 16-18 allocation is £109k lower than plan which includes high value courses and leavers in year programme for 2020/21
- b) High needs element 2 allocation is £390k higher than plan. Caution prevails since high needs learners currently stood at 495 learners; with the impact of COVID19 we may not see an increase in demand.
- c) Teachers pensions allocation is £268k higher than plan. This is based on payments made to Capita, rebased for the full year and includes 23.6% employer contribution.

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d) The balance of allocation is considered cost-neutral, expenditure will be re-aligned accordingly in the budget income streams.

The AEB allocation was £230k higher than plan.

14.5 Update on cyber security

The meeting noted an update report from the GDFRP and the Exec Director Corporate Services. This gave the meeting a comprehensive update on the technical and cyber-security measures that had been implemented at HCUC since August 2021.

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Cyber Essential Certification: The meeting noted that the following work was planned to complete by 31st July 2021 in order to qualify for the cyber essential certification:

- Upgrade Harrow Wi-fi and network switches
- Install new servers at Hayes and Weald and move Hayes data centre to Harrow. Migrate servers to the correct respective data centres.
- Roll out laptops to support staff with fresh software image which allows resolving specific controls for removing administrator access to laptops, removing unlicensed or old software, control for anti-virus, encryption of hard disk and turning on of local firewall

Cyber Security Training: SW informed the meeting that the Cyber Security training package was now being constructed in-house and was estimated to be in position by the end of July 2021. In the meantime, there were two training measures being used; the first was the NCSC one-page aide memoire which had been publicised and placed on the staff intranet. The second measure was a 20 minute online Safesmart GDPR training package 'GDPR for education' which seemed good. A more detailed online Safesmart training module (taking 40 minutes) would be required for managers. As a first step this was noted as a minimum standard but was enough for staff to have adequate awareness. The YouTube video within the training was a helpful addition. The Chair sought confirmation on whether the Governors would be able to see this training and it was suggested that this would be possible when the full in-house Safesmart training package was in place by the start of August 2021.

GDPR Document Retention: The meeting noted the Gantt chart showing the timeline for completion of this project. SW confirmed that Modulo 2 remained engaged to run the completion of steps 1 & 2 of process before requiring departments within HCUC to complete step 3.

The Finance Directorate Report and Capital Update was RECEIVED.

15. Corporate Goals 2020/21 – Update on progress

The CEO (DDS) provided an update on the Uxbridge College's and Harrow College's Corporate Goals YTD achievement. The meeting was reminded that the Corporate Goals reflected the impact of the Covid-19 pandemic. The format of this report now reflected further alignment of common HCUC KPIs that each College was working towards and the detailed commentary prioritised the HCUC joint perspective but with some flexibility to account for the local Harrow or Uxbridge context. The front page now better reflected the emphasis on the '3 Is' within the Ofsted Education and Inspection Framework. The RAG rating system flagged up those items on the front page where progress in relation to a particular KPI or performance area had either faltered, prompting mitigating actions (amber rating), or stalled such that full achievement was now not possible (red rating). Governors were reminded that considerable further detail was provided within the body of the Corporate Goals reports about the amber and red rated items flagged on the cover pages.

DDS highlighted the following:

- Quality of Education (previously TL&A) had taken note of the reliance on remote learning delivery as a result of Covid-19 where quality was gauged mainly by learner survey. However, a significant number of formal graded observations had still been possible and were conducted when classes were run onsite. However, DDS highlighted that the current profile (93% at meets or exceeds)

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was considered to be a little inflated when compared with previous profiles that had included external verification.

- The likelihood of an Ofsted Inspection in the summer term 2021 had been raised as a result of more recent Ofsted notifications and so the College was once again on a more alert footing. As a result of the altered year due to Covid-19 it was understood that safeguarding and support for learners will understandably feature strongly, along with delivery and evidence to manage gaps resulting from 'lost learning'.
- The Learner outcomes section had been updated where relevant, but it was noteworthy that due to alternative assessment arrangements, there was no published national data for 2019/20 with which to compare HCUC data against.
- The Finance & Funding section had been amended to reflect the impact of the pandemic and the additional sources of funding. The funding picture following enrolment 2020/21 had been further updated (following March-April ILR submissions). This had confirmed the downward pressure on 16-18, HNS, HE and apprenticeship numbers for 2020/21. However, HCUC was expected to meet the GLA AEB 90% threshold for profiled delivery and so would avoid any clawback of funding. Higher, though controlled, reliance on sub-contractors has been necessitated to deliver targeted AEB and additional Covid-19 related activity. Governors were pleased to note that current raised applications 2021/22 pointed to some level of recovery next year, but there continued to be a need for cautious budgeting and sensible efficiency measures to be put into place. DDS reminded the meeting of the ongoing impact of grade inflation after GCSE and A level exams were cancelled.
- Under responsiveness and compliance, the focus was on main Government backed projects. These being, Institute of Technology (IoT), T-level pilots and associated substantial Industry Placements, Mayor's Construction Academy (MCA) and activity linked to the newly available CV19 London economic recovery projects. The 'amber' ratings related to the impact of Covid-19 which had resulted in disrupted HE marketing and reduced employer engagement.

The meeting noted the challenges around the financial corporate goals. SW reminded the meeting that there was still uncertainty around HCUC gaining in-year growth funding for 2021/22. If this was unsuccessful the College would take a hit on ESFA funding. Governors were assured that worst case scenarios would be used in 2021/22 projections and budget. The expected delivery of the AEB was 90% this year and SLT were confident that this would be achieved. DDs highlighted the recent adaptability and agility with regard to recent funding bids which had been key to supplementing mainstream funding. These were becoming more common and necessitated an immediate response, the success of HCUC in gaining access to numerous sources of additional funding was a credit to staff and managers. This would need to be maintained moving forward. Governors commended the ongoing high performance with regard to learner achievement in what had been a difficult year.

The meeting considered the categories flagged as 'amber' in more detail. Attendance was flagged as very close to target and the ongoing issue of Work Experience Placements during Covid was discussed. The Chair of QCS Committee sought clarity on why T Levels were classified as 'green' when learner numbers were currently below target. DDS confirmed that it was marked as green because the college had launched and delivered the provision as planned even though numbers were lower due to Covid-19. **It was AGREED that the RAG rating for T Levels should be changed to amber** (as discussed at QCS Committee) due to the employer involvement required with T Levels around work placements which was proving problematic during the pandemic. The was reminded that DfE would not change their thinking around virtual work placements which were still not permitted, even on the Digital T Level. The meeting discussed the impact of lower IoT recruitment on progression to top-ups at Brunel in September 2021. It was agreed that the College needed to clarify the implications of this with the IoT Board.

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The meeting agreed that the Corporate Goals reporting was working well with the overall college picture with nuances of the local differences. DDS informed the meeting that he had shared this Corporate Goals reporting format with the interim Principal at RuTC and they liked the format.

The Corporate Goals Update report was NOTED and RECEIVED

ITEMS TO BE TAKEN AS READ (with questions from Governors)

16. Merger Joint Steering Group – 21 April and 11 May 2021

The minutes of the meetings were noted. All items had been brought to the current Corporation meeting.
NOTED

17. Search Committee – 5 May 2021

The Chair (AMcL) confirmed that all matters raised in the meeting had already been considered during the meeting.

NOTED

18. Feedback to Stakeholder and Scrutiny Committees

After consideration, the meeting agreed that the following key items would be fed-back to the SSCs in advance of the formal Corporation minutes becoming available to SSC members.

- Governor and SLT Workshops around mission/ vision and values
- Oversight of merger public consultation
- The establishment of the Richmond SSC would be key; it would be driven forward after the appointment of the RuTC Principal.

The feedback to the SSCs was AGREED as detailed above.

19. To confirm the dates and times of the meetings for 2020/21

- Tuesday 6th July 2021 at 4.30pm.

The Clerk highlighted that this meeting was planned as remote access via Zoom video conference but could be back on site depending on Government guidelines in place for July 2021. The meeting suggested that Governors' diary commitments would require longer notice for onsite meetings to resume so this meeting should remain on Zoom. The CEO (DDS) informed the meeting that he would be late for this meeting as he had to attend the first meeting of the Hillingdon Partners Executive meeting which would not finish until 5.30 pm.

It was AGREED that the July 2021 Corporation meeting should remain online access only via Zoom.

ANY OTHER BUSINESS

20. Any other business as previously notified

There was no other business.

21. Any items proposed for next Corporation meeting

There were no specific agenda items requested.

The meeting closed at 7.10pm.

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Signed

Date.....

Staff Governors, Student Governors and officers withdrew and a Part 2 Confidential meeting followed.