

Newbury College Corporation

Update for Board Members

Meeting to be held on Monday 10th October 2022 at 4.00pm at Newbury College

Non-Confidential minutes of a meeting held on Monday 10th October 2022

Members	Name	Present	Role
1	Glyn Howells (GH)	*	External Member
2	Iain Wolloff (IW)	*	Principal & Chief Executive
3	Javaid Iqbal (JI)	*	External Member
4	Julian Cooper (JC)	*	External Member
5	Martin Hamer (MH)	*	External Member
6	Nick Fox (NF)	*	External Member
7	Peter Lambert (PL)	*	External Member
8	Sally Osmond (SO)	*	External Member– Chair
9	Sam Dibas (SD)	*	External Member
10	Shelly Van Meter (SVM)	*	Staff Member (Teaching)
11	Stuart Compton (SC)	*	External Member
12	Sue Richardson (SR)	*	Staff Member (Support)
13	Tim Major (TM)	*	External Member
14	Tom Rossiter (TR)	*	External Member
Apologies:			
1	Chelsea Cordiner (CC)	*	External Member
2	Alfie Green (AG)	*	Student Governor
3	Lauren Bailey (LB)	*	Student Governor
In Attendance:			
	Cathy Wright (CW)	*	Director of HR and Support Services
	Jo Houghton (JH)	*	Director of Business & Partnerships
	Didem Allen (DA)	*	Director of Finance
	Lee Hunt (LH)	*	Vice Principal
	Richard Lee (RL)	*	Clerk to Corporation – Minute taker
Quorum:			
	7 required	*	14 present at start - meeting quorate

No.	Item	Paper
	Welcome SO outlined the areas for review as pupil numbers and the financial position with an emphasis on the land sale.	Verbal
1	Apologies for absence (<i>statutory information</i>) Apologies for absence were received from CC, LB and AG.	Verbal
2	Declaration of interests (<i>statutory information</i>) There were no declarations of interest made.	verbal
3	Approval of new Governor SO proposed Julian Cooper (JC) – a qualified accountant with a finance and investment background to join the Board and Finance & Resources Committee.	Verbal

	The Board unanimously voted in favour of JC joining the Board and Finance & Resources Committee.	
4	<p>Governor Resignation and Committee Composition SO advised the Board that DP had resigned, and that a new curriculum and quality specialist is required.</p> <p>IW introduced a potential new Governor, Gavin Brooks – former deputy vice chancellor of the University of Reading and Buckingham New University – a specialist in working with partner colleges and FE/HE skills. SO proposed GB be invited to the next Curriculum & Quality meeting as an observer, with ratification as a full member to occur at the December FGB.</p> <p>SO noted the Search and Governance Committee, and the Remuneration Committee (which is not quorate) have insufficient members and asked for committee volunteers.</p>	Verbal
5	<p>Minutes from previous meeting (information) SO asked for approval of minutes and confidential minutes from the Corporation meeting.</p> <p><u>Minutes</u> GH noted point 6.1 should read that the ‘committee recommended the budget for approval’. GL asked in reference to the last point on academy trusts if any additional contracts would be provided to NCAT by NC after its merger with the TLT. IW responded that the NCAT will effectively terminate upon its merger with the TLT along with the services provided by NC. SO asked if there would be any extant liabilities after the NCAT merged with the TLT. IW indicated there would be no extant liabilities.</p> <p>MH asked for an update on the installation of a microphone system in the College restaurant. SO responded that initial conversations have been held to identify a suitable solution. Action: RL will ask IT to ascertain the cost and options for microphone installation.</p> <p>SO asked the Board to approve the minutes once the noted amendments have been made. The minutes were unanimously approved by the Board.</p> <p><u>Confidential Minutes</u> SO asked the Board to approve the confidential minutes. The confidential minutes were unanimously approved by the Board.</p>	Paper – page 2
6	<p>Actions from previous meeting (discussion) SO reported that the following actions have been completed:</p> <ul style="list-style-type: none"> • RL finalised and distributed the meeting agendas. • DA noted the governance budget will be included in the financial forecast. • LH distributed head count funding figures. • DA provided the sub-contracting audit certificate of insurance to the ESFA. <p>SO asked RL to update the Board on the introduction of College emails for Board members. RL noted the emails were ready for distribution. SC asked if email would be run through a secure suite of software; PL asked if the use of College email would lead to document distribution through SharePoint. SO affirmed it would. MH and SO suggested emails be distributed within 2 weeks. Action: RL to distribute Governor email details within 2 weeks.</p> <p>SO requested Governors create a small biography to be placed on the College website. Action: RL to distribute to all governors a biography exemplar and pro forma.</p> <p>SO reported on the action to respond to the recent offer to purchase an area of land. GH noted the related sub-group had exchanged information and formulated a paper for discussion.</p>	Paper – page 16

	<p>SO reported on the action to ask Governors for feedback on preferential times and dates for meetings. SO noted that solicited feedback indicated Governors wanted to continue Monday meetings. SO noted Committee chairs can elect to use Teams in lieu of onsite meetings.</p> <p>SO noted that statutory training needs to be completed by all Governors. SO noted that in the FGB there will be an item around governor responsibilities in relation to the KCSIE 2022.</p>	
7	<p>Student enrolments <i>(information, discussion)</i></p> <p>IW provided an update on student enrolments noting that, as at the 28th September 2022, the overall position for student enrolments is summarised as an overall growth in student numbers compared to the previous year, modest income growth above budget for 16-18s and school links, and forecast achievement of budget targets for AEB, loans, community learning and apprenticeships. Of specific note were:</p> <ul style="list-style-type: none"> • 16-18 Full-Time – there was a positive growth of 83 student enrolments higher than predicted, including growth in the revised art provision, additional numbers for media courses, the first T Level and transition pathway students, and the new football academy provision in Reading. The 16-18 student numbers are counted for funding purposes on the 1st of November, by which time there are typically some withdrawals and so the full-year forecast (approximately 740 students) is lower than the current enrolments, but higher than the budgeted number (701 students). • 14-16 School links – there was a positive growth of school link students, as the provision was re-established following the pandemic restrictions, and is forecast to be better than the budgeted number. • 19+ Full time & 19+ Part-Time – there was a significant increase in enrolments for full and part time students funded by the Adult Education Budget (AEB) and by loans primarily due to the significant numbers of distance learning students, but recruitment will continue throughout the year. The forecast is that the budget target for AEB and loans will be achieved. • Community Learning – there was an increase of 51 students at this point, due largely to the provision for local refugees and it is forecast that the budget target of 680 will be achieved. • Apprenticeships – there was a growth of 38 apprentices compared to last year and the forecast is to meet the budget target of 255 (£1.025M income). The apprentice numbers include those undertaking higher and degree apprenticeships in the UCN. • UCN – there was a positive but modest growth of 6 students for the direct entry (non-apprentice) students in the UCN, below that forecast in the budget target, due to a reduction in Access students. In-year recruitment and cost savings on delivery costs, will ensure there is no negative impact on the budget. <p>SO asked why direct entry UCN students were a concern. JH responded that the standard of Access Students was low with many students not meeting the entry criteria. Additionally, JH noted more direct entry students, especially self-funded direct entry students, were required. SO asked what the self-funding income would be. JH responded approximately £50,000 in student loans from 2023, which does not apply to students taking the apprenticeship route.</p> <p>SO asked if a pre-access course could be used to upskill students. SVM noted maths and English was an issue with regard to Access course admissions. JI suggested that some additional courses could provide general upskilling.</p> <p>JI asked what the target for in year recruitment was. JH noted multiple start dates are possible through the year as each course consists of standalone units; potentially 5 masters, and 10 Access Students could start in January 2023.</p> <p>LH noted enrolment was sufficient and referenced the remodelled art provision as increasing enrolment. LH observed the challenge of progressing 16-19 students into the UCN but noted</p>	<p>Paper – page 17</p>

	<p>that sports provision will likely drive this conversion. LH noted the T level target of 110 students has been exceeded with 113 students enrolled.</p> <p>IW noted an upcoming Careers Fair (13/10/2023) is expected to be attended by students from all local schools, and 40 employers. An invitation was extended to Governors to attend.</p>	
8	<p>Finance (information, discussion)</p> <p>▪ Finance update</p> <p>DA reported that the July accounts (21/22 financial year) represent the first look at the likely out-turn position although they might differ once any adjustments are made through the auditing process. The forecast operating deficit for 21/22 has improved to -£897,000 (-£244,000 before depreciation and interest, etc), £250,000 better than the 21/22 budget.</p> <p>▪ Budget review</p> <p><u>Student Numbers</u></p> <p>Current student numbers suggest budget targets for income will be met for 16-18s, school links, adult education, Foundation Learning, community learning and apprenticeships. Potentially additional income will be generated from 16-18s, school links and apprenticeships. The current forecast for UCN direct-entry students is below budget, however in-year recruitment and cost savings on budgeted delivery costs will ensure no negative impact on the budget. Additional income may come from a successful Skills Development Fund bid (up to c.£150,000), and the potential extension of the existing Berkshire Education Employer Partnership (BEEP), which provides staffing costs for employer engagement.</p> <p><u>Expenditure</u></p> <p>DA reported expenditure in the following areas:</p> <ul style="list-style-type: none"> • College energy costs are subject to a fixed rate until Summer 2024. • Costs of food and consumables within, for example, the refectory and College restaurant, are rising significantly with inflation; conversely additional income is achieved in a number of these areas, due to increased student numbers. • The reversing of the rise in the employer's National Insurance contribution will lessen the planned expenditure in the budget by around £22,000. • A recent decision in the Supreme Court on holiday payments for term-time only staff is likely to increase planned staffing expenditure by a net figure of around £20,000 in the current year. • Additional staffing costs are likely due to the long-term sickness absence of a number of teachers, particular in the Maths & English team and the Motor Vehicle team. Turnover and sickness absence of support staff in Foundation Learning, also continues to be an area of potential additional cost. • Additional costs relating to the end phase of the PFI are likely, including additional staffing needs in the College's facilities team and the costs of professional/legal advice. These costs have been estimated for the 2022/27 period and negotiations for additional funding from the DfE to meet these costs are ongoing. • Additional expenditure for the Corporation, including any external review, may add around £12,000 of additional cost. <p>DA noted all controllable costs are being kept under review and steps taken to reduce these costs wherever possible.</p> <p><u>Cashflow</u></p> <p>The updated cashflow projection shows the low point in 22/23 at +£635K in February 2023. This equates to 20 cash days in hand, which is above the ESFA threshold of 15 days.</p> <ul style="list-style-type: none"> • The expected date of the first payment from the large land sale is estimated to be June 2023 based on the latest update from NCII; which should alleviate future cash flow problems. • Some expenditure has been re-profiled across the year to reduce the effect of an expected ESFA funding dip in February and March 2023 	<p>Paper – page 19</p>

	<p>MH asked if the cashflow forecast which predicts a low point in February is based on receipt of £88,000 from a land sale in November; MH noted if the sale did not occur the College would be reduced to cash for 17 operating days in 2023. IW noted the margin land sale would likely proceed as outlined in 2022.</p> <p>GH asked what the numbers of long-term sick were. IW responded there were 3 members of staff who were long-term sick.</p> <p>GH noted the PFI premium drives the College deficit until July 2027 and will require £3-4,000,000 in the interim. PL asked if the payment on the main land sale is delayed what would the consequences be for cashflow. IW responded that the cashflow forecast takes NC through the next year, but by November 2023, the College would need support, if the land sale had not completed, from the ESFA who are currently considering the options for the College.</p> <p>TM asked when the income from the land sales would be delivered. IW responded there are three payments, the first payment of £3,000,000 will be released on receipt of planning permission. NF asked if the College's financial situation should be brought to the council's attention. SO noted that much lobbying has been conducted but this is possible.</p> <p>SD noted a risk assessment will be needed if the project is delayed any longer. IW agreed. SC asked if there is a long stop date in the agreement and if both sides could step back. IW noted that they could, but if the land is remarketed the College position would be worse. GH noted that GT has invested £250-500,000 in planning and GT also has to justify their position to the respective boards.</p>	
9	<p>Buildings and land update (information, discussion) Update on the land sales</p> <p>Noted as a confidential minute</p>	Paper – page 21
10	<p>Subcontracting arrangements ESFA (statutory) Approval of due diligence and contracts for Subcontracted provision</p> <p>IW asked the Board to approve the following due diligence and contracts for Subcontracted provision 2022-23:</p> <ul style="list-style-type: none"> • Adviza Due Diligence 2022-23 to deliver Prince's Trust Team programmes. • Adviza Subcontracting Contract Amount 2022-23. • The Skills Network Due Diligence 2022-23 to deliver AEB programmes • The Skills Network Subcontracting Contract Amount 2022-23. • West Berkshire Training Consortium Due Diligence 2022-23 to deliver Maths and English programmes. • West Berkshire Training Consortium Subcontracting Contract Amount 2022-23 2. <p>IW noted it is a requirement of the 2022-23 ESFA Rules for Subcontracting that the Board of Corporation approve all due diligence and contracts to ensure that our subcontracting is of high quality and low risk to public funds. All due diligence reports were approved by SLT before contracts were written; all contracts were approved by SLT before being sent to the subcontractors. The contract values agreed are:</p> <ul style="list-style-type: none"> • WBTC: <ul style="list-style-type: none"> ○ 123 starts. Contract value £99,753. • AEB TSN: <ul style="list-style-type: none"> ○ 350 starts. Contract Value £184,450. 	Paper – page 54

	<ul style="list-style-type: none"> • AEB Adviza Partnership: <ul style="list-style-type: none"> ○ 24 x 16 – 18 Provision. Contract Value £116,728. ○ 9 x 19+ AEB. Contract Value £18,690. ○ Total contract Value £135,418. <p>As the template 2022-23 Contract was agreed in July 2022, the full contracts have not been submitted again.</p> <p>The Board unanimously approved the due diligence and contracts for Subcontracted provision 2022-23:</p> <p>IW proposed the budget for SEA be approved by the Board. NF asked why equipment was hired not purchased. LH replied that the proposed lease arrangements secured the best value for money.</p> <p>The Board unanimously approved the SEA budget.</p>	
11	Any Other Business	Verbal
12	Date and time of next meeting <i>(information)</i>	Verbal