



Minutes of an electronic meeting of the Council held at 1630hrs on 25 March 2021.

<b>Present</b>	Sameena Aziz	Claire Bowes	Mathew Bradbury (29/20 on)	Dr Alison Davies
	David Dixon	Sir Les Ebdon	Dr Mary Kiernan	Peter Walker
	Shakira Martin	Richard Greensmith	Rachell Nicholls (Principal)(PC)	Mark Woods (until 40/20a)
<b>In Attendance</b>	Ralph Devereux (Sec)	Emma Graham (GDF)	Liz Knight (AD)	Louise Perry (CFO)
	Dan Lee (HE Head)(SC)			
<b>Apologies</b>	James Larnar (DAD)	Mark Woods (early departure)		

**38/20 ELIGIBILITY, QUORUM, DECLARATION OF INTERESTS**

- a. The apologies were accepted. No notice had been received of any Member becoming ineligible to hold office, the meeting was quorate and there were no unregistered interests declared; the register was available for scrutiny.
- b. Urgent Business. A serious cyber-security intrusion had been attempted earlier in the week, however with foresight, Sophos a specialist communication endpoint, encryption and general cyber security company had recently been appointed and the serious incident was now being recovered. (see 47/20) The self-evident commitment and professionalism of the Group IT staff was commended.

**The information was received and noted.**

**39/20 STANDING ITEMS**

- a. The Chair thanked and welcomed all to the meeting, in particular Emma Graham to her first as the Group Director of Finance (GDF).
- b. The Minutes of the last meeting held on 21 January 2021 were confirmed for electronic signature. **(Action 1)**
- c. There were no matters arising.
- d. Outstanding Actions. Actions from the last meeting were considered.

See referenced minute for full detail.		Status
<b>Action 1</b>	27/20a. Last minutes (26.11.20) confirmed for signature.	<b>complete</b>
<b>Action 2</b>	27/20c. DP unanimously appointed as an independent member.	
<b>Action 3</b>	27/20d. Latest version draft AC minutes to be circulated.	
<b>Action 4</b>	28/20e. Academic Strategy&Curriculum Portfolio to next mtg.	<b>continuing</b>
<b>Action 5</b>	28/20f. ARU Peterborough title to be used.	
<b>Action 6</b>	29/20. Appreciation of stakeholders' performance to be notified.	<b>complete</b>
<b>Action 7</b>	31/20. Thanks recorded to CH.	
<b>Action 8</b>	31/20b. 5-Year Plan cash profile to be reconsidered	
<b>Action 9</b>	31/20b. UCP 5-Year Financial Plan recommended to IEG.	
<b>Action 10</b>	Confidential	
<b>Action 11</b>	34/20. Revised meeting schedule approved.	

- e. Academic Board (AB) Minutes. The unconfirmed minutes of the AB meeting held on 12 February 2021 were considered;
  - (i) re L5 Creative Writing. Assurance was sought and received that the early release of “creative writing” grades had been resolved; and
  - (ii) re Student Support. An increase of 29 students declaring a “need” since enrolment was challenged; the explanation that some did not declare on enrolment but they emerged as the term progressed was accepted. Assurance was also given that all necessary support was provided.
- f. Audit Committee (AC) Minutes. re 14/20. The Internal Audit Service (IAS) Plan for 2020.21, recommended to the IEG Corporation had been approved. The unconfirmed minutes of the AC meeting held on 4 March 2021 were then noted.

**The information was received and noted.**

**Actions had been identified. (See Register at 51/20 below)**

#### **40/20 ACADEMIC DIRECTOR’S (AD) REPORT**

The AD Report and Annexes considered areas of interest which were not covered elsewhere on the Agenda and the detail was discussed;

- a. Confidential Item
- b. Academic Strategy (AS). Fundamental to the overall Higher Education Strategy (HES) was the AS, which integrated the component elements into a cohesive delivery plan which would enable academic excellence and student experience in line with UCP unique selling points (USP). The curriculum plan, informed partly by competition and collaboration with ARU Peterborough, had delayed some validations to allow focus on more immediate priorities. The AS development and approval timeline was included aiming for presentation to the Council on 10 June 2021. **(Action 4)**
- c. Regulatory Returns.
  - (i) Access and Participation Plan (APP). APP approval for the current year had been obtained from the Office for Students (OfS) on 16 February (Appendix 1). Required further information had been submitted on 11 March 2021, with more to follow on 16 April 2021; as part of the 19/20 impact submission; the latter would be presented to the next Council meeting. **(Action 5)**
  - (ii) Transparency Return. The OFS had temporarily eased their requirements for the amount of transparency detail and the return. (condition F1) Full detail would be published on 29 April for publication on the website by 10 June 2021.
  - (iii) Association of Colleges (AoC). Current OfS priorities were considered at the recent AoC HE Conference. Regulation and monitoring remained the basis of the APP and financial sustainability and also considerable time was spent considering conformity with Competition and Markets Authority (CMA) requirements; UCP was compliant.
- d. Admissions.
  - (i) UCP was not permitted to enrol international students and although this was under review, evidence of UK “settled status”, would be required from all applicants by 1 July 2021.
  - (ii) Offers. There had been a reduction in unconditional offers however “contextual offers” where additional information, such as a potential student’s address or current school, could influence assessments, were perceived as on the rise and associated concerns had been raised with the University and College Admissions Service (UCAS).
- e. Governance. Four induction sessions had now been completed with recently joined Members and an “Away-Day” for the Board would be arranged after 21 June 2021. The newer Members recorded appreciation for the rewarding sessions and would welcome some wider additional consideration of Key Performance Indicators (KPI). Full detail of a Governor “link scheme” was at Appendix 2. A meeting between some Board Members and students had gone well with all reporting an open and worthwhile exchange.

**The information was received and noted.**  
**Actions had been identified.** (See Register at 51/20 below)

**Mark Woods left the meeting.**

#### **41/20 COVID RESPONSE**

Students had now fully returned to studies and all had gone well. It had been decided to reinstate the former timetable and system controls such as “bubbles” and staggered lunch breaks. Lateral flow testing (LFT) had now been completed and both operational sites had worked extremely well. Copies of the communications and information which had been generally circulated together with guidance relating to home testing, which was now fully operating, had been attached to the paper for Members’ information. Specific Risk Management (RM) detail was also attached and welcomed as comprehensive and clear. All of this reflected tremendously on staff and the smoothness of the arrangements was a credit to all involved. During general considerations it was confirmed that a small number of staff and students, generally shielding for various reasons, continued to work from home and these continued to be well informed and supported, risk analysis was provided for any who wished to return. There had only been 2 positive tests from c8000 administered and the “track and trace” arrangements had worked well.

**The information was received and noted.**

#### **42/20 FREEDOM OF SPEECH**

There had been recent media coverage, some inaccurate, of “no-platforming” at some HE Institutions and on 16 February 2021, the Secretary of State (SoS) had published guidance to all HE providers regarding their responsibilities to ensure freedom of speech (appendix 1). This was a complex issue, particular relating to the fundamental issue of academic freedom. Appendix 1 outlined the governments intentions and these were summarised in the paper together with some useful electronic links to wider information. During general considerations it was emphasised that there had been no local issues in this area.

**The information was received and noted.**

#### **43/20 WHISTLEBLOWING POLICY**

It was necessary to have a published Public Interest Disclosure (PID) (Whistleblowing) Policy and a draft which demonstrated that UCP was a safe, open and transparent workplace was appended for consideration. This was essentially the IEG approved document with slight amendments (to personalise) fully explained in the covering paper; with these amendments incorporated the Policy was unanimously recommended to the IEG for immediate approval. **(Action 6)**

**The information was received and noted.**  
**Actions had been identified.** (See Register at 51/20 below)

#### **44/20 ARTICLES OF GOVERNMENT**

Changes in status required amendment to the Articles, which had been scrutinised in depth. Attached to the paper were “fully marked up” and clean versions and Members were invited to recommend the latter to the IEG Corporation for approval. The changes were discussed, in particular the arrangements for student voice, the current Student Officer had been at UCP since 2018 and confirmed that the Student Council arrangements were appropriate, popular and extremely well supported. The Articles were recommended to the IEG Council for approval. **(Action 7)** To avoid appearance of presumption: the formal resolution, to be electronically circulated after IEG Corporation approval is below, the final version of the Articles would be attached for Members’ retention and any changes explained and highlighted:

**Company No: 06112716**

**COMPANY LIMITED BY GUARANTEE**

**WRITTEN RESOLUTION**

**of**

**UNIVERSITY CENTRE PETERBOROUGH**

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions are passed as special resolutions as detailed below.

**RESOLUTIONS**

**As special resolutions:**

1. THAT, the Articles of Association of the Company are amended by deleting all the provisions of the Company's Memorandum of Association which, by virtue of section 28 Companies Act 2006, are to be treated as provisions of the Company's Articles of Association.
2. THAT, the Articles of Association set out in the document attached to this resolution and signed by the Chairperson of the meeting for the purposes of identification be and are hereby approved and adopted as the Articles of Association of the Company in substitution for and to the exclusion of all existing Articles of Association of the Company.

Dated: [DATE]

**AGREEMENT**

Please read the notes at the end of this document before signifying your agreement to the resolution.

I, the undersigned, being a person entitled to vote on the above resolution, irrevocably agree to such resolution:

<b>Name of Member</b>	<b>Signature</b>	<b>Date of Signature</b>
Inspire Education Group		

Attachments: New Articles of Association

Copy: Auditors

## NOTES

1. **Members who wish to agree to such resolution should signify their agreement in the following way:**

E-mail [office.mpe@btconnect.com](mailto:office.mpe@btconnect.com) or [clerk.mpe@btconnect.com](mailto:clerk.mpe@btconnect.com) attaching a scanned copy of the signed document to an email containing the subject "Written resolutions dated [DATE]".

If you do not agree to the resolution, you do not need to do anything; you will not be deemed to agree if you fail to reply.

2. If sufficient agreement is not received within 28 days of the date of circulation then this resolution will lapse and members will not be able to indicate agreement after that date. If you agree to the resolution, please ensure your agreement reaches us before that date.
3. Once you have indicated your agreement to the resolution, you may not revoke your agreement.
4. If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.

**The information was received and noted.**

**Actions had been identified. (See Register at 51/20 below)**

### 45/20 KEY PERFORMANCE INDICATORS (KPI)

A comprehensive KPI report comprised a narrative supplemented by a data dashboard and graphical detail and was explained. The total student population, including those registered with sub-contractors stood at a healthy 800, both campuses were now reconciled on Pro-Solution. Other detail:

- a. applications for 2021.22 (target 750) were currently at 453 for direct entry and 561 for sub-contracted combined;
- b. progression (PC red rated, SC amber rated):
  - (i) between levels (Target 92%); and
  - (ii) from PC & SC (Target 51% of new applicants), currently 32%;
- c. retention for 2020.21 (target 91%), UCP Peterborough 96% and UCP Stamford 94%;

The information was noted. Discussions on the Performance Dashboard prompted the view that all was proceeding well despite transient challenges and that was cautiously welcomed. During discussions on the narrative detail marketing and progressions from schools were considered in particular. The National Student Survey (NSS) and the relatively low response of 73% was considered, this was a nationwide issue but was probably subjected to residual ARU influences. The report and data tables were received and noted.

**The information was received and noted.**

### 46/20 FINANCE REPORT

This was Emma Graham's first report to the Council. The Student Loan Company (SLC) payments profile had artificially increased the number of cash days to 68 (target 35). The accurate year-to-date surplus stood at £408k, slightly behind the budget projection and a reliable indicator that the end of year position would be met; the Income and Expenditure (I&E) report was at Appendix 1. Actual income at 67.8% of target was in line with the forecast and a detailed income table was at Appendix 2.

**The information was received and noted.**

### 47/20 RISK REGISTER (RR)

The cyberattack (see 38/20b) had been classified as a "reportable event" under the OfS Regulatory Framework and appropriate action had been taken. **(Action 8)** A full explanation of the events and the reaction was in the accompanying paper. RR had been considered by the Audit Committee (AC) at

their meeting held on 4 March. Detail had now been completely transferred to the “4Risk” template and system and the register items were clearly listed in the accompanying papers, each was individually considered. The register had been updated to include the latest Covid information and was discussed:

- a. Primary Risk. (number 26) “Failure to meet HE student numbers and income targets” The combination of Covid, unhelpful media and the growing impact of the proposed Anglia Ruskin University (ARU) Peterborough influenced this risk; the Peterborough College (PC) Principal and the UCP Chair were both liaising with that organisation. The need for the current UCP media “low profile” would shortly be diluted and some parity of exposure should be achieved;
- b. Primary Risk (number 262) “Covid-19” Guidance was being scrupulously followed but, as this was frequently modified, a reactive response was often necessary. There was consideration whether a contingency was required for lengthy absence of senior staff. There had recently been such a case, which had not prompted serious difficulties. Additionally, the IEG subsidiary company “Quality Resourcing Solutions (QRS)” could provide access to a national data bank of agency staff and virtual media would facilitate remote usage. This information would be included in “Risk Controls”. There was full working integration with IEG resources ; and
- c. Contingency Risks. Contingency Risks were monitored each term; the associated scoring and activity was fully explained in the RM Policy; the 2 highest risks related to sub-contract provision (number 261) mainly in Quality Advisory Agency (QAA) compliance and financial health (number 265). A new risk had been added (number 266) re UCP reliance on IEG systems.

During general discussions it was confirmed that training with RM issues continued and these were fully discussed at the regular meetings of the IEG RM Management Group.

**The information was received and noted.**

#### **48/20 MEETING SCHEDULE**

Development of the 2021.22 meeting schedule continued and it was hoped that the final draft would be brought to the next meeting.

**The information was received and noted.**

#### **49/20 URGENT BUSINESS**

There had been no urgent business requested.

#### **50/20 NEXT MEETING**

The next meeting would be (Provisionally) at 1630 on 10 June 2021.

#### **51/20 ACTION TABLE**

See referenced minute for full detail.		<b>Resp</b>	<b>Date</b>
<b>Action 1</b>	39/20b. Last Minutes (21.01.21) confirmed for signature.	<b>Sec</b>	<b>wie</b>
<b>Action 2</b>	Confidential	<b>AD</b>	<b>10.06.21</b>
<b>Action 3</b>	Confidential		<b>wie</b>
<b>Action 4</b>	40/20b. AS to next meeting for consideration.		<b>10.06.21</b>
<b>Action 5</b>	40/20c(i). APP to next meeting for consideration.	<b>Chair</b>	<b>19.04.21</b>
<b>Action 6</b>	43/20. PID Policy recommended to the IEG Corporation.		
<b>Action 7</b>	44/20. Amended Articles recommended to the IEG Corporation.		
<b>Action 8</b>	47/20. Cyber-attack reportable incident, necessary action taken.		