USP College Corporation

Minutes of the Meeting held on Monday 23 March 2026
Meeting held A Level Centre, Palmers campus
Meeting commenced: 16.00hrs
Meeting ended: 17.50hrs

Present

Paul Wakeling	Independent Member	Chair
Phillip Lennon	Independent Member	Vice Chair (attending remotely)
Rachel May	Independent Member	
Paul Nutter	Independent Member	
Robin Lodge	Independent Member	
Louise Aitken	Independent Member	(attending remotely)
Nicola Curtis	Independent Member	
Tony Wenden	Independent Member	(attending remotely)
Dan Pearson	Chief Executive Officer	
Harvey Wayland	Staff Member	
Nick Patterson	Staff Member	

Apologies for absence

Ben Akande	Independent Member
Ashley Garner	Independent Member
James Meade	Student Member
Harrison Catchpole	Student Member

In attendance

Steve Hendy	Chief Finance Officer
Clare White	Principal
Mark Silverman	Consultant
James Hendry	Observing as potential governor

Clerk

Sue Glover	Director of Governance

001.26 Declarations of Interest

Members and staff were reminded of the need to declare any personal or financial interest in any item to be considered during the meeting.

The CEO and staff members declared their interest in the staff pay award and thus would not be voting under this item.

There were no other declarations of interest.

002.26 Apologies for absence

Apologies for absence were received from

- Ben Akande
- Ashley Garner
- Harrison Catchpole
- James Meade

The Corporation Board agreed to accept the apologies for absence.

003.26 Unconfirmed open minutes of the meetings of the Corporation Board held on 9 and 19 December 2025

The minutes of the meetings were approved and signed as a correct record.

004.26 Matters arising and action points from the minutes of the previous meetings

The Board reviewed the schedule of actions outstanding from the previous meetings. It was agreed that all action points had been satisfactorily completed and that there were no other matters arising from the minutes of the previous meetings.

005.26 Membership Report

The Director of Governance presented a report detailing matters relating to the membership of the Corporation Board.

Members were reminded that, at the meeting held on 26 March 2025, the Board agreed the number of independent members would be 11, making the total membership of the Board 16, made up as:

11 independent members
2 staff and 2 student members
The Chief Executive Officer

Independent Members

At the meeting of the Search and Governance Committee on 24 February 2026 consideration was given to extending the current term of Phillip Lennon when this comes to an end in July 2026.

Members were advised that, as this would be the end of his second term, he would not be eligible for reappointment in accordance with the recommendation made in the Code of Good Governance. However, the Board does have the flexibility to extend terms of office in certain circumstances and the Committee had discussed and agreed that it would be problematic if Phillip left at this time as the new governor recruitment exercise to replace outgoing members has been unsuccessful and his departure would create a skills gap in financial expertise.

The Board agreed that the loss of Phillip's skills and expertise would have a great impact on the Board at this time. His knowledge of the Board is highly valued and having him remain would be extremely beneficial with helping new members settle into the Board

The Board unanimously agreed that Phillip's term of office is extended to a third term.

New Governor Recruitment

Members were advised that the new governor recruitment exercise is in hand to recruit someone with finance experience and/or an accountancy or audit qualification. In the light of the Board's commitment to increase the diversity of the Board, the recruitment has been placed on the Reach Volunteering, Board Racial Diversity UK and Young Trustees platforms. The Search and Governance Committee would oversee the recruitment process.

Agreed

The Corporation Board:

- agreed to receive and note the report;
- endorses the recommendation of the Search and Governance Committee and approves that Phillip Lennon's term of office is extended to a third term

As the next item was to consider the appointment of the Chair of the Corporation, Paul Wakeling withdrew from the meeting, and it was agreed that Robin Lodge would assume the role of Chair of the Corporation for this item

006.26 Chair and Vice Chair of the Corporation

Members were advised that, as the current 2-year term of office will soon be ending for the Chair and Vice Chair of the Corporation, it is necessary to consider these appointments at this meeting.

The Director of Governance advised the Board that, in accordance with Instrument 6(1), the members of the Corporation are required to appoint a Chair and Vice Chair from their number.

Members were informed that the current Chair, Paul Walkeling, has indicated his willingness to be reappointed and, on the basis there are no other nominations, it was unanimously agreed by a show of hands to reappoint him.

Members were informed that the current Vice Chair, Phillip Lennon, has indicated his willingness to be reappointed should his term of office be extended and, on the basis there are no other nominations, it was unanimously agreed by a show of hands to reappoint him.

For ease going forward, it was agreed that both the Chair and Vice Chair appointments are made on the basis of completing a full academic year so that both appointments end on 31 July 2028 and that Paul Wakeling's current term as an independent member is slightly extended to accommodate a full term as Chair of the Corporation.

Agreed

The Corporation Board agreed to

- reappoint Paul Wakeling as Chair of the Corporation to 31 July 2028
- reappoint Phillip Lennon as Vice Chair of the Corporation to 31 July 2028
- extend Paul Wakeling's current term as independent member to 31 July 2028

Paul Wakeling returned to meeting and resumed the Chair

Members took the opportunity to thank Paul for continuing as Chair of the Corporation.

007.26 Budget Review for 2025/26

The Chief Finance Officer provided an update on the budget review for 2025/26, which had been considered by the Finance and Resources Committee at their meeting held on 10 March 2026.

The Board was reminded that

- the Corporation approved a surplus budget in July 2025 of £547k for 2025/26
- the College carried out a budget review for 2025/26 in February 2026, which captured the forecast in-year growth funding and other changes to income as well as reductions to staff costs including an updated Agency Staff cost position and non-pay costs

Members were advised that

- when carrying out the review, all areas of the budget were reviewed to identify the key changes that have occurred since the original budget was approved in July 2025 and to confirm whether there was scope to increase the budgeted pay award of 3% to 4%
- the college's financial position has improved from an original forecast surplus of £547k to a revised surplus of £602k
- a detailed ongoing review of the staffing budget and the level of growth funding to be paid is yet unknown and awaited from the DfE and a £182k contingency has been built into the budget to offset any potential shortfall
- a 4% pay award is in line with the AoC recommendation and is affordable in both 2025/26 and 2026/27

Members raised the concern regarding rising utility costs, particularly the significant increases in water costs due to price increases and previous underestimations by the supplier and were informed that the budget review has captured any revised costs and that, particularly in the light of the recent outbreak of war in the middle east which could have an impact on prices, has been reinstated as a headline risk on the risk register.

The Board reviewed the outcome of the budget review as set out in the summary of 'best case, 'likely case' and 'worst case' scenarios and were informed that the expectation is that funding will increase and considered the 'likely case' budget to be comfortably achievable. Members agreed that the budget review outcome presented a very positive position.

Agreed
The Corporation Board endorses the recommendations of the Finance and Resources Committee and approves

- the revised budget for 2025/26, noting the 'likely case' outcome of £602k surplus
- a 4% pay award is made to all staff, payable from 1 April 2026

Phillip Lennon joined the meeting

008.26 **Chief Executive Officer's report**
The Chief Executive Officer presented his report, which updated the Board on:

- DfE Annual Strategic Conversation
- Strategic Plan 2026-2031 update
- Property Strategy
- Strategic Partnership update
- KPI update
- Apprenticeship update
- Management changes
- Ofsted readiness

DfE Annual Strategic Conversation
The meeting with the DfE had been positive and covered the College's opportunities, strengths and challenges for 2025/26. The closing letter from the DfE will be circulated to the Board when received.

Strategic Plan 2025-2031
The Board reviewed the draft of the strategic plan, which had been approved at the last meeting, noting that the design and format are intended to be flexible, allowing additional examples, case studies and updates to be incorporated as the strategy develops. However, the core aims, vision and mission will remain unchanged.

Members were informed that the set of key performance indicators (KPIs) previously used by the Board to monitor the strategy will need to be refreshed and realign with the updated plan. This work is currently under way and members were invited to make any comments or suggestions outside of the meeting to the Principal with regard to KPIs to monitor the new plan. A set of KPIs will be brought to the Board at the next meeting in July.

KPI update to current strategic plan
It was pleasing to note the good progress made against the nine KPIs for Term 1 of 2025/26.

DfE White Paper Qualification Reform
Members noted the latest information from the DfE which set out details of the new V Levels. In response to questions, members were informed that the level of risk in implementing these is low as the College would be able to adopt these seamlessly. However, this will be incorporated into the headline risk register.

Strategic partnership update and future directions
Partnership work has continued with Coventry University (CU) and North Warwickshire & South Leicestershire College (NWSLC) following approval by the Board at the last meeting to enter into a Memorandum of Understanding (MoU). There are a number of collaborative projects underway, which includes:

- working with CU School of Health and Care Allied Health Professions to develop a partnership to create a potential nursing programme for South Essex
- Working with CU London to develop a plan to provide Curriculum Development and progression pathways into business and finance programmes with CU.
- Commenced a conversation with NWSLC to explore collaboration in the development and expansion of apprenticeships at the college
- Continued to work with CU and NWSL on progression accords between the colleges and universities, which would enable USP students to have a guaranteed place on CU programmes if they meet entry criteria

In discussion, members asked for clarification on whether the MoU had been formally signed and were advised that it has not as yet. The Board considered that the three phases agreed at the previous meeting as the approach to proceed with the alliance should remain in place and that future progress reporting should report back on these:

- Phase 1: Strategic Advisory Group – the establishment of a formal group to oversee the alliance
- Phase 2: Shared services – moving toward collaborative operations
- Phase 3: formal structural change – final phase involving deeper structural integration, such as potential merger should this be decided on, which would require a future Section 28 application

The Board emphasised that these phases are crucial to prevent the partnership from 'drifting' and to ensure there are clear moments to decide whether to continue moving forward. It was agreed that progress would be reported back to the Board in a structure format similar to KPI reporting.

Members noted that NWSLC were considered strong performers with apprenticeships and asked if further detailed data on their apprenticeship success could be provided in the next update to the Board to help better understand the potential of USP's own strategic alliance.

It was highlighted that working with partners such as NWSLC and CU is part of the strategy to diversify delivery models and future-proof the college against a predicted decline in student number which is anticipated towards the end of 2029.

Property Strategy
Members considered the Property Strategy, which had been recommended for approval by the Finance and Resources Committee at their meeting on 10 March 2026.

Members were advised that
- The launch of innovation labs in year one would act as 'test beds' for new AI products and sector-based learning designs and provide a blueprint for larger developments
- The gold/silver/bronze pathways allow the College flexibility and to be able to scale its plans from redeveloping two rooms to an entire campus
- There is an opportunity to access local infrastructure funding, such as Freeport, particularly for projects that would be developed at Palmers due to its location

In discussion, members agreed that the wording should be refined regarding site designation, specifically the 'prime site' terminology before the strategy is published to avoid controversy.

The Board thanked the CEO for his reporting, which outlines a very positive position for the college.

Agreed
The Corporation Board agreed to
- receive and note the CEO's report
- endorse the recommendations of the Finance and Resources Committee and approve the Property Strategy
- approve the draft Strategic Plan presented, noting that this is subject to final design and layout which may change
- a refined set of strategic KPIs to monitor the new strategic plan to be brought to the Board in July for approval
- move at pace on the strategic partnership with CU and NWSCL, requesting a formal MoU to codify the relationship and to adopt the three review phases for evaluating the partnership
    - Phase 1: Strategy Advisory Group
    - Phase 2: Shared services
    - Phase 3: formal structural change

009.26 **Accountability Statement**

The Principal presented for consideration and approval the proposed timeline for completion of the College's annual Accountability Statement.

Members were reminded of their statutory duty as set out in the DfE's Local Needs Duty where governing bodies are required to periodically review how well the education and training provided meets local needs and consider what actions they might take to meet those needs better. The Accountability Agreement focusses on what colleges, designated institutions and local authorities deliver in the year ahead and how they intend to support local, regional and national needs.

Members were advised that the statement will

- be fully aligned with the college's new strategic plan and KPIs
- likely incorporate details regarding qualification reforms to demonstrate that the college has a clear plan for introducing new vocational routes
- be submitted by the revised extended deadline of 31 July

The Board considered the timeline for completion of the Accountability Statement. It was agreed that when the Board meets on 12 May, the final document would be presented for approval.

Agreed

The Corporation Board agreed that the final version of the Accountability Statement would be approved at the meeting to be held on 12 May

010.26 **Learner Voice**

In the absence of the two student governors, the Student Engagement Manager gave a presentation on some of the activities being undertaken by the students at both campuses during the term.

Members were informed on

- Student Union key activities
- Inter-College competition
- Student journey
- Sports funding
- Grofar passports gold standard
- Future events
    - Prize giving week
    - Changemaker moments event
    - Good for me good for FE awards
    - 'You said, we did, so you can' term 3
    - Recruitment of new student presidents

The Board thanked the Student Engagement Manager for the excellent presentation, which gave first hand insight into the activities of students at the college and asked that thanks are passed onto the student members. The Board agreed that the students continue to demonstrate strong leadership within the SU and their contribution at meetings, particularly the Quality Committee, is very much valued.

Agreed

The Board agreed to receive and note the update from the student members

011.26 Link Governors

Members received feedback from each of the Link Governors.

Link Governor for Safeguarding and Prevent

Paul Nutter advised that he had met with the Safeguarding team during the term and there were no issues to raise. He had also conducted a review of the staff central records. He was able to give assurance to the Board that the safeguarding processes at the college were very robust and that he found no issues following his review of the single records.

The Principal took the opportunity to inform members that due to a temporary absence the College's Designated Safeguarding Lead (DSL) is currently away from the college and will return in due course. To ensure continuity of safeguarding leadership, arrangements have been made for the Assistant Principal Student Experience to assume the role of Acting DSL with immediate effect. This arrangement is intended to ensure there is no disruption to safeguarding oversight, reporting processes or support for students and all existing safeguarding procedures remain unchanged.

Members thanked the Principal for the update and were reassured that the Acting DSL was suitably skilled for the role and is well supported by the existing Deputies. The Link Governor also offered his support if required.

Link Governor for Careers

Robin Lodge advised that he had met with the College's Careers Team during the term.

He advised that the Matrix accreditation had been a good achievement and had discussed how to move this forward and identified that the main challenge ahead is building the scope of the careers work to ensure it becomes an integral part of the programme. He advised that he plans to meet with the Careers team at least once a term.

The Board thanked the Link Governors for their updates.

012.26 Search and Governance Committee

Meeting of the Search and Governance Committee held on 24 February 2026

The Chair of the Search and Governance Committee reported on the key issues considered at the meeting and those recommended for approval not presented under the main agenda. Members were updated on:

- Outcome of revised skills audit
- Annual review of the Register of Interest
- Governors QIP
- Process for the annual appraisal of the Chair of the Corporation
- Termly attendance
- Governors training and development

Items recommended for approval:

- Annual schedule of meetings for the Board and Committees for 2026/27

Rachel May took the opportunity to update the Board on her experience of using the ETF Governance Development Training Programme. She had found this to be informative and helpful with the role of governor and was easy to access and encouraged all to participate in some of the modules available.

013.26 Quality Committee

Meeting of the Quality Committee held on 3 March 2026

The Chair of the Quality Committee reported on the key issues considered at the meetings and those recommended for approval not presented under the main agenda. Members were updated on:

- Termly HE update
- Quality of teaching, learning and assessment delivered in 2025/26
- KPIs for attendance, retention, predicted achievement
- Careers and Skills Education update
- College QIP
- Termly safeguarding update
- Frequency of DBS checks on existing staff

There were no items recommended for approval, but the Chair informed members that the Committee had agreed to the College continuing with DBS checks on existing staff every 5 years rather than changing to every 3 years.

014.26 Finance and Resources Committee

Meeting of the Finance and Resources Committee held on 10 March 2026

The Chair of the Finance and Resources Committee reported on the key issues considered at the meetings and those recommended for approval not presented under the main agenda. Members were updated on:

- Termly HR update
- Termly Health & Safety and Estates update
- Related party transactions – progress on recommendations made
- Management accounts to 31 January 2026
- SORP update
- College insurance review for 2025/26

Items recommended for approval:

Learner Wall Room

Proposal to invest in a Learner Wall Room, which would expand adult and employer linked programmes sustainably. The Committee asked the Board to approve

- ➢ The Learner Wall Room project
- ➢ The related party transactions for this project are noted
- ➢ The following suppliers are appointed
  - I-Immersive Ltd – Technology and Equipment
  - Avoor – Furniture
  - Atlas & Essential – Room set-up

Capacity Funding

The College has registered interest in a bid for capacity funding of up to £5m, which would be utilised to address capacity issues at the Seevic campus with a focus on replacing the 700's and 500's buildings. The bid must be submitted by April 2026 and there is a requirement for the application to be signed off by the governing body. As the application was not available in time for this meeting, the Corporation Board endorsed the recommendation that the Finance Executive Group are delegated authority to review and approve the application when available in time for the April deadline.

015.26 **Risk and Audit Committee**

Meeting of the Risk and Audit Committee held on 17 March 2026

The Chair of the Risk and Audit Committee reported on the key issues considered at the meeting and those recommended for approval not presented under the main agenda. Members were updated on:

- Fraud matters – none to report
- GDPR related matters
- Review of outstanding audit items
- Internal audit reports for Health & Safety and Fixed Assets, Orders Purchasing Payments
- Annual performance review of the internal and external auditors

Items recommended for approval:

- Quarter 3 Headline Risk Register for 2025/26
- Whistleblowing policy

Members were informed that a new Board Assurance Framework and strategic risk register is being developed, which would sit above the more operational headline risks. It has also been suggested that some specific risks are given to committees to monitor. In discussion, the Board agreed that the current headline risk register had too many risks for a strategic risk register. The Committee advised that the timescale is considering this will be at the next meeting in the summer.

016.26` **Committees of the Corporation**

The Chair of the Corporation thanked each Committee Chair for their reports of the meetings.

Agreed

The Corporation Board:

- Notes the reports of the Chair of each of the committees of the Board;
- Endorses the approval by each committee of the key issues considered and approved at the meetings.

017.26 **Any Other Business**

There was no further other business.

018.26 **Schedule of Meetings 2025/26**

Tuesday 12 May 2026 – training & development/strategic

Tuesday 7 July 2026 – **main Corporation Board**

At the conclusion of the part 1 meeting, members moved into a meeting restricted, in accordance with the requirements of the Instrument & Articles of Government and with Section 40 of the Freedom of Information Act 2000, to the independent members of the Corporation Board only and to the CEO by invitation.

SIGNED AS A CORRECT RECORD:

DATE: 7 July 2026