

**Minutes of the Meeting of the**

**BOARD**

**held on Wednesday 29 March 2017**

**at 3.45 pm**

**at Broad Lane, Tottenham Hale, N15 4AG**

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| --- | --- | --- |
| **Present:** | Tom Ilube *[Chair]*  | External Member  |
| Nick Wilcock *[Vice Chair]* | External Member |
| Sir Rod Aldridge  | External Member |
| Kym Andrew | External Member |
| Steve Davies | External Member |
| Chris Payne | External Member |
| Jeni Tennison  | External Member |
| Kevin Walsh | External Member  |
|  |  |  |
| **In attendance:** | Gill Winward | Clerk to the Board |
| Mark Smith  | CEO |
| Tom Fogden  | Dean  |
|  | Jayshree Shah | Finance Director  |
|  | Sarah Tan | Head of Digital *[for Item 17/18]* |
|  | Tim Griggs  | Senior Manager – Capital Projects and Programmes, GLA *[withdrew for Item 17/16b)]* |
|  |  |  |
| **Apologies:**  | Andrew Butcher | External Member |
|  | Rachel Jackson | External Member |
|  |  |  |
| and also from | Sue Simmons | Project Director |
|  |  |  |
| **Declarations of Interest:** | Tom Ilube and Rod Aldridge declared their linkages with the Aldridge Foundation (relates to Item 17/13b) and Chris Payne stated his current involvement with Lewisham College (which may be deemed to be a related interest to the Estates discussions on London campus sites, Item 17/6b) |

|  |  | **Action** |
| --- | --- | --- |
| **17/12** | **MINUTES OF THE PREVIOUS MEETING** The minutes of the meeting held on 7 February 2017 were **APPROVED** to be signed by the Chair as an accurate record. |  |
| **17/13** | **MATTERS ARISING**1. **Item 17/03a) – Ashley Road Campus:** The CEO reported that the detailed designs had been made available by PDF file
2. **Item 17/05c) – HE Assurance** **Framework:** The CEO formally reported on the successful validation by the Open University, an approval which stood for 5 years for the college to be a degree awarding institution.

The CEO then explained to Members the connections between the Board, its committees and the new Academic Board. It was confirmed that main oversight would sit with the Board’s Education Committee. Members also heard that further enquiries had been made, following questions at the previous meeting, about the CEO’s potential role on the Academic Board. These enquiries showed that it was not unusual for the CEO to have such a role and indeed that this gave a strengthened credibility to the work of that body. These similar arrangements had been supported elsewhere by the QAA.1. **Item 17/02b) – Aldridge Foundation MOU:** The CEO reported that an updated draft had only been received that morning so would be circulated for full consideration. There were a few points on content that had already been picked up that would be discussed with the Foundation.

A brief discussion followed, particularly on the proposition for a nominated position on the college Board. | **Clerk** |
| **17/14** | **MID-YEAR REVIEW OF PROGRESS AND PERFORMANCE**1. **KPIs – half year position**

The CEO took Members through the key points of the report, demonstrating progress. There was particular focus and discussion on:* Diversity in recruitment, especially by geography and gender
* Creating pathways for students
* Apprenticeships
* Recruitment activities

The progress was **NOTED**1. **Finances**

The Finance Director highlighted key points from the report, which included that operations were performing well against the budget with a smaller deficit than planned for. There was also strong cost management to help avoid the previously expected need for a working capital loan.The report and position was **NOTED**1. **Lessons learnt from first 6th months of operation**

The Dean reported that the picture was generally positive and many lessons had been learned. He then took the Board through the report, picking out key points on:* Working with industry – with a need, ideally, to build further internal capacity to do this
* Sixth Form – there had been a particular focus on attendance and this had been examined in detail by the Education Committee
* Apprenticeships – a recent upsurge in interest had been noted, likely connected to the new employer levy. Marketing activity was also described
* Finances – It was clear that fundraising activity would need to continue to play a key role. The sustainability of this was raised by Members, also the increasing need to focus on commercial opportunities. It was noted that senior management currently had over-stretched capacity to be able to do this.
* Premises – Working with the Local Authority had led to some constraints over this. There was a trade-off between growth and small spaces.
* Staff – Computer Skills teachers and lecturers were proving hard to find. It was also noted that there was a complex range of contracts being used across the business.

A number of questions were raised during the above, with discussion throughout. The report was **NOTED.**1. **Staff performance and appraisals**

The Board **NOTED** the update report from the CEO. |  |
| **17/15** | **RISK REGISTER**The CEO gave an overview of the Register content and explained that the key risks were all covered by reports on the rest of the agenda**.**There was brief discussion on the items, following which the Board:[i] **NOTED** the report[ii] **REQUESTED** that there be a clear action plan developed against all major red rated risk items | **MS/SS** |
| **17/16** | **ESTATES REPORT**1. **Ashley Road Campus**

The Dean presented the report on behalf of the Project Manager. There were three key factors affecting the timeline and progress had been achieved with two: the remaining item was about ‘massing’ in the planning application with the developers. This increased the risk of a delayed start of ‘going live’ with the new premises.During discussion and questions that followed, Members enquired if there was any leverage over the highlighted difficulty. Management informed that this could only be achieved by separating out the planning application from that of the developers. A suggestion was made that the SFA could possibly be approached to assist by providing some pressure, also other partners who had originally supported the development of this college and the skills it sought to enhance.It was stressed that the main effect was not having enough planned space available for operational delivery. There could be a need to investigate temporary premises. In response to questions about a ‘Plan B’ management confirmed that this could be needed after May, at which point a re-examination of actions would be necessary if other planned actions were still not proceeding to the necessary timescales. It was suggested that an approach to Haringey Council may also be necessary.During discussions on the Stage 3 design it was noted that a contractor could not be appointed until the budget had been re-examinedThe Board then:[i] **APPROVED** the Stage 3 cost report[ii] **AUTHORISED** the Vice Chair to sign off the detailed Stage 3 designs after his further scrutiny[iii] **APPROVED** the appointment of the Approved Inspector to the Design Team (a Building Regulations requirement)[iv] **NOTED** the timelines and delays and the possible need to develop a ‘Plan B’ for May*Mr Griggs withdrew from the meeting for the following item*1. **Additional London premises**

The Dean explained that space would become an issue from this October based on projected student numbers. Members asked for clarification if this was a short term matter, related to the previous item, or a more medium-to-long term consideration. Either way, careful consideration was required.The CEO outlined some possible options, all being based in central London, which had been an original aim in any event. A key issue would be the funding of this and sources of such, also length of leases. It was likely that a location would need to be resolved by May if it was to assist with the Apprenticeships October intake issue.Further discussion followed, which included debate on whether creation of more space in an additional location was really needed in the long-term. The suggestion was made that retaining a focus on the current location as the ‘hub’ should be adopted with a revisit to the original strategic aim of further long-term premises. This suggestion was related to the recognition that multiple sites would put an additional strain on management and other resources, both the running of additional premises but also the prior actions of putting together funding bids.A variety of suggestions for additional sites were made. After this, there was some discussion about reconsidering the maximum usage of the current building (for example, with staggered systems of working).The Board **REQUESTED**[i] the CEO to follow-up on the suggestions made for additional premises[ii] that the original strategic aim of long-term additional premises be re-visited and recognising the overlap with considerations for an Ashley Road ‘Plan B’*Mr Griggs re-joined the meeting* | **SLT****SLT****MS/NW****SS****SLT****MS****SLT** |
| **17/17** | **APPRENTICESHIPS PROGRAMME LAUNCH**The CEO gave an update on recent developments, including recruitment to the programme and staff/management resources. It was explained that the students would be on an 8 week full-time programme at the start at end April, then continuing on a Year 1 programme through to January, at which point Year 2 modules would begin.A second cohort of starters would commence in October. This would consist of greater numbers and their programme would build on lessons learned from the first intake.This was **NOTED***Ms Tan joined the meeting* |  |
| **17/18** | **DIGITAL DEVELOPMENTS: ADA.ADVANCE AND WEBSITE**The Head of Digital reported on the 2 major projects at present, which were both progressing well.1. **Ada Initiatives**

Members were informed of the role of the DCMS (Government Department) in the project, the pilot roll-out and evaluation planning. There was some discussion on this latter aspect. The Head of Digital also responded to a number of other questions, including liaison with schools.The Board **REQUESTED** a demonstration of the facility at the next meeting.1. **Website update**

Members heard of progress, which had accelerated now that the designer had returned to the UK. The launch date had, however, been pushed back to mid-June.The CEO reported on legal aspects involved and all information was **NOTED.***Ms Tan left the meeting*  | **ST** |
| **17/19** | **FINANCIAL PLANNING** The Finance Director reported that there were two current exercises in progress1. **Preparation of Year 2 (17/18) budget**

 The draft plan was outlined including the main income sources of:* 16-19 funding from SFA/EFA (the 17/18 allocation had now been received and was in line with expectations)
* Apprenticeships
* Fundraising

The main planning assumptions regarding learner numbers were also outlined.The main costs areas were then described and it was noted that the largest of these was salaries.Some questions were raised and answered, including the breakeven point. It was noted that this was planned as Year 3.1. **Updating original 5 Year Financial Plan**

The Finance Director highlighted key points from this, including the sensitivity analysis, then responded to a number of questions. Topics covered included:* Fundraising
* Commercial activity
* Recruitment volumes

The CEO agreed that it would be useful to do further sensitivity analysis It was noted that fundraising was the most critical during the next two years but also desirable in order to build reserves. It was also noted that ‘scale’ was an issue in facilitating developments and financing them. Funding future ‘hub and spoke’ models across the country also needed a non-standard approach to income support.The Board:[i] **NOTED** the financial planning reports[ii] **REQUESTED** that the final 2017/18 budget be presented to the next meeting for sign off | **JS****JS** |
| **17/20** | **CEO’s REPORT**The CEO reported that there was nothing to add to the papers and reports already presented. |  |
| **17/21** | **FEEDBACK FROM COMMITTEES**The relevant Committee Chairs reported on two meetings that had taken place on 9 March.1. **Search Committee**

Mr Ilube updated the Board on discussions that had covered the skills mix of the Board, the initial tenures for Board Memberships and the filling of current vacancies (including the Staff and Student Member positions). The Clerk also reported on the further discussions that had taken place with Education Committee Members about the latter.The Board were informed that a potential candidate was under consideration for one of the remaining ‘external’ vacancies, who would cover the HE ‘gap’ and also improve geographical representation. Other Members of the Search Committee would also be in contact with this individual to progress the matter.The Board **APPROVED** the Committee’s recommendations that:[i] the initial terms of office for Members should be staggered (2, 3 and 4 year terms) in order to ensure stability and sensible succession planning[ii] the appointment of Staff and Student Members should be deferred to the next academic year.1. **Education Committee**

Ms Andrew reported on the content of this meeting, and responded to questions, which had covered:* Student Attendance
* Staff Recruitment and Development
* Student Satisfaction
* Proposed Governance arrangements for Degree Programme
* Student Representatives Meetings
 | **Clerk** |
| **17/22** | **ANY OTHER URGENT BUSINESS**1. *Training for Board Members* - The Clerk reported on plans to use some sector funding to conduct a development session for Members on ‘Ofsted preparation’. Mr Payne added further information, as he had been asked to take a lead on developing the content of the session with the chosen trainer. The Clerk would contact Members to ascertain a suitable date/time, which was being proposed as 17 May, immediately prior to the next Board meeting.
2. *Annual Accounts* – The NCDS Ltd Board was meeting immediately following and were due to sign off the Financial Statements for 2015/16. It was suggested that a copy be circulated to all main Board Members once approved.
 | **Clerk****Clerk** |
|  | **Declaration of any further items to be treated as confidential:** There were no items to be so declared. |  |
|  | **Date of Next Meeting:** Scheduled for 17 May 2017 at 3.45pm |  |
|  | *The meeting closed at 5.45pm* |  |

**Confirmed as an accurate record:**

**Signed…………………………………………………………………………………..**

*(Chair)*

**Date………………………………………………………………………………………**