



Minutes of the Meeting of the BOARD

held on
Wednesday 11 December 2019 at 3.45pm
at **61 Vallance Road, Whitechapel,**
London E1 5AB

MEMBERS PRESENT:	
Tiffany Hall Amali de Alwis Kymberlie Andrew Anna Douglas Steve Davies Chris Payne Dame Zarine Kharias Mark Smith Nick Wilcock	External Member and Chair External Member External Member External Member External Member External Member External Member External Member CEO External Member
BY REMOTE PARTICIPATION: (GB) +44 20 3957 3143 PIN: 690 792#	
Olga Bonney-Glazik Rachel Jackson Gillian Lancaster Salman Momen	
IN ATTENDANCE:	
Tom Fogden Amy Fowler Stuart Noss Jayshree Shah Sophie Runcorn Jacky Gearey	Dean Director of External Relations Principal Finance Director Director of Projects & Chief of Staff Clerk
Quorum: 7 members	ACTION
PRELIMINARY ITEMS	
<ul style="list-style-type: none"> • Apologies for absence <ol style="list-style-type: none"> 1. Kevin Walsh 	
<ul style="list-style-type: none"> • Declarations of Interests in agenda items - No interests were declared. 	
Opening of meeting The meeting started at 15.55 due to some late arrivals. Meanwhile the Chair wished to thank Nick Wilcock on behalf of the Board for all his work and support of the college in stepping up as the interim Chair and the CEO made a presentation in appreciation of his contribution to the college. Nick Wilcock was still remaining on the Board as an external member.	
2.1 Minutes of previous meeting: (i) 2 October 2019 The minutes of the meeting held 2 October 2019 were approved to be signed by the Chair as an accurate record of the meeting. (ii) Remote Decision 7 October 2019 The minutes of Remote Decision dated 7 October 2019 were approved to be signed by the Chair as an accurate record of the meeting. Resolved that: (i) Minutes of the meeting held 2 October 2019 were approved and signed by the Chair as an accurate record of the meeting. (ii) Minutes of the Remote Decision dated 7 October 2019 were approved and signed by the Chair as an accurate record of the meeting.	

	<p>(iii) Confidential minutes of 2 October 2019 The confidential minutes of the meeting held 2 October 2019 were approved and be signed by the Chair as an accurate record of the meeting.</p> <p>(iv) Confidential minutes of Remote Decision 15 October 2019 The confidential minutes of Remote Decision dated 15 October 2019 were approved and be signed by the Chair as an accurate record of the meeting.</p> <p>Resolved that</p> <p>(iii) Confidential minutes of the meeting held 2 October 2019 were approved and signed by the Chair as an accurate record of the meeting.</p> <p>(iv) Confidential minutes of the Remote Decision dated 15 October 2019 were approved and signed by the Chair as an accurate record of the meeting.</p>	
<p>2.2</p>	<p>Matters Arising from above The actions from the previous meeting were reviewed, noting that most had been dealt with, were in hand or superseded, or appeared on that day's agenda with the following items raised for clarification:</p> <p>Item 1.2 (i) Female Learner Recruitment – covered under 2.3 (ii) Outputs from strategy event – covered under 2.5 (iii) External Chair of Capital Project committee update – covered under 2.9 (confidential)</p> <p>Item 1.4 (i) Present action plan on the 5 main strategies detailed under 2.3</p> <p>Item 1.5 Northern Expansion (Manchester) Update covered on main agenda item 2.5</p> <p>Amali de Alwis arrived at 15.55</p>	
<p>2.3</p>	<p>Chief Executive's Overview CEO thanked Amy Fowler for all her support and drive regarding fundraising which has been very successful with various donations secured but there was still much to deliver and only £175k is allocated to the 'core funding' target of £370k. The recent unexpected donation by Noel Hayden had no restrictions on usage.</p> <ul style="list-style-type: none"> • Female recruitment – there was now a tiered system focussed on all girls' schools and although the numbers accepted were below target at the moment if all applicants were converted then this will be above target. Board asked if the college could have female only assessment days, Principal said that this was a good idea and would aim to keep the applicants interested. <p>Board asked about drop outs and the Principal explained that the applicant route is interview, then offer and acceptance and at each one of these stages there is a drop-out rate. The number of female starts are lower than males and therefore there seems to be a higher female attrition rate but that this was not in fact the case. Board also asked if the college went to schools to advise females of the types of career progression females can make, to capture their imagination about career progression. The Principal said that this was being looked at.</p> <p>Kymerlie Andrew arrived at 16.05</p> <ul style="list-style-type: none"> • Jaiya Bhandari appointed as new Director of Finance and Corporate Services wef 24 February 2020 and a good handover has been put in place. • HR – improvement of the quality of the single central record (SCR), systems and processes and better supporting line managers to implement effective performance management. • 6th Form recruitment is positive but there is still a long way to go to converting to higher enrolled student volumes in August 2020. Recruitment compared to last year has more than doubled. Assessment is to be done on a Saturday to improve likelihood that students can attend. • 2019 Launchpad was a big step up from Autumn 2019 with improved consistency of teaching and learning and levels of academic support. There is still a drive to build a permanent teaching team and with additional funding secured this provides funds to do this. • Progress is being made on the capital project and this is discussed in detail under item 2.9. 	

	<p>Resolved that the Chief Executive's Overview was received by the Board</p>	
<p>2.4</p>	<p>College Annual Self-Assessment Report (SAR) with commentary The SAR was fully discussed at the Education committee meeting. The amendments to the SAR centred on format and content namely additional proof reading to ensure consistency throughout the document. The CEO said he had taken on board the Education committee's comments and these would be actioned. The comments included the following:</p> <ol style="list-style-type: none"> 1. Provision of an executive summary - less description and a sharper more concise commentary highlighting the key strengths and key areas for improvement, thereby reducing the overlaps, focussing on data and improvement strategies. More comparative analysis to be made. 2. Ada Approach to be put into an appendix 3. Need to add an action plan regarding the staffing issues 4. Students – have the great stories of the college and student progression information in the document and to put this at the front of the SAR. Reference to surveys would be good. The aim is to tell the story of the college more sharply. 5. Measurement against national achievement rates to be added where possible as in many cases the college is operating above these. 6. Use percentages throughout document for consistency. 7. Reduction in data which is better explained graphically as opposed to in commentary form. 8. Use of dashboards where possible to show key headlines RAG rating syncing the information with the graphics using what is recommended then the why and finally how. <p>As the Education committee meeting had only just taken place there had been insufficient time to make the changes requested above. It was therefore decided by the Board that the revised SAR to be sent to the Education committee members for review by 17 January 2020. Board approval would then be sought via a written resolution after this review.</p> <p>Resolved that:</p> <ol style="list-style-type: none"> (i) The draft SAR was received by the Board (ii) The draft SAR with the proposed amendments to be sent to the Education committee by 17 January 2020 for review (iii) Board approval to be sought after this review via a written resolution <p>Stuart Noss and Amy Fowler left at 16.20</p>	<p>PRINCIPAL</p> <p>CLERK</p>
<p>2.5</p>	<p>3 Year Organisational Strategy The CEO explained that the 3 year strategy was focussed on volume growth and had assumed an apprenticeship programme outside of London, namely Manchester. It was now felt that March 2020 would be a good time to translate the aspirational vision into action strategies. The CEO then presented the Manchester paper highlighting the following points for apprenticeships only:</p> <ol style="list-style-type: none"> 1. Looking at the schools and colleges in the area 8 out of 33 teach A level computer science and none currently offer the new computer science BTEC. 2. Discussions being held with universities in the area regarding feasibility. 3. Other training providers – still having conversations regarding quality of their training provision as could be an opportunity for the college, still networking with other tech companies. 4. EA/PA support for CEO, Dean and ELT required by March 2020 thereby freeing up their time and to assist in organisation of administration 5. CEO now has more time to take on business development as Principal now in place in London 	

	<p>6. Business development on track with 80% of 2020 apprentices coming from existing industry partners</p> <p>Main issues are:</p> <ol style="list-style-type: none"> 1. Dean's capacity which is currently spent in an operational role. The drive now is to find a new Lead for the delivery of teaching and learning for apprenticeships. This role along with the Apprenticeship Programme manager will be accountable for the day-to-day delivery and operation in London, 2. Recruiting sufficient apprentices to make the pilot financially viable. 3. Governance – set up of sub-committee which would include at least two board members to meet in March and July 2020 to review progress. 4. Securing support (employer, local and central government) to establish the college in Manchester. <p>The Chair asked the Board for questions and comments: The Board agreed that they thought it was the right time to do this but one of the biggest areas of concern was capacity especially when looking at a new London site option possibly taking off in the April. CEO said that this had been discussed and that there was additional interim capacity that could be funded from a recent sizeable donation. He agreed that recruiting a Lead for Apprenticeship was difficult but if there was additional financial support this might become easier. The CEO said he would provide a full business plan on this.</p> <p>The Chair highlighted the decision gates as presented in the paper and the approval thereof. If the conditions stated were not met for March and July 2020 progress reviews, then this project is to be cancelled. The Chair wanted to see what was happening in London so that appropriate decisions could be made regarding Manchester and that the following should be RAG rated namely where the college stood on the capital projects, its financial health and student volumes.</p> <p>The Board said finding the right regional manager for Manchester was absolutely key and that this needed to be done in a managed way and as soon as possible.</p> <p>In summary the Chair said that there were two separate ideas:</p> <ol style="list-style-type: none"> 1. Was Ada North a good idea in principle? The Board unanimously said yes. 2. Timings and when? The Board approved the proposed timescales subject to the decision gates being met with the provision that the workload would be managed for sufficient capacity in both locations. <p>The Board further asked why the push for 2020. The CEO explained that the move to a new location in London will take at least 2 years and there is currently momentum in Manchester for Ada North.</p> <p>The CEO said that £300k was needed to fund the initiative and would cover the salary for the manager and the financials would be separate from the college, in addition a separate Board would need to be set up. It was suggested that some of the recent donation could be used to find a project manager to run this as this would be a one-off cost.</p> <p>The Board approved the go ahead for the first stage of the Manchester Pilot.</p> <p>Gillian Lancaster left meeting at 17.35.</p> <p>Resolved that</p> <ol style="list-style-type: none"> (i) the 3 Year Organisational strategy covering the Manchester Pilot was received by the Board (ii) CEO to provide a full business plan for the next Board meeting with the staged approval gates to now include conditions of success in London (iii) the Board approved the go ahead for the first stage of the Manchester pilot 	CEO
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2.6	<p>Policy documents for approval, as applicable: The Audit Committee had considered the revised policies below and recommended them for approval by the Board.</p> <ul style="list-style-type: none"> (i) Insolvency – the Board wanted the name changed to Solvency Policy. FD to action policy name change (ii) Fraud (iii) Treasury Management <p>The Board requested that in future changes to existing policies were to be identified in the executive summary. The Clerk said that this would be actioned going forward.</p> <p>Resolved that the following policies were received and approved by the Board:</p> <ul style="list-style-type: none"> (i) Solvency – FD to action policy name change (ii) Fraud (iii) Treasury Management 	FD
2.7	<p>Audit Committee's Annual Report The Clerk and Audit Committee Chair presented this annual report to the Board and Chief Accounting Officer. The Board noted the report's contents and that the Audit Committee were recommending that the Financial Statements could be approved. The Board did raise the issue of the Business Continuity Plan (BCP) referred to in the report and the FD reassured the Board that the plan had been reviewed by Bank of America and that they were going to do a desktop exercise and report back to the Audit Committee with the results. The Board were glad that this was now being addressed but asked that the college be aware that although it was good to get external expertise it should also ensure that the BCP is fit for purpose for the college and not over engineered. FD to circulate the BCP to the Board when complete.</p> <p>Resolved that</p> <ul style="list-style-type: none"> (i) the Audit committee's annual Report was received by the Board (ii) FD to circulate Business Continuity Plan once completed 	FD
2.8	<p>Approval of:</p> <p>(i) Going Concern Report The Going Concern Report seeks to provide assurance to the Board that the College will remain financially viable and in business for the foreseeable future. The FD confirmed that the college is moving to a stronger financial position over the course of the next 12 months. It is on this basis that Management firmly believe that the application of the going concern principle in the preparation of the financial statements remains valid. The Board was requested to concur with the Management's view of Going Concern and approve the financial statements on this basis.</p> <p>(ii) Annual Financial Statements 2018-2019 The Finance Director presented the document and covering report. These included explanations that there had been a satisfactory audit outcome following work by the external auditors, Buzzacott, and that full and detailed consideration had been given to all relevant matters by the Audit Committee. Communication plans (press release) to be shared with the Board about the ending of the Ashley Road project. Amy Fowler to action. The Board asked whether the auditors had been informed of the donation from Noel and FD confirmed that they had been so advised. The Board approved the Annual Report and Financial Statements for year ended 31 July 2019, including all the subsidiary Statements, and authorised the Chair and CEO to sign them.</p> <p>Resolved that the Annual Financial Statements for year ended 31 July 2019 were received and approved by the Board and authorised the Chair and CEO to sign them.</p> <p>(iii) Post Audit Management Report 2018 – 2019 The auditors had reported on a smooth audit process, which was largely attributable to the work of the Finance Director.</p>	

	<p>Resolved that the Post Audit Management Report 2018 – 2019 had been received by the Board</p> <p>(iv) Regularity Self-Assessment 2018-2019 The requirement for the College to have a regularity assurance report remained in place for 2018/19. An updated checklist was provided as part of the Post-16 Audit Code of Practice 2018 to 2019 and reproduced in the self-assessment document presented.</p> <p>Resolved that the Regularity Self-Assessment 2018 – 2019 had been received by the Board</p> <p>(v) Letter of Representation – the reference to Going Concern was not required to be made in the financial statements.</p> <p>Resolved that the Letter of Representation received by the Board for year ended 31 July 2019 was approved by the Board and authorised the Chair and CEO to sign it.</p> <p>(vi) Annual Fraud Assessment Report – for noting</p> <p>Resolved that the Annual Fraud Assessment Report was received by the Board</p>	
2.10	<p>Finance Reports/ Management Accounts for October 2019 The FD presented a report covering the following:</p> <ul style="list-style-type: none"> • 2019-2021 Group Budget v Forecast Summary • 2019-20 Budget/Forecast by Programme • Balance Sheet • Cash flow Forecast 2019-21 <p>In brief the Board had previously approved a full year budget delivering a surplus of £144k. At 31st October 2019, the surplus for the year is forecast at £35k due to a short fall in 16-19 (only 125 students enrolled as opposed to budgeted 145) and apprentices (students progressed to Level 6 and some drop outs in cohorts 3 and 4). Some of this shortfall has been mitigated through High Needs funding.</p> <p>The College has secured circa £385k of funding from Salesforce, £70k of this funding contributes to the core fundraising task of £370k. The remaining £315k attracts additional operational and capital spend and is yet to be reflected in the forecast as the timing of the spend is being determined. The one-off unrestricted donation of £500k from Noel Hayden means that the target has been more than achieved. The board did highlight that although this was a great piece of news they did want to point out that without this donation the view would be different and therefore caution is still needed.</p> <p>Circa £115k of core fundraising has been confirmed by Bank of America and expected to be received in December 2019.</p> <p>The College has paid the next instalment on the working capital loan of £30k which was due in November 2019 and remains on track to pay £150k in May 2020.</p> <p>The yearend cash flow position is estimated at £260k (Budget: £380k).</p> <p>Integrated Finance Model for Colleges (IFMC) The Board were advised of the impending introduction of the IFMC which requires Board approval. The FD was asked to send out to the Board a brief on the IFMC with the associated documents for information by end of January 2020 and Board approval can then be sought by a written resolution thereafter. Chris Payne offered to support the FD in this as he was familiar with the model.</p> <p>Resolved that:</p> <p>(i) Finance Reports/ Management Accounts for Oct were received by the Board</p> <p>(ii) FD to send to Board a paper on IFMC with associated information by 31 January 2020</p> <p>(iii) A written resolution to be sent out in February 2020 for Board approval of the adoption of the IFMC</p>	

		FD CLERK
2.11	<p>Organisational Targets & KPIs</p> <p>CEO explained that the number of KPIs reported to the Board have been streamlined but have introduced KPI reporting to the Education committee. In addition, those KPIs that are only reported on an annual basis have been separated off.</p> <p>For information the CEO explained that the percentage of female applicants to year 12 is currently 26% which is 9% below target and will be very difficult to improve from the remaining applications. The student recruitment team have been marketing the new Creative Digital Media BTEC course for next year which is intended to appeal to female applicants. Psychology A-level will continue for at least another academic year as data suggests this is also a popular subject with young women although there is low-level of interest at present.</p> <p>Resolved that the Organisational Targets & KPIs were received by the Board</p>	
2.12	<p>Risk Register (strategic level)</p> <p>Board asked about the risk register as presented and CEO said that the register had not as yet been updated following the recent audit committee meeting. The Board discussed that risks at a strategic level should represent serious threats to the College which, if realised or mismanaged, would result in major reputational, regulatory or financial consequences. These risks should be strategic in nature, flow from the governance activities and strategic plans of the Board. They should not seek to replicate those risks being managed by the ELT on a day-to-day basis except when raised by them as risks that they cannot mitigate or hold at their level.</p> <p>The Board asked for a RAG rating explanation to be added to the register to better explain the Inherent risks and their mitigation. CEO said this would be done.</p> <p>Resolved that:</p> <p>(i) the Risk Register (strategic Level) was received by the Board</p> <p>(ii) CEO to add RAG rating explanation to risk register</p>	CEO CEO
2.13	<p>Safeguarding and Prevent</p> <p>(i) Safeguarding Report – the report was presented and noted</p> <p>(ii) Safeguarding Policy – the policy is required to be reviewed and approved annually and had recently been through the Education committee which had recommended it for approval. The Board approved the policy</p> <p>Resolved that:</p> <p>(i) Safeguarding Report was received by the Board</p> <p>(ii) Safeguarding Policy was received and approved by the Board.</p>	
2.14	<p>Board Self-Evaluation 18/19 – TBA (to be discussed at away day)</p> <p>The Chair asked that any outstanding self-evaluation forms be sent to the Clerk</p>	
2.15	<p>Membership Matters</p> <p>Notification of committee member changes as follows:</p> <ul style="list-style-type: none"> • Lisa Kattenhorn to join the Education committee as a co-opted education specialist member. As a co-opted member she has voting rights on the committee but does not go onto the Board. • Tiffany Hall to join the Remuneration committee and Board Membership committee. • Nick Wilcock to step down from the Board Membership committee. • A replacement for Jeff McCall is currently being sought to Chair the Capital Projects committee. Board members were asked to help seek candidates for this 	

	<p>role which would be suited to someone with experience in property development projects, ideally in the London education sector</p> <p>The Chair raised the issue of a safeguarding governor and asked if any board member had a particular interest in this role to contact her.</p> <p>Resolved that</p> <p>(i) the update on the committee membership was received by the Board</p> <p>(ii) any member of the Board interested in becoming the safeguarding governor to contact the Chair</p> <p>(iii) Board members to consider people in their networks suitable to chair the Capital Projects committee</p>	BOARD MEMBERS
2.16	<p>Committees feedback:</p> <p>a) Capital Project Committee – the report was covered under item 2.9. The college was still actively looking for a new Chair and had made two approaches.</p> <p>b) Education Committee – reference on teaching and learning policy to be refined.</p> <p>c) Audit Committee – the minutes had been received by the committee and comments from this meeting had already been raised earlier in the meeting regarding BCP.</p> <p>Resolved that the Board had received and noted the verbal feedback and minutes from the following committees as follows:</p> <p>a) Audit Committee - Meeting of 13 November, registering that several related items had been covered in earlier agenda items</p> <p>b) Capital Project Committee – verbal update had been provided under 2.9</p> <p>c) Board Membership Committee - Meeting of 13 November, acknowledging that relevant recommendations arising had been dealt with under 2.15</p> <p>d) Education Committee - Meeting of 5 December 2019 the Chair had already made comment under 2.4</p>	
2.17	<p>Forward agenda items</p> <p>Board self-assessment for governors away day - TBA</p> <p>Rachel Jackson left meeting at 18.25</p>	
2.18	<p>Any Other Business</p> <p>The Chair asked the Clerk to check with Board members regarding availability on Wednesdays for board meetings. Clerk to action. The Board asked for diary placeholders to be sent out for the rest of the year, and consideration be given that the meetings do not always need to be on the same day of the week.</p> <p>Much of the Board business can be clearly planned in advance in accordance with the schedule of statutory deadlines for reports, and the Board asked for a forward agenda plan to be shared with them.</p> <p>Resolved that</p> <p>(i) the Clerk to send out doodle poll to seek an alternative date to the 4 March 2020 board meeting</p> <p>(ii) the Clerk to seek Board views generally on the best day(s) of the week for Board meetings</p> <p>(iii) the Clerk issue and maintain a rolling forward board agenda plan</p>	CLERK
	<p>Date and Time of Next Meeting</p> <ul style="list-style-type: none"> 4 March 2020 at 15.45 to be held at Board Lane, Tottenham Hale. 	
	<p>Meeting Closure</p> <p>The meeting closed at 18.20</p>	
	<p>MINUTES of the meeting held on Wednesday 11 December 2019 were agreed and accepted as a true and accurate record and signed by the Chair</p> <p>..... on</p>	