



MINUTES of the Meeting of the Board MEETING
held on Thursday 21 March 2024 at 12.45
held at 1 Blossom Street, Ancoats, Manchester and via remote participation

<p>Members present: Tiffany Hall Amali de Alwis Anna Douglas Tom Fogden Louise Jones Phil Kemp Zarine Kharas Gillian Lancaster Susanna Lawson Imran Razzaq Kathryn Skelton Mark Smith Nick Wilcock</p> <p>In attendance: Ben Brodie Tina Götschi Katy Miles Chris Payne Dr Geoff Stevenson Jacky Gearey</p> <p>Observation: Fiona Chalk</p>	<p>Chair and External Member External Member External Member External Member/Dean for items 3.6 and 3.10 External Member – remote participation External Member External Member External Member – remote participation Student Governor External Member External Member CEO External Member</p> <p>Director, Impetus Foundation Principal for item 3.3, 3.4, 3.5 and 3.6 Director of External Relations for item for 3.9 Interim Director of Finance and Data for items 3.3, 3.4, 3.6 and 3.8 Director of Degree Apprenticeship for item 3.3 and 3.6 Clerk</p> <p>Governance4FE Board Advisory Capacity</p>
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Quorum 7 Members		
Item	Topic	Action
	The meeting opened at 12.52. The Chair welcomed everyone to the Manchester campus and thanked the team for all the work done in getting this ready as a working campus. Fiona Chalk was also in attendance and was observing the Board as part of the external governance review.	
	<p>Apologies for Absence</p> <ol style="list-style-type: none"> 1. Steven Stanley 2. Kevin Walsh 3. Myrto Nikolopoulou <p>There had been no other apologies for absence.</p> <p>Declarations of Interest in agenda items</p> <p>There were no declarations of interest relating to this meeting.</p>	
3.0	Ratification of Governor	
	The Chair welcoming Claire McDonald, the new -Staff governor to the Board who had recently been elected. Additionally regarding the re-appointment of governors, the Chair advised that conversations were currently taking place with two governors.	

	Resolved that Claire McDonald was confirmed as the new staff governor to the Board.	
3.1	Minutes of Previous meeting	
	<p>Minutes: (i) Meeting 13 December 2023 The Board approved the minutes of the meeting held on 13 December 2023 as an accurate record.</p> <p>Confidential minutes: (ii) Meeting 13 December 2023 The Board approved the confidential minutes of the meeting held on 10 October 2023 as an accurate record.</p> <p>Resolved that both the minutes and confidential minutes were an accurate record of the meeting 13 December 2023</p>	
3.2	Matters Arising not covered by the agenda	
	<p>Item 2.11 (i) discuss offline the sufficiency of mitigations on the register – much work had already been done on this and it had been presented to the audit committee. It was suggested that a summary at the start of document would be useful – to be carried over to the next meeting. (ii) only top level strategic risks and those of a downward trend to be presented at Board meetings going forward – see item 3.8</p>	FD
3.3	Chief Executive's Overview	
	<p>CEO first highlighted that the College's capital projects had now all finished on time and within budget. Staff updates included Cameron Fontaine, as the new Head of People and Talent and Sarah Salimullah taking over as new Sixth Form Principal when Tina Götschi leaves at the end of the academic year. The Board asked about open staff positions, the issue of inexperienced staff referenced at various board and committee meetings and value added figures. The CEO and Principal quickly reassured the Board that there were only two staff positions vacant and neither were mission critical, further training had improved the teaching standard and the value added scores were influenced heavily by the size of the cohorts and the mitigations.</p> <p>Sixth Form Student progress was promising with year 13 taking mocks soon. Of note the recent BTEC Computing results from January had exceeded the KPIs. University offers: 97% students applied, with 270 offers and 19 awaiting decisions. Apprenticeship applications were in progress, although no offers had been made as yet, citing as an example JustEat with over 660 applications and 5 places available (the College had provided 18 applicants). The Board discussed the number of apprentices intending to start in the spring, viability of reaching the KPI target of 160 and the need to cultivate sectors other than the financial and consultancy sectors as there may be cost cutting and a downturn in the future.</p> <p>Phil Kemp joined the meeting at 13.20</p> <p>Apprenticeships The Director of Degree Apprenticeships referred to the positive module feedback received explaining the increased amount of in-person delivery taking place in London from this spring and the fact that the team was transitioning through a complex programme as cohorts move over to the new version of the degree programme. November 2024 will mark a more streamlined and efficient process for delivering the DTSP degree programme. Apprentices were graduating this March and the award classifications were presented. Learner stories covered and referenced an apprenticeship learner story to highlight learner progress, progression and recognition.</p>	

	<p>Discussion then centred on the fact that PwC had confirmed an intake of 40 apprentices for Autumn 2024, bringing the total numbers to c.200 leading to possible opportunities in connecting with the Prince's Trust. The Dean advised that the College had run a short cyber security course for them and was currently going through a tender process for additional work.</p> <p>There were no further questions.</p> <p>Resolved that the Chief Executive's Overview Report was received and noted by the Board</p>	
3.4	<p>Evolving to Ada 2.0 – Strategy Update</p>	
	<p>A mid-point strategy review led by CEO and Ben Brodie from Impetus is planned for the mornings of the 17/18 April looking at the lower learner volume targets for 2024-26, the financial implications including resources and what new mission aligned programmes needed to be brought in to drive learner growth. The aim is to put in place aspirational but realistic metrics against the current strategy The Board raised the issue of the Quality of Education which was perceived as too inconsistent and asked for a more defined approach to be given verbally at the next Education committee. Board Members were invited to attend the strategy review either in-person in London or virtually. Additionally the FD confirmed that work was still to be done regarding the forecast and this may impact the number of cash days. The Board suggested using the 17/18 April to discuss this.</p> <p>The in-year KPIs performance – the following were of note and discussed:</p> <ul style="list-style-type: none"> • 600 higher level apprentices on roll across London & Manchester – currently, 363 higher level apprentices on roll i.e. 73% of target. 24/25 volumes looking likely to also be around 75% of strategy target though many conversations still underway. Targets will be revisited at mid-point review to ensure relevance/usefulness. • 75% of Ada recruited apprentices are from our diversity outreach programmes – whilst this has grown there is difficulty in convincing large employer partners, to work with College on attraction and the initial stages of selection. • Staff retention 85% (set for 2025) – retention was 74% in 22/23 but will not meet 23/24 KPI target of 82%. Board asked about benchmarking data for other colleges which CEO did not have. The 82% was taken from the AoC. CEO said that it is hoped that retention will improve in 24/25. • Sixth Form attendance – it was felt that due to campus relocation affecting travel costs it may be challenging to maintain a target of >92%. Chair asked about the financial help referred to at the last meeting, with Principal and FD confirming that much of the bursary money is being spent to alleviate the rise in travel costs. • Alumni programme established – positive trajectory with a programme outline created with a part-time project manager (engagement metrics still TBD). • Sixth Form recruitment – now at 400 applications for 24/25 and therefore on track to enrol 110+ in Autumn 2024 but CEO could not confirm numbers currently. <p>There were no further questions.</p> <p>Resolved that:</p> <p>(i) the Evolving to Ada 2.0 – Strategy Update was received and noted by the Board</p> <p>(ii) CEO to provide a more defined approach for the next Education committee on improving Quality of Education</p>	<p>CEO</p>
3.5	<p>Safeguarding and Prevent Update</p>	
	<p>Principal advised that there have been an additional 88 incidents referred to the safeguarding team since the previous meeting and was significantly higher than the entire last academic year. There have also been a significant increase in apprentice learners' referrals Much of this is due to the increased awareness of staff to the challenges learners face, the better use of CPOMS by staff (logging incidents) and a significant increase in apprentices who have only recently turned 18. Whilst the Board</p>	

	<p>appreciated that the Counsellor had been invaluable in dealing with many issues, it was felt that the employers had a duty of care in this regard citing Employer Assistance Programmes but cognisant that perhaps apprentices were perhaps unaware of this provision or were nervous in speaking about issues they experienced.</p> <p>Resolved that the Safeguarding update was received and noted by the Board</p>	
3.6	<p>New programme development update</p> <p>The Dean outlined a proposed strategic prioritisation framework for new activities discussed for both the Sixth Form Level 3 (top level 2) and for Apprenticeships Level 4-6 (top level 2) and Level 7.</p> <p>Sixth Form - this involved the provision of a Foundation course for students who do not meet the GCSE requirements (English & Maths) but who have significant potential. The course would be supportive and challenging academically aimed at developing skills, self-belief and academic confidence enabling them to access the core Level 3 sixth form programme the following academic year. The Board felt that bringing this course in would be very good recognising that some students would benefit greatly from this albeit there were some pastoral and safeguarding risks associated with a Level 2 course.</p> <p>Apprenticeships - Level 7 Masters in AI - PwC identify a Masters in AI as a business opportunity looking to upskill their staff with this option and want a timely decision by the end of the summer. This has been discussed with the Education Committee to gain insight and input from a broader audience. Pros and cons were discussed, and all parties are agreed that it is a significant opportunity that is worth pursuing but it requires considerable oversight, planning and prioritisation and there is an inherent risk within the ambitious timelines that cannot be mitigated i.e. Ada cannot control the external academic panel that has the power to decline to validate the programme. Ultimately it would be a significant new addition to the curriculum at Level 7.</p> <p>The Board felt that this would enhance the relationship with PwC and have a trickledown effect for not only those apprentices already in work but those aspiring to do down the apprenticeship route making them more employable. It was recognised that although offering great potential, the timescales seemed very tight and did PwC understand the lead times and complexities in setting this up especially the curriculum design and organisational capacity. Moreover the Board also noted that providing this Level 7 would be slightly off mission i.e. Level 7 would apply to graduates who were already in work, but conversely this would bring in additional funding to expand for new apprenticeships. Finally if PwC accept the financial proposal and has at least two cohorts of 30 learners each summer, then the College would expect a substantial increase in income over 3 years including £25,000 per learner fees and an initial £195,000 for curriculum design. The Board agreed that this was a very compelling business proposition.</p> <p>Resolved that New Programme Development update was received and noted by the Board</p> <p>Tina Götschi, Ben Brodie and Geoff Stevenson left the meeting at 14.30.</p>	
3.7	<p>Finance Update</p> <p>Budget formulation roadmap and indicative numbers</p> <p>The report set out the background to the opportunities and challenges facing the College in setting an ambitious budget for the 2024-25 academic year. The FD reassured the Board that the business plan and budget will be aligned with and underpin the delivery of Evolving to Ada 2.0 strategy in 2025. The Board asked about this with the FD explaining that there were 3 key parts – (i) what is happening currently e.g. a number of strategic objectives that the College will aim to achieve during the year with any curriculum changes being made to meet local needs; (ii) timelines; and (iii) planning assumptions. The Board raised the issue of a possible risk of clawback by ESFA on apprenticeship growth which the FD confirmed still remained a possibility, but</p>	

	<p>the College was not in a position to quantify this. It will be built into the budget for next year and the full 2 year picture would be presented in July. The Board wanted to thank the FD for this work and felt they were better informed of the current savings and expenditure going forward.</p> <p>Addendum to Financial Regulations For information this was provided at the NCDS's Board's behest as NCDS holds charity status. The addendum covered contracting with donors, funders and grant-making organisation explaining that funds will be sought that are not restricted in their nature so that Ada can choose the most impactful way in which to deploy them but appreciate that some funders will want to impose conditions on how the money is used.</p> <p>Resolved that the financial update was received and noted by the Board</p>	
<p>3.8</p>	<p>Strategic Risk Register Summary</p>	
	<p>Risk Register FD advised that the strategic risk register had been fully reviewed by ELT and at the recent audit committee. Two new risks had been added since the December meeting:</p> <ul style="list-style-type: none"> • Risk that Ada tries to do too many different things to achieve learner volume / income growth, but fails to attract good numbers or delivers poorly; and • Failure to meet external minimum requirements to deliver programmes for apprenticeships - losing OU validation, EPAO, or RoAP status. For Sixth Form losing Pearson accredited centre status or T Level delivery status. <p>Additionally two risks had been removed relating to the successful completion of the recent capital projects. Of the 23 strategic risks, seven had moved in a positive direction, one negatively and the remainder no change. There were two risks with a red residual risk rating:</p> <ul style="list-style-type: none"> • the risk around cashflow; and • apprenticeship volumes. <p>Risk Appetite Statement The FD outlined the approach taken in articulating risk appetite statement explaining that it had been developed by following the guidance on risk and corporate governance issued by the Institute of Risk Management (IRM) and by assessing the approaches used by other similar organisations. The statement sets out how the College will balance risk and opportunity in pursuing the College's mission and strategic objectives forming a key element of the College's governance and risk management framework set by the Board of Governors. The statement had been discussed at length at the audit committee who had asked that the issue of risks associated with safeguarding and reference be referred to within the statement acknowledging that safeguarding cannot be totally risk free but there must be a zero tolerance to non-compliance.</p> <p>The statement to read: <i>"Ada accepts degrees of risk in delivering our ambitious strategy to ensure we achieve our mission to educate and empower the next generation of diverse digital talent. We recognise that our risk appetite will vary, but that our decisions will be based on the assessment of each opportunity, completion of appropriate due diligence and a review of the identified risks. In line with our statement on compliance we take a zero-tolerance approach to compliance with our safeguarding policy and procedures, whilst understanding that some of our activities will involve some risk."</i></p> <p>The statement will be reviewed annually in line with the refresh of the wider risk management policy and will be included within the governance cycle. The Board approved the risk appetite statement.</p>	

	<p>Resolved that:</p> <p>(iii) Strategic Level Risk Register was received and noted by the Board</p> <p>(iv) The Risk Appetite Statement was received and approved by the Board</p>	
3.9	<p>Fundraising Update 23/24 & forecast for 24/25</p> <p>Katy Miles re-joined meeting at 14.55</p> <p>Update 23/24</p> <p>A budgeted target of £700k was set for 23/24, with a stretched target of £870k. Currently a total of £715k has been committed by donors from renewed and new partnerships with a further contribution expected of c. £100k which would bring the forecast year end position of c.£810k. If the £100k does not come in ,then £800k would be a sensible forecasted end of year position acknowledging the need to constantly refresh the pipeline.</p> <p>Reference was made to the creation of the new Business Leaders' Council, the corporate fundraising group that will support income growth, which will be launched in April / May 24 and chaired by Kevin Walsh.</p> <p>Forecast 24/25</p> <p>A target of £1m has been set for 24/25 and the team is working to grow the pipeline of prospective donors. An additional role has been generated within the team to boost capacity for fundraising in mid 24/25 and the focus will depend on the outcome of pro bono support from Impetus on the fundraising strategy which will be completed by July 24 and presented to the Board 3 July 24. The Board asked if the College received any feedback from these donors and were reassured that the College enjoyed healthy and positive relations with the donors as a result of good account management and a better resourced team as had been evidenced over the past 6 months. The Board approved the target set of £1m set for 24/25.</p> <p>Gillian Lancaster left meeting at 14.59</p> <p>The D of ER said Introductions and referrals to potential supporters by the Board would be much appreciated and mentioned the 17/18 April meetings to include discussion on the touch points for donations. Finally the Board asked if there were any prohibitions on who could be approached for donations. FD provide assurance this was fully covered in the Addendum to the Financial Regulations covered under item 3.7 about who is approached for money to mitigate any reputational risk.</p> <p>Katy Miles left meeting at 15.08</p> <p>Resolved that Fundraising Update 23/24 & forecast for 24/25 were received and the Board approved the target of £1m for 24/25</p>	
3.10	<p>Outreach Strategy update</p> <p>The Dean provided a brief summary of the outreach strategy and the rationale for a more holistic approach across the whole college covering both regions as sixth form and apprenticeship recruitment processes were very different. In particular for apprentices as the employers are the recruiters. The various ways of working for apprenticeship recruitment were detailed in the report and for noting. The Board asked if there would be an impact on learner volumes with the Dean confirming that giving the team more capacity for sixth form would be productive. The Board asked for further information on this together with the budgeted costs</p> <p>Resolved that:</p> <p>(i) the Outreach Strategy update was received and noted by the Board</p> <p>(ii) Dean/CEO to provide information on the budgeted costs and proposed impact on learner volumes from the Outreach strategy</p>	Dean/CEO
3.11	<p>Approval of the following:</p>	

	<p>For reassurance the Clerk advised that the following documents had been reviewed and recommended for approval by the relevant committees.</p> <ul style="list-style-type: none"> • Instrument and Articles – addition of clause 9(2) removal of a member • Calendar of meetings for 2024-2025 – dates can be subject to change due to unforeseen circumstances, an additional date for audit in September to be added • Health & Safety Policy – this policy has been updated to include both premises under one policy and was reviewed and recommended to the Board for approval at the recent audit committee • Policy for Appointment, Re-appointment and Removal of a Board Members – new policy which formalises the information in the Instrument of Government. • Induction Policy for Governors - a new policy whose aim is to show effective induction arrangements are in place to ensure that new Governors are introduced to the work of the College and understand their roles and responsibilities to enable them to make a positive contribution to the work of the Corporation. • Scheme of Delegation – this was last reviewed in 2021 and has been updated to include news clauses at 6 and 7, the policies have been revised and have been checked with Finance and HR. • Finance & Resources Terms of Reference – recent amendment regarding policies approved by Finance & Resources <p>Resolved that the following policies and documents were received and approved by the Board:</p> <ul style="list-style-type: none"> • Instrument and Articles • Calendar of meetings for 2024-2025 • Health & Safety Policy • Policy for Appointment, Re-appointment and Removal of a Board Members • Induction Policy for Governors • Scheme of Delegation • Finance & Resources Terms of Reference 	
3.12	<p>Environmental Sustainability</p>	
	<p>The updated progress was presented summarising the steps taken so far within the buildings and the development of sustainability strategies which the new Head of Premises will be responsible for going forward.</p> <p>The Board asked about sustainability in the curriculum and for information on this reiterating that it would be useful to get the learners involved. The CEO recognised this and said that this was being addressed and the Board would be provided with an update on this at the next meeting.</p> <p>Resolved that:</p> <ul style="list-style-type: none"> (i) the Report on Environmental Sustainability was received and noted by the Board (ii) CEO to provide an update on sustainability in the curriculum for the next meeting 	CEO
3.13	<p>Committee Chairs' Feedback</p>	
	<p>The Chairs of the following committees provided brief feedback on their respective meetings:</p> <ul style="list-style-type: none"> (i) Finance & Resources – 7 March 24 – covered under item 3.7 (ii) Audit – 13 March 24 — reprioritization of internal audits to cover for cyber security and estates management, discussion on cyber essentials v. cyber essentials plus, requirement for a link governor for cyber and information security (Imran Razzaq) and risk register/risk appetite covered under item 3.8 (iii) Board Membership – 14 March 24 - covered under item 3.0 	

	<p>The Chair asked if there were any questions on the above that had not been addressed in the previous agenda items and there were none.</p> <p>Resolved that the following Committee Chairs' Feedback were received and noted by the Board:</p> <ul style="list-style-type: none"> (i) Finance & Resources (ii) Audit (iii) Board Membership 	
3.14	<p>External Board Review Update</p> <p>Fiona Chalk from Governance4FE has been selected to provide the external governance review and was present to observe this meeting. The decision was made to engage her services following a meeting with CEO, Chair and Clerk. The BM committee was advised accordingly that day and subsequently the Board advised of the proposed timelines and actions with a final feedback session on the report to be given prior to the board meeting 3 July.</p> <p>For information three potential providers were reviewed: Financial Regulations stipulate that only two quotes were necessary if costs were under £10k. A scoring grid was carried out and it was felt that Governace4FE had the relevant skills and experience for Ada.</p> <p>Resolved that the External Board Review Update was received and noted by the Board</p>	
3.15	<p>Forward Agenda Items</p> <ul style="list-style-type: none"> 1. Budget and learner volumes 2. Sustainability in the curriculum 	
3.16	<p>Any Other Business</p> <ul style="list-style-type: none"> 1. Education committee – looking at sixth form curriculum regarding stopping BTECs. 2. Board asked if there was any feedback from the recent mayoral visit. CEO confirmed that technical education meetings had been positive. 3. CEO advised that the PR agency was no longer engaged because of the budget deficit and the lack of impact. <p>Louise Jones left meeting at 15.18. There was no other business.</p>	
3.17	<p>Date of Next meeting:</p> <ul style="list-style-type: none"> 1. 3 July 2024 	
	<p>Close of meeting</p>	
	<p>Meeting closed at 15.21.</p>	