MINUTES of the Meeting of the Board MEETING held on Tuesday 8 October 2024 at 12.00 held at 1 Sutherland Street, Pimlico, London	
Members present:	
Tiffany Hall	Chair and External Member
Amali de Alwis	External Member – remote participation
Louise Jones	External Member
Phil Kemp	External Member – remote participation
Gillian Lancaster	External Member
Claire McDonald	Staff Governor – remote participation
Mark Smith	CEO
Steve Stanley	External Member – remote participation
Susanna Lawson	External Member – remote participation
Nick Wilcock	External Member
In attendance:	
Ben Brodie	Investment Director, Impetus – remote participation
Tom Fogden	Dean for item 1.10
Chris Payne	Interim Director of Finance and Data for item 1.7
Charlie Smith	Head of Premises for item 1.12
Jacky Gearey	Clerk

Quorum 7 Members

Item	Topic	Action
	The meeting opened at 12.00. The Chair welcomed everyone and noted that it was Ada Lovelace day.	

	Apologies for Absence
	
	    1. Zarine Kharas – out of country
	    2. Imran Razzaq – work
	    3. Kathryn Skelton – maternity leave
	There had been no other apologies for absence.	

	Declarations of Interest in agenda items	
	There were no declarations of interest relating to this meeting.	
1.1	**Minutes of Previous meeting**	
	Minutes: (i) Meeting 3 July 2024 **Confidential minutes:** (ii) Meeting 3 July 2024 The Board approved the minutes of the meeting held on 3 July 2024 as an accurate record. **Resolved that both the minutes and confidential minutes were an accurate record of the meeting** 3 July 2024	
1.2	**Matters Arising not covered by the agenda**	
	Item 2.11- discuss offline the sufficiency of mitigations on the risk register – CEO advised that an updated risk register to be presented to audit committee in November and Board in December. Open.	

	Item 3.12 - provide an update on sustainability in the curriculum for the next meeting - Significant sustainability strategy update in board pack, however sustainability in the curriculum strategy/approach is still to be articulated. Open **Item 4.3 –** provide map on student applications to be circulated for next Education committee meeting – information has only just become available so will be actioned for meeting. Closed **Item 4.4** - complete benchmarking of ratios of learners versus number of people in the safeguarding roles **–** safeguarding audit underway and Validera (Internal auditor) will conduct review as part of internal audit in spring 2025. March/June board meeting **Item 4.5** Evolving to Ada 2.0 – email strategy to the Board directly after board meeting. Closed. **Item 4.7 -** Manchester Sixth Form (T-Levels) - Still awaiting further information from Manchester City Council, cannot confirm until firm acknowledgment regarding their contribution of 50k towards opening cost with match funding from the College and some philanthropic funding to cover opening costs marketing, enrolments etc. An updated proposal to go to Education committee meeting for formal agreement. Asked about the number of learners on T-levels and if they are to stay, CEO confirmed that there were 18 learners enrolled on the T-level programme, meeting the commitments to the DfE and getting the pilot off to a strong start with the cohort performing well so far. At this time the DfE had not confirmed what was happening with BTECs. All other actions had been closed off.	
1.3	**Review 23/24 End of year KPI performance & approve KPIs for 24/25**	
	The Board scrutinised the 23/24 and 24/25 KPIs and provided feedback noting the supporting commentary. For information the CEO said that provided a full overview of the College's performance in the year and would be used to inform the College Self-Assessment Report which has had initial feedback from the Education Committee coming to the full Board for review and sign-off in December. For information the CEO advised that the KPIs had been divided by various criteria and reduced by c. 15% this year to be more focused and delegate more down to a team level. The focus of the discussion centred on the red rated KPIs covering: **KPI 2** - 6th form progression into apprenticeship (% Ada apprenticeships) - this continues to be a challenge as the number of apprenticeships on offer is not growing while the competition for them does. A revision of the target was to be considered. **KPI 14** - sixth form attendance persistent absence - now consistently above 20%. CEO explained that this needs to be more specific as a very small number of students can affect the % targets and could result in chasing these data targets. The Chair asked which year group i.e. if this was last year's Year 12 then this issue is likely to continue. CEO agreed. **KPI 32** - Apprentice Volume Recruitment – substantially revised target due to downturn in market – Board had been advised of this issue. **KPI 34** - % staff retention – with better resources this term it is hoped that this will improve. Board wanted reassurance that there were sufficient teachers for T-Levels. CEO said that this was being monitored. **KPI 37** – outcome of short courses – metrics not met. Target was aligned to current progress on the Salesforce grant. which is going in November so this KPI to be removed. The proposed 24/25 KPIs for approval were presented noting that the number of KPIs have been reduced by c.10 to try to focus on those essential to achieving the strategic priorities. These KPIs will be reported to the Board at all meetings through the year as leading indicators. The Chair thanked the CEO and asked for a RAG rating to facilitate scrutiny. **KPI 20** - remove offer holder targets as it all depends on who turns up on the day at the start of term, but to include enrolments. The Board discussed the Management Information KPIs including using the FSM (Free School Meals) headline metric and reporting on the index for social deprivation. The	

	Board asked for more clarity on this with CEO explaining that the latter can be better determined through using postcode measures with learners asked during the application process/enrolment process. There were no further questions from the Board. **Resolved that:** **(i)** **the Report on the 23/24 End of year KPI performance was received and noted by the Board** **(ii)** **KPIs for 24/25 were received and approved by the Board** **(iii)** **CEO to provide an impact update at the next Board meeting in December**	
1.4	**Chief Executive's Overview**	
	The CEO asked that the report be taken as read but highlighted the College now has >600 learners on roll and feedback from existing clients on the quality of apprenticeship delivery was very positive. As previously minuted the volume of apprenticeships is the major challenge albeit a sector wide problem. There are currently launchpads in London and Manchester underway and the third Autumn launchpad, a closed cohort of HSBC apprentices, has just started at their offices in Sheffield. The Board asked about this and whether this produced an opportunity for other locations. CEO said that this model was being looked at but would depend on the volumes involved as this was the first time a Launchpad has been delivered at an employer's offices. The Chair thanked the Manchester team for all their work on this. Board asked if there was further demand for these closed cohorts would the College be able to meet the demand? CEO said yes as long as there is a minimum cohort size of 20. Chair said that it was good to see the learner stories which were a very interesting read with the CEO confirming that this would be part of his report going forward. There were no further questions. **Resolved that the Chief Executive's Overview Report was received and noted by the Board**	
1.5	**Safeguarding and Prevent Update**	
	As this report had been discussed fully at the recent Education committee meeting, it was taken as read with the Chair of Education reassuring the Board that prior to each meeting he had a one-2-one with the DSL. There were minor updates to Keeping Children Safe in Education for the academic year 2024/25 and these included the following: ● amending the definition of 'safeguarding and promoting the welfare of children' in line with Working Together to Safeguard Children 2023 (this is a guide to muti-agency working to help, protect and promote the welfare of children). ● additional information around when children may require early help, in accordance with Working Together to Safeguard Children 2023. ● a recommendation for staff, governors and trustees to use the DfE Data Protection guidance for schools to understand data protection relating to safeguarding. After reviewing KCSIE 2024 and liaising with Westminster Local Authority and Manchester City Council, the College had been advised not to update the safeguarding policy as the changes were minor for the type of provision the College was offering. The Board asked about this advice, and it was explained that local authorities had considerable expertise in this area. The Board asked about the pastoral support to sixth formers and also ECHP learners, which with the increase in high needs funding meant that the College was able to increase resources. There followed a brief discussion on the experience required as the safeguarding lead referencing the new co-opted member	

	on the Education committee and whether they might have relevant experience on safeguarding. The Chair agreed to speak to the co-opted member.
	
	Resolved that:
	    (i) **the Safeguarding and Prevent Update was received and noted by the Board**
	    (ii) **Chair to speak to co-opted member on Education committee regarding safeguarding experience.**	

1.6	**Digital Transformation Project – overview and 24/25 priorities**	
	In the last quarter of 2023-24 an analysis was carried out regarding the current digital and systems position the findings of which showed that investment in the digital and systems estate has been held back by the short term nature of funding support and the focus on securing permanent premises. Of note there was no overarching IT strategy or digital roadmap setting out future development plans to ensure that the College was at the forefront of efficient systems and processes. The five strands identified in order of priority were: 1. Review and upgrade our approach to Customer Relationship management (CRM); 2. Enhance the range of services delivered through the Student Record System; 3. Create the environment for day to day benefits derived from deployment of Generative Artificial Intelligence (GAI); 4. Create the systems and environments to support teaching and learning; and 5. Develop the College's approach to 'big data' that fully supports future ambitions. The CRM scoping will take place over the next two months with the assistance of a new partner BearingPoint who are currently providing this pro bono. The ELT will monitor progress against the action plan for transformation and will seek to ringfence additional budget to support the project. The Board said that such a strategy was essential in today's environment and discussion centred around the viability of making approaches to external organisations and philanthropic individuals. The issue of IT for tracking in Teaching, Learning and Assessment (TLA) was raised with the CEO saying that a lot of the software was not fit for purpose for TLA, not scalable and was less secure, hence the decision to invest in CRM and digital transformation. **Resolved that the report on Digital Transformation Project overview and 24/25 priorities were received and noted by the Board**	
1.9	**Timeline & approach for formulation of new strategy**	
	Given how much has changed at the College with the campus relocations in July 2023 and February 2024 as well as a substantially altered external operating environment, a review of progress against strategy had recently been undertaken with the need to bring forward the end of the Evolving to Ada 2.0 strategy period from December 2025 to September 2025. This would mean re-focusing on the key priorities through to September 2025 presented at the July Board meeting. The objective of the new strategy is to provide a clear view of where the College will be in 5 years' time and a detailed roadmap of how to get there over the next 3 years. The process should allow staff and relevant external stakeholders to feel a collective sense of buy-in and endorsement that will lead to more efficient and effective implementation. The proposed timeline was discussed with the caveat that these could change and would include two Board half-away day sessions (one of which would involve the new chair), the aim is for Board sign off in April and in July for the strategy to be shared with key external stakeholders. The Board asked if this was a new strategy per se or an adjustment. The CEO confirmed that it was a further development as the curriculum strategy would sit in within this, in addition to taking into account the new implications of the skills requirements and loan financing.	

	Resolved that the update on the Timeline & Approach for a new strategy was received and noted by the Board	
1.10	**Office for Students (OfS) Registration Outline Proposal**	

	In looking at growth options the Dean had previously outlined the proposal for registration with the Office for Students (OfS). In applying for registration and membership the fees have to be paid currently £72k. Approval was therefore sought to make a submission to OfS costing £29k for initiating the programme. The CEO reassured the Board that a business plan had been brought to the Finance & Resources committee and then Education Committee for discussion on 17 and 25 September respectively before making this request to the Board. The Board approved the cost of submission and agreed to delegate authority to the Education committee accordingly regarding approval of the plan and further costs to be incurred, to be decided in the context of the College finances when autumn sixth form volumes will be known. This would be decided at the Education committee meeting May 2025. Asked about the governance involved in this the Dean gave an overview much of which was currently being undertaken.
	
	Resolved that:
	    (i) **the Proposal Outline for Office for Students Registration was received and noted by the Board**
	    (ii) **Board gave delegated authority to Education committee at their meeting May 2025 regarding final approval of the plan and the further costs to be incurred**
	Dean left meeting at 13.20	

1.11	**Approval of Documents**	
	The following documents were presented for Board approval: **Internal Audit plan 24/25** – some changes had been made following the audit committee meeting in September to include bringing forward the safeguarding audit. The Audit committee recommended the revised internal audit plan as presented for 2024/25 for Board approval. The Board approved the revised internal audit plan for 24/25. **Behaviour & Disciplinary Policy** – last updated in August 2023. A major review had been undertaken with the relevant statutory updates included: ● Refined Staged approach with clearer channels of follow up - implementation plan included in a new Appendix ● Enforcing accountability on teaching, team lead and then more senior staff as thresholds exceed ● Emphasis on restorative approach at each stage The Education committee recommended this to the Board for approval. The Chair confirmed that this was a clear policy. The Board approved the policy. **Remuneration Committee Terms of Reference** Revision to the number of Senior Post Holders – the Chair of the committee briefed the Board on the rationale for reducing the number of senior post holders (SPHs) from 5 to 3. The original number had been a legacy issue and with the reduction to 3 was now rationalized and pared back. The following would be the three SPHs: CEO, Director of Finance and the Clerk, all of whom are directly accountable to the Board. The Board approved the revised terms of reference **Resolved that the following were received and approved by the Board:** **(i)** **Internal Audit Plan for 2024/25** **(ii)** **Behaviour and Disciplinary Policy** **(iii)** **Remuneration Committee Terms of Reference**	
1.12	**Sustainability Update**	
	Head of Estates joined the meeting at 13.27	

The update report reiterated the College's current baseline sustainability actions, provided an overview of the carbon emissions for the partial 23/24 year, summarised the climate action plan targets to be delivered during 2024/25 and described how future carbon emission reports will be presented to the Board. Regarding the latter this will be reported to the Finance & Resources committee quarterly and the climate action plan reviewed annually by that same committee. Of note the existing Sustainability and Environmental Policy will be replaced by the College's Climate Action Plan, which was provided within the report. The Board commended the action to form a sustainability working group, with representation from across the campuses, including learner participation/membership with the Chair asking if a sustainability lead governor would be helpful as there had been notable comments regarding addressing/actioning this topic from the Board Self-assessment survey. The CEO welcomed this offer, and the Chair asked the Board Members for any expressions of interests to be sent to her offline.

The Head of Premises advised that going forward to achieve greater reductions, there would have to be substantial investment for big ticket items (solar panels for Victoria and Manchester and replacing gas boilers in Manchester). The Board asked about these costs which were estimated to be sub £5k in total currently but to achieve a deadline of 2030 the spend could be c. £150-400k for the bigger items, but the College would be looking for grants to assist with this. Asked if the deadline was mandatory, the CEO said that this was strongly encouraged and provided impetus to these actions. The Board appreciated that a lot of work had already been done as exemplified in the benchmarking and policies and discussed if it was viable financially to have external help however the Head of Premises advised that this could cost several thousands of pounds. Finally the Board discussed how the narrative was being generated around what the College was doing as the messaging across both provisions were critical. The CEO said that this was being addressed.

Resolved that:
(i) **Sustainability Update was received and noted by the Board**
(ii) **Expressions of interests regarding role of sustainability lead governor to be sent to the Chair**

1.13	**Report on the College Seal**	

The College seal had been used twice for the following purposes:
- 4 August 2023 – formerly Sir Simon Milton UTC, 1 Sutherland Street, Pimlico, London SW1V 4LD. Lease for 25 years (provision of Sixth Form and FE Education including Apprenticeship training). Signatories on the lease were Mark Smith and Tom Fogden.
- 1 September 2023 – 16 Blossom Street, Ancoats, Manchester M4 5AW. Lease for 25 years (provision of FE Education including Apprenticeship training). Signatories on the lease were Mark Smith and Tom Fogden.

No other uses had been recorded.

Resolved that the report on the use of the College seal was received and noted by the Board

1.14	**Annual Remuneration Committee Report 23-24**	

In accordance with The Charities Code, Clause 7.6 regarding developing a culture of openness with the charity, in particular senior post holders' remuneration, the final report presented sought to provide assurance that the Remuneration Committee on behalf of the Board of Governors had carried out its work on senior staff remuneration in a responsible and transparent way. There were no comments from the Board.

	Resolved that Annual Report of the Remuneration committee 2023-24 was received and noted by the Board	
1.15	**Board Self-assessment 2023-24**	
	The Board was asked to note the Board Self-assessment 2023-24 SAR which comprised of a statement of strengths of governance and areas for enhancement, focusing on the most important areas for enhancement i.e. sustainability and stakeholder engagement. The KPI for the effectiveness of the Governing Body was measured through the annual board performance self-assessment, which all governors were asked to complete over the summer break. This year 15 out of 17 governors were able to complete the survey including two members of the ELT. As in the previous year a target of 80% was set for governor satisfaction with the effectiveness of the Board. The board effectiveness satisfaction was recorded as 77% down from 83% in 22-23. This overall score was significantly influenced by the inclusion of the responsibility for environmental sustainability score which governors were still far from satisfied that they had discharged at 47% and additionally the College's response to stakeholder needs 59%. For reassurance the report had been discussed at length at the Board Membership committee meeting, noting the members comments of which there were 287.

Resolved that Board Self-assessment 2023-24 was received and noted by the Board | |
| 1.16 | **Governors' Register of Interest 2023-24** | |
| | The Register of Interests was presented for information. There were no comments.

Resolved that the Review Governors' Register of Interests 2023-2024 was received and noted by the Board | |
| 1.17 | **Board and Committee membership update including Governor attendance 23-24** | |
| | The report summarised issues discussed at the recent Board Membership committee meeting covering:
- A recommendation to the Board to reduce the number of independent members to 14 which was in line with a College of Ada's size. The Instrument & Articles to be amended accordingly and brought to the Board for approval in December.
- As advised in a recent email to all board members the Chair of Board has decided to stepdown after the March board meeting, there was discussion on the recruitment process . The Chair confirmed that the College had been successful in securing assistance from the DfE to use their recruitment provider (Peridot Partners) to undertake the search for Board Chair. Initial meetings were to take place regarding this shortly which would include specifying skill sets and relevant board experience. Additionally the Chair asked for board members' support in having conversations with prospective candidates as required which all agreed to do.
- Student Governor election has not taken place as yet with CEO confirming that the Board will be advised once this has taken place.
- Board Membership Committee Chair – the replacement of chair to advised to the board after the meeting in February 2025.

Board attendance
For all Ada College Board meetings the average was 96% an improvement on the previous year of 94%. Twelve members had 100% attendance which the chair felt was a testament to the support of the College. The committee attendance rate was 80% in 2022-23 and 91% for 2023-24 endorsing the continued use of remote committee meetings. The overall combined attendance at Board and committee meetings was 88% in 2022-23 and 91% for 2023-24 which was again an improvement. The Chair thanked the governors for their excellent attendance record. | |

	Resolved that the Report on Board and Committee membership update including Governor attendance 23-24 was received and noted by the Board		
1.18	**Committee Chairs' Feedback**		

	The Chairs of the following committees' reports provided brief feedback on their respective meetings with each Chair being asked to comment on the following:
	    (i) Education –25 Sep 24 – covered under items 1.3, 1.5, 1.10, 1.11 and the draft College SAR which will be brought to the next board meeting for approval.
	    (ii) Finance & Resources – Sep 24 – covered under items 1.7, 1.10, and 1.13
	    (iii) Audit – 25 Sep 24 – covered under item 1.11. For comment the Chair of audit wanted it noted that of the five internal audit reports, three were completely clean and the remain two had no priority recommendations.
	
	Resolved that the Committee Chairs' Feedback were received and noted by the Board:		

1.19	**Forward Agenda Items**		
	There were no forward agenda items.		
1.20	**Any Other Business**		
	There was no other business. The Chair wanted to thank everyone for their support.		
	Date of Next meeting: • 11 December 2024 at 15.45		
	Close of meeting		
	Meeting closed at 14.00		

Approved by Chair