

**MINUTES OF THE REIGATE LEARNING ALLIANCE TRUST BOARD MEETING HELD  
ON TUESDAY 01 DECEMBER 2020**

**Present:** Mr Michael Jones - Chair  
Ms Pat Frankland  
Mr Stephen Hewes  
Mr Spencer Bowen  
Mr Farouk Durrani  
Mr Gerard Weide  
Ms Yvette Robbins  
Mr Richard Stephen  
Mr Chris Whelan - Chief Executive Officer  
Mr Nick Clark - Principal

**In attendance:** Ms Kim Saw (Director of Finance)

**1. WELCOME**

The Chair welcomed everyone to the meeting. It was noted Ms Y Robbins was attending the meeting via video-conferencing.

**2. APOLOGIES & MINUTE TAKING**

An apology was received from Mr J Allen, and in the absence of the Clerk, it was agreed for Ms K Saw to take notes of the meeting<sup>1</sup>.

**3. DECLARATIONS OF INTEREST**

Michael Jones declared his interest in being a Member of the Trust.

**4. MINUTES**

The minutes of the Trust Board meeting held 13 October 2020 (Paper 1) were agreed as an accurate record of the meeting, subject to amending the name for Spencer Bowen.

**5. SUMMARY ACTION LIST & MATTERS ARISING**

The 'Summary Action List' (Paper 2) provided the meeting with the following progress updates against action points agreed at the last Board meeting:

<b>MIN</b>	<b>ACTION</b>	<b>REVIEW DATE</b> <b>01/12/2020</b>
5	To change the format of the Standing Orders so that they act as a signpost where appropriate to other key documents in order to avoid unnecessary duplication; and to top-up the SOs with those procedures agreed by the Trust that are not covered in other key documents. The Chair will take the lead on this	Agenda item

<sup>1</sup> Permitted under Article 86: 'The Clerk shall not be a Trustee or the Chief Executive Officer. Notwithstanding this Article, the Trustees may, where the Clerk fails to attend a meeting of theirs, appoint any one of their number or any other person to act as Clerk for the purposes of that meeting'

	development work and will liaise with members of the working group tasked with updating the SOs	
6(i)	The College's internal auditors are going to conduct a desktop review on the College's Covid-19 procedures and arrangements, with outcomes of the audit to be reported to the Audit Committee.	Audit took place week of 9/11 and, when made available, the audit report will be considered by the Audit Committee
7	To change the name of the committee to the Audit & Risk Committee.	Actioned
7(ii)	The Risk Register to be updated in line with the recommendations proposed in paragraphs 9 and 10 of the Audit Committee minutes (22/9/20) with proposed amendments to scoring and mitigation actions for discussion at the November Audit Committee prior to final approval being sought at the December Board meeting;	Agenda item
7(iv)	To amend the Board Assurance & Risk Management Policy 2020-21 to confirm that cover sheets are no longer required, but for each report presented to begin with a clear explanation of the link between the contents of the paper and the appropriate risk from the Risk Register.	Agenda item
8	In terms of the structure and format of future Health & Safety reports, the following changes were suggested: <ul style="list-style-type: none"> <li>• Need to include assurance statements that the College is fully compliant with required regulatory compliance.</li> <li>• Need to make reference to Covid-19 compliance in line with DfE guidance.</li> <li>• Confirmation to be given that required health &amp; safety training has been made available and who has undertaken such training.</li> <li>• Confirm any consequences arising from having fewer first aiders.</li> <li>• Fire inspection audit - outcomes to be reported in the annual report</li> <li>• If the Sports Centre was the main source of reported incidents, an explanation to be given as to why (ie, high use, supported with appropriate data) and the mitigation actions taken to reduce the number of accidents.</li> </ul>	For inclusion in the 2020-21 Annual H&S Report
9	A reconciliation statement will be made available to confirm changes made from these set of draft Management Accounts and the final audited Financial Statements that will be an agenda item for review and approval at the November Finance Committee	Actioned.

13	In terms of training, Ofsted preparation was an area of need and it was noted this is an action point for carrying forward.	Spring term meeting
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There were no other matters arising.

## 6. CHIEF EXECUTIVE OFFICER UPDATE

The following updates were made available:

- 2018/19 outcome data as per the presentation made at the September Trust Board meeting, and the achievement data are incorporated in the College's Self Assessment Report - a later agenda item.
- Covid-19. Mandatory wearing of face masks in corridors and communal areas is in place. CEV staff are working from home. To date 4 staff have tested positive for Covid-19 (3 teaching staff, 1 support staff). There are on average 1-2 student cases reported each week. There is no evidence of any linked cases to PHE. Student attendance continues to be high at 91%.
- Planning permission has been granted for the proposed two-storey extension to the refectory. In the context of an application for Condition Improvement Grant (CIF) the College will have to make a contribution to the funding of the project, but the final contribution amount has yet to be confirmed. It was **AGREED** to arrange a special meeting of the Finance Committee later this month to consider the proposed College contribution, and for any recommendations arising, to be put to a special Trust Board meeting in January.
- A meeting was held last week with the local MP, Mr Crispin Blunt. After the meeting the MP wrote a letter on behalf of the College (and other 6<sup>th</sup> form colleges in his constituency) to the Secretary of State for Education, asking for additional financial support to be made available to 6<sup>th</sup> form colleges to meet Covid-19 costs. It was **AGREED** to circulate a copy of the letter to Trustees.
- The DfE has confirmed exams will proceed as normal next summer, but will commence three weeks later to give more teaching time. There is emerging evidence that universities will lower their offers for 2021/2022. Ofsted are conducting short visits this term. Each visit will conclude with a short report being made available but with no grades given. Full inspections are scheduled to commence from January 2021, Covid-19 permitting.

## 7. DRAFT COLLEGE SELF ASSESSMENT REPORT 2019/20

The draft '*College Self Assessment Report 2019/20*' was received (Paper 3).

In terms of the process, it was confirmed the self-assessment process began with each teaching Department preparing a self-assessment report based on the Common Inspection Framework. Strengths and areas for development are evaluated, a provisional grade proposed, actions agreed and a development plan prepared to address areas for improvement and further development.

The Senior Management Team (SMT) then evaluated the reports and prepared an analysis as to the effectiveness of the College as a whole. Following this evaluation, the following overall grades, proposed in the SAR, were confirmed as follows

Overall effectiveness	Outstanding
Quality of education	Outstanding
Behaviour and attitudes	Outstanding
Personal development	Outstanding
Leadership and management	Outstanding

It was confirmed the Local Governing Body (LGB) is responsible for scrutinising the self-assessment report and overseeing the actions being taken to improve where necessary. To this end, the SAR and Development Plan will be an agenda item at each meeting of the LGB and, through the minutes of the meeting, with direct reporting to the Trust Board.

It was confirmed there is no legal or compliance requirement to make the report available to Ofsted, but the College will continue to do so as a point of principle to ensure best practice.

It was **RESOLVED** to note the draft of the '*Self Assessment Report 2019/2020*'.

## **8. SAFEGUARDING/PREVENT EXCEPTIONAL REPORTING**

The Executive Principal provided updates on current safeguarding statistics and numbers, with confirmation also given on the required staff training made available, and delivered, in both safeguarding and prevent.

In terms of emerging themes, the following points were noted during discussions:

- Serious mental health continues to be a major concern. However, exceptional support for students has been, and continues to be, made available.
- Concerns around the lack of adolescent mental health crisis care has been a serious safeguarding risk and this risk has been raised with the Surrey Safeguarding Children Partnership. The Partnership, in turn, has raised this with the commissioning board and CMAHS are due to present to the partnership with a revised offer. This also ties in with the Serious Case review on Adolescent Suicide in Surrey.
- There has also been a noticeable rise in students with eating disorders.
- Serious mental health concerns and substance misuse are also emerging concerns with parents, which has been heightened by lockdown and financial circumstances.

Trustees welcomed confirmation that the College continues to make available exceptional support for students. It was agreed this is a key strength of the College that is outlined in detail in the College's Self Assessment Report - a later agenda item.

## **9. TRUST STANDING ORDERS**

The draft of the Standing Orders was received for the Board to review (Paper 4). The following points were noted during the review:

- (i) The version of the Articles held by Companies House states there will be a maximum membership of 11 trustees whereas the version held by the College states the maximum number to be 12. This anomaly is being raised with the College solicitors.
- (ii) Both the Chief Executive Officer and the Executive Principal are currently ex-officio Trustees, but the Articles only provide for the CEO to be a Trustee. The Trust is unable to change the Articles without Secretary of State approval. Consideration will be made to request such approval. In the meantime, the Trust has the authority to co-opt Trustees. To address the current anomaly, it was **RESOLVED** to co-opt the Executive Principal as a Trustee from the date of this meeting for a period of 4 years or, (if earlier), his ceasing to hold that position.

- (iii) To include in the Standing Orders the agreed procedure for written resolutions.

As further work is required before final Board approval can be sought, Trustees were invited to make any comments that they may have on the current draft of the Standing Orders to either the Chair or Clerk. The aim is to submit for approval the final draft of the Standing Orders at the March Trust Board meeting.

#### 10. REPORT FROM THE REIGATE LOCAL GOVERNING BODY

The minutes from the Reigate Local Governing Body meeting held 13 October 2020 were received for information purposes (Paper 5). The substantive agenda items for the meeting were as follows:

- Covid-19 Arrangements
- Admissions And Numbers On Roll & Marketing Strategies
- Draft Outcome Data 2019/20 (Same presentation that was made available at the October Trust Board meeting)
- Reigate College Self Assessment Report & Development Plan - Draft
- Student Voice
- Board assurance assessments

The Chair of the Local Governing Body confirmed that the meeting reviewed in detail the draft of the College's Self Assessment Report 2019/2020, a previous agenda item at this meeting. The LGB undertook an assurance assessment on the SAR and agreed a rating of 'Amber - Medium' which was due entirely because the SAR is still in draft format and is work in progress. The assessment must not be viewed in any way as being a critical negative assessment.

It was **RESOLVED** to note the minutes.

#### 11. OCTOBER MANAGEMENT ACCOUNTS

The October Management Accounts were received for information purposes (Paper 6). As October was very early in the financial year, there were no key issues arising on performance against the budget, and the following headline points were noted:

	<b>October 20 actual Surplus / (deficit) £000</b>	<b>Year to date actual Surplus / (deficit) £000</b>	<b>Year to date Forecast Surplus / (deficit) £000</b>
Before non-cash items	(177)	(221)	(227)
Retained surplus / (deficit)	(177)	(221)	(227)
	<b>Balance at 31.10.20 £000</b>	<b>Balance at 30.09.20 £000</b>	<b>Balance at 31.08.20 £000</b>
Bank & cash	3,384	3,122	3,056
Net assets	13,161	13,338	13,382

Included in the 20/21 budget for Administration & Central Services costs is £100k for Initiatives and other expenses, which comprised of a £50k general contingency and a provision of £50k for extra costs relating to COVID. It was confirmed, and noted, that an extra £160k has been added to budgeted COVID costs, based on the level of costs incurred to date in 2020/2021.

The Management Accounts provided a cash flow forecast confirming the cash balances to date and projected cash balances monthly for this financial year. In addition, it was reported a cash outflow of £250k per month for 4 months commencing June 21 has been included in respect of the proposed Refectory building project. This is for illustrative purposes only, as the total build cost and the amount of DfE funding available is unknown.

It was **RESOLVED** to note the Management Accounts

## 12. **REPORT FROM THE FINANCE & RESOURCES COMMITTEE**

The minutes of the Finance & Resources Committee meeting held 10 November 2020 were received for information purposes (Paper 7).

The two substantive agenda items considered by the Committee were the review of the Management Accounts and Financial Statements 2019-20, both agenda items at this meeting.

It was **RESOLVED** to note the minutes.

## 13. **REPORT FROM THE AUDIT & RISK COMMITTEE**

The 'Minutes of the Audit & Risk Committee held 17 November 2020' were received (Paper 8). In addition to the unconfirmed minutes, the Trust Board received the following:

- Audit & Risk Committee's Annual Report 2019/20 (Paper 9)
- Internal Audit Annual Report 2019/20 (Appendix to Paper 9)
- Financial Statement & Regularity Audit Findings Report and Letters of Representation (Appendix to Paper 9)
- Two Letters of Representation (covering the audit of financial statements and regularity audit) issued by RSM (Paper 10)
- Financial Statements Year Ended 31 July 2020 (Paper 11)

The Audit & Risk Committee is responsible for providing an annual opinion to the Trust Board on the adequacy and effectiveness of Reigate College's assurance framework. The Audit & Risk Committee, in forming an annual opinion in their annual report, took into account the audit opinions from the internal auditor and the financial statement and regularity auditor for Reigate College, and these were attached to the Annual Report from the Audit & Risk Committee. The Audit & Risk Committee also took into account the assurance assessments conducted by the Trust committees as part of the Board Assurance Framework.

Trustees noted their key responsibility on assessing the Trust's going concern. The 'Letter of Representation' on the audit of the Financial Statements, issued by the External Auditor, made the following observation on going concern that was noted by the Board:

*We acknowledge that whilst there are uncertainties related to the impact of the Covid-19 pandemic that may cast doubt on the Academy Trust's ability to continue as a going concern, however we do not consider them to be material. The Academy Trust's main source of income is General Annual Grant ("GAG") funding from the ESFA General Annual Grant income for the year to 31 August 2021 is guaranteed to be £12,552,000, based on 2,521 funded students. The academy trust has submitted a number of 2,596 students to the ESFA*

*in November 2020, and so expects that the funding for the year to 31 August 2022 will be in excess of the previous year.*

The following was also noted from the commentary in the Financial Statements:

*The COVID 19 pandemic developed rapidly in 2020. Despite this, there was no shortfall in budgeted income for the year. The academy trust received its grant income for 2019/20 from the ESFA in full, which represents 93% of the income for the year, and business interruption insurance covered lost non-grant income for the period April to August 2020. ESFA General Annual Grant income for the year to 31 August 2021 is guaranteed to be £12,552,000, based on 2,521 funded students. The academy trust has submitted a number of 2,597 students to the ESFA on the enumeration date of 31 October 2020, and so expects that the funding for the year to 31 August 2022 will be in excess of the previous year.*

*As at 31 August 2020 the academy trust held cash reserves of £3,056,000, and cash flow forecasts for the following 2 financial years show that the academy trust can meet all liabilities as they fall due.*

*The Trustees therefore have a reasonable expectation that the academy trust has adequate resources to continue in operational existence for the foreseeable future. For this reason it continues to adopt the going concern basis in preparing the financial statements. Further details regarding the adoption of the going concern basis can be found in the Statement of Accounting Policies.*

It was noted the Trustee Table on page 21 has to be amended to include the details for Pat Frankland.

Following review, it was **RESOLVED**:

- (i) To receive and approve the Annual Report 2019/20 from the Audit & Risk Committee and to note the following annual opinion agreed by the Committee:

*The Audit & Risk Committee, through review of auditors' reports and discussion with auditors and college managers, has arrived at the opinion that Reigate Learning Alliance had adequate and effective assurance frameworks, framework of governance, risk management and control processes for the effective use of resources, solvency of the institution and the safeguarding of its assets.*

*The Audit & Risk Committee formally records, through the annual opinion of the Committee, appreciation of the hard work and professionalism shown by the Executive, Managers and all staff in ensuring that all risks relating to the Covid-19 pandemic were addressed to enable students to continue with their learning during the lockdown and resulting restrictions.*

*The Audit & Risk Committee recommends the Trust Board approves the Annual Report and Financial Statements for the period ended 31 August 2020 for Reigate Learning Alliance and to authorise the*

*Chief Accounting officer/Chief Executive Officer and the Chair of the Trust Board to sign the Financial Statements.*

- (ii) To forward a copy of the 'Audit & Risk Committee's Annual Report 2019/20' to the ESFA;
- (iii) To approve the 'Annual Internal Audit Report 2019/20', issued by the Internal Audit Service (Macintyre Hudson);
- (iv) To approve the 'Audit Findings Report', issued by the External Auditor (RSM);
- (v) To authorise the Chairman to sign on behalf of the Corporation the 'Letters of Representation', issued by the External Auditor;
- (vi) To approve the 'Financial Statements for the year-ended 31 July 2020' and to authorise the Chairman and Principal to sign the accounts before submission to the ESFA; and
- (vii) To note the minutes of the Audit Committee meeting held 17 November 2020.

**14. RISK MANAGEMENT & BOARD ASSURANCE FRAMEWORK**

(I) Risk Management & Board Assurance Framework 2020-21

The Board received for review and approval the Risk Management & Board Assurance Framework 2020-21 (Paper 12).

The Academies Financial Handbook (Section 2.38) sets the requirement that the trust must manage risks to ensure its effective operation and must maintain a risk register.

Section 3.1 of the Academies Financial Handbook states all academy trusts must have a programme of internal scrutiny to provide independent assurance to the Board that its financial and others controls, and risk management procedures, are operating effectively.

The Trust's Board Assurance Framework (BAF) is part of the programme of internal scrutiny and the framework that includes the Trust's Risk Register, is subject to annual review.

The proposed changes to the BAF for 2020/21 were tracked for ease of reference. The changes were made following suggestions from Trustees at the July Trust Board meeting and at the special meeting of the Audit & Risk Committee that was held in September which was arranged to review specifically risk management and the Board Assurance Framework. The Risk Register was subject to a number of amendments to include references to risks arising from Covid-19.

Following review, it was **RESOLVED** to approve the 'Risk Management & Board Assurance Framework 2020-21'.

(ii) Termly report on assurance assessments conducted by Committees

The termly report on assurance assessments conducted by Committees for this term was received (Paper 13), as required by the agreed Board Assurance Framework.

The following assurance assessments were **NOTED**:

Local Governing Body meeting 13 October 2020:

Agenda Item	Paper	Subject	RAG rating	Any Committee Recommendation(s)
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6	Paper 3	Admissions/ Numbers on Roll Report/ Marketing Strategies	Green	No concerns/no recommendations
7	Paper 4	Outcomes 2019/20	Green	No concerns/no recommendations
8	Paper 5	SAR Development Plan	Green	No concerns/no recommendations

Finance Committee meeting 10 November 2020:

Agenda Item	Paper	Subject	RAG rating	Any Committee Recommendation(s)
7	4	Management Accounts	Green	No concerns/ The recommendation to have a separate Covid-19 expenditure line in the budget was agreed.
8	5	Financial Statement Year Ended 31 August 2020	Green	No concerns/no recommendations other than to inform the Audit & Risk Committee that there were no issues of concern to report to the Audit & Risk Committee on the financial figures contained in the Financial Statement
8	6	Reconciliation Statement	Green	No concerns/no recommendations
8	7	Financial Statement Auditor's 'Audit Findings Report'	Green	No concerns/no recommendations
9	8	Review of Contracts	Green	No concerns/no recommendations

Audit & Risk Committee meeting 17 November 2020:

Agenda item number	Paper	Subject	RAG Rating	Any Committee Recommendation(s)
6	4	Audit Progress Update	Green	No issues of concern - The three outstanding internal audit actions points are in hand, with progress updates to be made available at the spring meeting.
7(i)	5a	Internal Audit Annual Report 2019-20	Green	No concerns and the Committee welcomed the level of assurance received from the internal auditor.
7(ii)	5b	Scope of internal audit for 2019-20	Green	No issues of concern - it was agreed to increase the scope of the audit on pandemic planning
8(i)	6	Financial Statements for the year ended 31 August 2020	Green	No issues of concern and the Committee welcomed the level of assurances received from the financial auditor
8(ii)	7	Audit Findings Report issued by RSM	Green	No issue of concern and the Committee welcomed the level of

				assurances received from the financial auditor
9(i)	8	Risk Management & Board Assurance Framework Policy 2020-21	Green	No issues of concern - All previous recommendations to enhance the policy and Risk Register were incorporated into the policy.
9(ii)	9	BAF Assessments conducted by Committees	Green	No issues of concern.
10	10	Audit Committee Annual Report	Green	No issues of concern - Minor amendments were made to the Annual Report with the recommendation for the Trust Board and Chief Accounting Officer to receive the report.

(iii) Trust Board BAF Assessments agreed for reports/agenda items considered at this meeting:

The Trust Board agreed the following BAF assessments on the reports and agenda items considered at this meeting:

Agenda item number	Paper	Subject	RAG Rating	Any Committee Recommendation(s)
5	Verbal	Chief Executive Update	Green	
6	3	Draft Self Assessment Report	Amber	Still in draft and will be subject to continuous review and updating
7	Verbal	Safeguarding/ Prevent Exceptional Reporting	Green	
8	4	Standing Orders	Amber	Final approval deferred to the next meeting
10	6	October Management Accounts	Green	
12(ii)	9	Annual Report 2019/20 from the Audit & Risk Committee including appendices	Green	
12(iv)	10	Financial Statements Year Ended 31 August 2020	Green	
13(i)	11	Risk Management & Board Assurance Framework 2020-21	Green	
13(ii)	12	BAF Assessments conducted by Committees since the last Trust Board meeting	Green	

## 15 MEETING REVIEW

At the conclusion of all Trust Board meetings, it has been agreed for Trustees to consider the following questions:

- (i) Were there any training needs identified for Trustees?
- (ii) What, if any, contribution has the meeting made to improving provision?

In terms of training, Ofsted preparation remains an area of training need as previously identified, and this will be carried forward as an action point.

In terms of contributions made to improving provision, the following points were noted:

- Positive going concern observations will enable investments to be made to improve provision - both in terms of meeting curriculum costs and infrastructure costs such as the proposed new build.
- Development Plan in the Self Assessment Report will be the key document to address issues identified where improvements are required.

## 16. ANY OTHER BUSINESS

The Chair noted the need to arrange a meeting of the Remuneration Committee to consider KPIs for the Chief Executive and the Executive Principal and will liaise with the Clerk to agree a date for such a meeting. The appraisals for both postholders to be conducted next January.

## 17. DATE OF NEXT MEETING

Tuesday 23 March 2021 @ 17.30

The meeting closed at 19.20.

Signed: \_\_\_\_\_ Date: \_\_\_\_\_

## SUMMARY ACTION LIST

Min	ACTION	WHO
6	Building Project: To arrange a special meeting of the Finance Committee later this month to consider the proposed College contribution, and for any recommendations arising, to be put to a special Trust Board meeting in January.	23/3/2021
6	Circulate copy of letter from the local MP	23/3/2021
9	Standing Orders: To be approved	23/3/2021
9(i)	The version of the Articles held by Companies House states there will be a maximum membership of 11 trustees whereas the version held by the College states the maximum number to be 12. This anomaly is being raised with the College solicitors.	23/2/2021

13	Trustee Table on page 21 in the Financial Statements to be amended to include the details for Pat Frankland	23/3/2021
15	In terms of training, Ofsted preparation remains an area of training need as previously identified, and this will be carried forward as an action point.	23/3/2021
16	Arrange a meeting of the Remuneration Committee	23/3/2021