



**MINUTES OF THE REIGATE LEARNING ALLIANCE TRUST BOARD MEETING HELD
ON TUESDAY 12 JULY 2022 @17.30**

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

In attendance: Mr Jon Allen (Clerk)
Ms Kim Saw (Director of Finance)

1. APOLOGIES & WELCOME

There were no apologies. The Chair welcomed everyone to the meeting.

2. DECLARATIONS OF INTEREST

Richard Stephen declared that he is Chair/Secretary of the Reigate Priory Youth Football Club who on a regular basis hire the College's sports hall and Wallfield pitches, but he confirmed he has no direct involvement in the negotiations for the hiring of these facilities or the College's sponsorship of the club. There were no other declared interests against any of the agenda items.

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

3. MINUTES

It was **RESOLVED** to approve the minutes of the Trust Board meeting held 22 March 2022.

It was **RESOLVED** to approve the minutes of the Trust Board meeting held 17 May 2022.

4. SUMMARY ACTION LIST

The '*Summary Action List*' (Paper 3) was received and the following updates were noted:

Min	ACTION	UPDATE
23/3/21 - 18(i)	KPIs for the Chief Executive and Executive Principal.	Remuneration Committee met 30 June 2022 and the

		minutes and proposed resolutions from the Committee are an agenda item at this meeting.
21/9/21 -9	Review of Articles by the working group	This is still work in progress and will be carried forward for actioning
7/12/21 – 15(iii)	Documentation of the Trust's appetite to risk to be subject to review from the College's Internal Audit Service.	The Chair of the Audit Committee gave an update, and it was noted this was still work in progress. A framework on risk tolerance to be made available for the Board to review at its next meeting.
6 – 22/3/22	Recruitment process to be put in place to recruit 2 Trustees	An interview was arranged for 30 June, but the candidate withdrew her application on the day of the interview. The Trust is still seeking to appoint 1 to 2 new Trustees.
7- 22/3/22	Progress in addressing areas of need identified by Ofsted to be reported on as a standing agenda item at all meetings of the Local Governing Body.	Actioned and now a standing agenda item at all meetings of the LGB
7- 22/3/22	Ofsted Inspection report to be issued to Trustees when published	Actioned.
9- 22/3/22	Trustees were invited to review the proposed framework for the annual review of governance and to feedback any comments to the Clerk prior to the Trust Board being asked to approve the governance review framework at the July Trust Board meeting.	Agenda item at this meeting.
14 – 22/3/22	To add to the Risk Register a new risk relating to the failure to complete reviews for High Need students.	Actioned. New risk has been added to the Risk Register.
14 – 23/2/22	Risk Register to be subject to further review following the approval of the Strategic Plan and outcomes arising from the work on defining the Trusts risk appetite/tolerance	Review to be undertaken with outcomes reported to the next meeting of the Trust Board
22/5/22 – Min 20 (ii) & 20 (III)	(i) Trustees to be asked for their input to finalise Section 10 relating to 'Leadership, Management & Governance'; and	Agenda item at this meeting.

	(ii) For the final draft to be circulated to Trustees for comment before being put to the July Trust Board meeting for approval.	
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5. STRATEGIC PLAN

In response to the last meeting and subsequent comment, the proposal is to split the previous draft considered by Trustees into:

- Strategic Plan which is appropriate for publication
- Strategic Monitoring Plan (name can be changed) that is confidential to Trustees and Senior Managers, containing KPIs and other details as to how compliance with the plan is to be measured. The Strategic Monitoring Plan is currently work in progress and the aim is to finalise, for approval, at the Trust Board meeting to be held on 20 September 2022.

Following feedback received from Trustees to the draft version circulated in advance of this meeting, the following was **AGREED**:

- (i) To make available page 4 from the Strategic Plan for publication on the College's Website;
- (ii) To approve the version of the Strategic Plan presented at this meeting on the understanding that the plan is 'Version 1' with the plan being subject to further work including carrying out of a SWOT analysis with the outcomes from the analysis to be used to inform further revisions to the draft;
- (iii) To conduct a SWOT analysis at the September Trust Board meeting; and
- (iv) To receive at the September Trust Board meeting the KPIs against which the Trust Board will monitor the implementation of the Strategic Plan.

6. GOVERNANCE REVIEW FRAMEWORK

At the March Trust Board meeting Trustees were invited to review the proposed framework for the annual review of governance and to feedback any comments to the Clerk prior to approval being sought at this meeting.

Subject to changing the external review to take place in the second of the third year cycle, it was **RESOLVED** to approve the Governance Review Framework.

7. ANNUAL REVIEW OF COMMITTEE TERMS OF REFERENCE

The annual review of Committee terms of reference is a requirement confirmed in the Articles of Memorandum (Clause 101) and in the Trust's Standing Orders (Clause 11.2)

The Clerk confirmed each committee undertook a review of their respective Terms of Reference.

It was noted the Local Governing Body proposed no changes to their terms of reference.

It was noted the Finance & Resources committee proposed a minor change to ensure the schedule of business attached to the terms of reference removed the reference to Health & Safety as the monitoring of Health & Safety is now a Board responsibility.

The Audit & Risk Committee proposed aligning clause 6.12, the contents of the Committee's Annual Report, to the aims and objectives of the committee listed in clause 1.1.

It was **RESOLVED** to approve the amendments proposed by the Finance & Resources Committee and the Audit & Risk Committee.

8. ANNUAL ELECTION OF CHAIR & VICE CHAIR FOR 2022/23

Clause 83 from the Articles state: The Trustees shall each school year elect a chairman and a vice-chairman from among their number. A Trustee who is employed by the Academy Trust shall not be eligible for election as chairman or vice-chairman.

It was **RESOLVED** to elect Pat Frankland to be the Trust Chair and Spencer Bowen to be the Trust Vice Chair for the academic year 2022/23, with effect from 01 September 2022.

9. REIGATE LEARNING ALLIANCE MEMBERSHIP 2022/23

Following review of the report from the Clerk, it was **RESOLVED**:

- (i) Note current Trust Member membership.
- (ii) Note current Trust Board membership.
- (iii) To appoint for a second term Yvette Robbins to serve on the Reigate College Local Governing Body.
- (iv) Approve Committee Membership 2022/23.
- (v) Approve Chairs of Committees for 2022/23.

10. CEO TERMLY UPDATE

The report provided Trustees with updates on the following:

- Gender Pay Gap
- Ofsted
- Student Recruitment
- Educational Developments
- Financial Developments
- Covid
- Staffing

The updated data on gender pay was received and noted.

Ofsted has published the inspection report following the recent inspection. It was reported there has been no negative impact on recruitment or reputation of the College with the College being judged as 'Good' compared to the previous judgement of 'Outstanding'.

Recruitment for next year is forecast to be strong and on track to meet numbers. A reduced number of offers has been made to guard against exceeding capacity. The College has a waiting list in case of under recruitment.

Student examinations have now concluded but it is difficult to forecast outcomes. For many students, due to the impact of Covid, this was their first experience of sitting formal examinations.

On staffing, the Board noted the recruitment of new teaching staff of an acceptable quality continues to be very difficult and has become an increased problem due to the requirement to deliver more hours to students. Support staff recruitment has also become more difficult, possibly due to greater flexibility in other areas of employment.

Trustees asked if there was in place a retention plan? In response, it was noted that the College has good support arrangements for staff including CPD and a robust staff development programme. Incentives are in place to retain existing staff and to appoint new staff but, ultimately, the open market dictates the movement of staff which the College is unable to control.

11. ANNUAL SAFEGUARDING & PREVENT REPORT 2021/22

The '*Annual Safeguarding & Prevent Report 2021/22*' that was considered in detail by the Local Governing Body at its meeting held in May, was received for information purposes.

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

12. LOCAL GOVERNING BODY MEETING

The minutes of the RLA Local Governing Body meeting held 22 May 2022 were received and noted. The meeting covered the following;

- Careers Gatsby Benchmarks
- Annual Review of Terms of Reference
- Self Assessment Report & Development Plan
- Safeguarding & Prevent Annual Report
- Ofsted Inspection & Development Plan
- Proposed format for College Self-Assessment Report
- Student Retention
- Student Voice
- Staff Voice
- Board Assurance Assessments

13. FINANCE

(i) Meeting held 14 June 2022

The minutes of the Finance Committee held 14 June 2022 were received and noted.

The Management Accounts up to 30 April 2022, previously circulated to Trustees and Members, and considered in detail by the Finance & resources Committee, were received and noted

(iii) College Budget 2022/23

The College Budget 2022/23 was received for Board approval following the review and recommendation from the Finance & Resources Committee for the Trust Board to approve the budget.

The budget presented had been prepared for the 12 months to 31 August 2023. The draft income and expenditure account in the proposed budget was noted as follows:

12 months to Aug 21	6 months to Feb 22	Mar-22	Apr-22	YTD Total	Budget YTD	YTD Variance	Budget 12 months to Aug 22	Move from budget to forecast	Forecast 12 months to Aug 22	Note	Proposed budget 12 months to Aug 23
£'000	£'000	£'000	£'000	£'000	£'000	£'000	£'000	£'000	£'000		£'000
13,566 ESFA current year income	7,034	1,435	1,143	9,611	9,087	524	13,787	686	14,473	1	16,050
315 Other income	276	44	10	330	324	5	411	0	411	2	390
13,881 Total Income	7,309	1,479	1,153	9,941	9,411	530	14,198	686	14,884		16,440
10,099 Pay	5,381	900	894	7,176	7,275	100	11,130	0	11,130	3	12,667
681 Teaching & Education Services	467	114	42	623	688	65	772	0	772	4	813
104 Support Services	61	17	(1)	78	96	18	139	(1)	138	5	101
649 Administration & Central Services	527	22	11	560	612	51	866	48	914	6	923
972 Premises Costs	636	83	92	811	740	(71)	1,265	67	1,332	7	1,597
12,505 Total costs before interest	7,073	1,136	1,038	9,247	9,410	163	14,172	114	14,286		16,101
0 Year end capital expenditure adjustment	0	0	0	0	0	0	(150)	0	(150)	8	(150)
1,377 Surplus before non cash items	236	343	115	694	1	692	176	572	748		489
(850) Non cash items	469	0	0	469	442	(28)	883	50	933	9	1,121
526 RETAINED SURPLUS / (DEFICIT)	(233)	343	115	224	(440)	664	(707)	522	(185)		(632)
2,521 Student Numbers (lagged)							2,596		2,596		2,828

The assumptions used to inform the budget for 2022/23 were noted by the Trust Board and were deemed to be reasonable and within acceptable parameters.

It was **RESOLVED** to approve the College Budget 2022/23.

In addition to the requirement to submit a budget forecast for 2022/23 to the ESFA, there is also the requirement to include a summary budget for 2023/24 and 2024/25. The Finance & Resources Committee is required to agree and approve the scenario and associated assumptions to be used in the summary budget, and for these to be presented to the Board for approval, prior to submission to the ESFA.

Two scenarios, and the resulting summary budget for each scenario for 2023/24 and 2024/25, were presented to the Committee for review and these were noted as follows:

Scenario 1

- Average funding rate per student unchanged at £5,403
- Student numbers constant at 2,828
- Teachers' Pension Grant and Schools Support Grant remain at the same Level
- Pay award of 4% for 2023/24 and 3% for 2024/25, based on existing staff and their progression entitlements
- General inflation of 5.0%
- 16-19 Tuition Fund not available in 2023/24 and 2024/25

Scenario 2

- 200 fewer students are enrolled in 2023/24 and 2024/25, i.e., enrolment will be 200 less in 2022/23 and 2023/24 with the lagged effect 1 year later.

The Committee agreed to present 'Scenario 2' to the Trust Board for approval based on the assumption there is little scope for recruiting additional numbers due to current full capacity and it is an unknown if the funding rate per student will be increased. The Committee also felt that it would be appropriate for the two-year projections to be conservative with regard to the projected financial outcome.

It was **RESOLVED** to approve 'Scenario 2' for inclusion in the summary budgets for 2023/24 and 2024/25.

(iv) Discretionary Bursary Fund Policy for 2022/23

Following review and the recommendation from the Finance & Resources Committee for the Trust Board to approve, it was **RESOLVED** to approve the Discretionary Bursary Fund & Policy for 2022/23.

14. AUDIT & RISK COMMITTEE

The minutes of the Audit Committee held 21 June 2022 were received and noted. The meeting covered the following:

- Annual Review of the Committee's Terms of Reference
- Audit Progress Update
- Audit plan for the Financial Statements 2021/22
- Internal Audit Plan 2022/23
- Internal Audit Reports covering:
 - Follow-up Report
 - Procurement Report
 - Learning Support Report
 - Funding Review Report
- Internal Audit Annual Report 2021/22
- Annual Review of the Board Assurance Framework
- Board Assurance Framework, Risk Management Action Plan and Risk Register 2021/22
- Review of the performance of auditors

Also made available was the audit plan for the Financial Statements year ended 31 August 2022 that the Audit & Risk Committee recommends the Trust Board to approve

Following review of the minutes, it was **RESOLVED**:

- (i) To approve the audit plan for the Financial Statements year ended 31 August 2022; and
- (ii) To note the minutes.

15. RISK REGISTER & BOARD ASSURANCE

- (i) Risk Register:

Trustees received for information purposes the Risk Register and Risk Management Action Plan 2021/22 that was considered in detail by the Audit Committee at its meeting held on 21 June 2022.

It was noted the Risk Register and Risk management Policy for 2022/23 will be subject to a comprehensive review following the approval of the Strategic Plan and the KPIs to be used for monitoring the implementation of the Strategic Plan, and the risk tolerance framework when approved. The aim of the review is to ensure the Risk Register is in line with the Strategic Plan.

(ii) Committee Board Assurance Assessments

The termly report on assurance assessments conducted by committees since the last meeting of the Trust Board was received for information purposes.

(iii) Board Assurance Assessments

The Board agreed the following board assurance assessments for agenda items/reports considered at this meeting:

Agenda item number	Subject	RAG Rating	Any Committee Recommendation(s)
5	Strategic Plan	AMBER	Approved as Version 1 – further work required including conducting a SWOT analysis
6	Governance Review Framework	GREEN	
7	Review of Committee Terms of Reference	GREEN	
8	Committee Membership	GREEN	
9	Chief Executive Update & Ofsted Training	GREEN	
10	Safeguarding Report	GREEN	
11	Report from the Reigate Local Governing Body	GREEN	
12(i)	Report from the Finance Committee	GREEN	
12(ii)	Trust Budget	GREEN	
12(iii)	Management Accounts	GREEN	
12(iv)	Discretionary Bursary Policy	GREEN	
13(i)	Report from the Audit & Risk Committee	GREEN	
13(ii)	Audit Plan for Financial Statements	GREEN	
14	Risk Management & Board Assurance Framework	AMBER	Risk Register and Risk management Policy for 2022/23 will be subject to a comprehensive review following the approval of the Strategic Plan
15	BAF Assessments conducted by Committees since the last Trust Board meeting	GREEN	
16	Trust Board's BAF assessments on papers/agenda items considered at this meeting	GREEN	

16. ANY OTHER BUSINESS

There was no other business.

As this was the last meeting to be attended by Michael Jones, Trustees placed on record their sincere thanks for the contributions made by Michael during his time as a Trustee and Chair of the Trust. In reply, Michael thanked Trustees for their support during his tenure of office.

17. DATE OF NEXT MEETING

Trust Board Meeting, Tuesday 20 September 2022 @17.30

Signed: _____ Date: _____

SUMMARY ACTION LIST

MIN	ACTION	REVIEW DATE
21/9/21 -9	Review of Articles by the working group	20/9/22
7/12/21 – 15(iii)	Documentation of the Trust's appetite to risk to be subject to review from the College's Internal Audit Service. A framework on risk tolerance to be made available for the Board to review at its next meeting.	20/9/22
14 – 23/2/22	Risk Register to be subject to further review following the approval of the Strategic Plan and outcomes arising from the work on defining the Trusts risk appetite/tolerance	20/9/22
5-12/7/22	(i) To make available page 4 from the Strategic Plan for publication on the College's Website; (ii) To approve the version of the Strategic Plan presented at this meeting on the understanding that the plan is 'Version 1' with the plan being subject to further work including carrying out of a SWOT analysis with the outcomes from the analysis to be used to inform further revisions to the draft; (iii) To conduct a SWOT analysis at the September Trust Board meeting; and (iv) To receive at the September Trust Board meeting the KPIs against which the Trust Board will monitor the implementation of the Strategic Plan.	20/9/22