



**MINUTES OF THE REIGATE LEARNING ALLIANCE TRUST BOARD MEETING HELD
ON TUESDAY 23 MARCH 2021**

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

1. WELCOME, QUORACY & ANNOUNCEMENTS

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

The Clerk confirmed the meeting was quorate.

The Chair confirmed there will be a confidential item for Trustees, with the exception of the Chief Executive and Executive Principal, to consider at the conclusion of the main meeting.

As today was the anniversary of the start of the first lockdown, the Chair, on behalf of all Trustees, paid tribute to all College staff as to how the issues around the pandemic were managed. It was a good example of everyone working together to address the challenges faced.

2. APOLOGIES

There were no apologies.

3. DECLARATIONS OF INTEREST

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

4. MEMBERS RE-APPOINTMENT OF TRUSTEES

The Clerk confirmed Members have approved the following Trustee re-appointments to serve a second term of office:

- Mr Michael Jones for the period 1/9/21 – 31/8/25
- Mrs Pat Frankland for the period 1/9/21 – 31/8/25
- Mr Richard Stephen for the period 10/7/21 – 11/7/25
- Mr Stephen Hewes for the period 1/9/21 – 31/8/25

The Chief Executive confirmed the DfE Database has been updated to confirm the re-appointments.

5. MINUTES

The minutes of the Trust Board meeting held 01 December 2020 (Paper 1) were agreed as an accurate record of the meeting, subject to amending the name of Kim Saw.

6. 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:

Min	ACTION	UPDATE MADE AVAILABLE AT THE MEETING
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.	The meeting was held on 18/12/2020 and the minutes were an agenda item at this meeting
6	Circulate copy of letter from the local MP	Circulated to all Trustees
9	Standing Orders: To be approved	Agenda item at this meeting
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.	<p>The correct number is 11 Trustees.</p> <p>The Funding Agency confirmed the following in an email received on 12 January 2021:</p> <p>Please find attached the Articles of Association that we hold for Reigate Learning Alliance.</p> <p>Clause 45 sets a minimum number of trustees but no maximum, clause 46 sets out the number of trustees (as chosen by the trust) and how they are appointed.</p> <p>Clause 46 states:</p> <p>46. Subject to Articles 48-49 and 53, the Academy Trust shall have the following Trustees:</p> <ul style="list-style-type: none"> a. up to 11 Trustees, appointed under Article 50; b. the CEO if appointed under Article 57;
13	Trustee Table on page 21 in the Financial Statements to be amended to include the details for Pat Frankland	Amended
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.	Update made available in the Chief Executive update agenda item

16	Arrange a meeting of the Remuneration Committee	The Remuneration Committee met on 22 March 2021 and the resolutions from this meeting are to be discussed under a confidential agenda item at the end of this meeting.
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There were no other matters arising.

7. GENERAL DATA PROTECTION TRAINING (GDPR) TRAINING & UPDATE

Ms Sarah Waters was in attendance for this agenda item to deliver GDPR training to Trustees. It was confirmed the GDPR training has been made available to all staff and to the Governors of the Reigate College Local Governing Body. The training covered security of dealing with data related to the College to ensure full GDPR compliance, with particular focus on email safety and protecting College data.

It was noted that Trustees are to be given a Reigate College email address which will automatically be received on their own private email. All College electronic correspondence must be on College email addresses to ensure email safety and the protection of College data. It was confirmed the email addresses will be issued after the Easter break.

Trustees asked if there was any guidance for the retention of College documents. It was advised College documents held by Trustees should be cleansed on a regular basis, and documents should not be retained unless necessary. The suggestion was to retain documents for no more than one year but guidance on this will be issued to Trustees.

8. CHIEF EXECUTIVE OFFICER & EXECUTIVE PRINCIPAL UPDATE

(i) The Executive Principal provided Trustees with the following Covid -19 updates:

- Testing established - all students doing three on-site tests before home testing, provided they have opted in. Excellent level of 92% take up from students
Testing has been a huge undertaking requiring hiring of additional temporary staff and reallocation of existing staff to support.
- Strong adherence by students to wearing masks with full compliance.
- Pastoral support to students during the year including free school meals as cash rather than voucher schemes, ensuring safeguarding controls are in place.
- Overwhelming positivity for return by staff and students, but recognition that this has been exhausting for Senior Team.
- Excellent range of support made available to students on their return. including mentoring support and making available a calm room.
- Still confusion with no guidance on the process to be followed with regard examinations this summer – the uncertainty is causing more stress to students, parents and staff.
- Regular communications with parents, students and staff – communication included regular updates on Covid, returning to College, testing, home testing and qualifications/examinations.
- Many positive comments of support from parents on the communication provided by the College. Received positive comments to be incorporated into a marketing strategy to promote further the benefits of joining Reigate College.
- Staff training carried on remotely during lockdown.

- Record high number of student applications received with interviews being conducted on-line. The risk is that some students may decide to stay with what they know and return to school rather than enrol at Reigate. Student recruitment will be influenced by external factors more than ever as students have yet physically to attend College.
- Increased difficulty of staff recruitment. Some teaching posts attracted no applications.
- Key difficulty for all staff is keeping on top of the normal jobs while dealing with the situation. Senior Executive is mindful of the need to look after the well-being of staff.
- Public Health has praised the College's handling of the challenges arising from the pandemic.

(ii) The Executive Officer provided Trustees with the following updates:

Oftsed:

- Unlikely this side of summer – but there remains the possibility of a short inspection visit.
- Need to restart the training process for governors – Two sessions planned. Session one to be a reminder of what Ofsted look at and what they are likely to be interested in at the moment. Session two to focus on what governance has been doing to monitor college management specifically during this year. After the summer the plan is to restart the process of governor visits where possible.

Teaching and Learning - Before Christmas:

- All students were back for a full timetable of lessons.
- Adjustments were made to the timetable to comply with social distancing requirements and government guidelines.

Teaching & Learning after Christmas lockdown:

- Standardised laptops allocated to all teaching staff.
- All students who needed a laptop had one provided.
- Full remote delivery of the timetable to students.
- Courses are broadly on track to complete as normal – in a few instances U6 students will have extra lessons after the end of teaching to enable university study e.g., medicine applications.
- Students now very happy to be back.

Assessment:

- Some clarity on vocational qualifications.
- Very little clarity on A / GCSE.
- Teacher Assessment Grades (TAGs) will use work done throughout the year to inform grading.
- Examination Boards and Ofqual will monitor the grades awarded by teachers.
- Staff and students have been given information on what the College is planning but with a clear message confirming the College still has no official confirmation of what the assessment arrangements will be. This includes the appeals process.
- Results day will be much earlier this year.
- Possible adjustments for qualifications next year but unconfirmed.
- No DfE league tables again, likely loss of reliable data for several years.

Next year:

- Currently planning for next year and the timetable will be devised in order that, if there are further waves, then the College can make changes quickly.
- Embedding role of Teams in course delivery has been a benefit arising from its use on on-line teaching.

Finance:

- DfE refusing to provide any funding for covid protection measures to colleges with reserves.
- Money has been provided for laptops – which arrived after the students returned. Some funding has been received for catch-up teaching.
- Per student funding is again frozen which is a reduction in real terms as there has been no uplift for inflation.

Trustees again placed on record sincere thanks to the Chief Executive, Executive Principal, senior staff and all staff for how they have addressed the challenges faced by the Covid-19 pandemic. The positive comments received from parents, staff, students and Public Health was a testament to the hard work of all staff to ensure the high standard of student experience was maintained throughout the pandemic.

9. TRUST STANDING ORDERS & COMMITTEE TERMS OF REFERENCE

The final draft of the Standing Orders was received for the Board to review and approve (Paper 3). Following review of the Standing Orders at the Trust Board a meeting held last December, the Standing Orders have been revised to confirm:

- Arrangements for replacing a temporarily absent Clerk
- 11 Trustees
- The post of Executive Principal is not an ex officio Trustee

Subject for the Clerk to correct the contradiction identified between SO 5.3(b) and SO 22.2, It was **RESOLVED** to approve the Standing Orders.¹

The Standing Orders and the Articles of Memorandum require an annual review of the terms of reference for Trust Committees. To commence the review, the Clerk made available a report (Paper 4) for the Board to consider.

To complete the annual review, the following was **AGREED**:

- (i) For each Committee to conduct a review of their terms of reference at the summer term meeting of the Committee, and
- (ii) For the terms of reference for the Local Governing Body (LGB) to be presented in the same format used by other committees to ensure the purpose and function of the LGB is confirmed in the terms of reference.

¹ To address the contradiction identified between SO 5.3(b) and SO 22.2, the following correction, in bold italic, has been made to SO 22.2:

The Chief Executive Officer and Executive Principal, if they are not a Trustee ***,or a co-opted Trustee***, shall still be entitled to attend and speak, or otherwise communicate, at all meetings of the Trust Board and its Committees, except that the Chief Executive Officer and the Executive Principal shall withdraw in any case where the Chief Executive Officer and the Principal would be required to withdraw under paragraph **Error! Reference source not found.**

To strengthen the membership of the LGB, it was **AGREED** to increase the number of Trustees on the LGB from two to three, and to increase the determination from the current eleven to twelve².

A discussion took place on the role of the staff governors. The Clerk confirmed the current term of office for the two staff governors comes to an end next January and an election will need to be held to elect the new staff governors. It was **AGREED**, as part of the recruitment process for staff governor, for any member of staff who was interested in becoming the staff governor to have an initial discussion with the Chair of the LGB to enable the Chair to explain in more detail the role of the staff governor.

10. REPORT FROM THE REIGATE COLLEGE LOCAL GOVERNING BODY

The minutes from the Reigate College Local Governing Body meeting held 09 February 2021 were received for information purposes (Paper 5). The substantive agenda items for the meeting were as follows:

- Covid-19 Arrangements
- GDPR
- Annual Safeguarding Report
- Annual review of High Education provision
- Reigate College Self-Assessment Report & Development Plan
- Board assurance assessments

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

11. MANAGEMENT ACCOUNTS JANUARY 2021

The Management Accounts for 5 months up to 31 January 2021, previously circulated to all Trustees, and subject to review by the Finance Committee at its meeting held 02 March 2021, were received for information purposes (Paper 6). The following headlines were noted from the review:

	January 21 actual Surplus / (deficit) £000	Year to date actual Surplus / (deficit) £000	Year to date Budget Surplus / (deficit) £000
Before non-cash items	47	429	193
Retained surplus / (deficit)	47	219	1
	Balance at 31.01.21 £000	Balance at 31.12.20 £000	Balance at 31.08.20 £000
Bank & cash	3,663	3,652	3,056
Net assets	13,601	13,554	13,382

It was noted the year-end forecast for the surplus before non-cash items now stands at £488k, against the budget surplus of £402k, a positive variance of £86k. The main variances against the set budget were noted.

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

² Post the Trust Board meeting, Mr Spencer Bowen agreed to become a member of the LGB.

12. REPORT FROM THE FINANCE & RESOURCES COMMITTEE

The minutes of the Finance & Resources Committee meeting held 18 December 2020 (Paper 7) and the minutes from the meeting held 02 March 2021 (Paper 8) were received for information purposes. The Committee sought Trust Board approval for minor amendments to the Financial Regulations (attached to the minutes of the meeting held 02 March 2021) to address a recommendation made by the External Auditor, and the 'Charging & Remissions Policy 2021-22' (Paper 9).

It was **RESOLVED**:

- (i) To approve the amendments to the Financial Regulations.
- (ii) To approve the 'Charging & Remissions Policy 2021-22'.

13. REPORT FROM THE AUDIT & RISK COMMITTEE

The minutes of the Audit & Risk Committee held 09 March 2021 were received (Paper 10). The substantive agenda items for the meeting were as follows:

- Audit Progress Report
- Internal Audit Report – Pandemic Planning & Learning
- Internal Audit Report - Risk Management & Board Assurance
- School Resource Management Checklist
- Risk Management & Board Assurance Framework
- Committee BAF Assessments conducted this term
- Board Assurance Assessment

It was noted, and welcomed, the following opinion from the internal audit service on their review of pandemic planning and lessons learnt:

Reigate Learning Alliance has established effective arrangements for responding to the pandemic, not only in respect of managing the delivery of education but also in taking the opportunity to consider how some of its current processes for education delivery and employer engagement can be enhanced. This has included the introduction of online learning facilities but also the development of some innovative approaches for engaging with industry, potential employers and universities.

*In our opinion the Board can take **Substantial Assurance** over the effectiveness of controls in place to manage the risks associated with this area. No significant weaknesses in the design or application of controls were identified.*

It was noted, and welcomed, the following opinion from the internal audit service on their review of the Trust's Risk Management & Board Assurance Framework:

Our audit has concluded that the College has in place a defined framework for risk management and assurance which helps to ensure that risks are subject to regular scrutiny and review across the board and its main committees with a regular process of check and challenge operating within each committee meeting in line with good practice. Whilst no areas of significant weakness were identified as part of our audit there are a small number of opportunities for enhancements to be made to the current arrangements in line with best practice identified

elsewhere. Such enhancements include the use of a cause-and-effect process to describe risks and for the assurance framework to include the results of assurances once received to allow the impact of such assurance to be considered on the College's overall risk environment.

Taking account of the issues identified, in our opinion the Board can take **Substantial Assurance** over the effectiveness of controls in place to manage the risks associated with this area. No significant weaknesses in the design or application of controls were identified.

During discussions on the Board Assurance Framework, the Chair of the Trust outlined the process to be followed for the Trust to review and agree the strategic direction of the College and a Strategic Plan. It was **AGREED** to form a Strategic Direction Group with membership being the Chief Executive, Executive Principal, Trust Chair, and Mr Farouk Durrani.

14. RISK MANAGEMENT & BOARD ASSURANCE FRAMEWORK

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

The Board received for information the 'Risk Management & Board Assurance Framework 2020-21' (Paper 11) that was subject to review from the Audit Committee and subject to an audit review from the College's Internal Audit Service.

(ii) Termly report on assurance assessments conducted by Committees

The termly report on assurance assessments conducted by Committees for this term was received (Paper 12), as required by the agreed Board Assurance Framework.

The following committee assurance assessments conducted this term were **NOTED**:

Local Governing Body Meeting 09 February 2021:

Agenda item	Subject	RAG rating	Any Committee Recommendation(s)
5(i)	Ofsted	Green	No concerns/no recommendations
5(ii)	GDPR	Green	No concerns – recommendation made to make the presentation available to the March Trust Board meeting
5(iii)	Safeguarding Update	Green	No concerns – suggestions made on how to add more information to future reports
8	SAR Development Plan	Green	No concerns/no recommendations other than the action point to track new updates
8	HE Provision	Green	No concerns/no recommendations
9	Student Voice	N/A	No assessment possible due to the absence of the student governors
10	Staff Voice	Green	No issues raised

Finance Committee Meeting 02 March 2021:

Agenda item	Subject	RAG rating	Any Committee Recommendation(s)
6	Management Accounts	Green	No concerns/no recommendations
7	Reconciliation Statement	Green	No concerns/no recommendations

8	Financial Regulations	Green	No concerns/no recommendations
9	Charging & Remissions Policy 2021-22	Green	No concerns/no recommendations
10	Review of Contracts	Green	No concerns/no recommendations

Audit Committee Meeting 09 March 2021:

Agenda item	Subject	RAG rating	Issues/Recommendations
6	Audit Progress Report	Amber	As two action points have yet to be fully implemented, it was agreed to give an 'Amber' assessment. In making the assessment, the Committee noted the IT team had been diverted onto other pressing matters arising from the Covid-19 pandemic.
7	Internal Audit Report covering: Pandemic Planning & Learning	Green	No concerns/no recommendations
7	Internal Audit Report covering: Risk Management & Board Assurance Framework	Green	No concerns/no recommendations
8	School Resource Management Checklist	Green	No concerns. Procurement policy to be updated to reflect consideration of use of DfE schemes
9	(i) BAF, Risk Management Action Plan & Risk Register (ii) Committee BAF Assessments	Green	No concerns Internal audit recommendations to be reflected in next iteration.

(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	Subject	RAG Rating	Any Committee Recommendation(s)
6	GDPR Training & Update	Green	
7	Chief Executive Update	Green	
8(i)	Standing Orders	Amber	To correct the contradiction between SO 5.3(b)

			and SO 22.2.
8(ii)	Review of Committee Terms of Reference	Amber	Annual review to include review from each Committee of their terms of reference, with final approval at the July Trust Board meeting.
9	Report from the Reigate Local Governing Body	Green	
10(i) & 10(ii)	Report from the Finance Committee	Green	
10(iii)	Management Accounts	Green	
10(iv)	Charging Policy 2021-22	Green	
11	Report from the Audit & Risk Committee	Green	
12(i)	Risk Management & Board Assurance Framework 2020-21	Green	
12(ii)	Committee BAF Assessments	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. The Chief Executive confirmed the training will be arranged with details to be confirmed to Trustees.

In terms of contributions made to improving provision, it was noted the development of on-line learning and blended learning through the use of Teams has resulted in some innovative ways for the delivery of teaching and learning that will be embedded into teaching for next year.

16. ANY OTHER BUSINESS

There was no other business

17. DATE OF NEXT MEETING

Tuesday 06 July 2021 @ 17.30

The meeting, followed by the confidential meeting, closed at 19.50.

Signed: _____ Date: _____

SUMMARY ACTION LIST

Min	ACTION	REVIEW
7	College documents held by Trustees should be cleansed on a regular basis, and documents should not be retained unless necessary. The suggestion was to retain documents for no more than one year but guidance on this will be issued to Trustees.	6/7/21
9	(i) For each Committee to conduct a review of their terms of reference at the summer term meeting of the Committee, (ii) For the terms of reference for the Local Governing Body (LGB) to be presented in the same format used by other committees to ensure the purpose and function of the LGB is confirmed in the terms of reference	6/7/21
9	As part of the recruitment process for staff governor, for any member of staff who was interested in becoming the staff governor to have an initial discussion with the Chair of the LGB to enable the Chair to explain in more detail the role of the staff governor.	January 2022
15	Ofsted Training for Trustees	6/7/21
18(i)	To approve KPIs for the Chief Executive and Executive Principal.	6/7/21