



**MINUTES OF THE REIGATE LEARNING ALLIANCE TRUST BOARD MEETING HELD
ON TUESDAY 07 DECEMBER 2021 VIA ZOOM**

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 – Executive Principal

In attendance: Ms Kim Saw (Director of Finance)
 Ms Laura MacIntyre (Curriculum Manager) – for part of the meeting.

1. WELCOME

The Chair welcomed everyone to the meeting.

2. APOLOGIES & MINUTE TAKING

There were no apologies.

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 21 September 2021 (Paper 1) were agreed as an accurate record of the meeting

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:

Min Ref	ACTION	UPDATE MADE AVAILABLE AT THE MEETING
23/3/21 - 18(i)	To approve KPIs for the Chief Executive and Executive Principal.	The Remuneration Committee met on 30 September 2021 and the Chair confirmed this is still work in progress.
4	It was agreed for the Executive to start work on the Strategic Plan for the Trust Board to review a first draft at the March meeting and to give final approval at the June meeting. To assist in the process, it was agreed to form a working group consisting of the	The Chair confirmed the working group of Trustees met in October and shared the outcomes of their deliberations for information purposes with the CEO/Executive Principal. The CEO/Executive Principal to present the first draft of

	Chair, Vice Chair, Chair of Audit and Spencer Bowen. The members of the working group to meet in October to prepare for the Executive a summary of what they would want to see in the Strategic Plan, then meet with the Executive as required.	the Strategic Plan at the March Trust Board meeting for review with final approval of the Strategic Plan to be an agenda item at the June Trust Board meeting.
4	CEO to brief the Chair and Vice Chair to prepare them for the expected Ofsted inspection	Agenda item – CEO Report.
9.	Once clarification has been obtained on the status of the revised Articles, it was agreed for a working group be formed to undertake a comparison of the Trust’s current Articles against the revised Articles. The working group to be Michael Jones and Farouk Durrani.	Definitive guidance on the status of the revised Articles has yet to be confirmed, but the view of the Chair, Clerk and the College’s internal auditors is that the revised Articles apply to new Academies only, but existing Academies can pick and choose any elements from the revised Articles for inclusion in their own Articles. The working group tasked to undertake a comparison of the Trust’s current Articles against the revised Articles will report to the Trust Board on any proposed changes to be made.

It was noted there was an agreed action point to use the scheduled audit review of GDPR that was to be undertaken in this current academic year to provide guidance to Trustees on how long they should retain Trust papers. Now that the audit has been put back into 2022/23, it was **AGREED** for the Clerk to seek guidance from the College’s internal auditors on this matter and to inform Trustees on any guidance received from the internal auditors.

At the last meeting discussions were held on the Gender Pay Report and it was agreed for the CEO to make available comparable data to enable Trustees to receive assurances on how the College compares, especially against sixth form colleges. It was **AGREED** to make available comparable data on gender pay.

There were no other matters arising.

6. CURRICULUM MANAGEMENT ROLE

Trustees received a short presentation from Laura MacIntyre on her curriculum management role and her cross college role and responsibilities. Laura also outlined the tasks and activities that she had completed today to give Trustees a feel of her varied work duties. Laura concluded her presentation with the message that no two days are similar.

The Chair, on behalf of the Trustees, thanked Laura for her presentation.

Laura left the meeting at this point.

7. CHIEF EXECUTIVE OFFICER UPDATE

The following key points were noted from the report by the CEO (Paper 3):

- (i) Arrangements for summer 2022 exams
- DfE intend to run exams as near to normally as possible.
 - There will be a release of information on February 7th (or earlier) regarding exam content / scope.
 - The DfE have announced that in the event of exams not taking place then a TAG system will operate again this year – The College already has arrangements in hand for this.
- (ii) Enrolment and teaching for this term (data not finalised)
- Enumerated number = 2,818 (subject to finalisation with ESFA) – 200+ increase compared to last year, although this includes some students who would not normally have expected to meet the entrance criteria.
- (iii) Course Delivery
- Course delivery is progressing well. The main issue relates to gaps in prior learning with some students having inflated GCSE grades as a result of Teacher Assessment Grades.
 - The DfE have listened to comments regarding the future of vocational education, and the sector is waiting on the details of which qualifications will continue to be funded
- (iv) Student welfare
- The College remains very concerned about the large number of students with pastoral concerns.
- (v) Finance
- The recent budget announced the funding rate per learner is to be increased in line with inflation and additional funding to be made available to assist students to catch up following the Covid-19 pandemic, but no details of the amount or conditions have yet been announced.
- (vi) Covid situation
- Mask wearing has been reintroduced in communal areas for all students, staff and visitors.
 - Two planned events have been cancelled – the winter concert and a dance show.
 - Planned staff Christmas meal will not proceed.
 - DfE still sending daily updates and requiring daily staff and student attendance reporting.
 - Number of Covid cases remains low and the college is able to continue to operate normally
- (vii) Ofsted
- Staff briefing held by a newly trained inspector that was well received by staff.
 - The College continues to prepare for an Ofsted inspection.
 - The Vice Chair attended two Department Reviews to monitor process.
 - Next step is to hold a governor/student focus group meeting.
 - College continues to monitor new Ofsted inspection reports, although they are very short and tend to lack useful details.

(viii) Other news

- The main building project is underway, there are some delays to the delivery of materials.
- Open evenings were well attended, and applications are already up on the whole of last year.

Trustee's asked as the focus of Ofsted inspections is now more on the views of students, are we assured that the College is obtaining the views of students and responding appropriately to any issues arising from student feedback? In response it was stated the College Board has arranged focus group meetings with students across the curriculum areas as focus groups are felt to be a more meaningful way to obtain feedback. As previously mentioned, a focus group between Trustees and students is to be arranged in the spring term.

A discussion took place on the optimum number of students the College should aim to have on-roll. It was noted the current number of 2,818 was of the result of higher than expected demand as the expectation was that many pupils would stay on at school following the Covid-19 pandemic. To address this potential risk more places were offered for this current academic year's entry than in previous years. It was also noted the extra 200 students on-roll was being managed with little additional costs in terms of staff costs. To effectively manage future student numbers, it was noted the preference would be not to exceed 2,750 (+/- 100 subject to demographic changes).

8. DRAFT COLLEGE SELF ASSESSMENT REPORT 2020/21

The draft '*College Self-Assessment Report 2020/21*' was received (Paper 4).

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 noted the '*Self-Assessment Report 2020/21*' is still in draft format but is close to being completed. The judgements and grades proposed in the report will not be changed and are the final judgement and grades. It was clarified that references to

high, medium and standard risks were intended to be high, medium and standard priorities

To support the College's proactive response to safeguarding and of meeting the mental well-being needs of students, it was **AGREED** to include in the SAR objectives on mental well-being, pastoral care and support for students.

A discussion was held on whether the SAR should also include objectives on carbon footprint and environmental targets. It was **AGREED** this would be better placed in the Strategic Plan and to refer this to Executive for further consideration when they present the initial draft of the Strategic Plan at the March Trust Board meeting.

It was **RESOLVED** to note the draft of the '*Self-Assessment Report 2020/21*'.

9. **SAFEGUARDING/PREVENT EXCEPTIONAL REPORTING**

The Executive Principal made available the following key updates:

- (i) Referrals
 - Referrals to children's services since October - 12.
 - Referrals for the whole term - 19.
 - All referrals have been taken up by children services, but a lot of families have declined support.

- (ii) Main reasons for referral
 - Suicide attempts/ Serious mental health.
 - Sexual assaults.
 - Neglect.

- (iii) Other referrals
 - Catch 22, dealing with drug related issues – 3.

- (iv) Main areas for concern:
 - Serious mental health.
 - Suicide ideation.
 - Serious Self-harm.
 - Eating disorders.
 - Substance abuse.
 - Domestic abuse.
 - Serious parental illness.
 - Neglect.
 - Parental death, support for family.

To deal with the mental health and well-being issues affecting an increasing number of students it was confirmed an additional Pastoral Support Manager has been appointed and they will commence their duties in January.

The Executive Principal informed Trustees of the sad news of the passing of a student and confirmed bereavement and counselling support was made available to any student and staff member affected by the student's death.

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

The minutes from the Reigate Local Governing Body meeting held 19 October 2021 were received for information purposes (Paper 5). The substantive agenda items for the meeting were as follows:

- Admissions And Numbers On Roll & Marketing Strategies
- Draft Outcome Data 2020/21
- Reigate College Self-Assessment Report & Development Plan - Draft
- Student Voice
- Board assurance assessments

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:

	October 21 actual Surplus / (deficit) £000	Year to date actual Surplus / (deficit) £000	Year to date Budget Surplus / (deficit) £000
Before non-cash items	(186)	(303)	(312)
Retained surplus / (deficit)	(186)	(303)	(312)
	Balance at 31.10.21 £000	Balance at 30.09.21 £000	Balance at 31.08.21 £000
Bank & cash	3,829	3,836	4,253
Net assets	12,488	12,674	12,791

It was noted the costs of the building project are now being reported on in the Management Accounts on page 9. It was **AGREED** to add to this section the full payment profile.

It was confirmed project costs are in-line with the set budget.

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

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

The minutes of the Finance & Resources Committee meeting held 09 November 2021 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 2020/21 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 16 November 2021' were received (Paper 8). In addition to the unconfirmed minutes, the Trust Board received the following:

- Audit & Risk Committee's Annual Report 2020/21 (Paper 9)
- Internal Audit Annual Report 2020/21 (Appendix to Paper 9)
- Financial Statement & Regularity Audit Findings Report from the external auditors (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 August 2021 (Paper 11)

The Audit & Risk Committee is responsible for providing an annual opinion to the Trust Board on the adequacy and effectiveness of the Trust'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 Learning Alliance, 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:

The effects of the COVID-19 pandemic continued to be felt during the 2020/21 academic year and limited the opportunities to generate non-grant income. The academy trust received its grant income for 2020/21 from the ESFA in full, which represents 97% of the income for the year. ESFA General Annual Grant income for the year to 31 August 2022 is guaranteed to be £12,904,000, based on 2,596 funded students. The academy trust has submitted a number of 2,822 students to the ESFA on the enumeration date of 1 November 2021, and so expects that the funding for the year to 31 August 2023 will be in excess of the previous year. ``

As of 31 August 2021, the academy trust held cash reserves of £4,253,000, and cash flow forecasts for the following 2 financial years show that the academy trust can meet all liabilities as they fall due, including the completion of the building project to provide a new Independent Learning Centre.

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.

Following review, it was **RESOLVED**:

- To receive and approve the Annual Report 2020/21 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 2021 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 2020/21' to the ESFA;
- (iii) To approve the 'Annual Internal Audit Report 2020/21, 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 August 2021' 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 16 November 2021.

14. RISK MANAGEMENT & BOARD ASSURANCE FRAMEWORK

(I) Risk Management & Board Assurance Framework 2021/22

The Board received for review and approval the 'Risk Management & Board Assurance Framework 2021/22' (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 other 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 2021/22 were tracked for ease of reference.

During discussions it was again noted that some of the risk scoring did not reflect the perceived position. In particular, student recruitment that has a 'High' risk rating when

over the last several years the College has exceeded recruitment targets and it has been reported at this meeting applications received to date for the next academic year are at their highest level ever. This begs the question should the likelihood score be a '1' and not a '4' as currently in the Risk Register?

The Chair of the Audit & Risk Committee noted the observation made and stated that the newly appointed Internal Audit Service are to advise management on how best to define risk appetite for the individual risks. This is expected to give greater clarity to the risk ratings reported to the Trust Board.

Following review, it was **RESOLVED** to approve the '*Risk Management & Board Assurance Framework 2021/22*'.

(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 Held 19 October 2021

Subject	RAG rating	Any Committee Recommendation(s)
Admissions & Numbers	GREEN	No recommendations
Draft Outcome Data 2020/21	AMBER	No recommendations, but the outcome data in terms of benchmarking can only be indicative due to the absence of validated national data and DfE performance tables. Therefore, there is no high level of assurance possible on how the College is performing against other colleges. College outcomes for 2020-21 were excellent. The issue is more about the inability to benchmark against validated national rates.
Draft Self-Assessment Report & Development Plan	AMBER	Still work in progress – final version to be considered at the next LGB meeting.
Student Voice	GREEN	No recommendations
Staff Voice	GREEN	No recommendations

Finance & Resources Committee Meeting held 09 November 2021)

Subject	RAG rating	Any Committee Recommendation(s)
Management Accounts	GREEN	No concerns/no recommendations
Financial Statement Year Ended 31 August 2021	GREEN	No concerns/no recommendations
Reconciliation Statement	GREEN	No concerns/no recommendations
Financial Statement Auditor's 'Audit Findings Report'	GREEN	No concerns/no recommendations
Review of Contracts	GREEN	No concerns/no recommendations

Audit & Risk Committee held 16 November 2021)

Subject	RAG Rating	Any Committee Recommendation(s)
Audit Progress Update	N/A	No items to report
Internal Audit Annual Report 2020/21	GREEN	No concerns and the Committee welcomed the level of assurance received from the internal auditor.
Financial Statements for the year ended 31 August 2021	GREEN	No issues of concern and the Committee welcomed the level of assurances received from the financial auditor
Audit Findings Report issued by RSM	GREEN	No issue of concern and the Committee welcomed the level of assurances received from the financial auditor
Risk Management & Board Assurance Framework Policy 2021/222	GREEN	No issues of concern - All previous recommendations to enhance the policy and Risk Register were incorporated into the policy. The IAS to work with the senior management team on developing a definition for 'Risk appetite' for further consideration by the Audit & Risk Committee and ultimately Trust Board approval. This will be done during the 1 st audit visit scheduled week beginning 29/11 and outcomes to be reported on at the February 2022 meeting of the Audit & Risk Committee.
BAF Assessments conducted by Committees	GREEN	No issues of concern.

(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)
5	Chief Executive Update	Green	No concerns/no recommendations
6	Draft Self-Assessment Report	Amber	Still in draft and will be subject to continuous review and updating
7	Safeguarding/ Prevent Exceptional Reporting	Green	No concerns/no recommendations
10	October Management Accounts	Green	No concerns/no recommendations
12(ii)	Annual Report 2020/21 from the Audit & Risk Committee including appendices	Green	No concerns/no recommendations
12(iv)	Financial Statements Year Ended 31 August 2021	Green	No concerns/no recommendations

13(i)	Risk Management & Board Assurance Framework 2021/22	Amber	The Trust's documentation of appetite to risk to be subject to review from the College's Internal Audit Service.
13(ii)	BAF Assessments conducted by Committees since the last Trust Board meeting	Green	No concerns/no recommendations

16. ANY OTHER BUSINESS

There was no other business.

17. DATE OF NEXT MEETING

Tuesday 22 March 2022 @ 17.30

The meeting closed at 19.20.

Signed: _____ Date: _____

SUMMARY ACTION LIST

Min	ACTION	WHO
23/3/21 - 18(i)	To approve KPIs for the Chief Executive and Executive Principal.	22/3/22
21/9/21 - 4	Strategic Plan – to receive a draft for review	22/3/22
21/9/21 - 9	Review of Articles by the working group	22/3/22
7/12/21 - 5	Trustee retention of Board papers – to seek advice from the IAS	22/3/22
7/12/21 - 5	Gender Pay – to make available comparable data on gender pay	22/3/22
7/12/21 – 7(vii)	To hold a governor-student focus group	22/3/22
7/12/21 - 8	To include in the SAR objectives on mental well-being	22/3/22
7/12/21 - 9	Objectives on carbon footprint and environmental targets to be considered by the Executive for inclusion in the Strategic Plan	22/3/22
7/12/21 - 11	Reporting in MAs on building costs – to add to this section the full payment profile	22/3/22
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.	22/3/22