



Minutes of the meeting of the Governing Body of
The City Literary Institute held on 5 December 2023, 5-7pm
Room 212, City Lit

Governors Present:

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| Donna Birkett Baida | Christine Kinnear | Alison Pike |
| Clancy Gebler Davies (Student Governor) | Mark Malcomson (Principal) | Jill Westerman (Deputy Chair) |
| Colin Jones | Gabriel MacGregor | Hayley White |
| Simon Judge | Lindsay Nicholson (Chair) | |

In attendance: Paul Evans (Chief Financial Officer), Wendy McKaig (Vice Principal).
Shachi Blakemore (Buzzacott, external auditor) via Zoom for item 23/120-23/123

Clerk: Katrina O'Sullivan

Standing items

23/103 Apologies for absence

There were apologies for absence received from Lucy Arnold Courtney and Edward Breen (staff governor); and Mark Lever was also absent as he was currently on a sabbatical for three months (until 23 December 2023).

23/104 Declarations of Interest

There was a declaration of interest received from Jill Westerman regarding *item 23/105* as the co-optee on the Audit & Risk Committee was a family member. It was agreed that Jill would leave the meeting for that part of the item. There was also a declaration made by Clancy Gebler-Davies (student governor) also for *item 23/105* and it was agreed the Clancy would leave the meeting when her reappointment was taken.

23/105 Membership

(Management left the meeting for this item (bar the Principal)).

The Board discussed the membership report and **approved** the appointment of Gabriel MacGregor to the Governing Body for a term of four years (to 5 December 2027), and for Gabriel to serve as a member of the Audit & Risk Committee.

(Clancy left for this item)

The Board discussed and **approved** the proposal to reappoint Clancy Gebler Davies as the student governor for a second term of two years (to 5 December 2025).

(Jill left for this item)

The Board discussed and **approved** the proposal to reappoint, Krys Rapier, the co-opted member of the Audit & Risk Committee for a term of two years (to 5 December 2025).

Gabriel MacGregor joined the meeting and was welcomed to City Lit's Governing Body.

23/106 Minutes of the previous meeting

The minutes of the meeting held on 17 October 2023 were **approved** as an accurate record.

23/107 Matters Arising Not Appearing Elsewhere

There were no matters arising not appearing elsewhere.

REPORTS

23/108 College update – October-December 2023 and Principal's Update

Governors thanked the Principal for the College update which showcased the exciting work which had taken place within the College. The Board also discussed the letter (dated 23 November 2023) from the Chair, Principal and Deputy Principal, on behalf of the College, to Robert Halfon MP which outlined the challenges faced by City Lit regarding the lack Government support. The letter expressed dismay at the catalogue of challenges that the Government has not supported the College on. The Board hoped to receive a reply to the letter shortly.

23/109 Quality Committee Chair's Key Points (23 November 2023)

The Board noted the contents of the Quality Committee Chair's key points with main item that they had scrutinised being the College's Self-Assessment Report which was being recommended for approval.

23/110 College Self-Assessment Report: 2022/23 SAR and 2024/25 QIP

The Board reviewed the *2022/23 City Lit Self-Assessment Report (SAR) and 2023/24 Quality Improvement Plan (QIP)* as the culmination of the self-assessment process which has taken place within the College's curriculum areas. This year's SAR was also reflective of the 'Outstanding' outcome of the Ofsted inspection of City Lit in May 2023.

In line with the Quality Committee's conclusion, the Board **agreed** the overall grade of Outstanding (grade 1) with sub-grades of Outstanding for quality of education; leadership and management; behaviour and attitudes and personal development; with a 'strong' contribution to meeting the skills need.

23/111 Governance & People Committee Chair's Key Points (23 November 2023)

The Board discussed the contents of the Governance & People Committee Chair's key points with the majority of the items being discussed or recommended to the Board for approval.

23/112 Governance annual self-assessment: Chair/ governor 1:1 review summary

The Chair presented the governance self-assessment 1:1 review summary and the Board discussed the themes. The annual self-assessment was positive with general agreement of a cohesive, well-functioning Board where all members felt able to challenge and express their views. The Chair and Clerk would discuss the themes where improvements could be made and action these. Governors commented that it would be useful document for the External Board Reviewer to have sight of.

23/113 Governance reviews: internal/external

The Governing Body discussed the internal governance review undertaken by BDO (internal auditor) which gave 'substantial' assurance for governance with one low level recommendation. The Clerk confirmed that this recommendation had already been actioned. Governors commented that this report could also be shared with the External Board Reviewer at the appropriate time.

The Chair reminded the Board that it had agreed for City Lit's External Board Review to be carried out by the end of July 2024, as per the statutory requirement; and the Clerk had re-circulated the Department for Education's guidance on this matter. Governors reviewed the proposal and cost implications for the AoC undertaking this review and were content to **approve** on that basis.

23/114 Staff survey

Governors discussed the results, trends and comparisons from the second staff survey undertaken by York College and, given the difficult year the College had with the cyber security incident and the financial situation, were pleased with the results. There were areas to celebrate and also areas of improvement which Management assured the Board were being addressed. Governors enquired about the communication of the positive results to staff and the Principal confirmed that the findings would be presented at the next JCNC (unions), staff Townhall meetings with associated action plans put in place.

23/115 Finance & Commercial Committee Chair's Key Points (21 November 2023)

The Board noted the contents of the FCC Chair's key points with the majority of the items that they had scrutinised being on the Board agenda and in the confidential agenda.

23/116 Pension assumptions

The Board reviewed the detail in the report regarding the underlying actuarial assumptions made by the LPFA's actuaries for the FRS102 calculations leading to the disclosures in the Annual Financial Statements as recommended by the Finance & Commercial Committee and **agreed** to accept the underlying assumptions for the FRS102 calculations leading to the disclosures in the Annual Financial Statements.

23/117 ESFA dashboard

The Board received the ESFA's College Financial Forecasting Return 2023 to 2025 letter and reviewed the dashboard which governors agreed showed as expected with no surprises.

23/118 Audit & Risk Committee Chair's Key Points (9 November 2023)

The Board discussed the contents of the FCC Chair's key points with the majority of the items they had scrutinised being on the Board agenda for approval.

23/119 Annual report of the Work of the Audit Committee

The Board reviewed the *Annual Report of the Work of the Audit & Risk Committee* which was a requirement under the Post-16 Audit Code of Practice. The annual report covered the academic and financial year 2022-23/September-December 2023 and summarised and effectively discharged the Audit & Risk Committee's responsibility for advising the Governing Body on the controls in place to ensure the adequacy and effectiveness of the College's assurance arrangements, framework of governance, risk management and control processes for the effective and efficient use of resources, solvency, and the safeguarding of assets. The Board was content to **approve** the recommended Annual Report on the Work of the Audit & Risk Committee.

Financial Statements:

23/120 Consideration of Going Concern

Paul Evans spoke to his report which set out the reasons why the Financial Statements should be prepared on a *going concern* basis for the Governing Body to accept. He reminded the Board that *going concern* became a significant issue during the past three years due to the impact of the pandemic, and City Lit's reliance on an overdraft facility to fund working capital. As a consequence, there had been a particular focus on this issue from the auditors since 2020 and resulted in their opinion during those years being that, whilst there was sufficient evidence to suggest that City Lit would continue in operation for the foreseeable future, there was material uncertainty relating to it. The Board reviewed the evidence and **agreed** that the Financial Statements be prepared on a going concern basis.

23/121 Buzzacott Post-Audit management report & Letter of Representation to Buzzacott

Shachi Blakemore presented the Post-Audit Management Report and took the Board through the detail of their work. She added that the main changes in this year's Accounts Direction related to the Office for National Statistics (ONS) reclassification of colleges to the central government sector, with colleges now having to comply with the 'Managing Public Money' requirements and Buzzacott had acknowledged that their work had taken into account these rules regarding the impact on the financial statements of Institute for 2022/23. Shachi confirmed that the audits went well and thanked Paul, Anjalie and the finance team for their assistance.

The Board considered the recommendation from the Audit & Risk Committee and Buzzacott's presentation and was content to **accept** the Post-Audit Management report; **agree** the **Letter of Recommendation** from City Lit to Buzzacott for signing by the Chair.

The Chair thanked Shachi for her report.

23/122 Financial Statements for year ended 31 July 2023 and Annual Report & Accounts

The Board reviewed the detail of the report and Financial Statements report for the year ending 31 July 2023 including the Report & Accounts document as recommended by the Audit & Risk Committee and was content to **approve**.

23/123 Regularity audit questionnaire

The Board reviewed the regularity audit report and questionnaire which had been expanded this year to include additional detail regarding the ONS reclassification of colleges, and also the College's IT incident. Buzzacott had also reviewed the reports/had discussions with Management and had not identified issues with regularity. To that end, the Board **supported** the signing of the Regularity audit questionnaire by the Chair of Governors at the end of the December Governing Body meeting.

23/124 College Key Performance Indicators (KPI) - to review

The Board reviewed the Finance and Quality KPIs and commented that they were as expected with no areas of additional concern, and acknowledged the ongoing work being undertaken in the committees on these.

23/125 Policies for approval:

The Board reviewed each policy as set out in the report - as recommended by the relevant committees - and agreed the following:

- Admissions Policy – Accredited Courses - **approved**
- Malpractice and Maladministration Policy- **approved**
- Student Conduct Policy & Procedure- **approved**
- Information security- **approved**
- ICT and digital acceptable use- **approved**
- Sickness Absence Policy- **approved**
- Anti-Harassment and Bullying Policy- **approved**
- Disciplinary Policy - **approved**
- Leave Policy - **approved**

23/126 Date of the next meeting:

The Chair confirmed that the scheduled date of Thursday 14 March 2024, 12pm followed by the Governors' Away Afternoon was being moved to an earlier date (as per the email to governors).

Chair.....

Date.....