



Minutes of the meeting of the Governing Body of  
The City Literary Institute held on 4 July 2023, 5-7pm  
Room 216, City Lit

**Governors Present:**

Lucy Arnold Courtney	Simon Judge	Lindsay Nicholson (Chair)
Edward Breen (Staff Governor)	Christine Kinnear	Alison Pike
Jon Gamble	Mark Lever	Jill Westerman (Deputy Chair)
Clancy Gebler Davies (Student Governor)	Mark Malcomson (Principal)	Hayley White
Colin Jones		

**In attendance:** Paul Evans (Chief Financial Officer); Julie Gilbert (Executive Director, People); Wendy McKaig (Vice Principal).

**Clerk:** Katrina O'Sullivan

**Standing items**

**23/63 Apologies for absence**

There were apologies for absence received from Donna Birkett Baida.

**23/64 Declarations of Interest**

Jon Gamble made his usual declaration as a Trustee of WEA but there were no conflicts of interest to record.

**23/65 Minutes of the previous meeting**

The minutes of the meeting held on 9 May 2023 were **approved** as an accurate record.

**23/66 Matters Arising Not Appearing Elsewhere**

There were no matters arising not appearing elsewhere.

**23/67 Updates: College and Principal's**

The Board noted the College update report regarding the activities which had taken place within City Lit. Governors commented that the report had been a joy to read.

**23/68 Quality Committee Chair's Key Points (29/6/23) & Appendix A. ED&I progress**

The Quality Committee (QC) Chair spoke to her Key Points report and the Board discussed and noted the contents. The QC Chair highlighted that the updated Quality ED&I document regarding progress made since the last meeting had been appended to this agenda item for the Board's information.

The QC Chair wished to also highlight that, for the 2022/23 Self-Assessment process, Wendy McKaig had proposed a new approach to curriculum self-assessment for this academic year involving a verbal discussion rather than a written report; and the Committee supported this proposal. The Board was also content to **endorse** this approach acknowledging that it would still involve a rigorous consideration of the data and other relevant evidence.

Additionally, the Committee had discussed the Student Destination Survey. There had been a good response rate and was being followed up with phone calls, so far it showed high levels of student satisfaction and gave the College information on progression. Wendy McKaig reported that it was likely that completion levels may be impacted by the London-wide survey that students had been also asked to complete. The Mayor's office was aware that there was some frustration that information from this survey was not available at an individual provider level and it is hoped that this may be rectified in future years.

The Committee undertook a review of the Quality risks from the College risk register and requested that the recent Ofsted outcome be added as a mitigating element which improves the risk levels. **Action:** this would be amended for the Audit & Risk Committee's meeting in November.

### 23/69 Final Ofsted report

The Clerk had informally emailed governors the final Ofsted report but it was also appended to the Board pack papers to formally document it. Additionally, governors wished to record their appreciation of Mark Malcomson, Wendy McKaig, Dragana Ramsden (Head of Quality & Tutor Development) and the Quality team for the Outstanding Ofsted result and the excellent work which contributed to the deserved result. The Chair also thanked the governors who were interviewed by the Ofsted Inspectors.

### 23/70 Skills statement

The final Skills Statement document had been appended to the Quality Committee Chair's Key Points for the Board's information. She reminded governors that at the Quality Committee's February meeting it had requested revisions to the draft statement. These amendments had been made along with other additions and the Board agreed that the statement gave both a rich account of the College's current skills work and also plans for the future. The Board **endorsed** this revised statement which was instrumental in the College achievement of *strong* from Ofsted for its skills work.

### 23/71 Quality Strategy

At its June meeting the Quality Committee scrutinised the revised Quality Strategy - covering academic years 2023/24 and 2024/25 - and recommended it for Board approval. Governors reviewed the strategy document which outlined the context and purpose of the strategy as well as the guiding principles and operating plan for the next two years. Additionally, the Board discussed the three key goals of the strategy and the objectives and commented on the richness and quality of thinking of the revised strategy. The Board was content to **approve** the Quality Strategy.

### 23/72 Equality Duty Review

Wendy McKaig spoke to the 2022/23 Equality Duty review document. Governors were reminded that as part of the Equality Act 2010 the College was required to publish its compliance with the Equality Duty established by the Act, specifically the need to: 1) eliminate unlawful discrimination, harassment and victimisation and any other conduct prohibited by the Act; 2) advance equality of opportunity between people who share a protected characteristic and people who do not share it; 3) foster good relations between people who share a protected characteristic and people who do not share it.

The Board reviewed the document and was content to **approve** the Equity Duty review which would be published on the City Lit website.

### 23/73 Annual Safeguarding & Prevent update

As reviewed by the Quality Committee, Wendy McKaig's annual report updated the Governing Body on how the College had continued to meet its legal duty in relation to Safeguarding and Prevent during the current academic year. Governors discussed the details and felt assured that Safeguarding and Prevent was robust, embedded, appropriate and effectively stress-tested within the College. The Quality Committee Chair added that the Ofsted report gave additional comfort that the Board was meeting all its duties in this important area.

### 23/74 Audit & Risk Committee Chair's Key Points (20/6/23)

The Board reviewed and noted the Audit & Risk Committee (A&RC) Chair's Key Points. The A&RC Chair highlighted that the Committee had approved the approach to insurance, which was to continue with UMAL (a mutual created by the University sector), City Lit's current provider. The ONS reclassification changes may lead to changes to insurance across the sector, but not quickly.

The A&RC Chair informed the Board that the Committee had discussed a recent Internal Audit report on IT "patching" - keeping City Lit's systems up-to-date so it would be well placed to resist cyber attacks. This concluded that assurance was "limited" and he confirmed that the Committee would keep a close eye on the implementation of the recommendations. Additionally, the Committee had discussed penetration testing which tested cyber defences and Management had assured them that this was in hand.

The Board acknowledged that the response so far to the tender for internal audit services was somewhat disappointing and it may need to rethink its strategy.

#### **23/75 External audit strategy 2023/24**

Buzzacott external auditor had presented the audit strategy to the June Audit & Risk Committee meeting and it had been considered by members. The strategy set out their scope of work, timetable and fees. The Chair of Audit & Risk Committee commented that there was a stronger focus this year on IT controls within City Lit's finance systems, and the possibility of management recommendations flowing from the ONS reclassification decision, which would have a greater impact on the audit next year.

The Board was content to **approve** the external audit strategy for 2023/24.

#### **23/76 Finance & Commercial Committee Chair's Key Points (27/6/23)**

The Board reviewed and noted the Finance & Commercial Committee Chair's Key Points. The policies/reports on the Governing Body agenda (items 23/77 – 23/80) had all been scrutinised by the Committee, and suggestions made for changes where appropriate.

#### **23/77 Financial Regulations update following ONS reclassification**

The Board reviewed the Financial Regulations updated following ONS reclassification to reflect Managing Public Money guidance as recommended by the Finance & Commercial Committee. Governors were reminded that it is the remit of the Finance & Commercial Committee, on behalf of the Governing Body, to determine appropriate Financial Regulations and procedures to help control financial risks and ensure probity, propriety and value for money in the use of public funds – and the Finance & Commercial Committee Chair expressed that, apart from the requirement to replace external bank funding with government loans, these changes should have no significant impact on City Lit's operations. The Board was content to **approve** the updates to the Financial Regulations following ONS reclassification.

#### **23/78 Treasury Policy**

The Board reviewed the Treasury Policy which was a new policy setting out how City Lit managed its surplus cash reserves, triggered by the ONS reclassification meaning City Lit would now hold significant cash balances. The policy was designed to balance a low-risk investment approach with the need to generate a reasonable return on surplus funds. The Finance & Commercial Committee had scrutinised the policy at its June meeting and the suggested amendments had been incorporated into the policy ahead of presentation to the Board. Governors raised no further queries with the recommended policy and the Board was content to **approve** the Treasury Policy.

#### **23/79 Pound Plus Policy**

Paul Evans explained that the Pound Plus Policy had been first presented to the Board in December 2022 and governors had requested that additional narrative be included to reflect how City Lit added value to the wider community. To that end, a section had subsequently been added to the policy called 'City Lit's Social and Community approach' and reviewed by the Finance & Commercial Committee for recommendation. All other aspects remained the same. The Board thanked Paul for including this section which adequately reflected City Lit's added value to the community in addition to the generation and use of additional income; and was content to **approve** the policy.

#### **23/80 Annual Health & Safety report**

Paul Evans' annual Health & Safety Report for 2022/23 was reviewed by the Board. This had been scrutinised by the Finance & Commercial Committee (FCC) and the Board agreed that it was a comprehensive report which demonstrated the effectiveness of Health & Safety at City Lit. The FCC Chair commented that no significant incidents had occurred during the year, and processes were in place to ensure the major refurbishment projects underway, including new lifts, were properly managed from a Health & Safety point of view. The report also served to remind governors of their legal responsibilities regarding Health & Safety and that failure to comply can have implications for company directors and officers. This includes requirements under the Corporate Manslaughter and Corporate Homicide Act 2007.

**23/81 Governance & People Committee Chair's Key Points (14/6/23 & 22/6/23)**

The Governing Body reviewed and noted the Chair's Key Points. The Chair highlighted that the Committee had been briefed by Kennedys the College's lawyers, and the Managing Director of Solace cybersecurity followed by a full discussion on all aspects of the incident, as was currently known. Going forward, Jill Westerman would Chair a Working Party regarding the incident over the summer. **Action:** it was expected that the Deputy Chair would write a formal report of the findings which would be reviewed by the Governance & People Committee in November and then taken to the Board in December.

The Chair expressed that as part of being a more inclusive employer, Irwin Mitchell LLP would be undertaking an ED&I audit for the College, and Simon Lucas from Society Search had been advising on rewording recruitment adverts. **Action:** when the audit was complete this would be brought to the appropriate committees and Board.

The Annual Review of the People Risk Register had been undertaken and would feed into the whole College Risk Register.

**23/82 Wellbeing Policy**

Julie Gilbert explained that the Governance & People Committee had scrutinised the policy at its June meeting and the suggested amendments had been incorporated into the policy ahead of presentation to the Board. Governors raised no queries with the recommended policy and the Board was content to **approve** the Wellbeing Policy.

**23/83 College Key Performance Indicators (KPIs)**

The Board reviewed the College KPIs which had also been scrutinised by the Quality Committee and Finance & Commercial Committee, noting that

**23/84 Date of the next meeting:**

The date of the next meeting was confirmed as **Tuesday 17 October 2023 at 5pm** and would incorporate Deaf Awareness training for governors. **Action:** The Clerk would circulate the confirmed dates, and meeting invitations, for the 2023/24 Board and committees.

The Board said goodbye to Jon Gamble who had served nine years on the Board and as a member of the Audit & Risk Committee. The Chair thanked Jon for his enormous contribution and service to City Lit, he would be sorely missed.

Chair.....

Date.....