



**Minutes of the Meeting of the Governing Body of
The City Literary Institute held on 7 July 2020, 5-7pm
Via Zoom video (Covid-19)**

Governors Present:

Penny Allen
Edward Breen (Staff Governor)
Jane Cooper (Deputy Chair)
Jon Gamble
Moirra Gibb (Chair)
Eric Hadley (Student Governor)

Colin Jones
Mark Malcomson (Principal)
Raj Parkash
Michael Simmonds
Paula Smith
Jill Westerman

In attendance: Phil Chamberlain (Executive Director, External Engagement); Paul Evans (Chief Financial Officer/Co-Managing Director); Julie Gilbert (Executive Director, People); Rachel Johnson (Assistant Principal – Communities); Wendy McKaig (Vice Principal/Co-Managing Director).

Clerk: Katrina O'Sullivan

Standing items

20/49 Apologies for absence

Apologies for absence were received by Tim Bolderson.

20/50 Declarations of Interest

Interests were declared by: Raj Parkash, the Chair of Audit & Risk Committee, the Chair and the Deputy Chair, all for *Item 20/54* and they would leave the meeting when appropriate. Jon Gamble also made his usual declaration as a Trustee at WEA but there was no conflict of interest to record.

20/51 Minutes of the Meeting

Minutes of the meeting held on 19 May 2020 were approved. All minutes would be signed when it was physically possible to do so.

20/52 Matters Arising Not Appearing Elsewhere

There were no matters arising not appearing elsewhere.

20/53 College and Principal's Update

The Board reviewed the *College Update from May - July 2020* and the *Principal's oral update* which were taken together. The Board acknowledged that governors had been kept closely informed of activity throughout this period, having sight of all staff communications as well as the regular political updates.

Additionally, the Principal highlighted that the College had been continuing its ongoing contact with the Mayor of London's office, the ESFA and the Department for Education (DfE) regarding the Covid-19 pandemic, and the implications for adult education in the capital and nationally. He expressed that the College had engaged with them specifically for City Lit but also on behalf of the London Institutes of Adult Learning; being clear to ensure representative bodies were aware of City Lit's position and the approach being taken, including the Association of Colleges and HOLEX.

The Principal commented that City Lit had been chosen to host Gillian Keegan MP, Minister for Skills & Apprenticeships, on a virtual tour of the College on 25 June with him, the Chair and other

staff and students. This visit had real significance for City Lit both in view of its timing, as it responded to the current pandemic, but also ensuring that the Minister and her officials at DfE understood the invaluable work delivered at City Lit. Governors expressed that engagement with the Government, parliamentarians and the Mayor of London, alongside a host of other stakeholders, continued to be vitally important to City Lit.

The Principal reported that at the end of the previous week it had been thought that the Government would allow adults to return to education within the building - but, unfortunately, this was not now the case. Management had been preparing to run a small scale summer school for both Visual Arts and Learning Disabilities in the building which would also have allowed the College to test the reopening plan but this would not be able to take place now.

The Principal wished to record that his team had worked tirelessly, in particular, with the quality of the online provision, the budget and the reopening plan – in addition to the other Covid related issues and day-to-day work.

Reports

20/54 Governance & People's Committee Chair's Key Points, 9 June 2020

The Board noted the *Chair's Key Points* from the 9 June Governance & People Committee.

The Deputy Chair, Chair of Audit & Risk Committee, the Chair and Management left the meeting for this item. The Chair of the Finance & Commercial Committee chaired the item.

The Chair of the Finance & Commercial Committee reported that the Governance & People Committee had discussed extending the terms of office of the Chair, Deputy and Chair of Audit & Risk in light of the pandemic in order to maintain continuity and stability, and not to distract the Board/Principal/Clerk with recruitment during this crucial time. The Board was also reminded that within the Deputy Chair's remit was to lead on the search for a new Chair of Governors with the previous planning being that the Chair would retire from the Board first with the Deputy Chair retiring six months later; usually the process was that the Deputy Chair would be an internal governor with complementary skills to the newly appointed Chair (or vice versa if the Chair was an internal appointment).

The Board agreed with the recommendations from the Committee's discussions that, due to the Covid-19 pandemic it was pragmatic to retain continuity and stability with the Board, and **approved** that the Chair, Deputy and Chair of Audit & Risk Committee would each continue in their role for one further year as laid out in the report, and as follows: the Chair until July 2022, Deputy Chair until December 2022 and Chair of Audit & Risk Committee July 2022.

The Chair, Deputy and Chair of Audit & Risk returned to the meeting.

Raj Parkash left the meeting and the Board discussed that Raj Parkash's second term of office was due to end in October 2020, but it was proposed that this be extended by two months to 31 December 2020. Again, this was for stability purposes as Raj was also a valued and experienced member of the Finance and Commercial Committee and he offered rigorous challenge and support within that Committee. The Governance & People Committee also had several governor recruitment possibilities who may be qualified to join the Board and Finance & Commercial Committee later in the year. The Board **approved** Raj Parkash's extension for two months to 31 December 2020 to serve on the Board and Finance & Commercial Committee.

Whilst the Board was fully in agreement that the recommendations were pragmatic in order to maintain good governance and meet the needs of the College due to the pandemic, it confirmed its commitment to the recruitment of new governors in order to refresh and allow new energy within the Governing Body, as emphasised by the Committee.

Raj re-joined the meeting.

The Board also reviewed the recommendation from the Committee that Diane Morgan be approved to serve as a co-opted member of the Quality Committee, to be reviewed in one year. Diane had interviewed with members of the Governance & People Committee via Zoom and was recently invited as a guest to the 24 June Quality Committee to give insight into City Lit's newly formed online provision. Diane Morgan was the Global MD of Trilogy Education Services and had a wealth of experience in delivering online courses. Trilogy Education partners with the world's leading universities to help companies and adult learners bridge their digital skills gaps. The Governing Body had been seeking an educationalist to join the Quality Committee and agreed that she would be an asset to the Committee. Diane Morgan's co-optee appointment was ratified for one year.

Management returned to the meeting.

The Committee had also discussed an update from Julie Gilbert on People issues which focussed on the furloughed staff, the detail required in each case as well as the significant support made available to individual members of staff affected in different ways by the pandemic. This update was also in the *College Update agenda item 20/53*.

The Chair discussed with governors that the Quality and Finance & Commercial Committees had expressed a desire to hold additional Committee meetings over the summer months when, in normal circumstances, they would not meet again until October – this was to ensure continued oversight of the quality of provision and finances on behalf of the Board. Additionally, if Committees discussed issues that required Board input then it had agreed that it would convene to do so. The Board confirmed that it had a good range of opportunities for governance to be assured during this difficult next period during the pandemic. The Principal added that he was supportive of this process in order for the Board to continue its oversight and support, but it was also important for his Management team to have some respite over the summer. To that end, he suggested that the summer meetings were paper light but governors would still be able to question and challenge as usual within their Committees. The Board was content with this approach.

20/55 Governors' (virtual) Away Day update report

- Notes from the Away Day (Part Two: 11 June 2020)

The notes from *Part Two of the Governors' (virtual) Away Day* were reviewed. The Principal's report on the College's Recovery Plan, which was a combination of the Governors' Away Day feedback and Management's subsequent work on this, was taken in the confidential agenda.

20/56 Audit & Risk Committee Chair's Key Points, 18 June 2020

- External audit plan 2020/21

- Internal audit plan 2020/21

The Board reviewed the Audit & Risk Committee Chair's Key Points. The Chair of Audit & Risk highlighted that the Committee had received an update from Buzzacott on the external audit strategy and planning for 2020/21, which was appended to the Board pack. The Committee's discussions had focused on two main areas: 1) the impact of Covid 19/Remote working on the actual audit plans and ways of working. The view was that there would not be significant issues arising from audit work having to be carried out remotely due to Covid restriction. The Board questioned whether a weakening of controls had been raised by the internal auditors due to staff home working. The Chair of Audit & Risk confirmed that the auditors did not undertake a full scale audit of all controls, but that the financial controls were working from a materiality level. Management commented that there was no weakening of controls by homeworking and that all the usual authorisation processes remained in place. The Chair of Audit & Risk commented that it would be useful for the CFO to undertake a short, thorough exercise to list any areas that may be of concern, such as, data privacy/connectivity with regards to staff homeworking and the Committee could review it at the November meeting.

2) The Committee had a longer discussion on “Going Concern” and the work and sign offs required to cover off the going concern review as part of the audit. In previous years this had been less of an issue and required less analysis and oversight. Given the Covid environment and its impact on the broader economy and, therefore, impact on City Lit’s revenue generation and cashflow, the Governing Body would need to ensure that it had a robust piece of analysis which backed up a Going Concern approach to the accounts which could be scrutinised by the Audit & Risk Committee and approved by the Board. Management agreed that this analysis would be prepared for the November Audit & Risk Committee which would feed in to the December Governing Body meeting.

The Chair of Audit & Risk also reported that the Committee had reviewed the Covid-19 Risk Register, which was also included in the *Reopening Plan agenda item 20/57*. The Committee suggested a change to separate out and identify separately the risks and remedial actions from a return to work/building/Health and Safety angle which, from a governance oversight perspective, was being covered by the Finance & Commercial Committee; and the Financial/cashflow risks and remediation which were being reviewed by the Audit & Risk Committee.

The Committee had also reviewed the current Internal Audit plan and agreed that the plan for an IA review of *online delivery* in October 2020 was timely given the current online delivery. Current plans for Access, Inclusion and Safeguarding audits in February and March 2021 respectively were discussed and the Committee thought it was likely that these would potentially be amended given their focus on physical access; other areas may well take priority given changing circumstances going into the next academic year.

The Committee agreed to the annual renewal of the insurance contract with UMAL as was within its remit.

The Board discussed the Committee’s suggestions and were content to **approve** the external and internal audit plans for 2020/21 as recommended by the Audit & Risk Committee.

20/57 Finance & Commercial Committee Chair’s Key Points (23 June 2020)

- **Reopening Plan:**
 - **Governance of reopening**
 - **Reopening report**
 - **Back to college plan**
 - **Reopening risk assessment**
 - **Covid-19 risk register**
 - **Ability workplace**

The Board reviewed the Finance & Commercial Chair’s Key Points. The Committee Chair reported that, during the Covid crisis, it had amended its usual agenda to concentrate on the immediate financial challenges facing the College.

The Committee had concentrated on three items – the plan for re-opening the college and the supporting documentation - which Jill Westerman joined to have Quality Committee input, and two items in the confidential agenda. The Committee had commented on the quality of the information in the three papers which was clearly the result of a considerable amount of work by Management.

Although the intention was that for most of Term 1 courses would run online, planning was taking place for around 25% of courses to run within the building. The Reopening Plan had been informed by a very thorough risk assessment and by discussions with Ability Workplace, a specialist consultancy that provided and installed solutions to help ensure a Covid-safe environment for staff and students. The Committee’s role was to test the robustness of the plan and there had been a thorough discussion, with a number of questions asked, to seek to ensure that thought had been given to all aspects of re-opening. The Committee was happy to recommend the plan be endorsed by the Board. The Committee had also received a report from the Clerk on the ‘Governance of Reopening’ which had been appended to the Board pack and advised the Board on its governance responsibilities. Within that guidance was the suggestion that a governance reopening plan group meet to have continued oversight of the plan. The Chair suggested that a Task and Finish Group be formed to take on this role comprising of her,

the Deputy Chair, Chair of Finance & Commercial, Chair of Quality, Jill Westerman and the Principal. This group would draw on its expertise in health and safety/college practices and meet as and when required in the new academic year. The Board approved the formation of the Task & Finish group and its remit.

The Board and Management reconfirmed that the safety of all its staff and students was at the forefront of the Reopening Plan and all relevant DfE and HSE compliance had been adhered to. There was also collaboration with the unions who had been consulted with regarding the plan and protocols. The union's health and safety representation had also joined the CFO and Head of Facilities when on-site contractor meetings had taken place.

The Board scrutinised the documentation which also outlined the guiding principles, key timings, footfall report, curriculum strategy, risk assessments and plan/action plan and clarified any points.

The Governing Body confirmed that it had tested the robustness of the plan and **approved** this as the College's Reopening Plan.

20/58 Quality Committee Chair's Key Points, 24 June 2020

- Quality update: progress & priorities

Penny Allen spoke to the Quality Committee Chair's Key Points report which were noted by the Board. Penny highlighted that due to Covid the agenda had been revised to reflect the different circumstances and priorities of the pandemic. As with all the Committees and the Board, the Committee would return to its regular items, such as, KPIs, QIP updates and some of the 'deep dive' subjects planned for the year in due course. Governors discussed the quality update and were pleased that over 9000 students had enrolled on 1090 courses - attendance was 90%, about equal to the same time last year.

The Committee discussed that Management's focus was on consolidating the migration onto online, improving student experience, address gaps, raising standards, supporting tutors and bringing City Lit's rich Teaching and Learning expertise to bear on providing a high quality experience. Approximately 1000 students had participated in a survey regarding online, with strong and encouraging feedback. Interestingly, there was a significant cohort of students who would like to continue learning this way.

The results of the tutor survey, which were due soon, would also inform the programme of training, support and resources. The Board questioned whether, although the tutor results had not been received yet, Management knew the feeling from tutors regarding teaching online; it was a very different teaching experience and potentially exhausting for some who were delivering many hours virtually. It was vital to keep the tutors engaged and energised. Wendy McKaig agreed that it was a challenge as it was a different way of teaching for the majority of tutors. However, she reported that the tutors' teams were offering extra support, and members of their support team could drop-in to the online classes and give support, ie technical or offer feedback; there was also bespoke training for subject specific tutors. Additionally, a virtual staff room had been created whereby tutors could engage with other tutors across the College to share ideas and offer support to each other. City Lit also offers a monthly training programme to tutors, the majority of the training was about delivering online courses, but there were also courses on mindfulness and managing working in this different way. Wendy added that there was a cross college working group reviewing and developing further aids for students. This would help make the learner journey as seamless as possible and develop a more extensive self-service help centre.

The Board was assured by the contents of the report and the amount of student feedback was useful for the College in order to be responsive to what was being continually learnt by the College. Governors counselled that staff/tutor training in this area would continue to be important in order to deliver the best student and tutor experience.

The Committee had added an additional Quality Committee to take place over the summer to continue the Committee scrutiny and support on behalf of the Board.

20/59 Cancelled items – due to Covid-19

The Governing Body noted the ongoing cancelled agenda items list which was being kept by the Clerk. The items would be revisited when appropriate.

20/60 Date of the next meeting:

The date of the next meeting would be **Tuesday 13 October 2020, 5pm** via Zoom.

The Chair thanked Management for their extensive efforts on behalf of the College. The Board acknowledged how exhausting the current situation was and expressed that it was important for Management, and all staff, to get some form of break over the summer and be able to switch off digitally in order to refresh.

Chair.....

Date.....