



Minutes of the Meeting of the Governing Body of  
The City Literary Institute held on 14 October 2019, 5pm  
at City Lit, Keeley Street, London WC2B 4BA

Governors Present:

Penny Allen	Mark Malcomson (Principal)
Annita Bennett	Keith Moffitt
Tim Bolderson	Wendy Moss (staff governor)
Jane Cooper (Deputy Chair)	Raj Parkash
Moira Gibb (Chair)	Paula Smith
Colin Jones	Michael Simmonds
Eric Hadley (student governor)	Jill Westerman

In Attendance: Paul Evans (Chief Financial Officer/Co-Managing Director); Wendy McKaig (Vice Principal/Co-Managing Director). Rachel Johnson (Assistant Principal-Communities) for item 19/60

Clerk: Katrina O'Sullivan

Standing items

19/57           Apologies for absence

There were apologies for absence received from Jon Gamble and Sophie Neary.

19/58           Declarations of Interest

There were no declarations of interest.

19/59           Membership: staff governor

The Chair reminded governors that, following the end of the four year term for the Board's current staff governor – Wendy Moss, an election process was held during September-October 2019. Four nominations were received and the votes were counted on 10 October 2019. Edward Breen was the candidate with the most votes and his curriculum vitae was attached.

The Board ratified Edward Breen's appointment to the Governing Body for a term of four years. Due to availability, his first meeting would be 3 December 2019. It was agreed that the Governance & People Committee would decide the Committee that Edward should serve on as part of its overall succession planning discussions.

The Chair thanked Wendy Moss for her great service and wisdom to the Board and the Audit & Risk Committee over the last four years.

19/60           Presentation: Centre for Family Learning & Community Outreach

Louise Severyn-Kosinska gave a presentation on the work of the Centre for Family Learning & Community Outreach. The slides would be sent separately for information. Governors thanked Louise for the great work the team undertook and acknowledged the enormous impact this area had on its recipients; they counselled that Louise should liaise with Ben Hicks about how to build on its current successes and spot further opportunities.

19/61 Minutes of the Meeting held on 7 July 2019

The minutes of the meeting held on 7 July 2019 were approved and signed by the Chair.

19/62 Matters Arising Not Appearing Elsewhere

There were no matters arising not appearing elsewhere.

19/63 Principal's Report and annual fire evacuation briefing – *oral report*

The Principal gave the Board instructions about what to do in case of a fire as part of his *Annual Fire Brief*.

He thanked governors with their support with the 16 September 2019 opening of the refurbished ground floor and Mayor's event, and expressed that many stakeholders and governors had been in attendance. He had received positive feedback from students and staff regarding the disability access through the widening of the front doors. The Board commented that it had demonstrated City Lit's good relationship with the Mayor's office, and wished to thank the Principal and, specifically, Phil Chamberlain, Executive Director – External Engagement, for the work he had, and continued to, undertake in forming such a positive relationship with the Mayor's office – the Principal agreed and would feed this back.

Governors commented that it would be useful to have the goals in grid form with the key stakeholders that the College wanted to reach. The Principal confirmed that he would map that to the new strategy as part of that work.

The Board enquired about the Mental Wealth Festival (MWF) work and whether Management had a firm approach to the event. The Principal confirmed that Management was committed to continue the MWF but would be undertaking a review of how it was delivered and if revenue could be made from it in future. This would be initially presented to the Governance & People Committee. The Chair of Quality commented that the Quality Committee would be reviewing the 'Centres' as its deep dive agenda item in February 2020, and the MWF could be part of that discussion regarding 'do we have the capacity to do it all?'.

Governors thanked the Principal for his update and commented that there was tremendous work taking place, but that they were also keen to hear about the not so positives and worries that the Principal had.

19/64 College update: July-October 2019

The Governing Body discussed and noted the update on general activities which had taken place within the College.

Items from Committees

19/65 Governance & People Committee Chair's Key Points – 1/10/10

In addition to the Chair's Key Points report from the 1 October 2019 Governance & People Committee, the Chair advised governors that in response to governor feedback at the annual Chair/Governor 1:1 review meetings, the Committee recommended that the Board aim to reduce the size of the Governing Body to 13 (including the 3 ex officio governors) which would still allow adequate numbers on the Committees. That number did not allow the creation of an additional Committee, which had been a previous proposal to morph the Centenary Committee into a formal Fundraising Committee at the end of the centenary events. These responsibilities should remain with the Governance & People Committee and the terms of reference would be amended to include this. Governors enquired whether this would be an immediate hard cut and the Chair replied that it would be achieved over time when terms of office came to an end and if appropriate. The Board agreed to reduce the size over time to 13 and that the Governance & People retain fundraising in its remit.

To this end, Sophie Neary, during her 1:1 offered her resignation if the Board felt necessary. Her work commitments remained large and based in Nottingham, which often caused her not to be able to attend meetings at short notice. The Board agreed to accept Sophie's resignation and formally wished to thank her for her great contribution, particularly regarding the marketing oversight. Governors commented that Sophie's workload as a younger member of the Board, with a full-time career, demonstrated how difficult it could be to commit to the governor role when in this position. The Board was mindful of this but also wished to continue to seek to recruit younger and more diverse members. A discussion ensued culminating in various younger member suggestions, and these would be looked at by the Governance & People Committee.

The Board still needed to seek to recruit an educationalist, and a financially qualified governor with a view to taking over chairing the Audit and Risk Committee when Paula Smith's second term as governor had been served.

Additionally, during the 1:1's there was a request for guidelines regarding the 'buddy' system and this would be produced by the Clerk.

The Chair expressed that recently the Governing Body had seen a few long-serving members leave the Board, and this had resulted in an extra dinner this year and last to thank them each for their service. Being mindful of public money, and so that a precedent did not become set, she felt that governor dinners should be limited to one per year after the annual May Strategy Session. Any governors that had left in that year/or were due to leave would be invited to the May dinner. The Board confirmed that it supported this.

Regarding staff attendance at Committees and wishing to agree a consistent approach, it was agreed by the Board that other than Executive colleagues, other staff should attend only for the item they have responsibility for and the agenda would aim to take their items early on in the Committee meetings.

#### 19/66 City Lit Strategy 2019-2024 & Key Performance Indicators

The Principal presented the narrative section of the City Lit Strategy and the new Key Performance Indicators as recommended by the Governance & People Committee for the Board's approval. He explained that the Committee had reviewed the narrative section of the Strategy and the new KPIs at its 1 October meeting; subsequently, the amendments had been made and the Governing Body was asked to approve. A lengthy discussion ensued and the Board made a number of comments and suggestions which the Principal would look at as part of his reporting work to the Governance & People Committee and relevant Committees. ACTION

The Board thanked the Principal and Management for their further work on this as it was a big improvement since the last iteration. The Board approved the narrative, KPIs and that the Operating Plan/Deliverables part of the Strategy would report on progress to the Governance & People Committee as it was the overall balance of challenge and resource that the Board had to concern itself with rather than the detail of delivery. The Principal would next report to the Governance & People Committee in February 2020.

#### 19/67 Finance & Commercial Committee Chair's Key Points – 30/9/19 – oral

The Chair of the Finance & Commercial Committee gave an oral report stating that the Committee had reviewed the Term 1 figures as reported by Paul Evans and was on the agenda. Additionally, the Skills for London Capital Fund was reviewed and the Committee supported this proposal.

Regarding Marketing, Chris Jones - Director of Sales & Marketing, had provided the Committee with a useful summary of the year. The Committee felt that it had much more proficient sales and marketing metrics to review now, and was pleased with the progress made.

Paul Evans presented to the Governing Body the capital projects that City Lit intended to apply for funding from the Mayor's Small Projects Capital Fund. He explained that the Mayor had now released the next round of small project funding with the total value of the fund being £3.75m. Each project could have a total cost of £600k with a minimum value of £50k and a funding ratio of 1:1. The closing date for the applications was 7 November, with the grants awarded in April 2020; the expectation was that the funds would be spent by March 2022 at the latest.

Management wished to submit bids for five projects on behalf of City Lit, with a balance between infrastructure improvements - which was important now that the building was 15 years old - and those that would have a more direct impact on the student experience. The Board discussed in detail each of the proposed projects which were: 1. Classroom IT enhancements – approximate project value £320k; 2) Goods lift replacement - £250k; 3) Lighting replacement - £255k; 4) Small lecture theatre/cinema – £300k (estimated costs); and 5) Enhancements to the learning Centre - £150k (estimated costs).

The Governing Body enquired how much the 1:1 match funding would cost the College, and Paul answered that the total capital cost for all five projects would be £1,275k, so with 1:1 match funding the projects would cost the College £637k. City Lit's share would come from its normal capital expenditure budget. Governors acknowledged that under the College's detailed financial objectives it commits to spend 75% of its annual depreciation charge, currently around £1m, on capital reinvestment. Additionally, as the GLA has only £3.75m to allocate, it was probably unlikely that City Lit would be awarded funds for all five projects.

The Governing Body discussed the choice of projects and the 1:1 match funding and agreed that City Lit should apply for funding from the Mayor's Small Projects Capital Fund for the five suggested projects, as recommended by the Finance & Commercial Committee at its 30 September 2019 meeting. This minute would also be submitted with the bid.

19/69

2018/19 Draft year end position:

- Management accounts to 31/7/19
- Year end balance sheet
- Term 1 sales figures

Paul Evans provided the Governing Body with an update on the financial position for the year ended 31 July 2019 as discussed at the Finance & Commercial Committee on 30 September 2019. He explained that the College had ended the year with a profit of £37k compared to a budgeted profit of £205k - this was the College's fifth continuous year of a small profit. The reasons for the variance to budget was a deficit in fundraising income and overspend in staff and non-pay costs. The College raised a total of £10.1m in student fees, another record year for fee income and the first time that the College had passed £10m. Total capital expenditure in the year was £1,438k against an annual budget of £1,306k. There had been two major capital projects this year: the completion of the Digital Design Hub in October 2018 and the refurbishment of the Ground Floor Lobby. The College ended the year with cash of £1.07m, this was better than forecast due to timings of payments for the Ground Floor refurbishment. The Board discussed and noted the reports.

19/70

Quality Committee Chair's Key Points – 7/10/19

The Chair of the Quality Committee presented the Key Points from the 7 October 2019 meeting. He explained that it had been the first in a new format of meeting where, in addition to its regular business, the Committee would take a deep dive in to one aspect of the College's approach to Quality. The main theme of the meeting had been the Four Schools: Intents and Priorities for 2019. Future deep-dive themes include: the SAR, the Centres, Learning and Teaching, Safeguarding and Equality and Diversity. The Chair's Key Points had informed governors about the discussions and also a summary of the other agenda items covered.

## Compliance matters

### 19/71 Use of the Company Seal

The Clerk's report advised the Board that, in accordance with City Lit's Memorandum & Articles of Association, the Governing Body was asked to note that the Company Seal had been applied to a document between the Greater London Authority and The City Literary Institute.

The Governing Body noted that the Company Seal had been applied.

### Date of the next meeting

19/72 The date of the next meeting was confirmed as Tuesday 3 December, 5pm; with the 4:30pm departmental presentation.

Future 2019/20 Governing Body dates were:

- 10 March 2020, 5pm
- 19 May 2020 – GB plus Strategy session and dinner (all day)
- 7 July 2020, 5pm.

Finally, it was Annita Bennett's last meeting as she was retiring for the Board. The Chair thanked Annita for her remarkable and thought provoking contribution to the Governing Body.

Chair.....

Date.....