



**MINUTES of the Meeting of the Board MEETING**  
**held on Wednesday 3 July 2024 at 15.45**  
**held at 1 Sutherland Street, Pimlico, London**

<p><b>Members present:</b>                  Tiffany Hall                  Anna Douglas                  Tom Fogden                  Louise Jones                  Phil Kemp                  Zarine Kharas                  Gillian Lancaster                  Claire McDonald                  Myrto Nikolopoulou                  Susanna Whalley                  Imran Razaq                  Kathryn Skelton                  Mark Smith                  Steven Stanley                  Kevin Walsh</p> <p><b>In attendance:</b>                  Tina Götschi                  Chris Payne                  Sarah Salimullah                  Jacky Gearey</p>	<p>Chair and External Member                  External Member                  External Member/Dean                  External Member – remote participation                  External Member                  External Member                  External Member                  Staff Governor                  Student Governor – remote participation                  External Member – remote participation                  External Member                  External Member                  CEO                  External Member                  External Member – remote participation</p> <p>Principal for items 4.7 and 4.8                  Interim Director of Finance and Data for items 4.10 &amp; 4.11,                  Principal Designate                  Clerk</p>
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**Quorum 7 Members**

Item	Topic	Action
	The meeting opened at 16.00 The Chair welcomed everyone.	
	<b>Apologies for Absence</b>	
	1. Amali de Alwis 2. Nick Wilcock There had been no other apologies for absence.	
	<b>Declarations of Interest in agenda items</b>	
	There were no declarations of interest relating to this meeting.	
4.0	<b>Ratification of Governor</b>	
	The Chair advised that the proposed new governor unfortunately was now unable to join the Board due to personal circumstances.	
4.1	<b>Minutes of Previous meeting</b>	
	<p><b>Minutes:</b>                      (i) Meeting 21 March 2024</p> <p><b>Confidential minutes:</b>                      (ii) Meeting 21 March 2024</p> <p>The Board approved the minutes of the meeting held on 21 March 2024 as an accurate record.</p>	

	<b>Resolved that both the minutes and confidential minutes were an accurate record of the meeting 21 March 2024</b>	
4.2	<b>Matters Arising not covered by the agenda</b>	
	<p><b>Item 2.11</b> discuss offline the sufficiency of mitigations on the risk register – much work had already been done on this and it had been presented to the audit committee. It was suggested that a summary at the start of the document would be useful – to be carried over to the next meeting. Open</p> <p><b>Item 3.4</b> provide a more defined approach for the next Education committee on improving Quality of Education – CEO provided an update at the last meeting. Closed.</p> <p><b>Item 3.10</b> provide information on the budgeted costs and proposed impact on learner volumes from the Outreach strategy. The Dean said that the Salesforce support finishes this September and that £500k had been donated over time, £400k of which had gone to Outreach and £100k to marketing, however conversion through to apprenticeships had been disappointing. Closed</p> <p><b>Item 3.12</b> provide an update on sustainability in the sixth form curriculum for the next meeting. Another draft is being prepared for the next board meeting in October as currently there is little around sustainability in the curriculum. It was agreed that this would be put on the board and education agendas. Open</p>	
4.3	<b>Chief Executive's Overview</b>	
	<p>CEO first referenced the KPIs before briefly covering proposed curriculum changes, fundraising and finance which were all covered separately on the agenda. KPIs – 238 offers for sixth form – with 250 target – best year and might be short by 5. The Board asked about the demographics with still many students coming from North East London. CEO to provide map of applications for next Education committee. External comms through marketing on this to be reviewed on this for both students and employers.</p> <p>Red KPIS were the percentage of new female apprentices and the apprentice volume recruitment which were both short of their targets e.g. a partner employer had halved its apprentice numbers. Board asked about the split in London and Manchester. Manchester was faring better with fewer big employers. The College was looking to diversify this with different strategies including HTQs.</p> <p>Of note the recent BTEC Computing results were the best ever. Apprenticeship applications were still in progress, citing as an example JustEat with over 660 applications and 5 places available (Ada students had recently secured 2 offers and were waiting for one more). The Board discussed the number of apprentices intending to start in the autumn, viability of reaching the KPI target and the need to cultivate sectors other than the financial and consultancy sectors as the market was slow with many recruitment freezes and restructures currently ongoing making it more difficult to confirm new apprentice intake decisions.</p> <p>There were no further questions.</p> <p><b>Resolved that:</b></p> <p>(i) <b>the Chief Executive's Overview Report was received and noted by the Board</b> (ii) <b>CEO to provide map of student applications for next Education committee</b></p>	<b>CEO</b>
4.4	<b>Safeguarding and Prevent Update</b>	
	As this report had been discussed fully at the recent Education committee meeting, it was taken as read. The CEO raised the issue of potential 17 learners with EHCP for next year with significant learning needs with currently only 7 having accepted offers. There	

	<p>followed a discussion on the difficulty in resourcing to meet all of these learners needs with the current number that can be accommodated with existing staffing. Board asked for benchmarking information on this with other colleges. CEO agreed for DSL to action.</p> <p><b>Resolved that:</b></p> <ul style="list-style-type: none"> <li><b>(i) the Safeguarding and Prevent Update was received and noted by the Board</b></li> <li><b>(ii) DSL to complete benchmarking of ratios of learners versus number of people in the safeguarding roles</b></li> </ul>	<b>DSL</b>
4.5	<b>Evolving to Ada 2.0 – Mid-point strategy review update</b>	
	<p>A mid-point strategy review led by CEO and Ben Brodie from Impetus looked at the lower learner volume targets for 2024-26, the financial implications including resources and what new mission aligned programmes needed to be brought in to drive learner growth. The aim is to put in place aspirational but realistic metrics against the current strategy. A summary of the Priorities for the remainder of the strategy period were provided and included:</p> <ol style="list-style-type: none"> <li>1. Quality of Teaching, Learning and Assessment</li> <li>2. Apprenticeship volume growth - apprenticeships have become split between employers taking small and large numbers especially at major employer partners. Consideration to put volume challenges in wider context with limited growth for under 25s.</li> <li>3. New programmes - advised at previous board meetings</li> <li>4. Digital transformation</li> <li>5. Improved People Management Function</li> <li>6. Student Progression &amp; Alumni</li> </ol> <p>Of note much had changed in the past 15 months meaning that the College needed to consider launching a new strategy from December 2024 onwards that recognises the College's new reality resulting in altering the timelines. The CEO advised that going forward, measured against KPIs, this would be included in his overview to the Board and that thought should be given to aligning some of the priorities to different committees beginning at the next meeting in October. The CEO agreed to email the strategy to the Board.</p> <p><b>Resolved that:</b></p> <ul style="list-style-type: none"> <li><b>(i) the Evolving to Ada 2.0 – Strategy Update was received and noted by the Board</b></li> <li><b>(ii) CEO to email strategy to the Board</b></li> </ul>	<b>CEO</b>
4.6	<b>Office for Students (OfS) Registration Outline Proposal</b>	
	<p>In looking at growth options the Dean outlined the proposal for registration with the Office for Students (OfS) explaining that by being registered with the OfS, the independent regulator of higher education in England, the College can access public grant funding, maintain a visa licence allowing the recruitment of international students, and apply for degree awarding powers in order to award its own degrees. In applying for registration and membership there are fees to be paid currently £72k. The Board wanted to know what the return on investment would be and the revenue projections and there followed a discussion on the need to resource the submission process and delivery of the initial course. If this option is not pursued, then alternative revenue streams needs to be sought which are less tied to the economy. Approval was sought to make a submission to OfS in September costing £28k for initiating the programme. The CEO reassured the Board that a business plan will be brought to the Education Committee for discussion on 25 September and then the Finance &amp; Resources committee before making the submission to OfS. The Board agreed to delegate authority to the Education and Finance &amp; Resources committees accordingly regarding approval of the plan and costs to be incurred, to be decided in the context of the college finances when autumn sixth form volumes will be known.</p> <p><b>Resolved that:</b></p>	<b>CEO</b>

	<p>(i) <b>the Proposal Outline for Office for Students Registration was received and noted by the Board</b></p> <p>(ii) <b>CEO to present a business plan to be presented to the Education and then F&amp;R committees</b></p> <p>(iii) <b>the Board agreed to delegate authority to the Education and Finance &amp; Resources committees accordingly regarding approval of the plan and costs to be incurred.</b></p>	
4.7	<b>Designing a Manchester Sixth Form</b>	
	<p>Tina Götschi &amp; Sarah Salimullah joined the meeting at 16.55</p> <p>The Chair welcomed the Principal and Principal designate to the meeting. The proposal was shared with the Manchester City Council following sign-off by the Education Committee on the 15 May and focused on launching a small T-level specific 16-19 cohort in Manchester in Autumn 2025. As yet, there has been no formal response other than the ESFA acknowledging there is a shortage of places in the region and Manchester in particular. The College is finalising a funding proposal to share with potential donors.</p> <p>If some funding and assurances can be obtained by October 2024, the College would like to proceed with work to recruit a pilot cohort who would commence in August /September 2025. The Board was concerned that the learning from the College's London T-levels would only be one year in by that date. The Board asked about the possibility of pivoting BTECs and T Levels and the data for the bulge in Manchester which the CEO agreed to provide. The decision to progress would be taken at the next board meeting in October when a new government should have given clarity on the future of BTECs.</p> <p><b>Resolved that:</b></p> <p>(i) <b>Designing a Manchester Sixth Form report was received and noted by the Board</b></p> <p>(ii) <b>CEO to provide the research data on the 'bulge' in Manchester</b></p> <p>(iii) <b>Board agreed to make a decision on launching a Manchester Sixth Form at board meeting 8 October 2024</b></p>	CEO
4.8	<b>Sixth Form curriculum changes - London</b>	
	<p>The report on the Sixth Form curriculum changes for London included the new streamlined qualifications system for students aged 16 and over involving the following available routes:</p> <ul style="list-style-type: none"> <li>• A Levels or a mixed curriculum of, for example two A Levels alongside a vocational qualification called Alternative Academic Qualification (AAQ);</li> <li>• T Levels (Digital Design &amp; Production); or</li> <li>• Enrolling onto an apprenticeship.</li> </ul> <p>Additionally, there is also the offer of an Ada Foundation year in 2024 for students, who do not meet the GCSE requirements (English &amp; Maths), but who have significant potential. The course would be supportive and challenging academically, aimed at developing skills, self-belief and academic confidence enabling them to access the core Level 3 Sixth Form programme the following academic year.</p> <p>Chair of Education committee fully supported the changes.</p> <p><b>Resolved that the update on Sixth Form curriculum changes – London was received and noted by the Board</b></p> <p>Tina Götschi &amp; Sarah Salimullah left the meeting at 17.19</p>	
4.9	<b>Fundraising Strategy</b>	
	CEO advised that the aim is to nearly double the level of income to £1.5m per annum across the next three years, sustaining govt income and maintaining fundraising at	

	<p>c.15% of total income. The strategy to achieve growth in the corporate market was outlined as:</p> <ul style="list-style-type: none"> <li>• raise profile and brand</li> <li>• continue to invest in industry engagement across the college</li> <li>• improve our CRM and data and impact functions.</li> </ul> <p>Investment in marketing will need to increase and will be defined. The Board asked what the corporates wanted to see when buying into Ada, i.e. looking at ESG focus and employability skills, opportunity for volunteer engagement and the offer around apprenticeships. More corporates were aligning their programmes with CSR agendas, and it would be good synergy to leverage this. Ultimately this is a product/package that resonates well with them moreover there are still a large number of corporate donors outside although the market did seem to be decreasing however the money to be raised is relatively small.</p> <p>The Chair and Board thanked the Director of External Relations on her work to date. <b>Resolved that Fundraising Strategy was received and noted by the Board.</b></p>	
4.10	<p><b>Management Accounts May 2024</b></p>	
	<p>The latest Management accounts, comprising the 10 months to end of May 2024 showed a year-to-date deficit of £33k against the budget deficit of £648k. The full year picture had also slightly declined to what was reported in P9. The College had also triggered the DfE grant payment which was confirmed as having taken place recently. <b>Resolved that the Management Accounts May 2024 was received and noted by the Board</b></p>	
4.11	<p><b>Budget 24/25 &amp; 25/26 Forecast budget for sign-off</b></p>	
	<p>The Chair advised that for reassurance the proposed budget for 2024-25 (revenue and capital) and the forecast for 2025-26 had been scrutinised by F&amp;R committee in detail. <b>Draft budget 2024/25</b></p> <p>The improvement from the £416k deficit position in 2023-24 was largely driven by:</p> <ul style="list-style-type: none"> <li>• Increased recruitment to the Sixth Form, securing in year growth funding</li> <li>• Increased apprenticeship income, mainly driven by increasing end point assessment income from the first of the larger cohorts</li> <li>• Increasing fundraising from £700k to £850k</li> <li>• Securing savings in building costs through a combination of steady state operation and improved procurement of services</li> <li>• Inclusion of £70k of predicted surplus from new programmes</li> </ul> <p>The budget assumptions remained the same with a 3% pay award recommended for all staff with £60k for any discretionary rises. The fundraising target of £850k would remain the same for 25/26. The cashflow was starting under 30 days and estimated to end at 42. Reference had been made to introducing departmental budget holders accountability. Risks and opportunities were covered with there being more of the former and opportunities around possible pay savings, apprenticeship numbers and funding for T-levels development at Manchester. For reassurance the FD had provided a sensitivity analysis which modelled a number of sensitivities to the budget to illustrate the recruitment risks for the coming year. Additionally the Board was asked to approve a capital budget this year to cover circa £250k to buy IT equipment and protect IT systems included in the cashflow for 24/25. In summary the key points to note were:</p> <ul style="list-style-type: none"> <li>• Budget surplus will improve from a deficit of c £400k in current year to break even in 2024-25</li> <li>• Main driver is projected Sixth Form volumes and funding with increasing departmental contribution from 14% to 21%; apprenticeships remain robust at 36%</li> <li>• Apprenticeship contribution improves slightly from 33% to 35%</li> <li>• Unrestricted cash position improves steadily through the year from just under 30 up to 42 cash days</li> </ul>	

	<ul style="list-style-type: none"> <li>• Part of the cash improvement is driven by the utilisation of restricted funds from key donors to fund some core activities (as per contracts)</li> <li>• Sensitivities demonstrate a worst case of £55k deficit if recruitment slumps</li> <li>• Capital budget is modest, but the College will aim to release more funds if position improves through the year.</li> </ul> <p>There were no further questions, and the Board approved the following:</p> <ul style="list-style-type: none"> <li>• 3% staff pay award</li> <li>• Capital spend of circa £250k</li> <li>• Draft budget for 24/25 as presented</li> </ul> <p><b>Financial Forecast 25/26</b></p> <p>The budget forecast for 25/26 was presented but noted that figures can be more tenuous with the following highlighted:</p> <ul style="list-style-type: none"> <li>• 16-18 contract increase for second T-Level cohort and new volumes - based on 170 lagged funding and 40 T level students</li> <li>• Recruitment of 110 new Year 12 (matching 2024-25), triggering in year growth funding of £168k. The CEO did advise caution on these numbers as they were dependent on what happens after the general election</li> <li>• Alumni Project fully operational</li> <li>• Apprenticeship numbers based on low projections (93 Autumn, 7 top-up and 17 Spring)</li> <li>• Unknown impact of election on L3 qualification reform</li> <li>• Core services to be increased by 3 FTE (Admin.2 Apprentices)</li> <li>• Included £150k of capital purchases (mainly IT)</li> <li>• The Financial Forecast 25/26 is currently projecting a surplus of £250k</li> </ul> <p>The assumptions were similar to those previously detailed and were conservative with fundraising kept at the same level, a 3% staff pay award with £80k discretionary sum put aside, Manchester Sixth Form had not been included for now and non-pay costs were at 5%. There was brief discussion about how a 3% pay rise compared with other FE colleges. Cash day would improve to in excess of 50 days. In summary this was a conservative budget with a financial health trajectory of going from good to possibly outstanding assuming targets were met. The Board approved the budget forecast.</p> <p><b>Resolved that the following were received and approved by the Board:</b></p> <ul style="list-style-type: none"> <li>(i) <b>Draft budget for 24/25</b></li> <li>(ii) <b>3% staff pay award</b></li> <li>(iii) <b>Capital spend of circa £250k</b></li> <li>(iv) <b>the Financial Forecast 25/26</b></li> </ul>	
4.12	<p><b>Approval of Documents</b></p>	
	<p><b>Accountability Statement</b></p> <p>The CEO briefed the Board on the final version of the accountability statement which requires the Governing body to review how the College provision meets local and high priority skills and is part of the annual funding agreement with the Education &amp; Skills Funding Agency. The statement presented aligned with the local skills and employers' skills needs of both the Greater London and Manchester regions. For note the CEO advised that following a recent conversation with the DfE an extended return date to ESFA of 5 July had been agreed to enable a fuller update on progress and the rationale for the areas of focus to be presented for the board meeting 3 July. The key part of the statement covers the 7 aims which are aligned with the College's strategic aims in the plan 'Evolving to Ada 2.0'. Each aim had commentary explaining the impact and/or contribution to the national, regional and local priorities for learning and skills. For reassurance the Education committee, Board Chair and Vice-Chair had reviewed and made suggested amendments to the statement before its presentation to the Board for sign off. The Chair confirmed that all</p>	

	<p>Board Members had been sent the statement for review and asked if there were any further comments. The Board approved the document.</p> <p><b>Service Level Agreement (SLA)</b> A full review of the new SLA between the college and its wholly owned subsidiary National College for Digital Skills Ltd (NCDS) included a legal check by Anthony Collins LLP. The main changes incorporated into the document presented were:</p> <ul style="list-style-type: none"> <li>• Strengthening of the 'Teckal' clauses that ensure that the services provided are not subject to VAT, along with ensuring it aligns with the Procurement Act 2023.</li> <li>• Inserted an additional clause under the governance section to emphasise that the company exists to serve the college, while the college sets the strategy and charitable objectives are aligned</li> <li>• Strengthened the conflicts of interest section</li> <li>• Updated sections on costs of services to reflect actual practice</li> <li>• Inserted a termination provision should the arrangement ever need to cease or be changed significantly.</li> <li>• Updated GDPR section to reflect that the college and the company are Joint Controllers</li> </ul> <p>The Board approved the finalised SLA.</p> <p><b>Financial Regulations</b> The Financial Regulations were last reviewed in the summer of 2023 and approved by Corporation in October 2023. At that time there were a number of areas that were then examined further to ensure that the regulations worked well in operation. Additionally explicit references to both NCDS Ltd and Ada in key places have been made. For reassurance it has also been checked for consistency against the Colleges Financial Handbook and regulations of other colleges. The Board approved the Financial Regulations.</p> <p><b>Resolved that the following were received and approved by the Board:</b></p> <p>(i) <b>LSIF Accountability Statement</b> (ii) <b>Service Level Agreement</b> (iii) <b>Financial Regulations</b></p>	
4.13	<p><b>Risk Register Summary</b></p>	
	<p><b>Risk Register</b> The strategic risk register had been fully reviewed by the audit committee with two new risks added since the March meeting:</p> <ul style="list-style-type: none"> <li>• cannot generate the volume of T-Level Work Placements required for the volume of students studying the programme; the Board asked about the number of confirmed T-Level placements which was currently four.</li> <li>• there is no succession plan in place for senior postholders, in particular the CEO.</li> </ul> <p>Additionally one risk has been removed relating to the sourcing of external industry engagement and was replaced by the T-level risk previously mentioned. Of the 24 strategic risks, seven have moved in a positive direction, one negatively and the remainder no change. There is now only one risk with a red residual risk rating i.e. the risk around cashflow and that related to apprenticeship volumes and is dependent on not only investment in staff and new programmes but also a significant shift in the economy. There were no questions.</p> <p><b>Resolved that Risk Register was received and noted by the Board</b></p>	

4.14	<b>Approval of the following:</b>	
	<p>For reassurance the Clerk advised that the following documents had all been reviewed and recommended for Board approval by the relevant committees.</p> <p><b>Annual Governance Cycle</b> – changes highlighted regarding addition of Estates Report, Risk appetite statement, Financial Regulations and CIP.</p> <p><b>Code of Ethics</b> The Code sets out principal responsibilities and practices which the College needs to adopt in order to show that it is conducting its business in the best interest of the students and funders. It is normally reviewed every two years.</p> <p><b>Committees' Terms of Reference</b> <b>Board Membership</b> – changes are for clauses (g) and (k) covering respectively delegated policies for approval and link governorships. <b>Audit</b> - no changes <b>Finance &amp; Resources</b> – minor change to titles "In attendance" <b>Education</b> – changes are to clause 9 regarding delegated policies to approve <b>Remuneration</b> – no changes</p> <p>The Board approved the documents and terms of reference presented.</p> <p><b>Resolved that the following documents and committees' terms of reference were received and approved by the Board:</b></p> <ul style="list-style-type: none"> <li>• <b>Annual Governance Cycle</b></li> <li>• <b>Code of Ethics</b></li> <li>• <b>Committee terms of reference for: Audit, Board Membership, Education, Finance &amp; Resources and Remuneration.</b></li> </ul>	
4.15	<b>Reappointment and appointment of Chairs of Committee</b>	
	<p>Further to the recent Board Membership committee meeting in May, the following Chairs of committees for 24-25 were recommended for approval:</p> <ul style="list-style-type: none"> <li>• Audit – Gillian Lancaster</li> <li>• Board Membership – Tiffany Hall</li> <li>• Education – Steve Stanley</li> <li>• Finance &amp; Resources – Phil Kemp</li> <li>• Remuneration – Nick Wilcock</li> </ul> <p><b>Resolved that the Chairs of committees as referenced above for 2024-25 were approved by the Board</b></p>	
4.16	<b>Committee Chairs' Feedback</b>	
	<p>The Chairs of the following committees' reports provided brief feedback on their respective meetings with each Chair being asked to comment on the following:</p> <ul style="list-style-type: none"> <li>(i) Education – 27 Mar &amp; 15 May 24 – covered under items 4.3, 4.4, 4.7, 4.8, 4.12 and 4.14</li> <li>(ii) Finance &amp; Resources – 8 May &amp; 20 Jun 24 – covered under items 4.10, 4.11 and 4.12</li> <li>(iii) Board Membership – 20 May 24 – covered under items 4.14, 4.15, 4.16 and 4.17</li> <li>(iv) Audit – 26 June 24 – covered under item 4.13 and 4.14. The Chair of Audit advised that the Buzzacott external audit strategy was similar as in previous years, the committee was waiting for internal audit reports which were in final review and that the to provide a separate Post audit report for NCDS Ltd would be costly so a request to Buzzacott to delineate the two entities in the report had been made.</li> </ul> <p><b>Resolved that the Committee Chairs' Feedback were received and noted by the Board:</b></p>	
4.17	<b>Board Performance Self-Assessment 2023-24</b>	
	<p>The self-assessment questionnaire used for 2022/23 will be used for 2023/24 so that a direct comparison can be made. Again a target of 80% has been set for governor</p>	



	satisfaction with the effectiveness of the Board. All members including ELT would be asked to complete the return by 15 August. <b>Resolved that the Board and ELT were asked to complete the Board Performance Self-Assessment 2023-24 to returned to the Clerk by 15 August 2024.</b>	
4.18	<b>Forward Agenda Items</b>	
	1. Link governor reports	
4.19	<b>Any Other Business</b>	
	The Chair wanted to thank the following departing governors for all their support and challenge throughout their terms of office, the College was in a far better place due to their commitment. <ol style="list-style-type: none"> <li>1. Myrto Nikolopoulou - student governor</li> <li>2. Anna Douglas</li> <li>3. Tom Fogden</li> <li>4. Kevin Walsh.</li> </ol> <p>There was no other business.</p>	
4.20	<b>Date of Next meeting:</b> 1. 8 October 2024 at 12.00	
	<b>Close of meeting</b>	
	Meeting closed at 18.03	