

# Education and Training Foundation

## Inaugural Board Meeting

Tuesday 9<sup>th</sup> July 2013

### The Board

Asha Khemka (AoC) **AK**  
Don Hayes (TSNLA/AELP) **DH**  
Peter McCann (AoC) (via telephone) **PMc**  
Lynsi Hayward-Smith (AAETO) **LHS**  
Christine Jeffery (AELP) **CJ**  
John Hyde (AELP) **JH**  
Mark White (AoC) **MW**

### In attendance

Martin Doel (AOC) **MD**  
Stewart Segal (AELP) **SS**  
David Hughes (NIACE) **DH**

### Officers

Sir Geoff Hall - CEO **GH**  
Duncan Anderson Brown - Finance Director **DAB**  
Steve Poland - HR Director **SP**  
Maria Semak Head of CEO office

### **Welcome and Introductions**

MD as one of the owners (members) and current Programme Manager for the development phase up to 31/07/13, welcomed the Board to the inaugural meeting and provided a summary background of the submission for and creation of The FE Guild, now the Education and Training Foundation. The Foundation would be established on 1st August 2013 and during the period to 1<sup>st</sup> April 2014 would begin to deliver to the sector. SS as co-owner (member) endorsed these comments and looked forward to the Foundations successful future. MD welcomed the Interim CEO Sir Geoff Hall and his team and invited the Board, Members, officers and attendees to introduce themselves.

## **1. Appointment of Directors and Chair for the meeting**

**1.1** DAB as the sole serving Director of the Education and Training Foundation began the meeting.

DAB proposed and it was

### **Agreed**

That David Hughes be appointed a Director and act as Chair of the Board pending the appointment of an independent Chair.

DH thanked the Board for their support and assumed the Chair adding that he welcomed the establishment of the Education and Training Foundation which has the support of the sector.

### **1.2 Appointment of Directors**

A paper outlining the purpose of the company and how it would conduct its business was received by the Board. The Foundation, a company limited by guarantee is intended to become a charity, as such to be appointed a Director is also to become a Trustee of the charity and the terms Director and Trustee are synonymous. The articles of The Foundation state that the maximum number of Directors is 12.

It was

### **Agreed**

That the appointment of Directors by the members be recognised, each Director would inform the work of the Board from the perspective of their nominating organisation, they would not be deemed to be representatives of a specific constituency.

Lynsi Hayward-Smith (AAETO)

Christine Jeffrey (AELP)

John Hyde (AELP)

Mark White (AoC)

Peter McCann (AoC) (via telephone)

Don Hayes (TSNLA/AELP)

Asha Khemka (AoC)

The meeting received the resignation of DAB as a director and appointed him as Company Secretary.

DAB agreed to make the requisite notifications to Companies House.

**ACTION DAB**

Learner and workforce representation was agreed in principle; the CEO would take forward discussions with the National Union of Students and workforce constituencies and make a proposal to a future meeting.

**ACTION CEO**

That a further Director post be designated to be independent Chair of Audit, this to be a non-executive role to receive an appropriate stipend. The CEO to consult with Veredus to produce a recommendation to be brought to the next meeting of the Board. DAB would produce Terms of Reference for the Audit Committee to include the internal and external audit function, and would bring to the next Board meeting recommendations for the appointment of auditors

**ACTION CEO/DAB**

The Directors agreed that the remaining post remain vacant until the appropriate nominee can be identified.

It was resolved that a banking relationship would be established with the Royal Bank of Scotland Plc. (the Bank) that Geoff Hall and /or Duncan Anderson-Brown and Julie Binns were authorised signatories.

It was further resolved that Geoff Hall and /or Duncan Anderson-Brown and Julie Binns be authorised to:

- Complete and sign The Royal Bank of Scotland Your Banking Requirements form including applying for Bankline internet banking service on behalf of the organisation; and
- Accept the Bankline Terms and Conditions on behalf of the organisation; those full terms and conditions are attached as a codicil to these minutes.

**2. Appointment of Independent Chair and Appointment of CEO**

A confidential minute has been prepared for this item.

### **3. The Foundation Way**

The Chief Executive presented a report outlining the way in which the Foundation would operate and to highlight the hallmarks and differentiators of the Foundation Way. Following extensive consultation the key components of the Foundation Way had crystallized around three key components:

- Specialist Panels chair by senior sector people, advised by sector acknowledged experts and leading practitioners who will identify large scale programmes likely to achieve the desired outcomes and impact; and the organisation/bodies capable of delivering such programmes.
- This will be followed by a rigorous procurement and contributing process to ensure robust arrangements that can satisfy public value tests.
- A team of highly respected Programme Assessors will be drawn upon to monitor and evaluate programmes to ensure that they are achieving the included and are likely to detail the contracted outcomes; and that lessons can be learned and disseminated to the sector.

The CEO thanked DAB for the helpful business model flow chart and added that consultation with and communication to the sector at all levels and across the diversity of providers was paramount.

The Board welcomed the approach and noted that it was essential to monitor impact and not activity and that the Board should and would drive that agenda. It was also noted that a mechanism for assessing the wider benefits and impacts of programmes should be included.

### **4. Commission on Adult Vocational Teaching and Learning (CAVTL)**

Copies of the report of the commission chaired by Frank McLaughlin CBE, Chair were circulated for information alongside a summary report and recommendations to the Foundation. GH noted the importance and relevance of these recommendations to the work of The Foundation.

### **5. Staffing Structure**

GH presented a report with appendices outlining the framework for The Foundation staffing structure and establishment. The proposed headcount is 33 with a full time equivalent of 31.3.

The Board was advised that a TUPE entitlement for staff from LSIS may pertain where functions would transfer. Detailed discussions have been held with all staff from LSIS.

Some LSIS services would need to be continued pending the full implementation of The Foundation programme of work.

## **6. Planning for Delivery**

The Board received a report describing the approach to compiling the Foundation's Business Plan for its first year of operation and setting out the main areas of activity for 2013/14

The FE Guild Implementation Plan had been submitted to BIS in March 2013 and accepted by the Minister in a letter of 8<sup>th</sup> April 2013. The Plan outlined the main areas of activity and indicative spend on each area. The Guild was envisaged as a lean organisation that would fulfil its remit through partnerships and commissioning rather than direct delivery. The core establishment was set at 32.

The implementation plan has developed further and been informed by the Commission on Adult Vocational Teaching and Learning, 'Rigour and Responsiveness' published by the Minister for Skills on 3<sup>rd</sup> April 2013 and the developing Ofsted improvement role, in particular with Providers "requiring improvement" and "unseen children".

Broad areas of activity outlined in the initial Foundation Plan:

- Support for key work oriented programmes and employer based programmes fostering the "two-way street" given prominence in the CAVTL report. It will ensure the implementation of CAVTL proposals for a National VET centre, Teach Too and occupational updating
- Governance – the AOC Governors council have commissioned Susan Pember to identify and report on development needs.
- Leadership and Management development to meet the needs of the diversity of the sector
- Professional learning, including a review of the professional standards that underpin the suite of recommended qualifications for teaching learning and assessment, including strengthening the reach and role of Centres for Excellence in Teacher Training (CETTs)
- Research, analysis and development

The Board supported the articulated themes, noted the report and requested some specific foci within the programme strands:

- Equality and Diversity
- Learner Voice
- Succession planning within the Leadership and Management strand
- Leadership and the political environment
- Business management within the Leadership and Management Strand
- Learning technology

### **7. Report of the Chief Executive**

The Board received and noted a report from the Chief Executive which outlined key meetings and events attended.

Date and time of next meeting Thursday 1<sup>st</sup> August 2013 10.30 a.m. – 1.30 p.m. followed by lunch

Signed ..... Date.....