

Meeting of the Foundation Board

Date: Thurs 30 November 2017

Time: 2.15-1700

Venue: Blue Mezz 1, ETF, 157-197 Buckingham Palace Road, London SW1W 9SP

Present

Zayn Azam

Sally Dicketts CBE

Steve Freer (Chair of Audit & Performance Committee and Senior Independent Director)

Don Hayes MBE

Lynsi Hayward-Smith

John Hyde CBE

Chris Jeffery

Dr Nigel Leigh OBE

Paul Mullins OBE (Chair)

Florence Orban

Mick Ord

Dr Sue Pember OBE

Apologies

Mark White OBE DL (Chair of Finance & Resource Committee)

Dan Williams

In attendance

Mark Brooks, Head of Communications and Marketing

Leanne During, Governance Officer

Dr Gina Hobson, Head of CEO's Office and Company Secretary

Alison Morris, Director of Sector Development

Gary Phillips, Director of Professional Development

John Sills, Director of Finance & Resources

David Russell, CEO

Tim Weiss, Director of Business Development, Membership & Communications

Minutes

1. Apologies and Welcome

Apologies for absence were received from Mark White and Dan Williams. Gary Phillips, Alison Morris and Leanne During were welcomed to their first meeting.

2. Conflicts of Interest

Standing declarations of interests were noted.

3. Minutes

The minutes of the Board meeting held on 13 October 2017 were approved as an accurate record.

4. CEO Report

The CEO presented his report. He provided an overview of ETF's current position and provided a more detailed update on the DfE Review. He confirmed that the DfE officials had covered a lot of ground and now had a deeper understanding of ETF's business, as the Review required. The Board noted that four discussion themes that had emerged during the review were: ETF's role as strategic commissioner; ETF's core and non-core business; governance; and impact and the value added of ETF's work.

The Board was reassured that the Executive were responding appropriately to the queries and working productively with officials to help them widen and deepen their understanding of ETF and the strategic and operational role the organisation plays. **It noted that the AoC, AELP and HOLEX submissions to DfE as part of the Review would be shared with trustees.**

With regard to demonstrating impact, the Board noted that the booking system had systemised some elements of collating outcome data. The CEO confirmed that his team were considering how more longitudinal data could be collected and utilised. **The Board noted that an update on ETF's evaluation framework will be brought to the next Board meeting.**

The Board noted the CEO's Report.

5. Financial Report

The Board received the half year 2017-18 management accounts (up to the end of Sept 2017). The Director of F&R provided an overview of the financial position. He confirmed that spend against grant income was progressing against budget, that prescription charge income was strong and, while bid income may not achieve hit its target, this was mitigated by lower expenditure in this area as a result of no cost being incurred to deliver bid outcomes. He reported that ETF expected several good opportunities for bid income in the 18-19 financial year.

The Board noted the half year management accounts.

6. Preparing for the AGM

The Board received an overview of the plans for the 2017 AGM. It noted that there was no "showcase" event planned for this year and that the main items for the formal part of the meeting included the presentation of the 2016-17 Trustees' Report and Accounts, along with a proposition that the Founding Members approve updated the Articles of Association.

In preparation for the AGM discussions, the CEO asked the Board to consider the 5-year horizon and sector priorities. **Following group discussions, the CEO confirmed he would incorporate the feedback in the further development of the exercise for the AGM.**

7. Level 3 Maths Support Programme Bid

The Director of BMC provided background detail and an update on ETF's Level 3 maths support bid submission to DfE. The Board noted that ETF had been attended interview and was now awaiting the outcome, expected in Jan 2018. The Board sought clarification regarding the potential TUPE liability; the Executive confirmed that any liability would be shared across ETF and the consortium partners, that legal advice had been taken, and that the liability was considered manageable at this stage, subject to further details should we proceed to a later stage.

The Board congratulated the Executive on gathering an expert group of individuals and organisations in the consortium and reflected on the varying opportunities for ETF, including bringing together both schools and FE support organisations together through the piece of work.

8. Annual report of the Committees

The Board received updates from the Committee Chairs and their alternates on the Board's Committees in 2016-17. The Board noted that the Committees enabled greater scrutiny of the charity's work across the full scope of the business and it thanked the trustees involved for the additional time they gave to this business. The Board noted that in 2018 the Search Committee would

be involved in trustee recruitment activity. The Chair encouraged trustees to approach him or the Company Secretary if they would like to be involved in recruitment activity in 2018.

The Board noted the Committees' annual report.

9. Organisational development change programme

The Board received an overview from the COO on the organisational development change programme, 'SHAPE'. She reported that its purpose was to link the main organisational improvement areas into a centrally managed programme and confirmed that the Board would be kept updated on progress.

The Board noted the updated and also received and endorsed the proposed ETF values.

10. Any other business

The Board noted and adopted update Financial Regulations and Expenses Policy and Procedure (provided in item IP3).

The Board noted the AGM would start at 11:30am on Thurs 7 December. Apologies were noted.