



**Minutes of Meeting of the Board of Directors
Held at 10.30 a.m. on Wednesday 22 May 2019
Memphis Building, Lingfield Point, Darlington, DL1 1AS**

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| Present: | Chris Brodie | Chair | CB |
| | Paula Sussex | Chief Executive Officer | PS |
| | Mary Curnock Cook | Non-Executive Director | MCC |
| | Simon Devonshire | Non-Executive Director | SD |
| | Natalie Elphicke | Non-Executive Director | NE |
| | David Gravells | Non-Executive Director | DG |
| | Stephen Tetlow | Non-Executive Director | AW |
| | Andrew Wathey | Non-Executive Director | ST |
| | David Wallace | Deputy Chief Executive Officer | DW |
| | Jacqui Smillie | Chief Financial Officer | JS |
| | Gary Womersley | Company Secretary | GW |
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| In Attendance: | Douglas Griffin | Independent ARC member | DG |
| | Sinead O’Sullivan | DfE | SOS |
| | Chris Williams | Welsh Government | CW |
| | Richard Leeman | NI Government | RL |
| | Derek Ross | Executive Director of Operations | DR |
| | Adrian Tucker | Chief Information Officer | AT |
| | Morven Spalding | Interim Director of Human Resources | MS |
| | Sally Winstanley | Future Board Scheme participant (by phone) | SW |
| | Madeleine Firth | CEO Office (Secretariat) | MF |
| | Fiona Smith | Head of Finance (item 3.2) | FS |
| | Peter Robinson | Corporate Planning & Performance Manager (item 3.2) | PR |
| | Rory Murphy | Corporate Risk Manager (item 3.2) (by phone) | RM |
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| Apologies: | Charlotte Moar | Non-Executive Director | CM |
| | Paul Kett | DfE | PK |
| | Ben Connah | DfE | BC |
| | Gareth Allen | Scottish Government | GA |

1. CHAIRMAN’S OPENING REMARKS / DIRECTORS’ MATTERS / DECLARATIONS OF INTEREST

CB welcomed everyone to the meeting and in particular welcomed Stephen Tetlow, Non-Executive Director, who was attending his first meeting. CB congratulated ST on his appointment as a NED. CB also welcomed Douglas Griffin, independent member of the Audit and Risk Committee (ARC) who was attending his first Main Board meeting and noted that he had a standing invitation to attend.

Apologies had been received from Paul Kett, Ben Connah and Gareth Allen and were duly noted.

CB also noted that Sally Winstanley was joining by phone.

No declarations of interest were raised at this point but interest was subsequently noted in respect of matters raised under Any Other Business.

2. MINUTES OF PREVIOUS MEETING AND MATTERS ARISING

2.1 Minutes of meeting held on 20 March (for approval)

The minutes of the SLC Board meeting held on 20 March 2019 were approved as a true and accurate record.

2.2 Minutes of meeting held on 25 April (for approval)

The minutes of the SLC Board meeting held on 25 April 2019 were approved as a true and accurate record.

2.3 Matters arising from previous meeting (for discussion)

GW advised that of the 15 matters arising from previous meetings nine were marked for closure being complete or covered in the agenda and six were ongoing.

GW highlighted that matters 359 and 372 were due to be covered in the HMRC Deep Dive at the June Board.

CB asked for matter 376 to be kept open until the exercise has been completed and reported back to the Board.

3. BOARD DIRECTORS’ REPORTS / PRIORITY BUSINESS / COMPANY PERFORMANCE

3.1 CEO Report (to note but for discussion by exception)

PS introduced the CEO report and the following key matters were highlighted:

Finance

PS noted that it was an important time of year.

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Board discussed the process for finalising the Annual Report and Accounts (ARA).

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Mission and Vision

PS thanked AW and CB for their contributions to the final Mission and Vision statements. There were no further comments on these from Board and these were approved.

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Deputy CEO

DW provided an update on service launches, noting that since the time the papers were published SLC had received the necessary Letter of Comfort from the Welsh Government allowing the launch of the Welsh FE service.

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DW also provided brief updates on policy commissioning and the Post-18 Review.

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Repayments and Counter Fraud

BM highlighted that we had achieved a 90% verification rate for the first time.

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SD pointed out that there had been some significant achievements in Repayments in the last year and that it was important to highlight these in the ARA and future Board papers.

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Technology

AT introduced the new Technology Group dashboard developed for the Board and highlighted some key achievements. CB welcomed these achievements and noted their significance.

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Managing people

PS introduced the managing people section and noted that further detail on the People Strategy will be presented to the Remuneration, People and Organisation Design Committee (RPODC).

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3.2 CFO Report (for discussion)

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JS introduced the CFO report, noting that it covered high-level results for FY2018-19.

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2019-20 Budget

FS introduced the FY2019-20 Budget. There followed some further discussions regarding the FY2019-20 Budget.

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Corporate and Business Plan

JS introduced the Corporate and Business Plan, noting that the Business Plan came to the Board in March and relatively few changes had been made since that version, and we were now seeking Board approval of the Business Plan.

PS noted that the Corporate Plan will be published in September/October and the Board will have the opportunity to comment before then.

There being no further comments on the Business Plan it was approved in principle pending any ancillary adjustments.

Action: Board to receive word version of the Corporate Plan in June. Board to send comments to PS and JS (JS).

3.3 Corporate Risk Report (for discussion)

RM joined via phone for this item and JS provided a brief introduction.

RM noted that the report introduces the new corporate risk dashboard including target scores aligned to a cautious appetite, in line with the discussions at the last Board. There followed some discussion around the current corporate risk dashboard.

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3.9 ARC Chair Report (for discussion)

NE introduced the minutes and invited any questions.

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3.10 RPODC Chair Report (for discussion)

DG introduced the minutes of last meeting and invited questions. He highlighted the recent Equality, Diversity and Inclusion and Gender Pay Gap reports that had been approved by the Committee.

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4. FOR INFORMATION (with discussion by request from members)

4.1 Quarterly Shareholder Meeting minutes

CB asked for questions, none were asked.

4.2 Performance, Finance and Risk minutes

CB asked for questions, none were asked.

5. Any Other Business

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5.3 Board effectiveness review

CB raised this item and recapped the comprehensive review that occurred last year. He noted that for this year's BER he had asked GW to send a survey to Board members and this survey would include asking for their views on the new Board format. The results will be discussed in September.

Action: GW to send survey before the end of July, item to be added to September agenda (GW).

SD asked if the Board should have an informal meeting over the summer.

Action: CB to consider SD's suggestion of an informal meeting of the board member over the summer months (CB).

5.4 Board committees

CB raised this item and noted that as two new Non-Executive Directors were joining the Board it was an appropriate time to review Board sub-committee membership. He proposed the following changes, which were agreed by the Board:

- ST to join RPODC
- Charlotte Moar to join ARC
- MCC will remain on ARC until the FY2018-19 ARA has been finalised, but then will leave ARC and join Transformation Committee. (MCC will remain on RPODC).
- SD will join Transformation Committee as Chair

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5.7 Thirtieth anniversary of SLC

MCC noted that this was approaching and that it could be an opportunity to build SLC's reputation both among staff and the public.

Action: DW to progress Board's suggestion for marking thirtieth anniversary in line with new Communications Strategy and with incoming Head of Corporate Affairs (DW).

5.8 DfE visits

SOS noted that SLC had hosted two visits of DfE staff in recent weeks, which were very well received. She thanked all involved.

6. Date of Next Meeting

9:30 am, Wednesday 26 June, the Boardroom, 100 Bothwell Street, Glasgow, G2 7JD.

There being no other business, the Chair thanked everyone for attending and the meeting closed at 14:20.

NB: Where asterisks appear within a numbered item, these sections have been excluded from the minutes before placing on the website as the subject under discussion falls within one or more of the exemptions contained in Part II of the Freedom of Information Act 2000 and can be reasonably withheld.