



Minutes of Meeting of the Board of Directors
Held at 11.30 a.m. on Wednesday 24 July 2019
Rhufoniog Room, SFW, Sarn Mynach, Llandudno Junction, Conwy, LL31 9RZ

2.1

Present:	Chris Brodie	Chair	CB
	Paula Sussex	Chief Executive Officer	PS
	Mary Curnock Cook	Non-Executive Director	MCC
	Simon Devonshire	Non-Executive Director (by phone)	SD
	Natalie Elphicke	Non-Executive Director (by phone)	NE
	David Gravells	Non-Executive Director	DG
	Charlotte Moar	Non-Executive Director	CM
	Stephen Tetlow	Non-Executive Director	ST
	David Wallace	Deputy Chief Executive Officer	DW
	Jacqui Smillie	Chief Financial Officer	JS
	Gary Womersley	Company Secretary	GW
In Attendance:	Ben Connah	DfE	BC
	Gareth Allen	Scottish Government	GA
	Chris Jones	Welsh Government	CJ
	Victoria Pettican	Welsh Government	VP
	Derek Ross	Executive Director of Operations	DR
	Bernice McNaught	Executive Director of Repayments and Counter Fraud	BM
	Morven Spalding	Interim Director – People	MS
	Geoff Layer	Chair of the Stakeholder Forum	GL
	Nigel Carroll	Chief Technology Officer (by phone for Items 3.1 and 4.3 only)	NC
	Stuart Brydson	Board Secretary (Secretariat)	SB
	Peter Robinson	Corporate Planning & Performance Manager (by phone for Item 3.2 only)	PR
	Sarah Jane Hannah	Financial Accounting Manager (by phone for Item 3.2 only)	SJH
	Peter Morland	Director – Financial Audit, National Audit Office (by phone for Item 3.2 only)	PM
	Madeleine Firth	Business Manager to the Office of the CEO (by phone for Item 4.1 only)	MF
Apologies:	Andrew Wathey	Non-Executive Director	AW
	Paul Kett	DfE	PK

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Sinead O’Sullivan	DfE	SOS
Chris Williams	Welsh Government	CW
Richard Leeman	NI Government	RL
Sally Winstanley	Future Board Scheme Participant	SW

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

CB welcomed everyone to the meeting and in particular welcomed Geoff Layer, Stakeholder Forum Chair, and Victoria Pettican, Senior Operational and SLC Sponsorship Manager, Welsh Government, who were attending their first Board meeting today.

Apologies had been received from Andrew Wathey, Paul Kett, Sinead O’Sullivan, Chris Williams, Richard Leeman and Sally Winstanley and were duly noted.

CB also noted that Simon Devonshire and Natalie Elphicke were joining by phone.

No declarations of interest were raised.

2. MINUTES OF PREVIOUS MEETING AND MATTERS ARISING

2.1 Minutes of meeting held on 22 May 2019

The minutes of the SLC Board meeting held on 22 May 2019 were approved as a true and accurate record.

2.2 Minutes of meeting held on 26 June 2019

The minutes of the SLC Board meeting held on 26 June 2019 were approved as a true and accurate record.

2.3 Matters arising from previous meetings

GW advised that of the 29 matters arising from previous meetings 16 were marked for closure being complete or covered in the agenda and 13 were ongoing.

GW highlighted that regarding matter 381 Alistair Jarvis, Chief Executive of Universities UK has been invited to attend the October Main Board meeting.

CB noted that matter 397, regarding the Board Effectiveness Review survey was a very important exercise. He encouraged everyone to complete the survey before it was due to close on Friday.

3. COMPANY PERFORMANCE

3.1 CEO Report

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

Finance

PS noted that work was under way to draw out more detailed planning from the completed Corporate Plan. PS confirmed that she was likely to have an off-site discussion and would be able to bring something back to the Board in September.

ACTION: PS to bring update on 3-year Corporate Plan to the September Board.

CB asked about the start of work on the APRA for 2020-21 and it was agreed that this would commence by the end of the year.

Operations

DR noted that following an initial call spike at the beginning of the quarter, call volumes settled down by mid-May and have remained within forecast since.

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Change Portfolio

DW noted the new Change Portfolio Dashboard which now featured in the CEO Report. The dashboard still required some refinement in terms calibration of targets but already displayed stability within the portfolio in terms of time, cost and quality.

PS noted that the Change Portfolio projects are not part of Evolve and agreed that further work would be useful to finesse the portfolio within the Corporate Plan.

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Repayment and Counter Fraud Strategy

BM noted that as a result of a request from the last Board this section of the CEO Report had been expanded to provide year on year analysis and greater overall detail.

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Board noted the CEO Report.

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3.2 CFO Report

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JS introduced the CFO Report and the following key matters were highlighted:

Annual Report and Accounts 2018-19

JS explained that she was seeking approval for the Annual Report and Accounts 2018-19 (ARA).

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PM thanked JS and her team on what had been a challenging audit. He confirmed although there was still some work left to do, he did not expect any significant changes.

ST noted that it would be useful if the section on risks explained how the risks had changed. It was agreed that this would be considered for next year.

CB confirmed that the Board approved the ARA subject to the audit opinion and the review of live contracts. Final approval on completion had now been delegated to CB and NE.

CB and MCC both thanked JS and the Finance Team for their work on the ARA.

FY 2019-20 Financial Performance

JS talked to her paper FY 19-20 Financial Performance and noted that a number of challenges were being faced this year.

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BM confirmed for DG that the Evolve budget is being managed and has a full time business partner assigned. In addition, a new programme director would be starting next week.

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MCC welcomed the Governance and Compliance Statements within the reports and suggested that comments could also be added to the template.

Risk

JS noted that there had been limited movement since the last report. JS explained that she had met with SW to work on SLC Risks together.

Board noted the CFO Report.

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4. PRIORITY BUSINESS

4.1 Corporate Affairs Strategy

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PS introduced Corporate Affairs Strategy and noted that the document was in draft form.

DW noted that the intention was to change the internal and external perspective of SLC. The Company does a lot of good and it is important that this is publicised. We want to explain what we do and why we do it.

DG, MCC and CM noted that they fully supported the ethos of the paper.

ST noted that reputational capital is directly related to the customer experience. PS noted that our regularly high customer satisfaction scores have not translated into improved reputation. The new strategy would be designed to address this.

Board noted Corporate Affairs Strategy.

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4.2 Institutional Failure and Risk of Tuition Fee/Maintenance Loan Overpayments

DW introduced Institutional Failure and Risk of Tuition Fee/Maintenance Loan Overpayments.

DW explained that the purpose of the paper was to apprise the Board of the risks faced by the SLC in the event of institutional failure and the resultant potential for tuition fee loan and maintenance loan overpayments.

BM noted that resulting student overpayment repayments are collected by SLC. She went on to explain that, in addition, late notification of student withdrawal dates can also cause student debt due to overpayment.

PS and BC agreed that the lead in this matter should be Office for Students.

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Board noted Institutional Failure and Risk of Tuition Fee/Maintenance Loan Overpayments

4.3 SIRO Report

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GW introduced SIRO report.

GW updated on the comparison exercise conducted between the PWC and DSHC Reports, confirming both were broadly comparable – with any differences in scoring attributable to the differing approaches in both Reports. GW confirmed that in respect of both Reports, SLC were at or above comparator scores.

GW updated on progress with regards to the 10 Steps to Cyber Security, noting both highlights and areas for further improvement. GW further noted that the planned Data Anonymisation, Portal Stabilisation and 0365 projects would be key contributors in further improvements.

Board noted SIRO Report.

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5. PAPERS FOR NOTING

5.1 Stakeholder Forum Chair Report

GL introduced Stakeholder Forum Chair Report.

GL noted that the Forum was set up a number of years ago and work was now required to re-establish the purpose of the group.

ACTION: GL to work with the Stakeholder Forum members and the SLC shareholders on the purpose of the Forum and report back to the Board.

Board noted the Stakeholder Forum Chair Report.

5.2 Evolve Oversight Committee Chair Report

SD introduced Evolve Oversight Committee Chair Report.

SD thanked PS, MCC and BM for their efforts to arrange the inaugural Committee meeting. The Terms of Reference had been duly reviewed as had the three year Evolve plan.

SD noted that the Committee meeting papers could be shared with the Board.

ACTION: BM to distribute the Evolve Oversight Committee meeting papers with the Board.

CB noted that the reports that the Board will receive back from the Committee will be very important, in particular the tracking of benefits. It was also noted that the Committee had a Governance role and was not an Executive Board.

BM apologised that the minutes of the Committee meeting were not quite ready yet.

Board noted Evolve Oversight Committee Chair Report

5.3 ARC Chair Report

CB noted that the main work of ARC had recently been the Annual Report and Accounts 2018-19, which had already been covered today as part of the CFO Report.

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5.4 RPODC Chair Report

DG introduced RPODC Chair Report.

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DG requested an ongoing review of the RPODC ToR to ensure they are consistent with the SLC Framework document.

DG noted that MCC would now exit the RPODC and thanked her for her important contribution. DG thanked ST for now joining the RPODC.

Board noted RPODC Chair Report.

5.5 Huntswood Implementation Progress Report

DW introduced Huntswood Implementation Progress Report.

DW noted that this paper fulfilled matters arising 333 and was linked to the conversation at the previous Board meeting about the spirit and ethos of the FCA regulations.

DW explained that Huntswood were a large compliance firm who had produced a report on complaints handling which had been presented to the Board in May 2018.

ACTION: May 2018 Huntswood report to be published on Boardpacks in the knowledge section.

DW noted that whilst Independent Assessors review both complaints and appeals, Huntswood only covered complaints.

Board noted Huntswood Implementation Progress Report.

6. Any Other Business

6.1 Appointment of Audit and Risk Committee Chair

CB introduced Appointment of Audit and Risk Committee Chair.

CB noted that NE would step down as ARC Chair and that CM would take up the Chair position subject to Board ratification.

CM noted that she would welcome any thoughts by email on the work of ARC.

Board approved the appointment of CM as ARC Chair.

6.2 RPODC Membership

CB introduced RPODC Membership.

CB noted that MCC would be replaced by ST on RPODC subject to ratification by the Board.

Board approved the appointment of ST to RPODC.

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FOI Request about expenses of the Board

CB noted that Board members must be given enough time to review relevant information required.

Non-Executive Directors Training

CB required that the training needs of Non-Executive Directors are catered for. BC noted that he would be speaking to the relevant experts on Friday and would report back.

Tailored Review

BC noted that the Tailored Review contained over 30 recommendations and was a three-year view. DfE will work with SLC to project manage and report back the Board on progress.

NEDs Induction

CB requested feedback on the current induction process for CM and ST from the Board.

CB noted that he was preparing for his departure as SLC Chair and was due to meet with PK in September for further discussion and planning.

7. Date of Next Meeting

10:30 am, Thursday 26 September 2019, SLC Boardroom, Memphis Building, Lingfield Point, Darlington DL1 1AS.

There being no other business, the Chair thanked everyone for attending and the meeting closed at 15:05

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.