

NCG – Corporation Meeting

Minutes of Meeting held on Tuesday 5th November 2019 – 3pm to 6.15pm

Details			Attendance		
Full Name	Position	Initials	Attended	Apologies	No Attendance
Peter Lauener	Chair of Corporation	PL	X		
Mark Squires	Governor	MS			X
Caroline MacDonald	Governor	CM	X		
Chris Roberts	Governor	CR	X		
John Cuthbert	Governor	JC	X		
Liz Bromley	CEO – Ex-Officio Governor	CP	X		
Cameron Hartley	Student Governor	CH	X		
Brian Archibald	Staff Governor	BA	X		
Visitors/ Presenters					
Chris Payne	Deputy CEO	CP	X		
David Balme	Executive Director Governance, Assurance & Risk	DB	X		
Mike Wilmot	Chief Financial Officer	MW	X		
Steve Wallis	Executive Director of Quality	SW	X		
Tony Lewin	Principal – Newcastle College	TL	X		
Nicola Taylor	Assistant Director of Governance (minutes)	NT	X		
Leigh Scott	Director of Property and Development	LS	X*		

*Attended for part of the meeting.

1. ETF – Finance Training

As per a request via email in advance of the meeting, the Governors were asked to complete the ETF Finance Management Training. Confirmation was received from PL, JC, MS, CM, CR, CH and BA that this was completed. Not all Governors were aware there was an assessment for this, and therefore only PL, BA and CR completed the assessment aspect. The Governors who completed the assessment felt some of the questions were ambiguous and contained similar answers within the multiple choice making it difficult. Advice was not given when an answer was incorrect, thus making it difficult when re-trying.

The Board agreed that the training was beneficial and was a good method for delivery of training.

Action: NT to add training to Governor Training log.

2. Meeting Administration

2.1. Opening of Meeting and Welcome

The Chair opened the meeting and welcomed the attendees. The Chair noted that comments had been added to BoardPacks in advance of the meeting and this was pleasing. The Chair encouraged this practice to continue.

2.2. Apologies for Absence

MS was not in attendance; however, no apologies had been submitted.

Action: NT to follow up with MS.

2.3. Declarations of Interest

No new declarations of interest were reported.

2.4. Review of Minutes from the Previous Meeting – 8th October

2.4.1. Minutes from 8th October – Part 1

The Board reviewed the minutes of the previous meeting and agreed that these were a true and accurate reflection of the meeting. The Chair signed a hard copy for filing purposes.

2.4.2. Confidential Minutes from 8th October – Part 2

This item was covered at the end of the meeting.

CP, MW, SW, TL, CH, BA and NT left the meeting for this item (see end of document).

2.5. Register of Board Actions

The Board reviewed the register of actions and noted that relevant actions were going to be covered within the meeting agenda.

The Chair noted the delay in providing the pipeline of capital projects and sought confirmation that this would be received in December. MW confirmed that this would be the case.

LB confirmed that the update on the Apprenticeship Strategy would be brought to the Board in December, and that the Principal at Carlisle would be invited to the meeting for this agenda item as he is leading on this within his principal portfolio of work.

Action: GG to be invited to attend the December Corporation Meeting.

The Chair noted that SW had offered to hold an additional session for the Board to discuss Quality, Curriculum and Apprenticeships. PL, JC, CM and CH all confirmed they would be interested in attending this session.

Action: SW to arrange additional session in relation to Quality, Curriculum and Apprenticeships.

The Board noted the updates.

2.5.1. Action Update – Timeline of next steps for the Property Strategy at Lewisham College

LS joined the meeting. 4 Documents were tabled.

Action: NT to add to BoardPacks retrospectively.

The Chair welcomed LS to the meeting and introductions took place. LS referred the Board to the Project Timeline which was presented in a Gantt chart form. LS confirmed that time needs to be focussed on Phase 1 (Project Viability) of the overall programme which will provide the foundations for progressing forwards. Work is taking place to understand the college requirements and the scope for working with additional providers. LS confirmed that it is unlikely that any development on the

LS referred the Board to the indicative payments and drawdowns section and confirmed that procurement options would be self-selective once Phase 1 has been completed. LS sought confirmation that this was sufficient information at this stage, and the Board confirmed it was.

LS confirmed that Phase 1 of the project would cost around , and the next steps would be to review the current appointments on the project to ensure value of consultants, including deciding on client representative.

JC questioned why the finalising of the college brief follows on from the design, suggesting that this would usually be the other way around. LB suggested that a lot of time had been spent talking about the curriculum, however wanted to see what's possible in the first instance. Once a fuller understanding of what is possible is held, the plan would then be to ensure the brief is attainable. LB confirmed the need to think about alternative delivery and changing technology, suggesting the curriculum will continue to change over the next few years and that the classroom of the future wouldn't be what it is currently.

JC felt that there was a sense of working together during the meeting at Lewisham, involving the College Board Members, however asked if this had now changed. CR reiterated this and asked about governor ownership of the project. PL suggested that the decision making would remain at Corporation level as the Board own the estate and the financial risk. CR asked if the views of the Lewisham Southwark College Board members were being considered. PL confirmed that discussions have taken place with the Lewisham Southwark Board, as well as the GLA. CR suggested that the College Board see the plan and be clear on their role. LB confirmed that she would be looking to set up a subcommittee of the Board to look into this in more detail and would suggest this subcommittee would include members of the Lewisham Board. The Board agreed with this.

The Chair requested a more detailed discussion on this at the February Corporation meeting.

Action: NT to add to February agenda.

LS also provided an update of the options around the Newcastle College Site and confirmed an offer had been received for the West Moorland land. Work around planning is ongoing with the Local Authority, and LS would like to complete this process to allow a better understanding of the valuation of the land before making any decisions

on the offer. Due diligence also needs to take place however it's encouraging to know that the site is desirable. The Chair asked for this also to be discussed further in February.

Action: NT to add to February agenda.

CR noted the plans in place to develop the area around the current Utilita Arena, suggesting this may re-orientate this part of Newcastle, and wanted to check this was being considered. LS confirmed it was, and also advised that conversations were ongoing with the architects and development managers from the urban planning part of Newcastle Council.

The Board noted the update

LS left the meeting.

2.5.2. Action Update – Provide Governors with a list of pipeline capital projects – deferred.

2.5.3. Action Update: Provide the Board with a best case / worst case / most likely case scenario at each Board meeting, including any improvements / stagnations on a monthly basis to allow the Board to monitor progress closely.

Included within Item 4.2.

2.5.4. Action Update: Governor Comments on Risk

No further comments received.

2.6. Matters Arising

2.6.1. Revised College Board Terms of Reference

DB confirmed that, as per the last meeting, the wording of the Terms of Reference was updated following comments from Newcastle College Board whereby there may be disparity between the interests of the colleges and NCG.

In addition to this, some further work has taken place to map the work plan to the terms of reference, to show clarity around how the college boards are carrying out their duties.

The Board confirmed they were happy with the changes and approved the document.

2.6.2. UKVI Update

The Board confirmed they were pleased with the update, and asked questions around the fees for the FE provision and agent fees.

The Board noted the update.

2.7. Governor Activity

The Chair noted that the recently published inspection reports, under the new inspection framework, are interesting and provide information that would be beneficial to NCG. The Board noted the need for them to understand the intent, implementation and impact.

The Governance Team are working on a SharePoint site to stream the sharing of relevant updates and resources.

There was no further governor activity to report.

3. Chief Executive Officer – Report

LB presented the report and directed the Board to the Executive Summary / Key Messages.

LB has met with the HR team and is refocussing accordingly to reshape the HR service.

CM asked where the 100 trees, awarded to Newcastle College, would be planted. TL confirmed plans are in place to plan out the planting of these.

PL noted the change to the high needs allocation from the ESFA and felt that this was good news.

PL asked for a strategy around T-Levels. CP confirmed that the Curriculum Strategy Group had been formed and their first meeting will take place this term.

Action: LB / CP to present strategy on T Levels.

4. Substantive Items

4.1. Executive Director of Quality – Report

SW presented the Quality Report and additional paper (tabled at the meeting) to explore detail associated with Apprenticeships.

Action: NT to add tabled paper to BoardPacks retrospectively.

SW noted the overall achievement rate of 63% is below NCG target expectations, although is a small improvement on last year's published rate. However the proportion of frameworks and standards below the minimum standard threshold means that the NCG UKPRN is below the minimum standards by 2% points.

The use of minimum standards is in transition as the ESFA will use historic published methodology for a final time in 2019/20 (using 18/19 rates) before measure is integrated into the more holistic DfE policy for support and intervention. The consequences of a minor trigger of minimum standards were discussed.

The cause-effect of the rate was explained in detail using the additional paper and is partly a result of historic curriculum design, part due to issues highlighted by Ofsted in historic training and part due to emerging issues with the timeliness of apprenticeship standards.

There are essentially two issues that have impacted on the early in-year optimism around achievement predictions (where NCG hoped to reach the national average) that have become apparent between May and September.

- 1- UKPRN changes have impacted on the ability of the Group's reporting software (ProAchieve) to accurately reflect the merged apprenticeship starts and leavers, in essence, the rate was around 3% points lower than originally calculated. The error was discovered following detailed R10 checks in May, following release of an ESFA data pack. This issue will continue to impact on 19/20 rates, with the system rate showing a best-case rate of 85% and the adjusted (actual) rate of 80% best case - 65 early leavers are not showing and need to be accounted for manually.
- 2- Changes in predictions between R12 and R14 (actual) have resulted in a swing of 5% clear, to a 2% trigger. Predictions at WLC were inaccurate (-14% points lower than R12) and a new senior manager is now in post with the apprenticeship portfolio. Marginal differences at KC (-4% points from R12), LSC (-3% points from R12) have contributed, alongside low overall rates at NCL/KC. SW understands the need to strengthen this exercise, and confirmed that this will be picked up as part of the SAR.

The overall rate is partly impacted by the inception of new apprenticeship standards where approximately 157 apprentices had an achievement rate of just 55% (circa 12% of current leaver cohort). The rate is in part due to unsuccessful 'pathfinder' apprenticeships in software development at Newcastle and a cohort of accountancy apprentices at Kidderminster. This alone accounts an adverse 6% points on the standard overall achievement rate and around 1.5% points at the headline overall level.

TL discussed the issues with the software development cohort where apprenticeship retention was an issue whilst waiting for the end point assessment to be developed. As they had secured recognised qualifications (but had not sat the apprenticeship synoptic end test) they simply left. The same was true for accountancy at Kidderminster.

The governors challenged how this had happened and TL confirmed that at the start of this pathfinder apprenticeship there was guidance and contracts in place, and confirmation that the end point assessment would follow - however this turned out to not be the case. JC wanted to know who would prepare the end point assessment, and TL confirmed that this is done by the awarding body. Again the governors wanted clarity on how this had happened, and CP confirmed that an end point organisation would have been tasked with this, however there have been teething issues in setting up some of assessments. JC wanted to know if this issue would be taken into account in terms of the achievement rates, and TL confirmed that although this has been explained, it will still have an impact on the headline figures.

JC wanted clarification that this was impacting on the NCG provision, and SW confirmed this was the case, and the business performance rules would need to be adhered to in reporting. SW noted that there has been previous issues with end point assessment in the sector and were often reported in the sector media, or in notes from AoC, AELP. He noted that the Apprenticeship Council is now actively progressing these issues through an online portal and colleagues are working proactively with the awarding organisations to resolve.

SW indicated that if this is a widespread issue in the sector then, in theory, the achievement rate would decline as it should affect all providers. Outside of this it is just anecdotal evidence, but colleagues are working proactively to move past it.

The Board felt that as a significant number of learners have been affected by this it should be pursued formally.

Action: SW to write to the ESFA to advise of issue, setting out the data to prove the impact.

SW discussed remedial measures and stated that the Quality Improvement Plan continues to discuss the delivery and management of apprenticeships, including training of skills assessors. Prediction exercises will be strengthened and assured centrally (in addition to college processes). Medium-term strategic actions will take the form of a new Apprenticeship Strategy that will provide clear direction and guidance as to the markets, curriculum and service NCG wishes to operate.

SW highlighted that the SARs and Quality Strategy will be submitted to the next meeting as planned. The documents show a general trend of improvement and a number of very positive outcomes. Areas for further development have been well-signposted in quality meetings throughout the year and the document will be an opportunity to take stock of the good progress made since the inspection.

SW highlighted a summary of how NCG's overall curriculum aligned to key ONS employment sectors and associated coverage. JC requested learner numbers to be included within the data so show the weighting of percentage figures.

Action: SW to see if this data can be included.

CR noted that the Board were more informed than previous years, and this was pleasing. CR asked how this data is disseminated to staff. SW confirmed that the dashboards were rolled out and training provided, confirming that whilst the data is mainly used in management and curriculum team meetings, it is accessible to everyone. The design of the dashboards is deliberately accessible as dedicated quality and MIS managers need to use specialist systems. CR asked if there was any frustration around this data not being utilised, and SW confirmed that anecdotal feedback from college teams is broadly very positive; the system is being updated to ensure that analytics can be used to track actual usage, for improvement purposes.

BA confirmed that the data was used during staff development days. JC suggested that this would be seen as a management tool primarily, and there may not be the expectation for individual teachers to go into this. TL noted that the real value comes from department leads looking into the data, drilling down as to why trends occur, individual class data etc. BA confirmed that this can also be used as a checking exercise, for example, if an anomaly can be seen within the data, this can be investigated and corrected quickly. BA also liked that the data can be compared across the different colleges and this was very useful.

4.2. Chief Finance Officer – Report

MW presented the report and highlighted the following key points:

- The current information of the P2 accounts offers limited value at this stage due to the number of rule violations, however there was a good amount of cost lines showing as under budget.
- Cash is better than expected at this stage.
- P3 is ahead of forecast. £4mil payments were made in advance to allow headroom for the Q1 covenant. Cash flow cover should remain fine.
- There are ongoing issues around the Q2 – Q4 covenants.

This was discussed in the previous meeting and is largely due to the £2.5mil overspend in relation to the wind down of the Training Providers.

- Potential upsides include dilapidation savings, potential option of payment term with regards to the pension liability (this is not a confirmed option but something which may need to be explored), property sales (Wigan – if completed). These aspects would provide additional funds and working capital could be managed if needed.
- Potential downsides include a poor outcome following the ESFA audit of Intraining (Rathbone audit expected), HE recruitment gap and reduction of the 16-18 contract. The Board asked if feedback had been received following the audit, and it was confirmed this would be answered during the course of the meeting. The recruitment gap for HE largely lies with Newcastle College as they have the majority of the provision.
- There was an agreement with ESFA that the 16-18 provision would remain at similar numbers, even though the Training Providers were due to close, and this was because of predicted growth. If growth can't be evidenced in R04, then there is a risk that the contract will be reduced.

MW also offered a “balanced” option, whereby there could be upsides, but also downsides, . MW suggested that the current position is manageable, however reiterated that if there is a significant issue with the audit, or if the 16-18 contract is reduced then this could become unmanageable. CR sought clarification on what unmanageable meant, and MW confirmed he wouldn't be able to prevent the breach from taking place.

JC referred to Appendix 2, and suggested that the recruitment numbers for Lewisham / Southwark shown in the previous month's report were more positive. MW confirmed that this was correct. MW suggested that the figures don't provide a true comparison for Lewisham / Southwark, as at this point last year they hadn't processed withdrawals, whereas they have this time around and therefore their numbers could be on track and don't currently offer a like for like comparison. MW suggested that there is potential of being 600 learners short of budget.

PL asked if this is the worst-case scenario due to the current cleansing of the data and wanted to note that the Board keep coming back to their being continuous issues around data. MW confirmed that the rule violations were records which were rejected due to errors. Last year at this time there were 5294 errors in R03, however this year there was 2750 which is a large improvement, however still not good. MW noted that Newcastle College have seen a large improvement (although still have a significant number of errors), and that Lewisham, Southwark and Carlisle are working on a new system so have incurred teething issues.

JC asked what the impact would be, and MW confirmed that the data is used for the following years funding. As a result, the data in R04 must be as clean as possible. SW confirmed that the move to one learner record system should assist this.

CM asked if the issues had to be corrected manually, MW suggested that some fixes could be done with bulk uploads, however the rest would require manual amendments. It was noted that this would take a lot of time to correct. MW also noted that when an error is corrected, it could lead to a further error being reported as the process locates an error and stops rather than continuing to note all errors for that learner. MW noted the need to ensure there was a good enrolment process and confirmed that an automated process would improve data accuracy. CP confirmed that other organisations had similar error rates.

The Chair noted that due to the data, it's impossible to know if we are in alignment with the forecast so requested a push to clean the data. MW confirmed that this would continue and that he's pleased with the progress being made.

The Chair referred back to the budget and challenged MW on the likelihood of each of the upsides and downsides and wanted confirmation on how MW had reached the "balanced" option. MW suggested that the known costs are manageable, however the potentials are hard to quantify. Once R04 is completed, there will be a clearer picture. The main focus at present is working on what can be done in terms of forward planning and managing costs.

JC confirmed he understood the position MW is in, as it's hard to estimate a sensible option within the potential range of costs. JC agreed that mitigation should take place wherever possible and costs should be monitored closely. It would be better to improve costs in anticipation of bad news.

PL asked that if there was a shortfall in the apprenticeship numbers, if this would lead to cost reductions in terms of staffing? MW confirmed that the staffing levels had been set up to match with the expected numbers.

The Chair summarised that assurances can't be made to ensure covenant compliance, however mitigation is taking place wherever possible, and at present, the figures look manageable. The Chair confirmed he would speak to MW outside of the meeting with regards to the best case / worst case / more likely case scenario.

Action: PL to follow up with MW.

DB provided an update on the ESFA audit of Intraining and confirmed that from the fieldwork three issues were noted. These are:

- A query around the end date of learners being the date they transferred to alternative providers. In response CP confirmed to members that this approach has been discussed in advance with the ESFA and that he expected the issued to be resolved.
- A query around the evidencing of off the job training. The audit team will revisit this and are allowing time to go through the records to identify the evidence. At this stage the Business Assurance Team are unsure if the evidence is available.
- A query around students for which funding for functional skills has been obtained, however records show that the students already had equivalent qualifications in place.

There is a risk that if the evidence isn't provided, and the ESFA no longer accept the end date as the transfer date, then they will look at a 100% sample. DB confirmed work is now underway to identify the relevant evidence.

The Chair requested that the Board are kept up to date prior to the next audit.

Action: DB to keep Board up to date in terms of the Audit.

MW confirmed that the ESFA dashboard showed:

- Grading matched that of the self-assessment.
- The current ratio is below the sector average.
- The performance ratio has been well below average, but this is now increasing.
- Borrowing is below sector average.

PL queried the graph around debt charge and MW confirmed he would need to look into this.

Action: MW to investigate debt charge graph and spike in data.

DB confirmed that the pre-audit committee meeting, for the first run through of the accounts, would be taking place next Tuesday.

4.3. Final Strategy and KPI Approval

LB presented the paper to the Board and confirmed that workshops on the values have almost all completed. These workshops have involved obtaining views from both staff and students.

LB confirmed that the KPIs has been discussed within the Executive Team, and feedback has been given.

The Board confirmed they liked the idea of having a target for 2030, agreeing with LB's approach in terms of being proactive and considering the longer term, however they also wanted a mid-range target to also be implemented.

CM queried the KPI around National Coverage and asked if this was in relation to expansion. LB suggested this was around external engagement, maximising impact, not about expansion in terms of colleges. CM also noted her concern around trusted partner colleges in terms of data management,

and CP confirmed that if the apprenticeship strategy was to delivery nationally, NCG would need to work with trusted partners to deliver this.

LB discussed her idea to be more collaborative with other organisations, instead of being in competition. CM noted she felt reassured.

JC felt that the apprenticeship numbers are optimistic but confirmed he would reserve judgement until the apprenticeship strategy has been presented.

PL referred to the EBITDA target and suggested that appropriate levels would need to be further considered.

The Board confirmed they were happy with the KPIs and noted the above comments.

5. Items for Approval / Discussion

5.1. Corporation Matters

DB presented the Corporation Matters update. CR asked about the feeling of the Lewisham and Southwark Board splitting and DB confirmed that the Board are ready to separate and there is a positive feeling around this. There is a split of members to both boards, and further work is ongoing to ensure effective recruitment takes place. New members will provide a fresh perspective, and this will be beneficial to both boards.

The Board approved the following appointments:

- Ade Adebambo to the Lewisham College Board (Independent Governor).
- David Wilson to the Lewisham College Board (Independent Governor).
- Lekhnath Pandey to the Lewisham College Board (Independent Governor).
- Hilary Moore to the Lewisham College Board (Independent Governor).
- Linlin Jin to the Lewisham College Board (Effective from January 2020).
- Elaine Hawkins to the Southwark College Board (Independent Governor).
- Stephanie Cryan to the Southwark College Board (Independent Governor).
- Matthew Enright to the Newcastle Sixth Form College Board (Staff Governor).
- Harry Hogarth to the Carlisle College Board (Student Governor).
- Paula Gamester to the West Lancashire College Board (Independent Governor).

CR asked about the recruitment to the NCG Corporation Board, and DB confirmed that he had been in contact with UNW (recommended by MS), and a shortlist of 3 candidates were agreed. Interviews were planned for next week, however 2 have declined to progress further and 1 would like to rearrange. CR asked if any of the candidates were from the South and DB

suggested not. CR suggested that this would be a good idea to improve the diversity of the Board.

LB confirmed she had been in touch with Gatenby Sanderson following their proposal, and this proposal can be picked back up if necessary.

CR wanted to note that the Board were attempting to recruit new members and noted the small number of governors on the Board. DB confirmed that informal conversations had also taken place with various contacts to gauge interest. CM asked about the skills audit results, and DB confirmed that he would circulate these.

Action: DB to circulate.

CM asked why two of the three shortlisted candidates withdrew and DB confirmed he would follow this up.

Action: DB to speak to UNW.

DB noted that any recommendations would be welcome. JC asked if any further word had been received from LH, and confirmed he would reach out to her.

Action: JC to contact LH.

The Board noted the report.

5.2. Extract from FE Commissioners Report on Hartlepool College

The Board confirmed that this had been read and that they felt having read the document that NCG was in a much stronger position.

The Board noted the report.

6. Risk

DB confirmed that further work around risk had taken place, and strategic and business risks had been identified. MW suggested to tailor the wording of some of the suggested risks, and to make them more 'snappy'. For example, the risk should be something taking place, not a failure of controls. CM asked for a risk around Tier 4 to be included. PL asked for one of the risks to be more obvious around data.

Action: DB to make requested amendments.

DB noted that these risks would then provide the basis for the college board risk registers. Once the amendments have taken place, the Board confirmed they were happy for DB to share with the college boards.

7. Policies / Annual Reports / Terms of Reference

7.1. Human Resources Annual Report – Deferred

LB sought clarification that a shorter report, providing oversight rather than detailed data, would be more appropriate going forwards. The Board confirmed it was.

The Board noted the update and are aware that this item will be covered within the December meeting.

7.2. Complaints Annual Report

SW presented the complaints annual report and confirmed that this contained a checking exercise to ensure the complaints annual reports, and termly updates, were being taken to the local college boards. In the last academic year, Lewisham Southwark only carried out an annual report, and West Lancashire didn't cover this at all with their board. The Governors queried the information provided by Carlisle College, and SW confirmed that all complaints had been resolved.

DB noted that work is undergoing to close gaps in terms of consistency, and work plan reviews are taking place. PL requested for this information to be shared within the Corporation Matters report going forwards.

Action: DB to implement going forwards.

7.3. Financial Regulations – Deferred

The Board noted the update and are aware that this item will be covered within the December meeting.

7.4. Health and Safety Annual Report

LB presented the Health and Safety report and confirmed that this was a lengthy document. In future a summarised version will be presented including headlines, areas of risk and matters of concern. It was also noted that there is a Health and Safety dashboard in place which would allow visual representation of any issues / highlights, offering information on individual colleges, the group as a whole, certain timescales etc.

CR queried the exposure monitoring, suggesting that there should already be an awareness around this. LB suggested that this had been worded incorrectly.

8. Items for Note / Information

8.1. College Board Minutes

8.1.1. Kidderminster College Board Minutes – July 2019

The Board noted the minutes.

8.1.2. Lewisham Southwark College Board Minutes – June 2019

The Board noted the minutes.

8.1.3. Newcastle College Board Minutes – September 2019

CH sought clarification if a student member report was needed at college board level, and it was confirmed that this is no longer a requirement.

The Board noted the minutes.

8.2. NCG College and Student Updates

The Board noted the report and confirmed it was always good to read about what the learners have been doing across the different colleges.

8.3. Information Flows Received from College Boards

The Board reviewed the document, and the Chair asked DB to respond.

Action: DB to respond.

9. Any Other Business

N/A

10. Date and Time of Next Meeting – 3rd December

At the earlier start time of 2pm as agreed.

CP, MW, SW, TL, CH, BA and NT left the meeting.

The remainder of the Board reviewed the **Confidential Minutes from 8th October – Part 2.**