

**Mary Ward Settlement/Mary Ward Legal Centre  
INTEGRATED BOARD**

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Minutes of the meeting of the Integrated Board held on **9 December 2014**, at the Mary Ward Centre Legal Centre.

**PRESENT:** Diana Good (Chair); Helen Carty; Jane Chamberlain; Peter Clyne; John Edwards; Alex Horsup; Caro Millington; Jo Monk; Raja Nadarajan; Irene Payne; Andrew Peck; Mehul Shah.

**IN ATTENDANCE:**

Suzanna Jackson (Warden); Allister Duncan (Head of Finance & Resources); Paula Twigg (Director of the Legal Centre); Sue Craggs, (Head of Adult Education).

**SECRETARY:** Michael Wood (Clerk to the Trustees)

**1. Apologies for Absence**

Apologies for absence were **received** from Anna Haworth, Jake Lee and Andrea Williams.

**2. Declaration of Interests**

There were no declarations of interests.

**3. Minutes**

The Minutes of the meeting held on 21 October 2014 were **confirmed**.

**4. Matters Arising**

**4.1** The Chair confirmed that the minutes of the Marketing & Fundraising Working Group would be presented at the next meeting.

**5. Reports from Sub-Committees**

**5.1** The Board **received**, for information, unconfirmed Minutes of the meetings of the Audit & Risk Committee and Finance Committee held on 18 and 26 November 2014, respectively.

**6. Audit & Risk Matters**

**6.1** The Chairman of the Audit & Risk Committee presented his summary report to the Board on matters that had been discussed at the recent meeting of the Committee, held on 18 November, most significant of which were the Annual Report and Accounts for the period ended

31 July 2014, in respect of the Mary Ward Settlement (consolidated), Education Centre and Legal Centre. Arising out of discussion, the following key points were **noted**:

- a) that the Accounts were unqualified, there being no significant issues that needed to be addressed. The Auditors confirmed that the audit had proceeded very smoothly;
- b) that the Auditors were satisfied on all key audit risks, but had made three recommendations, all of which have been accepted by management. These related to: **i)** the setting up of a fixed asset register for the Settlement and, for the Legal Centre; **ii)** that there should be a fuller analysis of aged debtors, and **iii)** that there should be improved communication between the accounts preparation team and the finance manager who has daily responsibility for the accounts.

## **7. Settlement Accounts, 2013/14**

- 7.1** The Board **approved** audited Accounts for the Mary Ward Settlement, the Mary Ward Centre and the Mary Ward Legal Centre, for the period ended 31 July 2014.

## **8. Letters of Representation**

- 8.1** The Board **approved** Letters of Representation in respect of the Mary Ward Settlement, the Mary Ward Centre and the Mary Ward Legal Centre.

## **9. Regularity Report**

- 9.1** The Board **approved** the Regularity Report with minor modifications to include evidence such as Board/Committee minutes and the Instrument & Articles of Government on page 2, and a re-wording of the phrase “no projects currently requiring review” on page 7.

## **10. Financial Matters**

- 10.1** The Treasurer provided a report to the Board following the meeting of the Finance Committee on 26 November at which Quarter 1 Management Accounts had been considered in detail. The Committee also received, for information, the Settlement’s accounts, but did not duplicate the work of the Audit Committee in this regard.
- 10.2** The Board **received** Management Accounts for the period ended 31 October 2014 (Quarter 1), it being noted that the Accounts were substantially in accordance with the budget profile.
- 10.3** In respect of the Settlement’s Social Investment Business Loan, it was **Resolved**:

that the Board approves the variation of the Terms and Conditions of the Social Investment Business 'investment offer to the Mary Ward Settlement, as set out in their letter dated 22 October 2014.

- 10.4** With regard to the Settlement' investment policy, it was **noted** that the Finance Committee had reviewed the investment policy as requested by the Board at the last meeting in the light of the decision to lower the Settlement's risk profile. Whilst annual fees for managed funds (c £5k) were charged, the Board accepted that this was the cost of spreading risk over a broader range of investments. With regard to the ethical investments, it was further noted that Rathbones had provided detailed guidance in this respect which was satisfactory to the Board.

The Board **approved** the revised investment policy.

## **11. Warden's Report**

- 11.1** The Warden presented her report to the Board. Arising out of discussion on the forthcoming Board 'Away Day' on 17 January, in view of the fact that presentations for the role of Chair would be made that day, in addition to considering several major strategic matters, it was **agreed** that day should extend from 10.00 to 4.00 pm (to be held at 10 Great Turnstile).
- 11.2** The Warden thanked those Trustees who had completed the online Equality & Diversity Training module and encouraged those who had yet to do so to do this as a priority.

## **12. Legal Centre Report**

- 12.1** The Director of the Legal Centre presented her report to the Board. It was **noted** that some target numbers were slightly below target and that some staffing changes would be necessitated in the light of a sabbatical, which would not impact adversely on the Centre's delivery. It was further reported that a new three-year funding stream had started and that the partnership with MIND in Havering was progressing well.
- 12.2** With regard to the Centre's IT system (Osprey) which had been problematical, it was suggested that the Centre should explore the possibility of obtaining some pro bono advice from a law firm that uses the system in order to maximise all of its features.
- 12.3** Trustees thanked the Director of the Legal Centre for her report and the positive approach adopted in managing the Centre.

### **13. Adult Education Centre Reports**

- 13.1** The Board **received** reports from the Head of the Adult Education in respect of current activities, equality & diversity, community outreach and Self-Assessment Review.
- 13.2** With regard to current activities, it was **noted** that there had been good enrolment to all courses for the 2014/15 year. It was anticipated that the Centre would receive a visit by Ofsted in early 2015, although this had not been formally announced.
- 13.3** The Board **noted** the Equality & Diversity Report for 2014/15 which contained useful statistics for the information of Trustees.
- 13.4** The Board was pleased to **note** the report on Community Outreach which was regarded as ‘inspirational’ and reflected part of the core ethos of Mary Ward.
- 13.5** In introducing the Self-Assessment Review, the Head of Adult Education made the following comments:
- a) that the Review had been subject to detailed moderation by both the SMT and Trustees;
  - b) that in terms of improvements there was scope to improve student destination data, and to ensure that all courses achieved national benchmark target levels;
  - c) that whilst there were examples of outstanding achievement it was felt that a Grade 2 self-assessment in respect of Outcomes for Students/Learners, Teaching & Learning Assessments and Leadership and Management was appropriate at this point in time.
- 13.6** Trustees made the following detailed observations on the Self-Assessment Review (SAR):
- i) that the moderation exercise undertaken by several Trustees had been a very worthwhile process, enabling Board members to become more familiar with curriculum and student matters, knowledge which they had imparted to fellow Trustees;
  - ii) that the unique offering and contribution of SDIs should be articulated more effectively (as had been the case at a recent Parliamentary event attended by a Junior Minister for Education), given that SDI provision did not fit the standard FE model;
  - iii) that the Community Outreach Report was very comprehensive in scope and content and reflected the true values and ethos of the Settlement.

**13.7** The Board **approved** the Self-Assessment Review **at Grade 2**. The Chair thanked the Head of Adult Education for the thoroughness of her reports.

**14. Whistleblowing Policy and Procedure**

**14.1** The Board **approved** the revised Whistleblowing Policy and Procedure which had been the subject of detailed review. The Chair thanked Helen Carty for her valuable assistance in this regard.

**15. Recruitment Process for Chair and Trustee Vacancies**

**15.1** The Board **considered** a report on the recruitment process for the role of Chair and two Trustee vacancies, the closing date for which was 12 December 2014. It was **noted** the Selection Panel would meet to consider applications on 15 December. Governors were reminded of the intention for Chair candidates to make short presentations at the commencement of the Board Away Day on 17 January. Formal interviews for the role of Chair and Trustees would take place week commencing 19 and 26 January, respectively.

**16. RFSA Nomination**

**16.1** The Board **approved** the nomination of Caro Millington as the Mary Ward representative on the Board of the Royal School of Female Artists. The Chair wished to record the Board's thank to Pamela Jenks, the current Mary Ward representative.

**17. Any Other Business**

There was no other business to transact.

*(Staff Trustees and SMT members, other than the Warden, left the meeting at this point)*

**18 Chair's Report**

**18.1** The Chair presented her confidential report to the Board which outlined remuneration payments in respect of the Head of Finance & Resources and the Head of Adult Education, as recommended by the Remuneration Committee which were **approved** by the Board.

**18.2** The Board received a confidential progress report on recent discussions held with a prospective 'Third Arm' body which would be the subject of detailed discussion at the Board Away Day in January.

**19. Confidentiality**

No items were deemed confidential.

**20. Dates of Future Meetings**

17 January 2015 – Away Day

3 March 2015 – Ordinary meeting

24 March 2014 – AGM.

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