

MARY WARD SETTLEMENT INTEGRATED BOARD MEETING

Minutes of the meeting held on Tuesday 30th October 2018 at 6.15pm Room 14, 42 Queen Square, WC1N 3AQ

Present:	Frances Bates (Chair – MWS/MWLC/BFS) Stephen Carlill (MWS) Gerard Darby (MWS) Kim Duong (MWS/MWLC/BFS) John Edwards (MWLC/) Jessica Northend (BFS) Andrew Peck (MWS/MWLC/BFS) Kate Watters (MWS) Emma Wyatt (MWS/MWLC/BFS) Andrea Williams (MWS)
In Attendance:	Suzanna Jackson (Warden/CEO) Juliet Woodford (Head of Finance and Resources – HofFR) Allister Duncan (Assistant CEO) Paula Twigg (Director of the Legal Centre - DLC) Sue Craggs (Head of Adult and Community Education – HACE)
Clerk:	Beverley Campbell

Agenda Item		Action
1.	Apologies for absence: were received from Nadine Cartner, Graham Collins, Heather Heathfield, Austin Hill, Margaret Wheeler	
2.	Declarations of interest: None	
3.	Minutes of the meetings held on 29th May 2018 were approved.	
4.	Matters arising: None	
5. 5a	<p>Warden’s Report</p> <p>5.1 The Warden presented her report to the Board. The following details were noted:</p> <ul style="list-style-type: none"> • There has been a positive response to the advert for the new Director of Health, Wellbeing & Cultural Inclusion at Blackfriars with a number of phone calls to the Warden expressing interest and requesting further information on the post • The Warden is due to meet with four representatives from GLA on 1st November, they are assessing what the MWS IAL strategy will look like in Stratford. This is very positive situation, as the Mayor’s Office is currently reviewing the Stage 2 Skills for London funding bids taking place at this time. <p>5.2 In response to questions the following points were noted:</p> <ul style="list-style-type: none"> • The COPSINS contract is worth £58k, but is now subject to a proposed tender arrangement. There is a risk that a large privately funded agency delivering services to older people in other boroughs will submit a competitive bid, however Southwark Officers are clear that they wish the service to be delivered by local providers. There is no guarantee this will be the outcome. The bidding pack has not yet been published. 	

	<ul style="list-style-type: none"> • BFS is starting to turn around its profile from one of an organisation that is closing down to a positive situation of delivering services, active networking and submitting funding bids. • Integrated Communities Innovation Fund – BFS is through to Stage 2 of the bidding process to set up a ‘Friendliness Café’. If the bid is successful it would mean £120k a year for 3-5 years. <p>The Warden’s Report was received</p>	
<p>6. 6a</p> <p>6b</p>	<p>Assistant Chief Executive’s Report Update on progress on Queensway House</p> <p>6.1 The Assistant Chief Executive (ACE) provided an update on Queensway House (QH). The following points were noted:</p> <ul style="list-style-type: none"> • There was a positive response from Planning Officer at the London Legacy Development Corporation and no issues about changing the use of building or the addition of two floors and the extension. • The licensees have now left the building so MWS has vacant possession. There is a debt recovery issue identified by Homes for Students the managing agents, as a many of the licensees stopped paying rent when the building was sold. Consideration needs to be given to how far to pursue the outstanding debt of £30k. This would involve issuing legal proceedings and most of the licensees were small community groups. It was noted that was no expectation in budget forecast that QH would be generating any income. • The proposed timescale to start works is August/September 2019, however this is dependent on the outcome of the Stage 2 bid to the Mayor’s Fund, which is expected in March/April 2019. The decision is pivotal in determining the level of funds available for the refurbishment. Any funds received will have to be spent within 3 years. It is crucial that any project funded is deliverable. <p>Resolution in respect of LPFA security on Queensway House</p> <p>6.2 The ACE explained the background to the resolution. Both SIB and the LPFA have security in the proceeds on the sale of 10GT. SIB have the principle charge against the value of the loan provided to purchase 10GT. LPFA have a secondary charge is to reduce the risk of future pension contributions from high to low. In purchasing Queensway House it was agreed to transfer the security back from the cash held in the bank to the building. There has been ongoing discussions to try and get this done. Both parties need to agree the transfer. The holdup in getting an agreement is LPFA seeking parity over the charge, which has resulted in a wholesale review of the terms of the charge. MWS are paying the legal costs for both parties to date SIB £8k and LPFA £28k.</p> <p>6.3 Linklaters have suggested the need to have Board approval to go ahead with the transfer subject to eventual agreement by SIB and LPFA. The following resolution was presented to the Board: ‘That the security currently offered to (1) Social Investment Business (SIB), in relation to the outstanding loan made to MWS in order to purchase 10 Great Turnstile and any part of the grant that might be repayable before the full term of the loan has been reached, and (2) to London Pension Fund Authority (LPFA). In relation to future contributions to the scheme, should be transferred from cash, currently held in two</p>	

	<p>designated accounts the Co-operative Bank, to the property Queensway House, the freehold of which is owned by MWS.</p> <p>The Board understands that, at the time of this resolution, SIB and the LPFA have yet to finalise all of the legal documentation to effect the transfer and that this resolution is in advance of the agreement of this documentation and that the transfer cannot take place until that agreement has been reached’</p> <p>The Board gave approval in principle to the resolution.</p>	
<p>7.7a</p>	<p>Legal Advice Services Report on Current Services</p> <p>7.1 The Director of the Legal Centre (DLC) highlighted the following area in her report:</p> <ul style="list-style-type: none"> • Legal Aid Agency (LAA) Contracts: <ul style="list-style-type: none"> ○ Newham – MWLC are partners with Community Links, who have funding to do non-legal housing work, so the housing contract is able to operate alongside this to provide a holistic service. Currently a 50/50 split of legal and non-legal work. The plan is to review this at the end of the year to see what type of housing matters are being taken on. ○ Southwark – The sessions at BFS has not yet started to deliver a full service, although there have been some referrals. • Camden Council Funding – The current funding arrangement is due to end March 2019, due to delays in finalising the new tender process it has been proposed to extend the current contract for a year. The Council’s Lead Officer has now informed MWLC that they are legally unable to do the rollover, so will need to do a quick invitation only tender process to retain the current providers. There is a risk of some competition from other providers in the borough, however unlikely that Camden would change providers in the short term, so the risk of losing funding next year is low. • LEXCEL – The current quality standard SQM ends in November. This standard is not recognised by the Money Advice Service for the Capitalise contract. The decision has been made to go for the Lexcel quality mark which is accredited by the Law Society. A 3-day assessment will be carried out next week. Lexcel is re-assessed annually. • Capitalise – The current contract has been extended to March 2019. MWLC is part of the Toynbee Hall tender bid. The tender specification from the Money Advice Service indicates an increase in funding and targets, but also a shift towards digital and email advice. <p>The Legal Centre report was received.</p>	
<p>8.8a</p>	<p>Adult & Community Education: Report on Adult Education Services</p> <p>8.1 The Head of Adult Community Education (HACE) highlighted the following areas of her report:</p> <ul style="list-style-type: none"> • The overall outturn for 2017/18 was mixed, as Adult Education (AE) did not achieve the forecast student or enrolment targets, although the number of enrolments increased from 2016/17 • The number of ESOL students down by 180 on previous year. Student numbers also down in Languages (reduction in Community interpreting and 	

	<p>modern languages generally) & Humanities (Psychology enrolments down as a tutor left, also no longer delivering training to the Met Police)</p> <ul style="list-style-type: none"> • AE met the revised income target set for 2017/18. A successful Summer school generated income in line with the target of £25k and AE is expected to meet its funding allocation target with the EFSA • For 2018/19 the fee income target has been revised as it now clear that AE will be unable to achieve the level of course hours, which have also been revised down, as well as the tutor costs. The is partly due to overestimating the amount of space available at BFS to put on courses • A good start has been made at BFS, at this time have 300 students enrolled on courses. This is a mix of classes moved over from Queen Square and new courses started at BFS. • There is a plan to accelerate delivery of courses in Stratford to address delivery and income targets. Partners have already been identified in Newham who are keen to work with MWC. The aim is to have courses in place to run sessions from January 2019 at Community Links and Newham Library – ESOL, Community Interpreting. Also linking into the LLDC activities – ie coaching qualifications to those engaged in their community sports programme <p>8.2 Self-Assessment 2017/18 – The HACE stated that the Quality Improvement Group had met earlier this term to review the Quality Improvement & Development Plan. Department Heads are starting to gather data and moderation meetings dates have been scheduled.</p> <p>8.3 Trustees were invited to participate or observe one of the meetings. It is a good opportunity to hear from the Heads of Department and Curriculum Co-ordinators. It was acknowledged that trustees engagement with the process enables the Settlement to effectively demonstrate to the Ofsted Inspectors how well trustees understand the data used to put the report together. It was stated that the process is useful background in considering the issues in moving the provision to Stratford</p> <p>The Adult Education Centre report was received</p>	
<p>9 9a</p>	<p>Finance Matters: Minutes of Finance Committee Meeting</p> <p>9.1 The details of the Finance Committee meeting held on 9th October were noted. Recommendations of the Committee for consideration by the Board are minuted below, however the Chair of the Audit and Risk Committee pointed out that the consideration and recommendation in relation to the BFS annual accounts was outside the terms of reference of the Finance Committee and that the review of these accounts fell within the responsibility of the Audit and Risk Committee. It was explained that there was pressure to have the accounts approved before 31 October and it had been thought convenient to have them considered at the Finance Committee. The Chair of the Audit and Risk Committee said, however, that the appropriate course of action should have been to request an ad hoc meeting of that committee, which could have been held on the telephone, if necessary. This was noted by the Board.</p>	

<p>9b</p>	<p>Q4 Accounts to 31st July 2018 The HofFR reported that there was an overall deficit for the Group of £200k this is largely due to the treatment of the sale and leaseback arrangements for 10GT. Without these costs the Settlement would have broken even on the year. In terms of the 3 operational services the following points were noted:</p> <ul style="list-style-type: none"> • Legal Centre – Casework income was lower than forecast in quarter four due to a number of conflicting priorities for key staff including spending time on the preparations for the new LAA contract provision in Southwark and Newham. • Blackfriars – Income in quarter four was higher than expected due to additional funding from Southwark Community Grants • Adult Education – Fee income was good for quarter four, however there were issues with costs, including payment to settle an employment matter. Also tutor costs were higher than anticipated to account for the expanded summer school programme. • A correction has been made to the treatment of grant income received from the RFSA, separating the element used to fund bursaries from the amount identified as a donation. <p>The Q4 Management Accounts were noted</p>	
<p>9c</p>	<p>Blackfriars Audited Accounts to 31st April 2018 The details of the Blackfriars Audited Accounts were noted. The Board approved the Accounts</p>	
<p>9d</p>	<p>Blackfriars Settlement Audit Findings Report The HofFR reported on issues raised by HaysMacIntyre post-audit. The following points were noted:</p> <ul style="list-style-type: none"> • There is an outstanding debt which has accrued due to a large electricity bill. Negotiations are ongoing with the electricity provider who had not provided a bill for 3 years • HMRC levied fines for late payment of VAT, however BFS is now owed money from HMRC. There may be some mileage in going back to HMRC to get a refund of some of these costs, but further work will need to be done to establish an audit trail to verify the position <p>The details of the Report were noted by the Board</p>	
<p>9e</p>	<p>Blackfriars Settlement Letter of Representation The HofFR reported that HaysMacIntyre had provided a detailed letter of representation for the work they had done to complete the final BFS account to 31st March 2018. The Board approved the recommendation from the Finance Committee</p>	
<p>9f</p>	<p>Approval of Liquidation of Blackfriars Settlement Investments The HofFR stated that the investments were re-evaluated in July at £127k and it was the recommendation of the Finance Committee that the investments be liquidated by the end of the financial year to improve BFS’s cashflow position. The Board approved the recommendation from the Finance Committee</p>	

<p>10. 10a</p> <p>Annual Risk Management Report Annual Risk Report 2017-18</p> <p>10.1 The purpose of the report is to provide the Board some assurance as to how well the Settlement is managing risk. The reporting is complicated by the change to the format of the Risk Management Plan recommended by Audit & Risk Committee. The new format presents the risks for each of the individual operational areas and a separate table to capture the wider Settlement risks.</p> <p>10.2 It was noted that there were no substantive changes to the Risk Management Plan as the identified risks have been consistent for the last 4 years, (excluding the specific risks that came with the BFS merger). The risks surrounding the sale of 10GT and the purchase of a new property in last year have been largely resolved and listed as a managed item within the Plan.</p> <p>10.3 It was suggested that the report should include long term risks, so the Board has sight of the potential impact of those risks, for example, risk of funding for the works to new building, risk of achieving effective partnerships. This is a period of significant change and so the Board need to be aware of those risks.</p> <p>10b</p> <p>Current Risk Management Plan</p> <p>10.4 The Assistant Chief Executive (ACE) reported that Audit & Risk Committee are still in the process of fine tuning the new format, which will be reviewed at the next meeting scheduled for 13th November. Board members were asked to feedback comments to the ACE or the Chair of Audit & Risk Committee on any risks that are missing or an item should be reprioritised.</p> <p>10.5 The Chair proposed that a useful exercise would be to send an email to Board members to identify their perceived top 5 risks for the Settlement.</p>		ACE
<p>11. 11a</p> <p>Any Other Business Chair's Report</p> <p>11.1 The Chair reported on meetings and events she had attended since the last IB meeting:</p> <ul style="list-style-type: none"> • All Settlement Staff meeting 13th September was attended by approximately 200 staff. People were able to review and vote on the branding design work on a new logo and strapline. The feedback is currently being analysed. • Art Workers Guild event on 8th October was a good social gathering (a number of trustees also attended the event), which provided the opportunity to have a look at the plans and designs for the new building • Fundraising Strategy – an event is planned for 25th February 2019 at Clifford Chance, the intention is to invite people along to get involved in a new Committee – Friends of Mary Ward. Margaret Wheeler has expressed an interest in being part of this group • The Chair confirmed that Sian had produced the first draft of an Appeal document which will be used for the Capital Appeal • Attended the Labour Party conference – two interesting workshops – 1) Assisted Technology by Microsoft & Leonard Cheshire; 2) LSC on AI – Robot & Skills for the future 		
<p>12.</p>	<p>Confidentiality: None</p>	
<p>13.</p>	<p>Date of Next Meeting: 11th December 2018</p>	
	<p>The meeting closed at 20:21</p>	

Beverley Campbell Clerk - November 2018