



Central Executive Committee (CIO)

Minutes

Minutes from the meeting on 14 June 2018, hosted at Manchester Metropolitan University.

1 Welcome and apologies

Chair: Sheila MacNeill (SMN)

Present: Martin Weller (MW), Nic Whitton (NW), Daniel Clark (DC), Bella Abrams (BA), Peter Bryant (PB) (Virtual), Elizabeth Charles (EC), Maren Deepwell (MD) (ALT), Tom Palmer (TP) (ALT), Martin Hawksey (MH) (ALT), Jane Frankel (JF) (ALT)

Apologies received from: James Clay (JC), Shirley Evans (SE), Sarah Sherman (SS), Lorna Campbell (LC), Neil Morris (NM).

2 AOB

Reporting from the staff team

Members of the ALT Team presented highlights from the last 12 months. MD highlighted a number of internal developments and how we put our values in practice including moving to distributed team. JF focused achievements in moving towards a virtual audit and becoming an independent employer. TP reflected the growth in membership and recruiting an increasing diversity of organisations joining. MD reported on behalf of Emma-Jane Brazier highlighting achievements with events and becoming first member to join virtual team. SMN welcomed updates on behalf of Trustees and all the work the staff team have put in.

Trustees formally noted the individual contribution of all staff to the successful year at ALT and their thanks.

3 Minutes from the last meeting

Trustee reviewed the Minutes from the previous meeting and approved them as an accurate record.

4 Matters arising from the last meeting

Trustees reviews matters arising, many of which were completed or covered elsewhere on the agenda. MD reported on excellence recognition scheme has been implemented and appointment of OER19 co-chairs by Trustees since the last meeting. The ALT Annual Survey report has been published and continues to make an impact and has been reported widely including to policy makers.

5 Annual Report and Finance Report

DC presented the Finance Report.

Reporting on the current financial position

In relation to the first financial quarter of this year the report shows that we are on track to meet the budget and DC noted specifically:

1. OER18 conference outturn was close to expectations, but still lower than hoped for. There was a clear impact of the strike action in attracting registrations;
2. Membership income has continued strongly, with CMALT also performing well;
3. As per the Annual Accounts the restricted reserves have been increased in order to bring it in line with the increased staffing budget and to cover 6 months of operating costs;
4. The bond from OBU has been received back and is now located in the reserve account as part of the restricted reserves.
5. We have proceeded to offer some funded registrations for the Annual Conference as part of the funds sets aside to support Members from across Further Education and Skills, i.e. the Doug Gowan fund in response to multiple requests from applicants.

Trustees noted and approved the plan to start the next audit on an interim basis in July, to ensure that all new processes and procedures are working properly and to have the auditor's advice on any improvements that can be made.

Action: Trustees will review the financial report in more detail at the next meeting alongside financial procedures and risk management.

Annual Report and Accounts

The Annual Report and Accounts have been completed. The first virtual audit has been completed. The Accounts were being presented to Trustees for sign off.

DC presented his report:

In September, I will reach three years as Honorary Treasurer, and in that time there have been significant changes in the way ALT is organized. It has become a Charitable Incorporated Organisation (CIO), which means that the Trustees no longer bear personal liability for its debts, launched a new strategy, become a virtual organization and started employing its staff directly. This has meant saying goodbye to our successful partnership with Oxford Brookes University as we have matured into a fully independent organization.

These changes have deliberately been largely invisible to members, as we have continued to deliver on our strategy and objectives, but over time these changes will make ALT a stronger, more agile organization, able to be even more effective in its aims.

This greater independence requires a sound financial basis, and this has been a key goal of the Trustees for the last few years. In the year ended 31 January, we are pleased to have recorded a small surplus of £24,147, reflecting careful control of expenditure and ensuring the best possible value from all our activities.

Being a virtual, stand-alone organization does bring some increased risks, and in recognition of this, the Trustees have decided to transfer most of the surplus into a designated reserve fund, which now holds £160k. This represents six months of ALT's normal operating expenditure, so that, in the case of an unforeseen financial emergency, the charity could continue to operate for this length of time. Establishing such a reserve is in line with best practice in the sector. It is the Trustees intention that such funds are kept as a reserve for the foreseeable future, so designating it as such in our accounts gives transparency to our members and other stakeholders.

Financial stability underpins the remarkable impact that ALT has in the field of educational technology, and we have a sound base as we move forward with our new strategy and structure.

Recommendation: Trustees reviewed and approved the Annual Report and Accounts. Trustees not present at the meeting will be asked to confirm their approval via email.

6 Reporting from Operational Committee Meetings

The reporting from Committees focused on cross-committee work around the Annual Conference and celebrating 25 years of ALT including writing guest posts for the blog, contributing case studies for membership and CMALT and organising community-led activities. Specially, Chairs of the Committee reported:

6.1 Committee for FE and Cross-Sector Engagement

BA reported on discussion around activities. Highlighted that Winter Conference is seen as an easy entry level for FE/Skills members.

6.2 Communications and Publications Committee

EC reported that activities were discussed and there has been some actions as a result. Reported that the #ALTC Blog has had a steady increase in publications.

6.3 Membership Development Committee

Trustees reviewed the minutes from the meeting and particular actions that the Committee discussed. TP reported good results from the recruitment of potential members from Trustees and Committee Members.

7 Events Report and Annual Conference 2018

Trustees reviewed the Events report from Emma-Jane Brazier. This report covers the period between February 2018 and May 2018 which includes OER18 and looks ahead to September, the 25th ALT Annual Conference. Trustees in particular welcomed the positive feedback from OER18. Trustees attending OER18 were very pleased with the delivery of the conference.

Annual Conference

MD and SMN reported that the conference committee has been working well. We've had 180 submissions and anticipating 150 successful proposals. A site visit was recently concluded and went well. Focusing on making sure catering is improved from previous years. Noted media partnerships and contributions from the communities on the #ALTC Blog. Noted a number of showcases of student work from organisational members to the conference programme including the production of awards and music. Trustees encouraged to help share promotion of the conference and related activities. SMN highlighted that keen to support Virtually Connecting.

Trustees also discussed the risk noted in relation to conference income dropping and the actions taken to mitigate this as far as possible.

Action: Trustees to help promote the conference and registration.

Co-Chair role description

Trustees reported back on the drafting the Chairing ALT's Conferences document. MD requested input from Trustees on the value of being a co-chair. NW highlighted opportunities of having support from the ALT Team which enabled them to strategically use and direct the conference.

Action: NW to finalise role description for Co-Chairs and provide request and quotes before September.

8 Reporting from Journal Ed Board & Group

Trustees reviewed the report from the Editorial Board and progress made by the Strategic Working Group. MD highlighted progress has been made in putting the Journal back on a steady footing. The publication rate is back on track, changes in management have however made it a challenge to provide consistent reporting but this is also back on track with our publisher Open Academia. Work is being conducted to improve reviewer output and there has been an editorial board refresh to support this. MW noted there was perhaps an opportunity to have greater involvement from ALT-MEMBERS. Implications of maintaining standards of double blind peer review. Recognition of reviewers were discussed and integration of Pubon as an option was being considered.

Trustees noted the successful publication of the playful learning themed collection and that a call for papers for a new themed collection is just about to be published.

Trustees welcomed that ALT is now seeking membership of OASPA, see <https://oaspa.org/membership/criteria-checklist-new-member-applicants/> and membership of COPE <https://publicationethics.org/join-cope> .

Action: MD to progress with Editorial Board and Strategic Working Group.

9 Chief Executive's Report

Trustees received a joint report from MD and MH on the transition, operations, risk management and HR. The report covered ALT's first few months operating as a fully independent organisation.

Transition completed

The transition process plan has been completed and the final outstanding task, the return of the bond from OBU, resolved successfully.

- **Hosting agreement:** all completed, nothing further to report.
- **TUPE transfer:** all measures outlined in the TUPE transfer have been implemented. Pension advice continues and we have contracted Jill Turner for this year to continue to be available for questions.
- **New employment contracts and framework:** nothing further to report, now in steady state and contracts of employment are being issued by Jo Cairns.
- **Pension scheme:** nothing further to report, see also TUPE transfer.
- **Infrastructure and IT provision:** Thus far initial conversations with potential partner organisations have not opened up any practical ways to provide access to eduroam for ALT staff. In light of GDPR we are also reviewing home network security and investigating VPN options.

Below is an updated overview of the outline plan Trustees approved previously.

Completed: Q4 2017 (by 31 January 2018): During this period the transition of employee information and transfer of contracts took place. New processes for pension and payroll were setup and tested as far as possible. The team completed preparations for the transition and closure of the office space. Communication to Members were updated, including the main ALT website and email templates and invoices. We completed the transition plan.

Completed: Q1 2018 (1 Feb - 30 April 2018): Transition have moved to the general ops plan, risk register and budget and will be reflected in our plans for the coming year. ALT now operates as a fully distributed organisation and support for staff has been developed and is being reviewed on a regular basis. We have furthermore set up a new operations handbook to which we are adding new procedures as they are being developed and documenting new processes. We are publishing our lessons in a series of blog posts, see [here](#) and [here](#). Maren wrote an update to Members as part of her recent [CEO report](#).

In Progress: Q2 2018 onwards (1 May 2018 onwards): Team Away Day on 13 June, followed by all staff taking part in the Trustee meeting. .

Operational plan and risk register 2018

Plan for 2018: The plan has been reviewed and updated at the end of Q1.

This is the busiest time of year for ALT and also when we generate the majority of our income.

	% = Completed/on track	% = late	% = critical	% = planned
Gov	75% (n.12)	0% (n.0)	0% (n.0)	25% (n.4)
Ops	89% (n.17)	0% (n.0)	0% (n.0)	11% (n.2)
Mem	100% (n.11)	0% (n.0)	0% (n.0)	0% (n.0)
Events	70% (n.7)	0% (n.0)	0% (n.0)	20% (n.2)
Coms	100% (n.6)	0% (n.0)	0% (n.0)	0% (n.0)
Pub	100% (n.2)	0% (n.0)	0% (n.0)	0% (n.0)
Projects	83% (n.5)	0% (n.0)	0% (n.0)	17% (n.1)

This overview from the Operational Plan show that the majority of tasks are currently ongoing, which reflects that this is our busiest time of the year. At the end of Q1 no tasks were late or critically late, which is good but also indicative of very few deliverables in Q1.

Area	% = Completed/ on track	% = late	% = critical
Gov	77% (n. 10)	0% (n. 0)	0% (n. 0)
Ops	100% (n. 10)	0% (n. 0)	0% (n. 0)
Mem	100% (n. 2)	0% (n. 0)	0% (n. 0)
Events	75% (n. 3)	0% (n. 0)	0% (n. 0)
Coms	-	-	-
Pub	100% (n. 1)	0% (n. 0)	0% (n. 0)
Projects	100% (n. 2)	0% (n. 0)	0% (n. 0)

We specifically monitor and review critical tasks, which make up 33 of the 78 activities the plan covers. These tasks are also included individually in the risk register and reviewed quarterly.

The risk register has been reviewed and updated at the end of Q1 and now includes GDPR specific risks in addition to the separate risk register for GDPR. There are a number of risks that have decreased over the reporting period:

1. **Transition:** the transition has been completed, the risks associated with it has decreased;
2. **OER18/event income:** the conference has met the minimum budget targets, so that risk has decreased;
3. **Employment:** we took an active approach to mitigating the risks for the first 3 months, including taking expert advice, allocating additional resources, frequent communication with staff. The process is now running smoothly and the associated risks have been further mitigated by setting up a monthly payroll checklist.
4. **GDPR compliance:** with the progress made we have made significant progress mitigating the associated risks.

The following risks have remained the same or increased:

1. **Unavailability of staff:** due to ill health. We are actively mitigating the risks around staff ill health, see details in the HR section of this report.
2. **Annual Conference income:** at this stage we are seeing no signs that there is an increased risk to this year's event, but in the face of continued uncertainty, we are monitoring income closely.

Action: Trustees formally noted the updated ops plan and risk register and the actions taken to mitigate the risks identified.

Operations and HR

MH reported on GDPR and discussed how this has been a real opportunity for gaining additional expertise and undertaking training, both for senior staff and the whole staff team. There has been positive change implementation across all areas of ALT's operations. MH further explained how we reviewed how data is collected & handled as part of the GDPR action plan and this led to a number of operational improvements such as moving the journal to our UK-based hosting company. Noted thanks to BA for providing support and templates which has greatly helped.

Action: MH to continue to progress GDPR plan as outlined.

MD noted great progress on pathways to CMALT. A key factor of the scheme was it will take time to build-up the bank of examples to support submitters and assessors. EC reported on the visual thinkery session facilitated by Bryan Mathers. Noted it was a useful process to capture thinking. MD raised the suggestion of having a CMALT graduation at the Annual Conference for awardees from the last 12 months who are attending. This suggestion was positively noted by Trustees.

Action: MD to action.

MD reported that call of interest for venues has been very positive. Both OER19 and the annual conference on 2019 have been confirmed and announced. Other venues for the annual conference were reviewed. The Waterfront, Belfast was noted as a particularly strong venue with financial incentives and venue support for maximising conference income.

Action: MD to progress venue selection and contracts.

MD noted that Susan Greig will be working 4 days a week from 23 July. Susan will continue to work for her existing employer University of Edinburgh. Noted that Susan has a family relationship with the current Vice-Chair of ALT, Nicola Whitton. Both MD and MH were aware of this as part of the recruitment processes. The potential for any conflicts of interest arising as the Vice-Chair was not an issue as they do not have responsibility for the Operations Manager's work and the Operations Manager reports directly to the Chief Executive. It has however been agreed that should a situation arise in which there could be a conflict of interest, a different Trustee will substitute for the Vice-Chair.

Recommendation: Trustees formally note the appointment and actions taken to mitigate any conflicts of interest.

Other developments

- EDEN Conference: Joe Wilson will represent ALT and OER conference at the EDEN Conference later this month as part of the strategic partnership we have built this year;
- EA-TEL and EC-TEL: confirm if any Trustee is available to attend the event in Leeds the week before the Annual Conference and represent ALT at the AGM;
- ALT Ambassadors: in view of the wider changes to the governance structure proposed, we have not progressed reviewing the policy for ALT Ambassadors, but will return to this in due course;
- The [Call for Honorary Life Membership nominations](#) is now open;
- DCMS: Maren now represents ALT on the [National Coherence Delivery Group](#) of the Digital

- Skills Partnership;
- ALT contributed to a panel at the Raising Aspirations for Digital Education Conference, represented by Tom Palmer, 6-7 June, mainly attended by edtech industry and school teachers
- ALT was represented at ILTA, 30 May - 1 June, represented by Martin Weller, Martin Hawksey and Maren Deepwell
- [#LTHEchat 116](#): Beyond advocacy for change – developing critical & open approaches in Learning Technology with Maren Deepwell @marendeepwell and Martin Hawksey @mhawksey

10 Governance Review

At the last Trustee meeting, Trustees discussed a number of Governance related items. Firstly, Trustees reviewed the Trustee Code of Practice which has since been updated and approved by GPC.

Secondly, Trustees discussed the current process for the appointment and terms served by the President, Chair and Vice-Chair of ALT, resulting in an annual rotation of these roles. We noted that this approach causes a lack of continuity and leadership as well as support for senior staff, as the time period for each serving Chair is so short. Common practice in other charities is to appoint a Chair for a longer period, i.e. 3 years.

In addition, Trustees discussed representation of Member Groups (i.e. a representative from each group) within ALT's governance structure. There is currently no direct representation and the current procedures mirror the approach we take with Special Interest Groups. As Member Groups are established permanently and as we aim for them to take on roles like hosting CMALT Champions or providing mentoring locally, it is necessary to ensure that Members have direct representation within the governance structure.

This paper set out a proposal to address the issues discussed in two ways: through changes to the constitution and through practical steps in how the work of ALT's Committees/Groups is supported and organised.

Reviewing the paper, SMN provided some context for the governance review. After a discussion, Trustees overall agreed that the governance plans were a good way forward. Trustees noted that it is important that how the changes are communicated to Members ahead of the AGM.

There are three main changes proposed to the constitution:

Changes to the Central Executive overall:

- Central Executive Committee to be renamed the Board of Trustees in line with common practice;
- The Board of Trustees to have min. 5 and max. 10 members, reducing the max. From 13 to 10;
- For the Board of Trustees to consist of: 5 Trustees (Chair, Vice-Chair, Honorary Treasurer and 2 additional Trustees) to be appointed (via an open recruitment procedure led by the existing Board) and for up to 5 Trustees (incl. President) to be elected by Members from the ALT Assembly (explained below).

Changes to Trustee roles:

- The Terms of Office for Chair, Vice-Chair and President to be 3 years, instead of the current 1 year rotation system, and to have an option to extend the Term of Service to 6 years, bringing it in line with other Trustees;
- Role of Honorary Secretary to be discontinued.

Changes to Trustees roles in Operational Committees:

- Operational Committees to transition to a new ALT Assembly to be formally created as the overarching committee advising the Board of Trustees;

- For the President of ALT to chair the ALT Assembly;
- For Trustees who currently have a role in for example chairing Operational Committees, strategy groups or similar to continue via their existing or new roles within the Assembly.

Recommendation: Trustees approved the proposed changes to the constitution.

Recommendation: Trustees approved the formal creation of the ALT Assembly as an overarching committee advising the Board of Trustees.

Timetable and next steps:

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| • July GPC meeting: | AGM resolution and papers for circulation to Members |
| • August GPC Meeting: | prep for AGM and communication with Members |
| • AGM September: | approval from Members |
| • Late Oct/early Nov: | 1st ALT Assembly Meeting |
| • Trustee meeting Nov: | updated supporting governance documents |

Updating the constitution

When ALT changed its legal status from unincorporated charity to CIO on 9th September 2015, the constitution was changed as little as possible in order to provide continuity. We adopted much of the example constitution provided by the Charity Commission and we do not anticipate the proposed changes to be difficult to make, but it would be prudent to have legal input to make sure the constitution is as good as it can be.

We anticipate that this would require expert legal input, likely 1-2 days work to review and update the constitution.

Recommendation: Trustees approved seeking expert advice to review and update the constitution in time for this year's AGM.

11 AOB

Trustees presented their thanks and a gift to MD to celebrate 10 years of working at ALT.

12 Dates of next meetings

12 September Convening Meeting, 15 November 2018.

Minutes written by: MH/MD, 14/6/2018

Reviewed by: **initial/date**