



Minutes - Board of Trustees

(The Central Executive Committee of the CIO)

Thursday, 21 May 2020

The meeting was held online.

Welcome, attendance and apologies

Chair: Sheila MacNeill

Present: Keith Smyth, Lorna Campbell, Martin Weller, Natalie Lafferty, Bella Abrams, Peter Bryant, Daniel Clark, Sharon Flynn, Elizabeth Charles, Martin Hawksey, Maren Deepwell

Guest: Nicola Cadwallader (Auditor)

Apologies: n/a

1. Welcome, attendance and apologies

The Chair and Board passed on thanks for the team in preparing the papers for the Board. It was noted that there were no apologies for this meeting, as all Trustees were in attendance.

2. Minutes of the last meeting

Reviewed the Minutes of the last meeting held on 17 February 2020.

Trustees approved the minutes from the last meeting as an accurate record of the last meeting.

3. Matters arising from the last meeting

The Board reviewed the report on matters arising from the last meeting. SMcN noted that all matters arising had been completed and Trustees also noted the notes from two extra GPC meetings since February, in March and May 2020 in response to COVID-19.

4. Individual Trustee updates

Updates from Board members including news from institutions, policy developments and changes in different sectors. Not minuted.

5. Senior Staff Report (M Deepwell, M Hawksey)

This report focused on progress since 1 February 2020, which included the launch of ALT's new strategy and celebration of ALT's values. Whilst this now seems like a long time ago, it was a big milestone and important to reflect on. MD and MH acknowledged the support from the Board and also the practical measures we have put into place to support each other and the staff team at this time. The report covered:

- Policy:** recent developments in relation to ALT's policy and partnership work. Most of the work is currently focused on collaborating with key organisations to join up crisis support efforts. The potential ITN/ALT partnership was highlighted. Board members were positive in that it would help communicate the role of technology in learning. Issues around editorial control were raised. MD noted that it is funded by tech companies. ALT would have editorial control and could veto particular tools or provide counter arguments. Proceed with caution. Trustees noted the following action: share strategic briefing with contacts;
- Journal:** Although there was a clear slow down in submissions in March, April has seen a resurgence of submissions and publishing of articles has also resumed in May, with already two new research articles published this month. We have also received an Open Letter from FemEdTech
<http://femedtech.net/published/open-letter-to-editors-editorial-boards/>
Recommendation: The Board approved a formal response to the Open Letter led by Editors and Editorial Board;
- Strategic progress, risk management and operations:** The Board reviewed the Strategic Plan for 2020 which was revised significantly in response to COVID-19 in May 2020. The revised plan for Q1 set out the following priorities: manage the immediate crisis, consolidate operations, review the strategy for 2020 and set new objectives. All associated actions were completed and the resulting recommendations approved by the Board at GPC on 7 May 2020. The Strategic Plan for the next quarter sets out new priorities, all of which are currently on track.
 Trustees then reviewed the Risk Register which has been expanded to include a separate register for COVID-19, which was initially focused on OER20. However, since the impact of the pandemic has now increased and affects all of ALT's activities, this is kept as a record of what risks were identified and mitigated against.
- Core Risks:** This register reflects how the overall risk to ALT has increased. Whilst the majority of risks are still medium, and are actively being managed by individual managers and the Chief Executive, the highest risks that have required direct action by the Board are:

Risk	Mitigating action/approach
Financial strategy does not meet operational requirements	Financial strategy is closely related to the budget/reporting process and is reviewed quarterly/annually. Clear alignment with overall strategic aims and values as well as operational requirements and changing demands of members. Additional actions taken in response to COVID-19: <ul style="list-style-type: none"> - Alternative programme of online events - Reduce overall expenditure - Stop non-essential expenditure

	- Quarterly review of financial report and update budget if required
Income drops significantly	<p>Clear financial strategy, clear strategic aims, strong focus on existing membership and events revenue streams and increasing these as well as exploring new income streams and external funding. Relatively lean operational structure that allows for continuing operations should income drop. Restricted reserves to meet shortfall of income for a period of time.</p> <p>Additional actions taken in response to COVID-19:</p> <ul style="list-style-type: none"> - Crisis management of OER20 - Change to operational plan and budget - Authorised use of restricted reserves

We note specifically the actions taken at GPC meetings in March, April and May.

Operational Risks: As a well established virtual organisation, most of ALT's operational processes have only had a low impact from the current crisis. There is an area of risk which is particularly high, which is planning for future events. The Board's action to approve recommendations to changes to this year's events programme has helped mitigate this risk in the medium term, but for 2021 events decisions will need to be discussed at the Board meeting in November.

Initial COVID-19: Initial COVID-19 risks, particularly around events, were so high that immediate action was required by the Chief Executive with Trustee involvement and detailed action plan, resulting in the updated Strategic Plan, Budget and Operational Plan. As a result, the remaining risks have decreased, so that they can be routinely managed by individual managers.

Brexit: There has been no significant change in the risks relating to Brexit or the mitigating actions we have taken. For ALT risks relating to Brexit remain medium to low.

The Board reviewed the updated risk registers.

- **Operations:** The Operations Plan has been brought up to date in line with the revised Strategic Plan. All parts of the plan now show a tick box that confirms that this activity has been reviewed in response to COVID-19.
- **GDPR:** This year there were no GDPR related incidents to report (the last breach investigation was 14 December 2018). As part of our ongoing review of data as detailed in our Data Controller documentation we have successfully completed or are progressing a number of GDPR related tasks. As part of our wider review of operations in April 2020 we reviewed and updated our [Website terms of business](#) to clarify terms for offline payments and accepted payment methods.
- **Reporting from Projects:** See <https://www.alt.ac.uk/about-alt/what-we-do/projects> . We continue to work on a small number of strategic projects, including the ALT-led Ufi-funded project.

6. Financial reports (with Nicola Cadwallader)

Annual Accounts 2019/20

The audit process for this year is nearing completion. Despite the current crisis, the virtual audit process has gone smoothly. The Annual Report and Accounts for the financial year ending 31 January 2020 are now near final and were presented to

Trustees by the Treasurer and auditor. Key points:

- The financial year ending 31 January 2020 was one of stability and progress for ALT and our accounts reflect this.
- The Board of Trustees set in place a financial strategy for the year that set out to generate a small surplus overall. This year, we focused on our core services to Members, generating income from events, membership and accreditation activities.
- This strategy was successfully implemented. We have since decided to absorb some costs associated with the OER Conference which were incurred last year in the year, bringing our accounts overall to show a small loss.
- As ALT has been operating as a fully virtual organisation for several years now, we have strong virtual governance and audit processes and this year's report from our auditor confirms both a solid financial position and processes to manage even in a crisis.

Implications of COVID-19 control measures and charity financial reporting

The Auditor has received copies of all Trustee papers, the updated budget, operational and strategic plans since 1 February and reviewed these in light of the new guidance. The auditor summarised the key points of the briefing, which includes important information for Trustees and is reflected in the changes we have made in the reporting in the Annual Accounts:

1. Additional narrative section regarding changes made due to COVID-19 in the "Future Plans" section of the Annual Report;
2. The impact of the pandemic has been reflected as a post balance sheet event in the accounts;
3. Trustees work on reviewing the impact on ALT, risks and uncertainties as well as actions taken to mitigate the risks has been reflected in the accounts and in the Going Concern considerations. Overall we are confident that we are taking all necessary steps to ensure ALT will continue to operate.

Trustees reviewed the Annual Accounts ahead of them being finalised by the Auditor and presented to Members at the AGM.

Reporting from the current financial year

Trustees noted that the OER Conference due to take place in London, 1-2 April, was cancelled and some of the programme transferred online. ALT offered full refunds to all participants with the option of donating some or all of their registration fee to ALT. We also encouraged online participants to make donations during the event.

The original aim for OER20 was to generate £65,000 in turnover with a small surplus, of which £40,000 would cover direct costs of hosting the event (venue, food etc) and £23,000 would cover operating costs including staff time. We were able to recoup most of the direct costs from the venue and travel providers, leaving ALT with ~ £8,000 of unrecoverable direct costs and no contribution to operating costs. Whilst we have not yet had responses from all participants regarding their refunds, we have received £6,730 in donations from registration fees and £2,068.58 from other donations, totalling £8,795.58 of income in total. At this time we can be sure that the donations received have been sufficient to cover the direct costs we were unable to recoup, and any additional donations will go towards making up the short-fall in income to cover

operating costs.

Trustees formally note OER20 outturn and loss.

Overall Financial Position, end of Q1: Without face to face events our expenditure has reduced from the expected £497k to around £362k for this year. Similarly, we anticipate our income from events to reduce by over £100k, bringing our overall income target for the year down from £496k to £331k, with a projected loss of at least £39k. This means that the overall turnover of ALT for this financial year will reduce by at least 25%. We are reducing all non-essential expenditure.

Summary of key points:

- Restricted reserves of £60k have been authorised by the Board to cover operating losses in Q1, caused by the cancellation of OER20 and the lack of events income from cancelling the Annual Conference;
- Restricted reserves now stand at £100k;
- Income generation for events from June onwards is key to achieving a reduction in the operating loss, with both registration fees and sponsorship a focus;

Having reviewed actuals at the end of Q1, there are no further changes to the budget being proposed at this time. Trustees will review the budget and outturn report again at the end of Q2, in August, and decide then if further changes are required.

Trustees delegate to GPC authority to approve use of further restricted reserves if the need arises.

Trustees formally note Q1 financial position and revised budget, to be reviewed again via GPC in August.

7. Membership and CMALT Report (from D Baff)

This report covered the Q1 period between February - May 2020 and gave an overview of Membership and CMALT activities.

Trustees reviewed actions taking in response to the crisis, activities include a series of expert webinars and weekly online Members' Assembly Drop-In's to help members share expertise, ask questions and come together to support each other. We have also curated resources shared by the community and signposted this to members via the website. In addition we have now established an online directory of consultants and commercial services, connecting those who have expertise with those who need extra input.

Organisational membership renewal payments for Q1 are a little slow to come in due to the impact of the COVID19 crisis. However we are making satisfactory progress overall with just over half of expected Q1 payments already received. Renewals across Q1 and Q2 represent the largest proportion of renewal income across the year (over 60%), and therefore we should have a good sense of what the renewal picture will look like overall at the end of Q2. We have had one organisational member cancellation to date, however have recently recruited Global OER Graduate Network as a new organisational member for 2020/21.

Trustees noted that Q1 recruitment and retention membership numbers for the period Feb - May 2020 and that we are making good progress with recruitment of new individual members to date retention of existing individual members through the renewal process.

Trustees then reviewed action to support our CMALT candidates and assessors better following changes to 2020 submission deadlines :

- Portfolios currently being assessed (submitted by 31 Jan 2020): All portfolios already submitted are currently being assessed, but the peer assessment process is progressing slower than usual. We aim to provide results for all candidates by the end of June 2020.
- Extra support for candidates and assessors: We will not be accepting new submissions until 1 August, but we are putting in place support webinars for candidates and assessors and a range of new CMALT events for the start of the next academic year to provide accelerated support for candidates.
- Next submission window (30 October 2020): The usual September deadline will be moved to the 30 October 2020. Assessment processing for this period will take place November, December and January with results issued as soon as possible.

8. Events Report (from Emma-Jane Brazier)

This report covered the period between February 2020 and May 2020 which includes the delivery of OER20 (1-2 April 2020) and reports on the changes to the events calendar due to the Covid-19 global pandemic.

Putting the health and wellbeing of our Members and staff first, ALT will not hold any face to face conferences for the remainder of 2020 and the ALT Annual Conference will

return in September 2021.

ALT's [Online Summer Summit](#) will take place 26-27 August 2020 and be followed by a programme of tailored CPD and CMALT events throughout the autumn. ALT's AGM will take place online in late June.

The Board were reminded of decisions taken at the extra GPC meeting on 7 May 2020, in particular:

1. ALT will not hold face to face events in this financial year;
2. The Annual Conference will not take place this year, and the Conference Co-Chairs and Committee will be invited to resume their work in early 2021;
3. We will instead deliver a programme of events including:
 - a. the Summer Online Summit (26-27 August 2020),
 - b. drop-in webinars & CPD workshops in the autumn and
 - c. Online Winter Conference (25-29 November 2020) which will include the Learning Technologist of the Year Awards.

The AGM this year will also be held online on 24 June 2020.
Trustees reviewed actions taken regarding the Annual Conference.

Online Summer Summit 2020

Online Summer Summit this year - bringing together Learning Technology practitioners, researchers and policy makers to share strategies for the next academic year and the new challenges now facing us.

Key dates

- Sponsorship sought and announced in late June
- Participant registration will open in June
- Programme to be published by mid July

The programme for the summit will be made up of sessions that were popular at OER20 and submissions which were received for the Annual Conference, with a practical focus on support, sharing expertise and networking.

We will also include a special "jobs board" feature to champion recruitment and the new Members Directory of consultants and external services as well as strategic/leadership discussion.

Trustees were invited to suggest speakers/particular topics for the summit in particular for 6 high profile/featured speakers we could invite and 2-4 Trustees to help preside over the event, representing ALT.

Trustees welcomed the final report on OER20.

9. Elections and AGM

Annual General Meeting

The 2020 Annual General Meeting of the Association for Learning Technology (CIO no. 1160039), will be held online at 10am (BST) on 24 June 2020. The AGM will be open to all and all eligible Members will receive joining instructions and information about how to vote the week prior to the AGM.

Action: put the date in your diary and help promote details of the AGM to Members.

Trustee Election

The Call for Nominations for a Trustee to serve an initial three year term as President of

ALT to be elected by Members closes on 20 May 2020.

Trustee turnover

Trustees reviewed the full list of Trustees and appointments. The max. number of Trustees on the Board is 10. Currently the Board has 10 members and this year at the AGM there will be a turnover of 2.

Action: check the information regarding your term and confirm that this is correct.

Thanking Trustees who are coming to the end of their term

Normally, fellow Trustees and Members as well as staff are able to thank outgoing Trustees in person at the conference, but this year that won't be possible.

We have made preparations for a small virtual thank you to be presented to Sheila and Martin at the AGM and we hope that this will go some small way towards showing our appreciation for everything you have done for ALT during your tenure.

However, we'd also like to extend an invitation to Sheila and Martin to the next OER or Annual Conference being held again in person, to give everyone a chance to meet again in person and to say thank you properly.

10. AOB

SMcN passed on thanks to MW and all the Board members for their support of her in her role as Chair of ALT.

EC provided an update from the FEHEDAWG.

Close of meeting

Next meeting: 19 November 2020, online

Minutes: 26 May 2020. MH, MD

Reviewed by Chair: 26 May 2020, SMN