

Minutes for the 95th Meeting of the English UK Board of Trustees (MB95)



Held on: Wednesday 17 April 2024, 13:00 - 16:00

Venue: The Bonded Room, Cargo Works, 1 - 2 Hatfields, London, SE1 9PG and online via Zoom

Present: Mark Rendell (MR) [chair], Jago Brown (JB), Tim Cooke (TC), Shoko Doherty, Mary Doody (MD), Spencer Fordham (SF), Francesca Giacomini (FG), Farhan Quraishi (FQ), Stephan Roussounis (SR), Richard Simpson (RS) and Leon Zhang (LZ)

Attending: Jodie Gray (JG), Huan Japes (HJ), Annie Wright (AW), Nuria Felip Puignou (NFP) and Susan Young (SY) [minutes]

Constitutional business

1. Apologies for absence

Apologies were received from Neil Harris.

2. Declarations of interest in any item of business on the agenda

None were received.

3. Draft minutes of the 94th meeting of the English UK Board of Trustees held on Wednesday 21 February 2024

No points of accuracy. Minutes approved.

4. Matters arising and updates

The VAT guidance report and a brief update on HE/FE activities were matters arising from the previous meetings.

- HJ said notes had been taken of the VAT webinar – recording was not allowed – and answers to member questions would be incorporated into the guidance doc, which would be ready by the end of the month. In light of what Deloitte said, there was a risk in selling a programme to an ETO who sold it on to the student that HMRC would pursue, but this had only happened in the case of the error correction notice. No changes were being recommended, but there was a potential risk. JG said the plan was to circulate to members at the end of the month after it had gone to the board and the finance panel.

- The HE/FE associate membership offer had gone out to 120 centres – none had yet signed up, but this was more likely to happen in the current financial year. The immediate priority was to get attendees for the HE/FE conference in Birmingham, which had a strong programme. He hoped to attract at least 40 state sector attendees. He thanked Will and Richard at the University of Sheffield for their showcase – the day looked good and would, HJ hoped, pump prime membership. MR said it was an excellent initiative.
- Action point a (suggestions on amending long-term student weeks information should be given to the executive team): HJ said none was received but there had been an active discussion with BONARD about QUIC evolution.
- Action point b (Copy of BONARD report to be shared with the board): in today's board documents.
- Action point c (comments about the members' conference and AGM, particularly the mini-presentations, should be sent to the SLT): MR said this was on the agenda.
- Action point d (SD to convene RIDEDEC): RIDEDEC had been set up and several meetings had taken place.
- Action point e (anyone interested in joining the Access TEFL committee should contact HJ): HJ said he had received some interest.
- Action point f (executive team to pass on thanks from the Board to Judith Haste for her work as chair of the finance panel): JG confirmed this had been done.
- Action point g (trustees with further questions for Deloitte or comments should feedback to JG and HJ): See update in matters arising. MR asked if they had fed back on questions from the meeting - HJ said some had been done and incorporated where possible into the report.

Matters for information and/ or report

5. Review of the 2024 management accounts & cashflow update (English UK Ltd and English UK Enterprises Ltd)

NFP confirmed these were accounts for the first quarter of 2024 and had already been presented to the finance panel.

YTD revenue was £615,952, higher than the budget, and more revenue was expected than in 2023. NFP noted that state sector invoices had been raised earlier than anticipated in the budget.

Expenditure was expected to be higher than in the previous year.

Membership was, as usual, the primary source of income. There was a small shortfall compared with the budget as membership had dropped, but we

intended to end the year with 323 members once more. Two new joiners in April had already reduced the shortfall.

Earning activities had created a little more revenue than anticipated mainly because of activities not in the budget, including Access TEFL.

A reduction of management charge income was anticipated as were increased overhead costs, partly because a new member of staff was likely to be recruited this year and others had asked about joining the health insurance scheme.

Profit was likely to drop by £7k compared to the budget.

In cash flow, all scenarios were positive to the end of December 2025.

There were no comments or questions.

Turning to the Enterprises figures, NFP said year-to-date revenue was £338,919, which included StudyWorld London 2024 and bookings for the China event in the autumn. Most of the expenditure was from StudyWorld London. The current forecast showed a profit reduction, mainly because StudyWorld London made less revenue than anticipated and StudyWorld Mexico would not be delivered in 2024.

Profit levels were the same as in 2023. StudyWorld London came in at £24k under budget with fewer networking passes and exhibition stands sold but more income from sponsorship and non-members. The operating profit was similar to 2023.

There were a significant number of bookings for the StudyWorld China Roadshow, with 22 members booked since February. The current forecast suggested a higher income than in the budget.

Matters for discussion and/ or decision – PART 1

6. Annual accounts for 2023 (English UK Ltd & English UK Enterprises Ltd)

JG said the audit was complete, results had been presented to the finance panel with Katharine Patel of Buzzacott, and the narrative account, including the chair's report, was also to be reviewed. The audit had gone smoothly. Nuria (NFP) had done a brilliant job, and it was her third or fourth clean audit.

There were a couple of standard recommendations relating to cybersecurity which - the auditor had noted - was a matter of balance with smaller organisations as action was expensive. Steps had already been taken with SystemsIT.

NFP said the figures were the same as those presented in February, and JG added Covid had been removed from the going concern section. She said the other difference from 2023 was that the association met its reserves policy.

SD said South Wales police were running excellent free cybersecurity training for staff, and HJ suggested contacting the Met to see if they offered a similar service.

Once everyone was happy, the papers would be approved as an AGM resolution, after which they would be signed and submitted to Companies House.

MR proposed a vote to add the annual accounts for 2023 to the AGM agenda; this was carried unanimously.

7. English UK Board of Trustees | transitional arrangements for the chair and vice chair

JG explained that this was the first year the board election was being held under the new rules, and MR and SD's terms of office were due to end (having been appointed under the old rules). There were no transitional arrangements, and the rules were very clear, but the board was asked to decide on managing the transition between new and old rules for the election of the chair and vice chair. Relevant information was in the paper.

MR asked for declarations of interest. SD said she would abstain from voting.

JG said there were two proposals:

- Proposal 1 was that in the spirit of the new rules, the vice-chair becomes chair. At the first meeting of the new board, SD would be appointed for a two-year term as chair and a vice chair would be chosen.
- Proposal 2 was basically the same except the board would choose both.

MR said that if SD was not re-elected, he would be happy to chair the start of the June meeting. It was clarified that SD would have a further three years if she was re-elected, and two of those could be as chair.

After a short discussion, both proposals were put to a vote. Proposal 1 was agreed.

Action points:

- a. If SD is re-elected as a trustee, she will become the chair at the first meeting of the new board.

8. English UK AGM | standing orders

JG explained that the old rules had a section on standing orders. When the current rules were drafted, it was agreed to omit standing orders, instead updating and adopting them at each meeting. The standing orders had been reviewed and updated, and assuming the board agreed would go to the AGM. HJ added that much had been taken and clarified from the Articles and the old rules.

The proposed standing orders from the paper were outlined, with JG outlining that much of the content was unchanged but written in more accessible language.

A question was asked about 1.6.1, and it was clarified that there could be an unlimited number of motions each with a proposer and seconder. The board voted to recommend the standing orders to the membership for adoption.

Action points:

- b. The wording of 1.6.1 in the rules to be clarified that an unlimited number of motions is allowed, each with a proposer and seconder

9. English UK AGM | agenda

JG said the board needed to approve the agenda, the reappointment of the auditors, and a special resolution. They could also suggest a special resolution.

The special resolution was to nominate Nigel Paramor as an honorary member: this was an option for people who had left the sector after a history of service. Nigel had a long history of serving the association in countless ways, most recently on the English UK North committee.

JG said the finance panel had reviewed auditor costs last year and Buzzacotts were competitive: there was no reason to change a strong relationship.

- Reappointing Buzzacotts was approved by the board
- Nigel Paramor to become an honorary member: approved as a special resolution to be proposed by the board but will need a seconder on the day
- AGM agenda: approved

Matters for information and/ or report – PART 2

10. English UK board elections, members' conference, AGM and parliamentary reception

JG said the parliamentary reception would be held on Thursday 16 May, and the members' conference & AGM on Friday 17 May.

There was a large pool of candidates for the election, and JG thanked SD, MD, FQ and JB for their work on RIDEDEC. With 20 candidates for four seats, English UK had probably its most diverse and biggest group of candidates ever. According to the rules RIDEDEC had the right to recommend co-opting a further two if required for the balance of the Board.

The election would open on Friday. Because of the number of candidates, plans for virtual hustings were being revised, and questions from members would be opened on Padlet after the monthly Q&A session.

Voting will run for two weeks on a secure voting platform using the alternative voting system.

Returning to the parliamentary reception, HJ said all MPs and selected parliamentary candidates in constituencies with language schools had been invited as well as Lords. MPs would come only if their constituents invited them and he urged the Board to ensure their MPs were there, if possible. English UK's new manifesto would be there for discussion: JG said this was very clear and concise, based on the position paper with slightly different recommendations.

JG said the members' conference was selling well: the programme included a Bonard market update and panel discussion, conference motions, a series of mini-presentations and Diana Osagie again as the final plenary speaker.

One trustee asked about inviting the main private residential accommodation providers as summer providers were having issues and it was difficult to get a forum with the people who were making decisions on timing and contracts. It was important to get the big players to listen.

HJ thought it might be better to hold a separate online meeting. JG reminded the Board that Bonard was conducting an accommodation survey so English UK would have solid data when it had conversations with big student housing providers.

The trustees thought a working group on accommodation was needed. HJ said student numbers were likely to be down next year, possibly resulting in an oversupply of accommodation. A wider discussion then ensued about the usefulness of the survey. JG said English UK had limited input on questions as the survey was part of something being run by Bonard and suggested waiting for results.

Other issues were then raised, including different requirements in different areas – some student accommodation contracts were moving from 44 to 51 weeks, and some authorities offered council tax discounts to ELT students. HJ said we had pursued the discount in the past but softly because we didn't want all authorities to start charging.

It was felt residential accommodation was a major topic and needed to be tackled this summer. It was agreed that speaking to accommodation providers as a unified voice would be useful and that it would also be helpful to form a working group. SF, MD, FG and FQ volunteered.

Action points:

- c. **Arrange a meeting of the accommodation working group.**

11. English UK website project

AW said the website had moved from medium to high on English UK's risk register. The site was over 15 years old and had previously had a template refresh, but it was not responsive, which prevented certain functions and campaigns and made it unsuitable for people accessing it on mobile devices.

£20k had been allocated to the 2024 cashflow but not the budget and it was hoped spending could be allocated over more than one year.

There were two project timelines of six and 12 months. The six-month plan was there because of the supplier agreement that six months' notice could be served at any point: we wanted to be in the position where we served notice and there was no indication that might change at present. She was confident it would not be needed.

There were five defined phases to the project and a £40k budget in all over two years.

SD suggested instead of planning the site in-house this could go out to tender. AW said she had spoken to people about this but was very conscious of funds but that if it could be the same person that might bring the choice forward.

SD wondered if a teacher recruitment platform might be an add-on function, creating revenue for English UK as well. JG said it was something to consider but the most difficult part would be getting people to go there.

12. Membership update

HJ said we had 320 members compared to 326 last year, this includes one new member, PGL Travel.

Capital School of English in Cardiff was now closed. HJ thanked the Welsh members for their help and confirmed that costs of £2,270 had been incurred.

It was reported that one member had not completed the annual student data submission, and it was proposed to charge a membership subscription of 150% of previous student weeks. MR confirmed that a vote was not required on this matter because the proposed action was in the rules.

13. Public affairs update

HJ said English UK's manifesto and engagement programme were very Labour-focused, with conversations with many parliamentary candidates. The government was not moving on visa and immigration asks and English UK was focused on the next Parliament. He urged trustees to contact their MPs.

MR asked about educational oversight: HJ said this was one of the issues parked by the government.

FG said there was a new minister for the economy in Northern Ireland and asked if HJ could write to him.

Trustees said YMS events around Japan and Korea should be held, ideally at the embassies. JG said this was in the market development plan.

Action points:

- d. A webinar on youth mobility to be arranged.
- e. HJ to write to the new minister for the economy in Northern Ireland.

14. Capacity challenge update

HJ said the intention was to attend more careers fairs to promote activity leader as well as teacher roles.

He highlighted the activity leader training programme. The training was on track for launch by the end of the month, giving candidates at least six weeks to complete it. They would be given an access code to watch videos, complete modules, take quizzes, and print off certificates at the end. The course included work skills such as communication and working in teams. MD said the course was paid for by Young Learners English UK.

15. Access TEFL progress report

HJ said a very detailed and impressive document had been received from NILE. The qualification included was an excellent set of tasks which would provide really good training to CELTA or Trinity equivalent and should be straightforward for any school to implement. There would be a webinar to introduce this. JG said branding and communications were being worked on.

Draft minutes & recent publications for information

16. QUIC 2023 Q3 & Q4 reports) | executive summary editions

JG said the only thing to note was a drop off in the rate of recovery in Q4: BONARD had compared the situation round the world and thought the pattern of student mobility had been affected by other countries' policies which were dampening global enthusiasm for student mobility.

17. Draft minutes of the English UK Enterprises Board meeting held on 20 March 2024

The Board noted the minutes.

18. Draft minutes of the English UK Finance Panel meeting held on 27 March 2024

On behalf of the Board, JG thanked JB for chairing the finance panel.

Other business

19. AOB

JG said 2024 was the 20th anniversary of English UK: it had been decided that 25 years would be the more important anniversary so we would launch a year-long project at the members' conference around 20 faces of ELT, with short profiles of people in the industry. This would speak to English UK's values and provide content to promote different roles and the friendly face of the sector. This would be a digital campaign and possibly some printed format towards the end.

Action points:

f: Any trustees with ideas for this project should contact the executive team.

The second AOB that JG raised was that this was MR's last meeting as chair and RS, TC, and JB's last as trustees. She wanted to thank them. MR said being chair had been a pleasure. He also wanted to thank the retiring trustees and wish LZ and SD good luck in the election.

20. Dates of upcoming meetings in 2024:

- AGM: Fri 17 May (at the Members' Conference)
- MB96: Weds 5 June, 13:00 – 16:00
- MB96a: Optional extra meeting (Weds 18 or Weds 25 September)
- MB97: Weds 13 November, 13:00 – 16:00

The meeting closed at 15:42