

**MINUTES OF A MEETING OF THE LINCOLN COLLEGE BOARD OF CORPORATION HELD AT LINCOLN COLLEGE ON TUESDAY 13 DECEMBER 2016 AT 16:30 HOURS**

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| **Present:** | Margaret Serna  Pat Doody  Haydn Beeken  Holly Burridge  Lewis Colver  Heather Fluck  Dean Graham  Gary Headland  Peter Horner  Danielle Lister  Nick Lyons  James Pinchbeck  Mark Speed  Sam Yates | Chair  Vice-Chair and Chair of Finance Committee  Chair of Performance and Quality Committee  Student Governor (HE)  Student Vice President  Staff Governor  CEO  Chair of International Development Committee  Staff Governor |
| **In Attendance:** | Sarah Adams  Tom Dannatt  James Foster  Graham Harrison  Mark Locking  Jacqui Varlow  Keith Batty | Clerk to the Board of Corporation  Director of Finance & Performance  Managing Director (International & Commercial)  Director of IT & Projects  Managing Director (Education & Training Delivery)  Director of Human Resources  Chair of Lincoln College Academy Trust (LCAT) |
| **Apologies:** | Richard Arbon  Nick Cudmore  Daniel Wilkinson | Student President  Chair of Audit Committee |

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|  | The meeting commenced with a tour of the Air and Defence Career College followed by a presentation by the students on their experiences of the course so far. The staff and students were thanked. |
| **16/16** | **APOLOGIES**  Apologies for absence were received from Richard Arbon, Nick Cudmore and Daniel Wilkinson.  The Chair welcomed Lewis Colver, Student Vice President and Heather Fluck, new Academic Staff Governor to the meeting. |
| **17/16** | **ELIGIBILITY, QUORUM AND DECLARATIONS OF INTEREST**  It was reported by the Clerk that notice of the meeting had been given and that a quorum was present. Accordingly, the meeting was declared open. There were no declarations made.  The Chair reported that Nick Cudmore had reported on the involvement of his company with work for the Wickersley Partnership Trust (WPT), potential sponsors of Gainsborough Academy but that he had given assurance that he had no dealings with the work.  The Clerk reported that Dean Graham had been working with the Chair of the Grimsby Institute on a project but that this should not result in a conflict of interest. |
| **18/16** | **MINUTES OF THE CORPORATION AND COMMITTEE MEETINGS**  Board of Corporation Meeting – 1 November 2016  The minutes of the meeting held on 1 November 2016 were considered. It was agreed to remove the paragraph regarding a potential bid as this was currently sensitive. Pending this amendment the minutes were agreed as a true and accurate record and were signed accordingly.  8/16 – Jim Newall has reported that analysis of student applicants not taking up places was being undertaken and the Board asked for a general update on this.  **Action: Jim Newall to provide an update on non-attendee analysis.**  11/16 – Prevent e-training. The Board were asked if they had completed their e-training? Sam Yates reported the staff deadline was the end of October. The Clerk will resend the link.  **Action: Prevent e-learning link to be re-sent to the Board via email.**  11/16 – Safeguarding. The Chair reported that a full review had been carried out of the Safeguarding Policy. The Clerk confirmed a cross-check is being carried out following additional comments from the Director of HR and when completed the Chair requested delegated authority from the Board to approve the Policy prior to wider circulation to Members. The Board so authorised.  **Action: Clerk to complete cross-check and circulate once approved by the Chair.**  13/16 – Nick Cudmore. The Chair confirmed that she had met with Nick Cudmore, who would like to stand for a second term. With approval of the Board the Chair proposed a three year term. This was agreed.  **Action: Nick Cudmore to be appointed for a further term of three years commencing 31 December 2016.**  Performance and Quality Committee – 18 November 2016  The minutes were taken as read. Haydn Beeken had taken the position of Chair and Nick Lyons the position of Vice Chair. A meeting is being held tomorrow to focus on the Self Assessment Report. The Chair advised that the independent Chair of the Search Committee had been requested to lead the necessary recruitment activity to fill governor vacancies. The Committee hoped the new MI system will address some previous issues. Governors had been involved in SAR sessions when they reported staff were very honest with their assessments so they know the journey they are on and how they take that forward. ProTarget and ProMonitor shows clearly how they are progressing.  The Chair asked why some forecasts were unexpected? MD(E&TD) advised that this reflected current opinion rather than fact ie data. Forecasting is much more accurate this year and is why processes have been revised.  Pat Doody asked if ProMonitor was being used effectively. The MD(E&TD) explained that compliance is well above previous years and when complete the actual content can be analysed. The move to automating more of the data was outlined and the new MIS platform will allow all the different packages to talk to each other. It is still the responsibility of course teams to ensure the data is input. Sam Yates reported on the use of ProMonitor by support staff which enables any information and issues outside the academic areas to be highlighted.  It was asked if staff are aware what constitutes good teaching/learning and how is this measured. The MD(E&TD) outlined teaching and learning and the progress made. Leaders and Managers are on a good journey and the focus remains.  The MD(E&TD) gave a presentation which was a summary from the Performance and Quality data report. The overall performance and positives and weaknesses were outlined. The areas more than 1% above national average were reported. Apprenticeship performance has improved but both overall and timely are still below national average. Issues linked to sub-contractors were highlighted. Haydn Beeken asked if all sub-contracted activity were to be removed, could the needs of learners be met and this was discussed. It was noted that some data is legacy data and that work is continuing with only one of the sub-contractors that were giving rise to concerns. He also confirmed that there are no new starts with this provider. It was noted it was difficult to attract large providers locally.  The core focus on attendance, student progress, learning and teaching and performance review was reiterated. The impact of interventions was outlined. Pat Doody asked if there were any interventions that could be put in place with sub-contractors. The MD reported that contracts included penalties this year.  The areas of focus of interventions are: English and Maths (a new Associate Director has been appointed), attendance, ProMonitor and staff compliance, quality of student targets and 1:1 reviews, forecasting and performance review. The CEO reported that improvements are already being seen. There is a need to invest in English and Maths and be able to recruit good teachers in these areas. Gold Group weekly meetings have commenced with a lot of test and challenge. Haydn Beeken reported on the positive feedback from the SAR groups he had joined.  Nick Lyons asked for an update on the progress of the implementation of the MIS system. The CEO explained a preferred provider has been identified and either Easter or June will be the timing for changeover. The project team are looking at it currently to make a final decision.  The Chair asked about excellent performance and the issue of transferable learning. It was noted that travel and tourism used to be low and have improved significantly – do we know why and is that transferable? New leadership was explained and a change in focus. Clarity of expectations and performance has pulled through. The CEO gave background on Michele Guest’s area of work which is very wide and the new post to support the improvements required.  International Development Committee – 22 November 2016  The key points were highlighted. James Pinchbeck was appointed as Chair and Haydn Beeken as Vice Chair. It was reported that the Committee and senior team have made a lot of progress over the last year. Moved to stabilisation in China and KSA. The team is working hard on expanding provision. Discussion had been held on repatriation of profits and the opportunities to either invest overseas and/or support developments in the UK. James Pinchbeck reported the minutes were currently draft.  Finance Committee – 6 December 2016  Pat Doody had received the draft minutes from the Clerk and gave a verbal report. Tom Dannatt and Claire Love are making early positive progress. It was noted a surplus for 2015/16 has been confirmed through Audit Committee. Expenditure is well under control and the focus is now moving to forecasting income. There are investment decisions that can be taken through the year. KSA is now in a position to generate funds and the Finance Committee take confidence from this. The Committee are receiving a monthly commentary which has improved reporting. It is hoped to have a financial dashboard by March which is positive progress.  James Pinchbeck reported that budget spend is now much more accurate and recognised that through this there is a benefit to cost control and this allows investment.  Audit Committee – 13 December 2016  Peter Horner reported that Nick Cudmore had chaired the meeting which was held immediately prior to Board. It was explained that Margaret Serna, Gary Headland and Sam Yates had attended part of the meeting on behalf of the Finance Committee to receive the Financial Statements. Richard Lewis from RSM had presented the key statements included in the Financial Statements for Year Ended July 2016. He confirmed that the College had met all of its statutory duties; that it continued to meet the ‘Going Concern’ criteria; and that the audit opinion was unqualified. The Audit Committee, taking due account of the report of the Auditors, were in a position to recommend to the Board that the Financial Statements be signed.  It was reported that the College has achieved a surplus but there is still a Group deficit. The CEO gave background on the financial accounts. The Finance Team and Tom Dannatt and Claire Love in particular were congratulated for their hard work.  Peter Horner reported that the Audit Committee had recognised the impact of recent staff turnover in the Finance Team and welcomed future stability.  The minutes of the Audit Committee held on 11 October had been approved at the meeting. The rolling audit recommendations report was discussed. This schedule is being reviewed by the ‘risk owners’ and it is hoped to sign off a number of these in the Spring. There were five internal audit reports received at the meeting but due to discussions on the Financial Statements these were deferred to the next meeting.  The SFA funding report was considered with no fundamental weaknesses identified which is a good outcome. Richard Lewis explained the External Audit Report will follow and is expected to be unqualified. Cashflow statements are required to complete the Financial Statements but it is hoped these will be ready to meet the filing deadlines. It was noted that the SFA need to be informed if there are to be any delays.  James Pinchbeck reported that a Financial Controller has been appointed for KSA which helps to reinforce the financial reporting. |
| **19/16** | **MATTERS ARISING AND NOTIFICATION OF URGENT BUSINESS**  There were no further matters arising and no notifications of urgent business. |
| **20/16** | **LCAT REPORT**  The Chair welcomed Keith Batty, Chair of LCAT, to the meeting and asked him to present his report. Mr Batty reported that the main focus is to achieve the right solution for the children, which is access to the right resources to enable them to achieve. It was noted that there had been an Ofsted inspection visit last week. Keith Batty reported on the performance of the children and the support required.  It was explained that whilst the Trust has no employees, the Academy does. It was noted that Nick Cudmore has now resigned from the Academy Trust due to a conflict of interest.  The Chair made a presentation to Keith Batty following his resignation from the Board at the last meeting, in recognition of his service to the Board over the last three years, and thanked him for his contributions and support.  Mr Batty left the meeting.  The Chair re-iterated the need for the Board to consider all of the available information in light of its duties as Sponsor and reminded Members that the CEO and herself had stepped down from the LCAT Board in order to resolve matters of potential conflict. She suggested the formation of a time limited Task Group that could take forward the necessary discussions and seek legal advice on behalf of the Board. The Board supported this proposal and volunteers were sought. Danielle Lister, Peter Horner and Nick Lyons offered their support.  **Action: The Chair agreed to liaise with the Chair of LCAT and Board members.** |
| **21/16** | **CEO’S REPORT**  The report was taken as read. The CEO highlighted current priorities.  1 - Riyadh TTC bid – high priority and is currently being prepared and will be worked up with the input of the Lincoln College (International) LLC Committee. James Foster (MD(I&C)) had recently visited KSA and CoE.  2 – English and Maths  3 – Area Review – it was noted that the Grimsby Institute Group/Lincoln College Group collaboration was strong. The CEO gave an update on the meetings held with the Area Review team. The Chair reported that the Area Review Team had suggested that Colleges should confirm the necessary support of their respective Banks in light of any lending requirements that may arise from their submitted plans/option appraisals. James Pinchbeck advised of the recent publication of a report on digital engagement by Lincolnshire County Council. It has reported that businesses were recruiting from Universities but there was no reference to the FE Colleges.  The Chair reported on the recent positive inspection at Morton Hall which was a great result and asked how the contract renewal would be managed. How is this opportunity and wider opportunities being viewed? The ‘Check and Challenge’ processes put in place were outlined and which level of bids would come to which team, alongside the ‘Win Review Board’ process. It was explained the Morton Hall opportunity is expected shortly and this may lead to further opportunities in the sector. The provision provided at Morton Hall was outlined.  The Chair asked if the CoE would have expected investment in Qatif and would this be a factor in any re-tender? The MD(I&C) gave an update and explained that some of the investment and expansion is the responsibility of CoE.  The Chair asked about the Health and Care Career College, the current provision of curriculum delivery and the intention to open an additional Career College. The CEO responded that currently there is a not a concentrated focus on this but this is a LEP priority sector and certainly an area for future development. It is hoped that some matched funding will be available to take these priorities forward. The Career College Trust are coming to visit the College in January and there will be a future update at this point.  James Pinchbeck reported he had met two health service representatives at the Awards ceremony who had indicated issues linked to recruitment which was a good opportunity to follow up. Potential expansion for the A&DCC was reported.  Holly Burridge asked for more detail on the collaboration with GIG. The CEO reported on the strategic aim to increase HE and the link to LEP priority areas. He explained the current focus is on exploring the potential for closer working on HE/Apprenticeships, HE/International and ways to widen delivery. He highlighted examples such as potential collaboration on HE provision that GIG deliver in Grimsby that isn’t currently run at BGU or UoL, that could then be delivered in Lincoln. This is a model of growth. |
| **22/16** | **MD (E&TD)’S REPORT**  There was no additional information following the presentation given linked to the work of the Performance and Quality Committee. |
| **23/16** | **STUDENT PRESIDENT’S REPORT**  The report was taken as read and in the absence of Richard Arbron, Sam Yates offered to take any questions. Graham Harrison highlighted the welcome focus on English and Maths in Student Council meetings. The Board agreed that Richard Arbon should be commended on his report and it was noted that this summary report could not include the involvement of the Student President in very many more areas of activity across the College. The CEO expanded on the feedback received at Student Council meetings. The Chair asked how this is being actioned. It was explained the meetings are minuted and followed up and always attended by one of the senior managers. It was clear that Newark would like a common room. Sam Yates explained that costings are being put together at Newark for a common room and meetings being held to progress this.  James Pinchbeck noted the intention to create a Student Union Constitution and it was asked if the Board could be involved in this? Sam Yates gave background to the link with NUS. The NUS used to employ a Student President for the College, this then changed to a member of staff. Currently the College is affiliated to the NUS but not an active member. This is now moving back towards full affiliation. |
| **24/16** | **2015/16 FINANCIAL YEAR END**  Margaret Serna explained the Financial Statements for Year Ended 31 July 2016 had only been presented at the Audit Committee immediately prior to Board and it was necessary to defer sign off to allow time to review these. The Board asked for delegated authority to sign the Financial Statements off through a sub-group. This would be made up of the Chair and Vice Chair of both Audit Committee and Finance Committee, Chair of the Board, CEO and the D(F&P).It was agreed to hold the meeting on Friday 16 December 2016.  **Agreed: Clerk to arrange meeting for Friday 16 December.** |
| **25/16** | **URGENT BUSINESS**  There were no matters of urgent business. |
| **26/16** | **DATE OF NEXT MEETING**  The next meeting will take place on Tuesday 24 January 2016 at 12 noon in GA112/113 at Gainsborough College.  **The Board of Corporation meeting was closed at 19.25 hours.** |

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| Chair | Date |

**Action List**

**Actions from the Board of Corporation Meeting held on**

**Tuesday 13 December 2016**

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| **Item Number** | **Description** | **Action by** | **Target Date** | **Status/Note** |
| 18/16 | Update on non-attendee analysis required | Jim Newall | When available |  |
| 18/16 | Prevent e-learning link to be resent to Board | Clerk | ASAP | Email with link sent 14 December |
| 18/16 | Safeguarding Policy – amendments to be checked | Clerk | ASAP | Check completed and sent to Chair |
| 18/16 | Nick Cudmore’s term of office to be updated accordingly | Clerk | ASAP | Completed |
| 20/16 | Chair of LCAT to be informed of Board’s position  Chair to liaise with LCAT Chair and Board Members | Chair | As required |  |
| 24/16 | Meeting to sign off Financial Statements to be set for 16/12/16 | Clerk | 16 December 2016 | Completed |