



**MINUTES OF A MEETING OF THE LINCOLN COLLEGE BOARD OF CORPORATION
HELD AT LINCOLN COLLEGE ON TUESDAY 18 DECEMBER 2018**

Present:	James Pinchbeck Haydn Beeken Abbie Bembridge Jim Cronin Nick Cudmore Neil Everatt Dean Graham Eve Grobelska Brian Hall Gary Headland Nick Lyons Mark Platts Mark Speed	Chair Vice Chair and Chair of Performance and Quality Student President Student Vice President Chair of Audit Committee HE Student Representative Support Staff Governor CEO Vice Chair and Chair of Finance Committee
In Attendance:	Sarah Adams Tom Dannatt James Foster Graham Harrison Mark Locking Jim Newall Jacqui Varlow Clair Love	Clerk to the Board of Corporation Group Director of Finance and Commercial Managing Director (International and Commercial) Group Director of IT, Information Management & Projects Managing Director (Education and Training Delivery) Group Director of Marketing and Communications Group Director of Human Resources Group Financial Controller
Apologies:	Tim Calvert Heather Fluck Danielle Lister Mike Simpson Daniel Wilkinson	

21/18 APOLOGIES FOR ABSENCE

Apologies were received from Tim Calvert, Heather Fluck, Danielle Lister, Mike Simpson and Daniel Wilkinson.

22/18 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 of interests made.

23/18 MINUTES OF THE CORPORATION AND COMMITTEE MEETINGS:

Board of Corporation – 30 October 2018

The minutes of the meeting held on 30 October 2018 were reviewed. All actions were completed or scheduled for future Board. There were no matters arising. The minutes were agreed as a true and accurate record and signed accordingly.

Remuneration Committee – 8 November 2018

Due to the apologies received from the Chair of Remuneration this agenda item was deferred.

Performance and Quality Committee – 14 November 2018

Haydn Beeken gave an overview of the meeting held on 14 November 2018. Haydn asked that if any Governors were unclear on any of the content of the minutes to please ask himself or Dean Graham (Vice Chair). It was explained the focus of the Committee is on three issues currently: continuing improvement of whole college, continuing improvement of HE and Apprenticeships. The Chair asked if there was any information that could be shared on contacts relating to levy payers and James Newall is to share information. This is to help the Governors to develop links with levy payers.

Action: JN to share information on levy payers

The Chair asked about classroom based provision and Haydn Beeken reported on the core focus of business management and accountancy. Changes to leadership in teams was reported. It was explained that Apprenticeships was the only area currently self-assessed at requires improvement. MD(E&TD) reported on the dedicated focus in some areas of Business L1 and L2. Discussion took place on external impact. Accountancy and Business and Management courses were highlighted and where these are in relation to national benchmark.

Audit Committee – 14 December 2018

Nick Cudmore gave an overview of the meeting held on 14 December 2018. The meeting had commenced with a joint meeting with the Finance Committee to consider the Annual Report and Financial Statements. The Outstanding Audit Monitoring report had been considered with items added and approved for removal. The appointment of Wylie and Bisset as new internal auditors was reported. A presentation had received from Richard Lewis (External Audit) on the annual accounts. The Committee had reviewed the annual regularity self-assessment questionnaire with no areas of concern to highlight. The ESFA Funding Assurance Review Report had been received with no significant issues, an unqualified opinion and no financial penalties or clawback. The Committee had reviewed the Annual Reports for Risk Management and Health and Safety, which are included on the agenda for Board and considered the Annual Report of the Committee which was approved and signed by the Chair. The Clerk had given an update on GDPR, including updating on breaches and how implementation is working across the College.

The Chair recognised the depth and quality of work carried out by the Audit Committee and also the Finance Committee. This gives a lot of assurance to the Board as a whole.

Finance Committee – 14 December 2018

Nick Lyons gave an overview of the headlines from the Finance Committee meeting held on 14 December 2018. P3 accounts were considered by the Committee as were P12 which correlate with the end of year accounts. Nick Lyons reported on ways the Committee are investigating alternatives for capital investment and drawing down longer term funding to release funding for investment.

24/18 MATTERS ARISING AND NOTIFICATION OF URGENT BUSINESS

There were no matters arising and no notifications of urgent business.

Consolidated and Subsidiary Financial Statements

GD(F&C) explained that the Lincoln College Group Consolidated and also the Subsidiary Financial Statements had been received by the Finance and Audit Committees and all figures reviewed in detail. The Letters of Representation are standard letters which explain that all required information has been presented to the auditors, full disclosures have been made and that the appropriate reporting frameworks have been used in the production of the financial statements.

It was explained that the results are aligned with the Financial Plan as signed off in July 2018. The only exception is the additional in-year pension charge (£896k), which, based on ESFA Guidance, is not included in the Financial Plan. The financial health score is currently good.

It was agreed this was a good position for the sector currently and this was discussed further in relation to the sector as a whole.

Minor amendments have been made to the accounts. Scenario planning is now included in the monthly management account packs.

Haydn Beeken asked if there was an update on receipt of payment in relation to the Institutional Reviews in KSA. The CEO reported that the Colleges had self-assessed as outstanding for AEC and good for Qatif. Invoices have been submitted to the CoE. The team are confident that the payments will be made and these are therefore included within the figures presented in the accounts. The Chair welcomed the financial statements and the content within these for both curriculum delivery and financials.

The approval of the Board was sought. **The Board approved signing of the Financial Statements**

Regularity Self-Assessment Questionnaire

It was explained these are a standard set of questions used to support the Auditor in their work on the production of the Annual Report and Financial Statements. The document had been reviewed by ELT and Audit Committee and there were no areas of concern to highlight to the Board.

External Audit Final Audit Findings Report

It was reported that there were no areas of concern and no material adjustments to report. The Auditors had included a section which highlighted a number of areas of risk and emerging issues in the sector to consider and it was noted the Audit Committee will monitor these during the coming year. The Clerk reported that an updated report has been received. The Chair encouraged the Board members to read the report which will be circulated.

Action: External Audit Findings Report to be circulated

It was agreed that the report gives confidence that the Board are being given the right information on which to base discussion and decisions.

GD(F&C) also reported on the report received following the independent review linked to banking facilities which will be used as a supporting document.

Annual Report of the Audit Committee

The Clerk and Chair of Audit were thanked for putting the report together which gives a full picture of the work carried out by the Committee during the year. The report provides the Board with the assurance that the College has the fundamental controls in place in relation to corporate governance, risk management and internal control, with an adequate and effective assurance framework. It was explained that the full internal audit programme was delivered and overall good assurance provided by the internal audit team.

26/18 FINANCIAL REGULATIONS – FOR APPROVAL

The updated Financial Regulations had been circulated. It was outlined that there were no significant changes made and those highlighted were mainly housekeeping with the right balance to provide assurance to the Board. Financial limits had been kept in line with previously agreed limits with only minor changes to bring up to date and in line with best practice. It was explained that the regulations are benchmarked against other Colleges. There are also more detailed financial procedures in place.

Agreed: The Financial Regulations were approved

27/18 RISK MANAGEMENT ANNUAL REPORT

The report was taken as read. The Risk Management Group had met three times during the year. Terms of Reference have been reviewed and deep dive reviews have been introduced with ELT. The report included the recommendations from the recent internal audit for information.

The Chair highlighted that the report was very much procedure based and didn't identify any key issues from the year in comparison to that of the Health and Safety Annual Report. GD(F&C) outlined that if required additional information could be provided but it was difficult to track risks as they change over the year and the report is a snapshot. Dean Graham explained that Audit Committee will be taking a different approach next year so there may be some high key topic risks that the Audit Committee can report back at that point. GD(F&C) also explained the Audit Committee are developing a Board Assurance Framework which will bring the key risks together and could be included in the report for next year. Nick Cudmore felt that as a Board it is more important to know that there is an effective Risk Management Group in place and that there are procedures that the Board can rely on at a strategic level rather than receiving too much detail. Mark Platts agreed that a Board Assurance document would answer these questions and suggested this could be reviewed on a quarterly basis.

The Board noted the annual report and contents.

28/18 HEALTH AND SAFETY ANNUAL REPORT

The report was taken as read. GD(F&C) explained that an independent external audit had taken place during the year and a score attached to actions in place. The Health and Safety Committee are focusing on the actions and improvements have been seen in year. Policies and procedures have been reviewed as part of the audit.

Near miss reporting was discussed and it was noted that the figure is low when it would be expected to be higher. A group has been set up to work on this as it was recognised that the process for reporting near misses is perhaps not as clear as it could be. The Board welcomed seeing an improvement in this area.

The Chair asked for more information on capital programmes and it was explained that these are met on a risk based process. It was also reported that a strategic asset management group is to be reinstated which will include monitoring of capital programmes.

The Chair asked about the KPIs and the staff sickness absence by reason and if the days lost relating to stress were increasing. The Director of HR reported that figures have been provided to Audit Committee recently giving comparisons as they had asked for additional information. It was felt they are increasing slightly but it was noted figures will also include personal stress. The wellbeing survey is currently being analysed and a full report on the outcomes will be circulated when available.

The Board noted the annual report and contents

29/18 TOP LEVEL SCORECARD – FINAL 17/18 SUMMARY

It was explained that Performance and Quality Committee would review the final end of year scorecard and the SAR which will be uploaded following sign-off.

MD(E&TD) gave a presentation highlighting the year including:

- the achievement of Ofsted grade 'good' in March
- in-year performance and progress and the improvement from 16/17, particularly timely and overall performance which has improved by +7.3% and +9.4% respectively
- the improvement of classroom based data since 2011/12
- the improvement of apprenticeship overall and timely data since 2011/12
- A level pass rates which are currently 99% overall
- 12.2% increase in performance by Construction which was 'extraordinary'
- Improvement in HE continuation rates

The whole college focus for 18/19 is:

- learning assessment and teaching
- apprenticeship achievement rates
- retention and attendance
- E&M 4-9 grades
- Maths

Haydn Beeken reported that the final SAR will be reviewed for final sign off and the Performance and Quality Committee will continue to focus on the areas highlighted. The Chair asked how sustainability is reviewed and it was explained that from analysing the data it is clear there is more than improvements being sustained there is actually growth being seen. It was reported there is sound evidence the foundations are built on rock rather than sand.

It was reported there are plans in place relating to the new common inspection framework and using lessons learnt previously it is important to include focus on the areas that will be within the framework. Issues including destinations and progression were discussed including the question of where students are progressing to being job ready rather than progressing from level 1 to 2 and then potentially to another curriculum area at level 2.

The MD(E&TD) was thanked for his presentation and overview of performance for the year.

30/18 2017/18 SUB-CONTRACTED PERFORMANCE

It was explained that it is a statutory duty to report sub-contractor performance to the Board. It was noted that some of the data has changed slightly following the last ILR. Questions were welcomed on the report.

The Board approved the sub-contracted report.

31/18 STUDENT PRESIDENT'S REPORT

The Student President gave a presentation on the work of the SU since the start of the academic year. It was explained that during the Big Welcome autumn elections were held and additional appointments have been made. The SU President reported on the promotion of the Student Union during 'Big Welcome' week. An update was given on Charity Events held including 'I'm a student get me out of here' and a Talent Show which was judged by the CEO. £400 was raised for Children in Need.

Planned events include hosting an LGBT Network in January, Pride in February, Sports Relief in March and an End of Year event. Ideas are being put together for the end of year event and the funds raised over the year will go towards this.

The SU President reported she is gathering student feedback and has spoken to over 100 students, most of whom enjoy college life very much and their chosen course. Issues raised by students include communication between staff and students and enrolment. These issues are being followed up with the relevant staff.

Nick Lyons asked about the Student Union card and asked what the take-up is. It was explained that take-up is starting to pick up following promotion. Eve Grobelska explained this has recently been rebranded from SU card to a Totum card.

Haydn Beeken reported that the previous students have had challenges ensuring Newark and Gainsborough are included and asked how the SU were tackling this. The President reported on arranging student council meetings at the campus sites but explained there were unfortunately no officers in place at the separate campus sites currently.

The CEO thanked the Student President for her report. Information was shared on the Student Council meetings which are held at each campus. It was explained the learner voice survey has just been completed for the year and this will be discussed at the P&Q Committee meeting tomorrow.

CEO explained the launch of My Lincoln College App and asked the SU to promote using the app with students.

The Chair asked about the SU President's experience at enrolment and if she had been able to feed back on the issues she raised. It was explained the first impressions survey is specifically aimed at enrolment and induction and issues will be followed up.

The Chair reported it was positive to see the SU so involved and vibrant. Graham Harrison suggested linking promoting the App and Totum card together and adding in links in communications. Dean Graham asked if the SU had enough resource to enable growth for events and profile raising and this was discussed. It was felt the SU should also have a commercial aspect and particularly for HE students. The CEO reported that consideration can be given to building additional resource for the SU into next year's budget.

32/18 CEO'S REPORT

The CEO thanked the Governors for a structured and positive Board meeting covering a lot of detailed information in the reports received and approved. The Governors were also thanked for their input and support over the year. It was noted there was a lot of positive news but the sector as a whole is still not without risk. The management of the finances was highlighted and the potential upsides.

The CEO's report was taken as read and questions were welcomed.

The Chair reported on the quality and relevance of the work the College does taking into account the position of the sector currently.

Haydn Beeken reported he would be attending the AoC Governance Conference in March and asked that if there were any issues governors would like him to raise that they passed them through.

Action: any issues for the AoC conference to be passed to HB

The CEO commented on the work being carried out by the International and Commercial Division currently. Mark Platts asked about the size and materiality of the work in the Eastern Caribbean. MD(I&C) explained the first part is a 90 day capability programme and time has been spent looking at the current education provision and what improvements can be made to deliver a longer 3 to 4 year piece of work to check and challenge. It was explained there is only low levels of income currently but this may open opportunities through the prosperity fund into other countries. It was noted that the first 50 days consultancy has brought in c.£38k as current staff have been used as part of the fact finding and consultancy.

The Chair thanked the Board and Governors and wished everyone a Happy Christmas and New Year.

33/18 URGENT BUSINESS

No items of urgent business were discussed.

34/18 DATE AND TIME OF NEXT MEETING

The next meeting will be a Strategy Day on Tuesday 22 January 2019 from 9.30 to at 17.00 hours.

The meeting closed at 18.26 hours.

Signed:

Date: