



MINUTES OF A MEETING OF THE LINCOLN COLLEGE BOARD OF CORPORATION – HELD BY MS TEAMS ON THURSDAY 21 JANUARY 2021

Present:	James Pinchbeck Haydn Beeken Ian Billyard Philippa Bratby Amy Conyard Lucy Goodier Dean Graham Tim Godson Gary Headland Natalie Heap Nick Lyons Mark Platts Peter Price Charlotte Watson Daniel Wilkinson	Chair Vice Chair and Chair of Performance and Quality Staff Governor Chair of Search, Training and Development and HE Chair of Audit Committee CEO Student Governor Vice Chair and Chair of Finance Committee
In Attendance:	Sarah Adams Tom Dannatt James Foster Graham Harrison Mark Locking Tom Marsden Jim Newall Jacqui Varlow	Clerk to the Board of Corporation Group Director of Finance and Commercial Managing Director (International and Commercial) Group Director IT, IM and Projects Managing Director (Education and Training Delivery) Group Director of Strategic Growth Group Director of Marketing and Communications Group Director of HR and SSS
Apologies:	Tim Calvert Neil Everatt Heather Fluck Tom McKenzie	

38/20	APOLOGIES FOR ABSENCE Apologies were received from Tim Calvert, Neil Everatt, Heather Fluck and Tom McKenzie. Ian Billyard was welcomed to his first full Board meeting following his time as a lay member on P&Q Committee. Ian explained his background.
39/20	EILIGIBILITY, QUORUM AND DECLARATIONS OF INTEREST No declarations of interest were made. The Governors were asked to raise any declarations if these became apparent during the meeting.
40/20	MINUTES OF THE CORPORATION AND COMMITTEE MEETINGS <u>Board of Corporation – 15 December 2020</u> The minutes of the meeting of 15 December 2020 had been circulated. Following a check on accuracy, the minutes were agreed by the Board as a true and accurate record and will be signed accordingly.

Performance and Quality –16 December 2020

The Performance and Quality Committee met on 16 December 2020 and the minutes had been circulated. The Chair of the Committee highlighted the following areas of discussion:

- An objective for 2020/21 was agreed by the Committee focusing on continuing improvement of the student experience of remote learning and monitoring the quality of this through the LAT Strategy. This will be shared on Teams
- A recent survey had been completed on the Golden Hour and the Committee will review this at the next meeting
- Final data had been discussed and good progress was noted. Even with limitations good progress on Apprenticeships had been made
- GCSE gradings subject to teacher assessment, as they may be this year and that the College had made this as fair and honest as possible
- Remote Learning Report and actions being taken. The action plan will be monitored by the Committee
- Prevent Action Plan had been signed off
- Subcontracting had been signed off
- Audit days to look at the student experience had been discussed and a scope requested for consideration

Questions were invited.

OODA walks were discussed and it was confirmed that these will be arranged for February. A support of learning week had been carried out in December and a follow up will be carried out with opportunity for Governor involvement. The Chair of P&Q asked that as many Governors as possible get involved in these walks and also feed back on the experience. The lasting impact of remote learning on future learning was raised as an area to consider and P&Q will also consider this.

Planning for next year has already commenced including the blend of face to face and remote to suit the curriculum area. There is also catch up funding available and it may be that some students come into College more to catch up on practical learning. The importance of looking at lessons learnt and what best practice can be taken forward was highlighted.

Audit Committee – 21 January 2021

The Audit Committee had met on 21 January 2021. The Chair of the Committee highlighted the following areas of discussion:

- Joint meeting with Finance Committee to receive and consider the Group and Subsidiary accounts which were recommended for approval
- The Committee had received and considered the Final Audit Findings Report and it was noted there were no adjustments apart from those related to pensions which was positive
- An adjustment was required to the wording on overseas travel which had been agreed, this is in recognition of the substantial financial contribution of these activities. It was recommended that there is more oversight on spending over the year on international travel.
- The Annual Report of the Audit Committee had been approved.

Finance Committee – 21 January 2021

The Finance Committee met on 21 January 2021 prior to the Joint meeting.

	<p>The Chair of the Committee highlighted the following areas of discussion:</p> <ul style="list-style-type: none"> • The financial reports for year ending 2019/20 and also the position as at Q1 • The impact of Covid-19 particularly linked to International and Commercial work • It was reported that 2019/20 was an exceptionally good year and the College is in a good position going into 2020/21 with healthy reserves • A Task and Finish Group is to be scheduled to meet on a monthly basis to consider and mitigate the in-year position as impacted by the pandemic, to plan and build a balanced budget for next year and ensure the Board are fully informed. The Group comprises of the Chairs of the Committees with an open invitation to other members should they wish to join.
41/20	<p>MATTERS ARISING AND NOTIFICATION OF URGENT BUSINESS</p> <p>There were no further matters arising. The CEO asked to raise an item of confidential business.</p>
42/20	<p>FINANCIAL YEAR END 2019/20</p> <p>It was noted that the Joint Finance and Audit Meeting had considered the financial statements at their earlier meeting.</p> <p>a) <u>Consolidated Annual Financial Statements and Subsidiary Company Financial Statements – year ended 31 July 2020</u></p> <ul style="list-style-type: none"> • The considerable amount of work put into the production of the accounts was recognised, particularly in light of Covid and the cyber-attack. • A request was made for any additional queries or feedback by the close of play on Friday 22 January 2021 • This is a strong starting point for the 2020/21 • A financial health grade of Outstanding for the year was reported • EBITDA was highlighted as £7m with a small deficit of £500k • The long-term finance deal and lack of debts was highlighted • The provisions put in place were explained and in particular the possible tax liabilities in KSA <p>Questions were invited.</p> <ul style="list-style-type: none"> • It was asked if there was a timeline in respect of the tax liabilities in KSA? It was explained the taxation assessment includes income tax, withholding tax and VAT and the timings will vary. This could take up to a year. The tax authorities have put resources in place to assess tax but due to the number of appeals there is a backlog. Negotiations are in place. • Background explanation was requested on reserves and how much are restricted reserves. Dilapidations were also queried, as well as pension and the impact. It was explained there are no restricted reserves other than an internal restriction on the Aviva funds, all working capital available is used in a certain order. Lincoln Academy Ltd dilapidations link to a building rented in Boston and this is a worst-case figure and should reduce significantly. Pension figures are due to actuarial assumptions and has tight parameters in place. Governors were invited to meet with the GD(F&C) if further understanding was required. <p>It was reported that the Remuneration Committee had reviewed and approved the reporting of the emoluments of the Senior Post Holders, including the CEO as Accounting Officer.</p>

	<p>The CEO thanked the Governing Body for their engagement and contributions in respect of the financial statements.</p> <p>Agreed: The Board of Corporation approved the Financial Statements as circulated</p> <p>The Committee welcomed the achievement of the Outstanding Financial Health Grade and the production of the accounts.</p> <p>b) <u>Regularity Self-Assessment Questionnaire (SAQ)</u></p> <p>This had been approved by Audit Committee for signature</p> <p>c) <u>External Audit Final Audit Findings Report (Group)</u></p> <p>No adjustments to the accounts were reported.</p> <p>d) <u>Annual Report of the Audit Committee</u></p> <p>The Annual Report of the Audit Committee had been reviewed by the Committee and approved for signature.</p>
<p>43/20</p>	<p>LINCOLN COLLEGE GROUP STRATEGIC RISK REGISTER AND BALANCED SCORECARD</p> <p>The Risk Register had been circulated. Questions were welcomed on the Risk Register and any other items. Updates were given on the main risks:</p> <ul style="list-style-type: none"> • Cyber-attack. Graham Harrison and his team were thanked for the recovery work which had only taken 17 days. Glen Harrison was thanked for his key involvement • KSA. Semester 2 which was due to start last weekend has not commenced and the contracts are still awaited. The levels of involvement liaising on the issue, including up to Government level, were explained. Work is underway to mitigate the impact. It was noted that Semester 2 could commence at any point. Students are not being taught as the Colleges are closed and students and families are pushing for teaching to recommence. • The first step is to mitigate any impact followed by setting a balanced budget for the year. <p>Questions were welcomed:</p> <ul style="list-style-type: none"> • An update was requested on Covid mass testing, exams and teacher assessments. It was explained that testing of staff and students is taking place in College and this will be scaled up or down accordingly. Staff will now be tested twice a week and student testing has been suspended. Over 300 tests have been carried out already with only one inconclusive and no positive tests. Planning is in place to test all staff and students if required. Exams are continuing where there is a need or request following the Government guidance. • It was asked if there were any costs related to the 'holding' position in KSA. It was explained that delivery continues at the ITQAN and key staff have been retained for this delivery. Mobilisation will be to virtual rather than physical delivery which will be easier to manage and remove some risk. There are staff who have left the Kingdom currently but are keen to return. The General Manager and Deputy General Manager are still in place. There are also business development opportunities progressing and two further bids submitted. The contract for the ITQAN has allowed key staff to remain in Kingdom.

	<ul style="list-style-type: none"> • It was asked what the pandemic position is in the Kingdom. It was explained that vaccinations are underway and the pandemic is more under control with c.200 cases a day currently and a lot of testing in place. All Schools and Colleges are to teach online for the first 10 weeks of the semester. Entry to KSA is under strict regulations. • An update was requested on Skills and World Skills Competitions. It was explained that a staff member had been recruited but not retained. The importance of these type of activities for the organisation and the students was highlighted. The aim is to focus on driving this forward. IB offered his support for this. <p>The FE White Paper had been circulated for information. The paper places College's at the centre and recognises their contribution. The paper does differentiate College from Schools, Universities and other Training Providers. Key messages included in the paper were highlighted.</p>
44/20	<p>SUBCONTRACTOR REPORT 2019/20 INCLUDING APPROVAL FOR 2020/21</p> <p>The P&Q Committee had considered the subcontracting report for 2019/20 and also 2020/21 at its last meeting. Background was given to the levels of subcontracting which has reduced over recent years. The Board were asked to note the report and also approve the subcontracting with Grimsby Institute on adult learning.</p> <p>Approved: The Board approved the subcontracting with Grimsby Institute as outlined</p>
45/20	<p>URGENT BUSINESS</p> <p>The staff and students were asked to leave the meeting for a confidential item to be considered.</p>
46/20	<p>DATE AND TIME OF NEXT MEETING</p> <p>The next meeting will be held on Tuesday 16 March 2021 at 16.30 hours</p>

15.39 Staff and Students left the meeting.

CONFIDENTIAL ITEM

A confidential item was considered.

The meeting finished at 15.53 hours.