



**MINUTES OF A MEETING OF THE LINCOLN COLLEGE BOARD OF CORPORATION  
HELD AT LINCOLN COLLEGE ON TUESDAY 18 MARCH 2025 AT 1630 HOURS**

<b>Present:</b>	Ian Billyard Pat Doody Farhan Ahmed Gene Bolton Holly Clayton Fielden Dawson Ellie Denton Tim Godson Chris Jones Reece Leggett Mark Locking Tom McKenzie Paul Milner Mark Platts Charlotte Watson Kerrin Wilson	Chair Vice Chair and Chair of Finance Committee (via teams) Student Governor Staff Governor Staff Governor Student Governor (via teams) Chair of Audit and Risk Committee (via teams) (via teams)  Principal and CEO Chair of Higher Education and Search Committees (via teams)  (via teams)
<b>In Attendance:</b>	Sarah Adams James Foster Graham Harrison Jo Lynch Tom Marsden Margaret Serna Jacqui Varlow	Governance Officer Managing Director (International and Commercial) Chief Information Officer Chief Finance and Compliance Officer Chief Strategy and Transformation Officer Chair of LCI Board Chief People Officer
<b>Apologies:</b>	Ashok Kumar Peter Price Matt Vaughan	Chair of Performance and Quality Committee  Deputy Principal

<b>51/24</b>	<b>APOLOGIES FOR ABSENCE</b>  Apologies were received from Ashok Kumar, Peter Price and Matt Vaughan. Ellie Denton, Tim Godson, Chris Jones, Paul Milner and Kerrin Wilson joined via teams.
<b>52/24</b>	<b>ELIGIBILITY, QUORUM AND DECLARATIONS OF INTEREST</b>  It was reported by the Governance Officer that notice of the meeting had been given and that a quorum was present. Accordingly, the meeting was declared open.  The Governors were asked to raise any declarations if these became apparent during, or after, the meeting. No declarations were made.

## 53/24 MINUTES OF THE CORPORATION AND COMMITTEE MEETINGS

### Board of Corporation – 21 January 2025

The minutes of the meeting held on 21 January 2025 had been circulated. The minutes were agreed as a true and accurate record and were signed by the Chair accordingly.

The actions were reviewed:

13/24 – Work Experience detail had been shared

15/24 – Email addresses have been set up and IT attended prior to the meeting to assist with access

44/24 – research is being undertaken as to the most appropriate training

44/24 – this is to be provided to International and Commercial Committee initially

50/24 – take up of wellbeing days had been circulated for information

### International and Commercial Committee – 23 January 2025 and 27 February 2025

The International and Commercial Committee had met on 23 January and 27 February 2025 and the minutes had been circulated. MS highlighted:

- HA – progress report and three year plan from Alex Thornton
- Development of DA – GH presenting to the March meeting with a launch in April
- DA achieved sales and return on investment which was positive
- Presentation on The Drill and turnaround of position. Seasonal business and diversification of events, learner involvement and recruitment
- Old Bakery – tracking on target – 500 covers challenge
- Student recruitment up
- New ideas put forward including student Wednesdays and Sunday carvery
- Refurbishment plans
- Target of 80% room usage
- ASI business plan and action plan – very detailed but income below target currently

PD asked if HA had done any work with the University Business School. JF reported on UoL link with sustainability. MS explained Governor help in lead generation had been discussed and a 'crib' sheet is to be put together and circulated.

Wednesday 16 April evening – launch of Data Alchemy. GH requested that anyone interested in attending responded to Claire Lloyd.

### Strategy and Growth Committee – 19 February 2025

The Strategy and Growth Committee had met on 19 February 2025 and the minutes had been circulated. MS explained the first draft of the LC Group Strategy had been considered in detail and the next meeting is to be held on Thursday 20 March.

### Audit and Risk Committee – 4 March 2025

The Audit and Risk Committee had met on 4 March 2025 and the minutes had been circulated. TG highlighted:

- Continuation of Risk Management process – JL and Amy Baggaley are developing this
- CJ and TG are to be trained on the system to enable them to be champions
- Any item with a score of 4 or below will be removed from the top level register
- Audit recommendations – increased due to Mazars funding and RSM statutory audits. Many linked to ILRs but did not affect funding
- Internal audit reports expected at the next meeting.

### Higher Education Committee – 5 March 2025

The Higher Education Committee had met on 5 March 2025. TM gave an overview of the items discussed including:

- Recruitment data and positive numbers
- Strategy and how will fit in to Group Strategy
- Portfolio plans and changes discussed
- OfS framework conditions
- OfS engagement visit had taken place yesterday and ED had supported from a student perspective. It was reported that the visit had gone well.

### Finance Committee – 27 February and 11 March 2025

The Finance Committee had met on 27 February and 11 March 2025. PD highlighted:

- Management accounts had been reviewed in detail specifically F2
- Positive surplus outturn expected
- Cash requirements for future investments
- Finance Committee are to receive a quarterly report from LCI
- Impact of CSR and expectation that full student growth will not be funded
- Expected that 80% of NI increase is to be funded
- Impact of funding changes will be more related to next years budget rather than this year
- Growth impact on student numbers and specifically agreement of the Committee for capital spending to extend spaces to increase capacity.

ML updated on current funding expectations:

- Only 2/3 of in year growth case, timing of this announcement has been raised
- Base rate to be increased and this will impact next year due to growth and lagged funding
- No news on revenue grant which will be known in May for payment in June
- Reduction in adult skills funding expected.
- No in year growth funding next year. This could equate to £1.4m. Decisions will need to be made on growth for next year. Large impact on 2025/26 budget

- First draft of top down budget in production but recognising this impacts year on year
- Exceptional growth business cases were explained from ESAF previously and that these used to be funded in year. It was agreed that letters should be put together and MPs involved. The support of AoC is being requested and what can be done. IB reported on attendance at AoC regional meeting but it was felt more pressure could be put on particularly in relation to the growth case.

GB asked about the reduction in adult skills funding and ML explained the budget has not increased for over a decade and in real terms was worth around 25% less. At LC this is a small part of the overall budget but in some Colleges it is significant. RL reported back on a session attended in Grimsby related to the future adult skills funding. ML reported on meetings on Devolution and Skills with local representatives and Colleges in the region. TM had met with Claire Ward, East Midlands Mayor, who does have some understanding of potential impact. CW asked about LSIPs. TM explained some funding had been received from LSIPs previously. GB asked if there was a plan in place and it was explained this has been requested. Pressure will continue to be applied. JL reported on managing finances according to what is known.

#### Remuneration and People Committee – 10 March 2025

The Remuneration and People Committee had met on 10 March 2025. The main agenda item considered was in relation to the Equality, Diversity and Inclusion Report in relation to staff.

#### Performance and Quality Committee – 29 January and 12 March 2025

The Performance and Quality Committee had met on 29 January 2025 and 12 March 2025. The minutes of the meeting held on 29 January 2025 had been circulated.

The meeting on 12 March had reviewed the EDI in relation to student figures. Donna Moorhouse had attended to provide an overview and update on work experience.

<b>54/24</b>	<p><b>MATTERS ARISING AND NOTIFICATION OF URGENT BUSINESS</b></p> <p>There were no matters arising or notifications of urgent business.</p>
<b>55/24</b>	<p><b>BI DASHBOARD</b></p> <p>Graham Harrison gave a demonstration of the high level Governor Dashboard. It was outlined there are three pages: Quality, Finance and People.</p> <p>The Governors worked in Groups to consider the pages and detail included. Questions were invited and discussed.</p>

## Group 1

It was asked if there would be a queries box to put some narrative in. Time taken to fill vacant posts was raised and if there were any particularly critical posts for example.

Leavers were queried which to date are 62 and high level is 148. GH explained the colour of the title is rag rated so green title positive. GB asked for clarification of the number of days to fill posts. It was explained it is from the moment the post becomes vacant to the moment the replacement takes up post. It was felt this was fairly low due to notice periods, etc.

CJ asked about the FTE number and whether there was a target number? Is the time taken linked to getting through the number of posts that need to be filled? It was explained there is more detail available on the People Services dashboard. It was suggested top level figures are also rag rated to show what is positive and negative and this was agreed to be included.

RL queried Finance and particularly cash days in hand. Noted figure is green, therefore positive. It was asked if there was a benchmark. It was explained the benchmark is 25 and it was felt this was very low. It was explained this was a national benchmark. It was noted there is a mix of LC figures and Group figures. In terms of KPIs these are all Group figures. Discussion took place on treasury management and interest accounts.

GH explained during R&PC the People Services dashboard had been demonstrated and how this can be drilled down to the detail. It was agreed that an indication of down or up should be used. It was asked why some figures were amber on Finance and it was confirmed these should be green. F1 and F2 timings were explained.

It was felt that there should be some additional detail included on the Quality dashboard rather than just retention, pass and achievement, ie destinations or teaching and learning and a meeting will be held to consider additions – GH/ML.

### **Action: ML and GH to meet in relation to additional figures**

It was asked what the reduction in pass rate was related to. It was explained 24/25 is forecast and explained as additional student numbers, non-regulation qualification reductions for 16-18s and high numbers of E&m.

It was explained that Governors are being given access to the dashboard. It was also reported a PDF would be sent out in advance. It was asked how often Board would like to see the figures and it was suggested it is brought to each meeting for the rest of the academic year.

### **Agreed: PDF to be sent out**

**Actions: Top level figures to be rag rated and down and up arrows added**

**Action: Dashboard on each meeting**

56/24	<p><b>PRINCIPAL AND CEO REPORT</b></p> <p>The report had been circulated and was taken as read. ML highlighted the following:</p> <ul style="list-style-type: none"> <li>• Risk register changes – no new high-risk items</li> <li>• Funding discussed earlier in the meeting</li> <li>• Strong progress on 15% growth case and what is needed. Cost of growth is significant at c.£2m. Planning for 15% but could potentially exceed this. Cost of growth may not be matched by income. Capital investment required on estates and additional posts to meet growth. There will need to be flexibility with class sizes and teaching hours. As timetable changes are made there may be some resistance.</li> <li>• CEFSS report positive with some actions to be picked up</li> <li>• Funding won on a number of projects</li> </ul> <p>TM asked about the possible acquisition of a private training provider. It was explained that discussions are taking place and a business case will be brought at the appropriate time if this progresses.</p> <p>Strain on central services and timetabling were explained. A timetabling expert is working with the College currently on solutions. It is not until 2030 that the demographic starts to decline. JF explained the College is currently outcompeting demographic data, possibly linked to sixth forms, being employer led, ASI, etc. It was asked if there were any particular schools being impacted and it was felt this may also be other Colleges. Some students perhaps need to be directed to other providers. RL asked if some provision could be delivered at other premises with ideas exchanged.</p>
57/24	<p><b>LCG APPROACH TO RISK MANAGEMENT</b></p> <p>JL gave a presentation on the changes to the Risk Management process explaining the following:</p> <ul style="list-style-type: none"> <li>• Current strategic risk register and spreadsheet. This manages the risks through mitigation and post mitigation residual risk which is the target risk. Previously no date to work towards on meeting the target.</li> <li>• When risks are tolerated this is where pre and post mitigation are the same then risks will drop off the risk register. PD asked if they have to be green and it was explained unless a risk is a 4 or below they will remain. Cyber security was given as an example and this will continue to be a risk and remain on the risk register.</li> <li>• There will possibly be only two or three risks that are being tolerated and will be brought to the Board.</li> </ul> <p>Clarification was requested on post mitigation scores and if this shows actions have been achieved and delivered. If not, there may be a risk removed and then not monitored. JL explained using 4Risk which will have actions and the date of when need to be achieved. There are GLT sponsors for each risk and each Committee has associated risks so can hold the GLT sponsor to account.</p>

	<p>Audit and Risk Committee has overall responsibility. Tolerate if all actions been taken . Treat is actions still to be taken. The target date ensures the risk stays there and is being managed.</p> <p>The Strategic Risk Register has now been moved over to 4Risk and this dashboard was presented. Governors will also have access to this.</p> <p>It was explained that this is LC only and that LCI will have its own risk register.</p> <p>JL presented the reports that can be run including one that looks similar to the current spreadsheet for information.</p> <p>PM asked if there was an LCI risk register and/or Group register and where these can be seen. JL explained they could be looked at with a different lens. It was explained if there was a Group risk linked to LCI then this would be included.</p> <p>The Risk Radar was presented and how this can be analysed.</p> <p>It was agreed that time needs to be spent on this in more detail to ensure the Board understand this fully. It was noted this was a positive step with greater integration and progress from previous system.</p> <p>JL asked if the current system could now be dropped and moved to the new system. This was agreed noting that the system can still produce a report that looks similar to the current version that is familiar. A summary paper can be put together.</p> <p><b>Action: summary paper to be produced</b></p>
<p><b>58/24</b></p>	<p><b>LCG STRATEGY – PROGRESS UPDATE</b></p> <p>ML reported that the strategy is on track. A full draft has been to the Strategy and Growth Committee which had resulted in a lot of discussion. Leaders, staff, students, managers, etc will have opportunity to input by 27 March. Five year plans are also being developed to sit underneath the overarching strategy. The next full draft will be taken to the April Strategy and Growth Committee prior to a test and improve session at the May Board meeting.</p> <p><b>Action: Strategy Test and Improve on May Board agenda</b></p>
<p><b>59/24</b></p>	<p><b>EQUALITY, DIVERSITY AND INCLUSION ANNUAL REPORT 2023/24</b></p> <p>The report had been circulated and was taken as read. It was explained that Remuneration and People Committee had reviewed the staff figures in detail and Performance and Quality Committee had reviewed the student figures.</p> <p>It was asked that any further questions are sent to SA via email who will coordinate responses.</p> <p><b>Action: any questions on ED&amp;I report to SA</b></p>

60/24	<p><b>APPOINTMENT OF DIRECTORS TO SUBSIDIARY COMPANIES</b></p> <p>The report had been circulated and was taken as read.</p> <p><b>Approved: the Board approved the appointment of Directors as listed</b></p> <p>It was explained that training is to be arranged for the Directors which will hopefully be open to the whole Board. JL will also present financial statements.</p>
61/24	<p><b>APPLICATION OF THE COLLEGE SEAL</b></p> <p>It was reported that following circulation and approval via email in relation to the ITQAN bond that the documents had been signed and sealed and sent to the solicitors to progress with NatWest.</p>
62/24	<p><b>URGENT BUSINESS</b></p> <p>No further business was discussed.</p>
63/24	<p><b>DATE AND TIME OF NEXT MEETING</b></p> <p>The next meeting will be held on Tuesday 13 May 2025 and will be a training day.</p>

The meeting finished at 1830 hours

Date: ..... Signed: .....