

**MINUTES OF A MEETING OF THE LINCOLN COLLEGE BOARD OF CORPORATION
HELD AT LINCOLN COLLEGE ON TUESDAY 8 JULY 2025 AT 1600 HOURS**

Present:	Ian Billyard Pat Doody Gene Bolton Tim Godson Ashok Kumar Mark Locking Paul Milner Farhan Ahmed Chris Jones Reece Leggett Charlotte Watson Kerrin Wilson Holly Clayton	Chair Vice Chair and Chair of Finance Committee Student Governor Chair of Audit and Risk Committee Chair of Performance and Quality Committee Principal and CEO (Teams) (Teams) (Teams) Academic Staff Governor
In Attendance:	Sarah Adams James Foster Vicki Locke Jo Lynch Margaret Serna Julie Sullivan Jacqui Varlow Mark Taylor	Governance Officer Managing Director (International and Commercial) Interim Vice Principal Chief Finance and Compliance Officer Chair of LCI Board Vice Principal Chief People Officer Director of Business Development and Partnerships
Apologies:	Ellie Denton Tom McKenzie Mark Platts Peter Price Tom Marsden Graham Harrison	Student Governor Chair of HE Committee Chief Strategy and Transformation Officer Chief Information Officer

72/24	APOLOGIES FOR ABSENCE Apologies were received from Ellie Denton, Tom McKenzie, Mark Platts, Peter Price, Tom Marsden and Graham Harrison.
73/24	ELIGIBILITY, QUORUM AND DECLARATIONS OF INTEREST 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.

74/24 MINUTES OF THE CORPORATION AND COMMITTEE MEETINGS

Board of Corporation – 18 March 2025

The minutes of the meeting held had been circulated. The minutes were agreed as a true record and were signed accordingly.

PM asked about the private training provider. It was explained they had gone into liquidation and the learners have transferred to the College.

It was asked what the position was in relation to the Governor dashboard. ML explained he had reviewed the latest version but there are still some changes to be made. The final dashboard will be brought to the first meeting of the next academic year.

Action: Dashboard on next agenda

Board Training and Development Day – 13 May 2025

The minutes of the meeting held had been circulated. The minutes were agreed as a true record and were signed accordingly.

Strategy and Growth Committee – 20 March, 24 April, 22 May and 26 June 2025

The Strategy and Growth Committee had met monthly. A highlights report had been circulated for information. Key points to note were that the new College Strategy for 2025-2030 had been completed the key task for next year is linked to growth. MS gave her thanks to all colleagues and staff for their time and involvement.

International and Commercial – 25 March, 30 April, 5 June and 3 July 2025

The International and Commercial Committee had also met monthly. MS thanked colleagues for their input. All subsidiary companies have been reviewed and additional Directors have been appointed. For next year there will be meetings held by the Directors supported by I&C Committee. There will also be industry experts invited to sit on the Subsidiary Boards.

Successful capital bids for The Old Bakery (OB) and The Drill Hall (DH) were reported. It was explained that despite the view at start of year Deans is still performing well commercially and is therefore to remain a subsidiary. JS had given a presentation in relation to Aura and the positive growth and development was highlighted. Non KSA International had also been reviewed by the Committee.

New Subsidiary Directors have received training and meetings will be held for all companies in the Autumn term. It was highlighted that there are more students in China than KSA and financial performance was queried. China makes a contribution to the College. The role is very different to that in KSA with a different delivery model. JF gave further background. It was asked if it was worth increasing the provision. JF explained about the legal presence that would be required and the complexities linked to this.

Finance Committee – 25 June 2025 and 1 July 2025

The Finance Committee had met in June to consider the Draft Budget for 2025/26 and in July to consider standard reports including the Management Accounts, Treasury Management Report and Financial Plans. The Committee had approved the updated Procurement Policy.

Audit and Risk Committee – 7 July 2025

The Committee had met on 7 July and TG gave an overview. It was explained that the outstanding rolling audit report is to be added to the Dashboard if possible. TG explained progress made on audit recommendations with 21 of 30 being approved for removal. The key financial controls audit had been reviewed. GH had attended in relation to the IT health check completed by JISC. There are a number of high level recommendations and CJ is to work with GH. PO had outlined the external audit plan. A key audit risk unique to LC is international operations.

The risk register had been reviewed noting there was no narrative within some risks. PO's recommendation is that a key risk should be around reputational risk both UK and International. The RSM Emerging Issues document had been circulated and all Board members were asked to ensure this is read. Key items are the Failure to Prevent Fraud Act which comes into force in September which is a Board responsibility. The risk radar was highlighted as a good visual document. MS highlighted that reputation had been high on the agenda when considering taking over the learners from a failing training provider.

It was asked if there was any reputational risk that should be added. It was agreed there was not at this time. It was noted that this question is asked at any review of the risk register.

Performance and Quality Committee – 21 May 2025

AK gave an overview of the meeting. A main focus was English and Maths and the changes to delivery for 2025/26. It is hoped the new delivery model will have positive results. This has been discussed with the DfE reps at ASC and was welcomed. PD asked if this was a big burden. ML explained there were over 1500 students taking English and over 1500 maths. It was explained a contextualised pilot in some areas last year had seen an improved attendance and behaviour and quality of LAT in those lessons.

AK also discussed seven steps and curriculum planning. JS and VL will be scheduling meetings and governors were welcomed to join.

Remuneration and People Committee – 12 May 2025

Minutes of the meeting held on 12 May had been circulated for information.

Remuneration and People Committee – 7 July 2025

Discussion had taken place on the People Plan, a potential non-consolidated pay award and succession planning. It was noted that R&PC have been receiving and monitoring the People Plan over the last three years.

	<p>PD asked if Board have sight of staff survey results. It was explained the Health and Wellbeing report goes to R&PC. The rest are pulse surveys and are reported back to the Committee. This will be added to the dashboard.</p> <p><u>Higher Education – 18 June 2025</u></p> <p>The minutes of the meeting had been circulated. All main points have been brought to the Board today including Fees and a new Policy for approval. There were no other items to flag.</p>
75/24	<p>MATTERS ARISING AND NOTIFICATION OF URGENT BUSINESS</p> <p>There were no matters arising or notifications of urgent business.</p>
76/24	<p>FINANCIAL PLAN</p> <p>IB explained that the financial plan, budget and non-consolidated pay award had been discussed in detail at the Finance Committee.</p> <p>PD explained the Finance Committee had joined budget meetings with the Finance Team and staff and had been impressed by the process in terms of a challenging year. A full budget meeting had also been held. The challenging uplift in some areas was noted including subsidiary companies, staffing levels had been considered, all with satisfactory outcomes. The budget set for next year is to achieve a 6% EBITDA this is due to the level of debt and to retain Good financial health. This year the outturn should reach 6%. There is a focus on cash pressures including the need for capital expenditure to meet growth.</p> <p>PM highlighted the thoroughness of the budget process and involvement which was positive. The new Finance Team are working well together and moving in the right direction. ML highlighted the top three risks: in year growth which had been discussed at ASC today and what the budget was. DfE will not confirm figures. 2/3rds has been included in the budget. Second risk: current KSA ADI and ITQAN. Currently don't have a contract for ITQAN and ADI numbers are challenging. Thirdly: PPP which is not a risk as no income but if one or two Colleges are won there will be investment required and an impact on cash and capital with no income until March 2027. The budget is strong with a lot of positives and some levers.</p> <p>JL reported on the annual pay award and keeping up with the market. There is a gapped posts assumption as not all posts are filled immediately but doing a good job of recruiting currently. Estates budget is also tight and the team have been asked to prioritise. Budget set is hitting 6% EBITDA target and financial health score of good. Budget contributes £700k to the reserve position which allows self-funded investment capital money.</p> <p>TG raised OB and DH and aspirations for turning those organisations around and how will this be controlled throughout the year. Mark T explained a lot of changes at the OB and DH over the last few months. OB had 6 weeks closure for refurbishment. £100k of Towns Deal money had been secured to revamp the front area with booths and a bar with the intention that as a passer by you will see things going on and be drawn in. This will hopefully hit a new market and capture a lower per person spend.</p>

Rooms have been at 40% occupancy and are now up to 80% plus. These are on more platforms and there is more control which should drive revenue.

TDH has the same challenge in that customers have less money to spend. Options are being explored, ie Klarna. Revenue is largely ticket sales. Next year budget of c.£250k additional revenue not linked to ticket sales. Also, community and Arts Council funding and sponsorship being explored. £10k sponsorship had been brought in at the recent Awards Ceremony.

CJ noted of the top three risks that two related to KSA. There is increasing geo political stability with current government support but with potential to have a change of mind. Are we content that these risks are managed when the strategy is to increase reliability on KSA. There is the need to ensure UK is self sufficient. Previously KSA had been supporting the UK but this is now not the case. Group accounts will show that the UK stands on its own. There are some levers that can be used. PPP risk is the need for capital investment and working capital from start up. There is much less reliance on KSA than there has been in previous years. MS highlighted that PPP is a decision to be made in future. If we decide not to bid then this may trigger an exit strategy in KSA. PD explained the debt to KSA has been almost paid down. JL explained instability is sitting on the LCI risk register but does not raise any risks to the Group. JF explained challenges in the Middle East have not affected KSA currently and they do not want instability in the region. UK Government relationship with KSA is strong. There will be Win Review Boards held prior to any decisions being made on PPP.

CJ suggested that therefore the risks would not have an impact on the College and therefore are perhaps not the top risks.

Draft Budget for 2025/26

The Board were asked for their approval for the Budget 2025/26 as presented.

Approved: the Board approved the budget as presented

Capital Budget

A KSA dividend will be received of £800k to help support self-funded capital expenditure in the UK. This will allow spending on high priority requests. There is another £1.7m capital received from the Government to spend. A £400k bid target is set for capital spending and a further capital allowance from the Government is forecast from March 2026.

The Board were asked for their approval for the Capital Spending for 2025/26 as presented.

Approved: the Board approved the capital spend as presented

Non-Consolidated Pay Award

It was explained that the intention is to make a non-consolidated pay award for 2024/25 should this be affordable. It has to be approved and communicated to staff that the intention is to make an award to use cash from 2024/25.

	Approved: The Board approved a non-consolidated pay award for 2024/25 based on year end affordability
77/24	<p>PRINCIPAL & CEO REPORT AND STRATEGIC RISK REGISTER</p> <p>The paper had been circulated and was taken as read. The following was highlighted:</p> <p>E&M is an increased risk. PPP and risk to strategy is the inability to be able to bid for contracts. The PPP process is taking shape and a number of options are being considered. DfE/DBT and Treasury have confirmed they are putting panels together to look at the issues.</p> <p>A business case for ASF growth had been put forward but declined. MT and the team have achieved two Bootcamp bids around linked to automotive and 3D printing and HGVs through EMCCA.</p> <p>MIC was explained with a short term, full cost option put forward. A longer term solution is being worked on.</p> <p>CTEC – regional construction technical centre of excellence for the East Midlands was outlined and a bid has been put in. There will be other opportunities for TECs including Defence and Engineering.</p> <p>The ITQAN contract is due to expire on 17 August and is being managed by the LCI team.</p> <p>The education leaders, through the Federation of Principals, had met with the new Mayor. This had included discussion around the Skills Board - Employer Panel and ML is to sit on the Skills Board as Chair of the Federation.</p> <p>PM asked about recruitment. ML explained that learners will have to be turned away as it is expected that recruitment will be over 20% at the start of term. There are 1,171 applicants more than last year at this point in time. 15% growth will be 515 more enrolled students after 42 days. No late enrolment event will be held this year.</p> <p>Staff recruitment was also raised. There is a new Strategic Resourcing Manager in post and 22 new posts had gone out for recruitment with 15 now filled. A new approach has been put together in relation to induction.</p> <p>ASI student numbers have improved and it was asked how these were tracking. It was explained numbers are ahead of plan for full time but below for HE. There are currently more applicants at ASI than at Newark.</p> <p>CJ asked if there should be a risk linked to future growth and how to service this included on the risk register and controls and plans in place. ML explained that plans are being drawn up including curriculum plans for the future.</p>
78/24	<p>SUBCONTRACTING – ABBEY ACCESS CENTRE</p> <p>A paper had been circulated and was taken as read. A proposal and rationale to work with Abbey Access Centre had been put forward. This will help stop learners becoming NEET. We currently subcontract ASF with Abbey Access Centre.</p>

	<p>The DfE have been approached and given approval. Full due diligence has been carried out. Quality is being monitored and outstanding has been achieved so the College are happy with their provision. County Council also subcontract to Abbey Access Centre and they have good Ofsted reports. There are a number of short courses run there, many in construction.</p> <p>KW asked if the safeguarding data would be incorporated into that received by R&PC and also any complaints made against staff. It was explained the students belong to the College. Staff will be linked to quality control so that would be their process but overseen by the College. ML explained part of the funding is used by the college for quality purposes. PM asked who would a student report to and VL explained they would have a DSL. VL explained there will be increased oversight as the learners will be under 18 and more vulnerable. AAC also have other contracts for 16-18 year olds with a good track record.</p> <p>GB asked why is the provision for under 18s and it was explained learners will be under 18 on 1 August. Most of the cohort will be school leavers who are at risk of becoming NEET. AK asked if they have enough resources and is the reputation linked back? VL explained retention is 96% which is high for these learners. Key is to provide training for learners who could become NEET. Hopefully they can then progress to main College. In relation to resources this has been covered by due diligence but any issues the College would pick them up. PM asked if outcomes have been compared. VL explained short courses and better retention.</p> <p>Approved: the Board approved the subcontracting with AAC</p>
79/24	<p>HE FEES</p> <p>The paper had been circulated and was taken as read. This has also been through the HE Committee and prior to that GLT and SLT. Benchmarking has also been carried out. It was explained that this is the same uplift as Universities.</p> <p>PD asked how difficult it is to retain APP and TEF Silver. It was explained APP is approved for four years currently. PM asked about international fees and this was discussed. Often international students come through an agent and accommodation is separate. There are currently no separate international programmes.</p> <p>Approved: HE Fees were approved</p>
80/24	<p>INSTRUMENT & ARTICLES</p> <p>In light of a recent FE Commission letter changes had been made to the Instruments and Articles and these were explained.</p> <p>Approved: changes to the I&A were approved</p>
81/24	<p>DRAFT MEETING SCHEDULE</p> <p>A draft meeting schedule for 2025/26 had been circulated. It was explained that following feedback there would be some changes to dates for both Strategy and Growth, Finance and Audit and Risk Committees.</p>

	<p>Approved: the meeting schedule was approved</p>
82/24	<p>FINAL STRATEGIC PLAN 2025-2030</p> <p>The final Strategic Plan 2025-2030 had been circulated. This has been overseen by the Strategy and Growth Committee.</p> <p>The Strategy had been presented to the ASC today including the seven plans sitting underneath the strategy with objectives looking towards 2030/2035 and onwards.</p> <p>It was felt the document was easier to read and understand. The one page document was welcomed as clear. The next phase is the communication plan as the strategy launches on 1 August.</p> <p>IB explained that each Committee will have oversight of one of the plans that sit underneath the strategy.</p>
83/24	<p>POLICIES FOR APPROVAL</p> <p><u>Admissions</u></p> <p>JF explained the Admissions Policy had been brought for approval. There were a number of small changes which were highlighted. In September/October the way that admissions take place for 2026/27 will be finalised and if there are any changes then this will be brought back to the Board.</p> <p>Approved: The Board approved the Admissions Policy</p> <p><u>Fees</u></p> <p>The Fees Policy had been circulated. PD asked what the difference was between the levels and it was suggested this might be linked to Mayoral Authorities and will be checked.</p> <p>Action: BW to confirm difference in levels</p> <p>Approved: The Board approved the Fees Policy</p> <p><u>Learner Support Fund</u></p> <p>The Learner Support Fund 2025/26 had been circulated. It was explained this had been updated in line with funding rule changes.</p> <p>Approved: The Board approved the Learner Support Fund Policy</p> <p><u>Harassment and Sexual Misconduct</u></p> <p>The Harassment and Sexual Misconduct Policy had been circulated. It was explained this was a new Policy and a requirement of OfS. This is to address the increase in cases amongst HE provision in Universities and Colleges. It was explained there needs to be a separate policy specifically for HE.</p>

	<p>SA explained this has now been branded as a specific HE Policy and will be published as such.</p> <p>Para 5.3 was highlighted in relation to the relevant AP dealing with this and it was asked what the process would be if findings are inconclusive and what happens to the investigation and the information, specifically will it be destroyed or held in case there is a pattern further down the line?</p> <p>Action: JV agreed to follow up and report back</p> <p>Approved: The Board approved the Harassment and Sexual Misconduct Policy</p>
84/24	<p>APPLICATION OF COLLEGE SEAL</p> <p>The report outlining the application of the College Seal since the last meeting had been circulated for information and was noted by the Board.</p>
85/25	<p>EVENTS LIST</p> <p>The events list for 2025/26 had been circulated for information and was noted by the Board.</p>
86/24	<p>URGENT BUSINESS</p> <p>No further business was discussed.</p> <p>As this was the last meeting of the academic year ML thanked the Governors for their time and commitment, recognising that there had been a large number of meetings. Governors are a core part of the success of the organisation with finance and quality are in a good position.</p> <p>Gene Bolton was thanked for his contribution to the Board and its Committees during his year in office as Student Governor and GB thanked the Board for being welcome and allowing him to contribute.</p> <p>SA was presented with a gift and long service award to mark her retirement after more than 36 years at the College.</p>
87/24	<p>DATE AND TIME OF NEXT MEETING</p> <p>The next meeting will be arranged for next academic year.</p>

The meeting finished at 1800 hours

Date: Signed:

Action List

Actions from the Board of Corporation held on 8 July 2025

Item Number	Description	Action by	Target Date	Status/Note
74/25	Dashboard on next agenda	GH	Autumn meeting	
83/24	Levels in Fees Policy to be checked	BW	Following meeting	
83/24	Process in relation to investigation paperwork to be confirmed	JV	Following meeting	We keep written records of all disciplinary cases, regardless of the outcome, to assist with future queries. The College's Data Protection Policy specifically states the retention periods as 15 years from the end of employment and at least 6 years from the date the student leaves.