



MINUTES OF A MEETING OF THE LINCOLN COLLEGE BOARD OF CORPORATION HELD AT LINCOLN COLLEGE ON TUESDAY 9 DECEMBER 2025 AT 1630 HOURS

Present:	Ian Billyard Pat Doody Tim Godson Ashok Kumar Paul Milner Chris Jones Reece Leggett Charlotte Watson Mark Locking Juliet Killey Holly Clayton Ellie Denton Jayden Prestwood	Chair Vice Chair and Chair of Finance Committee Chair of Audit and Risk Committee Chair of Performance and Quality Committee Chair of Higher Education Committee Principal and CEO Staff Governor Academic Staff Governor HE Student Governor FE Student Governor
In Attendance:	Cheryl Maxwell Jo Lynch Jacqui Varlow Graham Harrison Stuart Reddington	Governance Officer Chief Finance and Compliance Officer Chief People Officer Chief Information Officer Vice Principal
Apologies:	Vicki Locke Julie Sullivan James Foster Margaret Serna Mark Taylor Tom McKenzie	Interim Vice Principal Vice Principal Managing Director (International and Commercial) Chair of LCI Board Director of Business Development and Partnerships

24/25	<p>APOLOGIES FOR ABSENCE</p> <p>Apologies were received from Vicki Locke, Julie Sullivan, Margaret Serna, Mark Taylor, Tom McKenzie and James Foster.</p> <p>The Chair thanked members for their support and guidance throughout the year to date and wished everyone an 'advanced' Merry Christmas and happy New Year.</p> <p>IB highlighted that consideration will be given moving forward on the amount of papers being distributed for some meetings and that further consideration will be given in setting up a Governance Portal to hopefully assist.</p> <p>Action: IB, CM and GH to meet to review the way forward with a Governance Portal.</p>
25/25	<p>ELIGIBILITY, QUORUM AND DECLARATIONS OF INTEREST</p> <p>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.</p> <p>The Governors were asked to raise any declarations if these became apparent during, or after, the meeting.</p>

	A declaration was noted for staff members in relation to both the pay award and efficiency days paper.
26/25	NOTIFICATION OF URGENT BUSINESS There were no notifications of urgent business.
27/25	FINANCIAL YEAR END 2024/25 The Consolidated Annual Financial Statements and the Subsidiary Company Financial Statements had been circulated for information and were taken as read. It was noted that these had been reviewed by joint Audit and Risk and Finance Committee. JL confirmed that the draft papers, which included the group position, had been shared as well as the subsidiaries accounts and the external audit management letter. These were presented and reviewed at the Joint Audit and Risk Committee / Finance Committee meeting last Tuesday with relevant questions / queries raised prior to circulation for the meeting today. CFFR rating remains as Good and this also allows a surplus bottom line which has not been received for some time. This will allow reinvestment into capital next year. JL confirmed this is a good position with a clean audit and no adjusted items required. A late notification was highlighted in relation to works in Saudi around the dividend payment and transfer pricing which is now undertaken through LCCSS as of this year. Auditors confirmed this morning that as the value has increased this will require additional reporting requirements, although numbers have not been amended. Additional notes will be included in the statements and this will not hold up the signing and filing of these accounts. JL requested delegated authority from PD as Chair of Finance Committee to review these accounts and approve accordingly post amendment, due to going over the materiality level. This was duly approved and agreed. It was confirmed that the consolidated statements will be signed by IB and ML on behalf of Board if approved. IB confirmed that RSM stated at the meeting last week that the college is in a better place than many other colleges, and that it is pleasing to note the reduced dependency on KSA and that the funding audit last year received zero clawback. Accounts will also be submitted on time which is not the case with other colleges, which again is positive. RSM reported that the focus this year was around the different subsidiaries as some of these do have a role with student engagement which impacts on the commercial elements of these companies. Auditors would like to see these businesses improving operationally and reflecting in the accounts the student activity in a financial way which is currently not being undertaken fully. RSM were complimentary and noted that Lincoln College is a good provider which is excellent news and that this is down to the works of the Finance Team, as well as the Audit and Risk Committee. ML reported that with Aura, student numbers can be attributed as learners are attending college due to this facility and this is the same with The Drill but a value is not yet included in the accounts. PD noted that this could be included to offset figures. IB noted that he undertook a learning walk recently in Performing Arts with a number of the students noting that the real advantage of their course is going to The Drill as part of this.

CJ queried how strategic direction filters down into the individual boards in terms of their plans and it was confirmed that this is taking place already through the regular Director Board meetings with them reviewing plans on the best way forward with each of the businesses.

JL confirmed that the Directors meetings have reviewed and approved the consolidated accounts relevant to their areas.

Approval: Governors duly agreed to sign these accounts on behalf of members.

Regularity Self-Assessment Questionnaire: IB noted that a close meeting has been held which was useful and reviewed this document thoroughly. JL highlighted that this is based on things being picked up in other colleges in the sector and is a self assessment to give open and honest answers based on our current practices and procedures. The questionnaire was taken as read with no queries to note from Governors.

External Audit Findings Report: An update was given noting the report shows no significant issues on controls or systems and procedures and that the one adjustment of £40k was removed. This report gives the sense that Finance Committee are in receipt of correct information throughout the year which is pleasing to note, especially in light of there being no adjustments. RSM were complimentary about JL and the Finance Team, Catherine Roland in works undertaken this academic year.

JL highlighted that system do now review all journals and that these are scrutinised in depth.

IB noted that overall the financial year was positive with no major issues and that it was pleasing to report a proper surplus which show strength.

There were no further queries to note.

28/25

PRINCIPAL AND CEO REPORT AND STRATEGIC RISK REGISTER

The Principal and CEO's report had been circulated for information and was taken as read. ML highlighted that the main issues to note is the change to two risks on the Risk Register, on PPP and ADI.

PPP: The risk has now been written to reflect that cashflow is becoming less of a risk with the bigger picture being the delay of the launch and the longer term financial growth towards the Vision 2030.

ADI: This is a new risk to note as this has moved from LCI Business as Usual to Strategic due to the delay in recruiting learners. There is now more confidence that this will take place in January with 60 starts then and a further 40 in April. This risk was originally high on the LCI risk register but as this may impact 2026/27 budget this has been moved to the Lincoln College Strategic Risk Register.

PD queried finances if ADI recruitment did not materialise and it was noted that this would be based on a cost reduction exercise which could easily be undertaken as staff are on short term contracts.

CJ queried the auditor's comments on less reliance on Saudi, noting that two of the high level risks are based on this. It was agreed that a more detailed session can be undertaken offline to give further information on this if required. PD highlighted that auditors were looking backwards with a view now that there is less dependence on KSA. IB noted that a meeting would be advantageous; CM to offer dates accordingly.

ML reported that both E&M and attendance are also high risks but these are being dealt with and therefore noted that KSA are deemed bigger as these may affect our Vision 2030.

IB queried if azm is still incumbent on ADI and it as noted that this was no longer the case. azm is a huge opportunity as they are now considering us being the sole provider and further works will be required on whether or not this would be possible.

Current UK growth was noted as being at 9.7% against the original target of 15%, which is still very strong. CJ queried if the information ascertained from the lesson learned session with GLT on not meeting this target will be shared with Board and this was agreed.

Action: CM to set date with ML / JF providing more information on the current situation in Saudi in line with the two high risks. ML to share information on the GLT lessons learned session on UK growth for information.

Further points were highlighted as part of the CEO report as follows:

- GLCCA were due to vote tomorrow on the defunding of ESOL but this has been delayed and is now out to public consultation until the end of February. This funding totals £1m in this region of which we undertake £500k. ML gave an update on the arguments being undertaken currently both for and against this being defunded. A case has been drawn up and presented by the Federation of Lincs Colleges, with the small win being the delay and public consultation.
- PD queried if this does become defunded how could we then fund this and it was noted that this could be undertaken through full cost still but would cost more as this would be Functional Skills.
- Noted that we are finalist in the AoC Beacon Award for International work in China. An assessor will be visiting shortly with the outcome known in March. Also been highly commended through AoC for our Health and Wellbeing award.
- A student has been crowned the winner of the Good for Me, Good for FE award, in setting up the 'stop the bleed' courses.
- Revaluation of the Local Government Scheme Pension will give the college a net worth of £140k in year and £420 full year affect.

29/25 COLLEGE PERFORMANCE DATA 2024/25

The Powerpoint presentation had been circulated for information and was taken as read. The following points were highlighted:

Study Programmes

- Learners achieve well against National Rate (NR) at 82.8% with the core aim outperforming above NR as well at 83.4%
- Some areas show high achievement rates.
- High grades have increased to 29%, 2% above previous year for applied generals and 6% on vocational L3.
- Work required on attendance and English and Maths, although E&M do now undertake the new model with contextualised E&M taking place. This has not started that well but improvement is now taking place. This model consists of 3 hours with E&M tutors teaching 2 hours and then a third hour (contextualised) being undertaken by the vocational tutor in their area.
- E&M attendance is 7% higher in the contextualised lessons as opposed to vocational with the E&M tutor.
- Confirmed that E&M is highlighted within the Quality Improvement Plan and has a set of 17 actions behind this to address.
- November E&M resits will show whether or not the new model is working although ML reported that the 7% higher attendance rate is pleasing to see. Consideration is now required on how the E&M tutor led sessions are also deemed valuable by learners.

- Step in Support (SIS) has been reintroduced to assist those areas requiring improvement and this will have a sharper focus and lead level QIPs for those assessing themselves as Requires Improvement.
- Vulnerable and disadvantaged groups are showing a gap in achievement rates, with High Needs being a surprise as this has been strong previously. High Needs achievement is stronger within Supported Education than vocational although the gap is narrowing.

Adult Learning

- Above NR overall and particularly strong online provision.
- Tailored learning through Community provision is performing well.
- Adult E&M has improved compared to the previous year.
- Sub contracting also did well with majority of learning being successful. This was focused on 16-18 although some works were undertaken through this on the 19+ market.
- Focus now required in ESOL and E&M Functional Skills which are performing under NR.
- Infill adult learners into study programmes also not performing as well.
- Weekly attendance groups are now being undertaken, including on Adults, with the cutting of data now allowing interventions to be undertaken where required.

Apprenticeships

- Showing a success story with achievement at 61.75% which is a three year positive trend.
- PEEDS also noted as being down and nearly all learners passed their EPA with a third of these achieving high grades.
- Distinction grades in Health and Beauty are positive, as well as first time pass rates in E&M Functional Skills being strong.
- Focus is to sustain the improvement on outcomes and tackle achievement where this does not meet NR. KPI has been set at 65% achievement and this is being reviewed closely.
- CJ queried if employer feedback is reviewed and it was noted this is key metric and information will feature in the Top Level Scorecard data when readily available, although employer engagement is sometimes hard to address. ML noted that national framework (AAF) which includes employer feedback and is currently sufficient.
- At risk apprentices are being checked although this can be more challenging especially for those in the workplace.

High Needs

- Learners do well with opportunities to develop internal and external work experience.
- Outcomes on vocational and core aims are largely good.
- Achievement data between those studying in vocational against those in Supported Education needs addressing as the gap is too big.
- E&M showing a significant gap of 12% which also requires focus.

HE

- Achievement trends are positive, including high grades and first class grades.
- Pass rates have increased up to 98% which is 5.4% above the previous year.
- First class have increased by 4% and High Needs distinctions now at 35% showing a 16% improvement. 2:1 grades have also increased by 9% from the previous year.
- Graduate outcome survey has shown improvement and the data for going into employment or participation in further study is showing as good and up 9.7% on employment.
- Areas of concern were noted around course organisation and management and this can be pinpointed to a few areas only
- Retention requires improvement. PD queried the issue and it was noted that within Policing for example then learners are leaving to join the forces which is in fact a positive destination. Other issues were noted as being around the mental health challenge. The Widening Participation team are strong in alleviating these issues.
- Internal progression needs focus as not enough L3 learners progress to HE.

	<ul style="list-style-type: none"> • Positive destinations noted as currently at 94% with 14% going into HE which has taken a dip recently. • CJ reported that when you consider the performance sector benchmark, we are at 24% which we are not retaining and queried if there was any correlation. SR noted that with Complementary Medicine we do obtain specific data and the delivery model has been adjusted to assist with this. • ML queried assessment and feedback and SR noted that this is around timely feedback as opposed to what actual feedback is being received by the learners. • IB noted student voice as low and falling and SR reported that this has typically been low as well as around learning resources. HE Student Councils do take place and hard work has and is being undertaken in building the HE Community within the Gibney building. • Confirmed that HE QIP will be circulated to HE Committee via Academic Affairs. <p>Thanks were given for the update received.</p>
<p>30/25</p>	<p>VALIDATED LINCOLN COLLEGE SAR</p> <p>The SAR had been circulated for information together with the relevant data and both were taken as read. It was noted that Performance and Quality members had attended the validation event, as well as external members from Northampton College and IEG.</p> <p>ML reported that this is a well written SAR and thanks were given for the work undertaken in the concise report. The process is working well and the QIP should be considered when available to ensure that actions are being undertaken; this will be shared with P&Q in January.</p> <p>ML confirmed that the SAR is based on all FE funding quals with HE being reviewed by OfS. It was confirmed that P&Q, through the validation exercise, did concur with the statements and grades noted. It was highlighted that it is the action plans that should be considered moving forward.</p> <p>PM queried if we have a sense check on the action plans being effective and it was confirmed that this will be reviewed further within the Top Level Scorecard data at SLT. National Rates will be updated shortly which we can then also benchmark against, as well as our own KPIs which have been set and will be RAG rated.</p> <p>It was highlighted that there are 8 areas for headline improvements to note within the QIP with all owners updating this next week so an accurate picture will be available for P&Q in January.</p>
<p>31/25</p>	<p>HE ANNUAL MONITORING REPORT</p> <p>The HE Annual Monitoring Report had been circulated for information and was taken as read, noting that this has already review by HE Committee. Thanks were given to Mel Watson and the team for the works undertaken on this report.</p> <p>It was confirmed that this report is built bottom up and contributes to the institutions Annual Monitoring Reports which are sent to relevant validating bodies.</p> <p>The Chair of HE confirmed there is confidence with what is being undertaken within this report. Moving forward consideration needs to be given to ensure that the portfolio of courses do match with the required available resources.</p> <p>AK queried external verifications and it was stated that there are no issues to note from a Quality Assurance perspective. It was agreed that this aspect should be captured in the overview for information moving forward.</p>

	<p>RL confirmed that QA was discussed at the recent HE Committee and that the college position against feedback is required to note that this does match what is undertaken. This will then allow information to be triangulated against feedback from the NSS noted in certain subject areas.</p> <p>It was highlighted that only one sanction was received last academic year but this was in FE based around an online exam.</p> <p>Approval: This report was duly approved by Board.</p>
32/25	<p>SUB-CONTRACTING REPORT</p> <p>The sub-contracting report had been circulated for information and was taken as read.</p> <p>ML noted that Board approval to sub contracting is required and that last year this was approved and undertaken with 3 providers. No adult work will be sub contracted this year due to the college undertaking this themselves. However Abbey Access will be contracted to deliver 16-19 construction learners which DfE have agreed to. The quality risk was noted although it was stated that this work is being done through the provider whom had good quality last year and therefore there should be no issue.</p> <p>Abbey Access have been awarded £80k of funding with us retaining £20k to undertake quality work etc. Due to being lagged funding, this will come out of budget this year but this will not get paid back in until next year and this has been accounted for within budgets.</p> <p>PM queried if the need for this was determined by growth although we did not meet the 15% target and therefore was this still required. ML confirmed that this is being done due to being unable to accommodate more construction learners on site.</p> <p>ML gave an overview of Abbey Access noting that this has just been bought out and that the previous CEO has remained with the new company for a further year to assist with the takeover which is positive news.</p> <p>It was confirmed that if we do decide to sub contract again next academic year that this will require Board approval in July.</p> <p>Approval: Board duly approved to proceed with this sub contacting work.</p>
33/25	<p>URGENT BUSINESS</p> <p>There were no matters of urgent business to note.</p>
34/25	<p>MINUTES OF THE CORPORATION AND COMMITTEE MEETINGS</p> <p>It was noted that the committee overview sheets give an oversight of each meeting and questions on these can be posed to CM after the meeting, with these questions and responses then being reported back through the minutes for awareness.</p> <p>Governors confirmed that the new overview documents are helpful.</p> <p><u>Board of Corporation – 21 October 2025</u></p> <p>The minutes of the meeting held had been circulated. The minutes were agreed as a true record and were signed accordingly.</p>

Performance and Quality Committee – 22 October 2025

The minutes of the Performance and Quality meeting, together with the Committee Overview, had been circulated for information and were taken as read.

International and Commercial Committee – 13 November 2025

The minutes of the International and Commercial meeting, together with the Committee Overview, had been circulated for information and were taken as read.

Strategy and Growth Committee – 20 November 2025

The minutes of the Strategy and Growth meeting, together with the Committee Overview, had been circulated for information and were taken as read.

Finance Committee – 14 October 2025

The minutes of the Finance meeting, together with the Committee Overview, had been circulated for information and were taken as read.

Finance Committee – 2 December 2025

Confirmed that minutes are now available and will be circulated for awareness.

Audit and Risk Committee – 2 December 2025

These minutes will be reviewed at the next meeting.

Remuneration and People Committee – 1 December 2025

These minutes will be reviewed at the next meeting.

Appraisal Committee – 3 December 2025

These minutes will be reviewed at the next meeting.

Higher Education Committee – 3 December 2025

These minutes will be reviewed at the next meeting.

Action: Finance Committee minutes to be circulated for information.

35/25 MINUTES OF THE SUBSIDIARY MEETINGS

Minutes were circulated for information noting that these have previously been reviewed thoroughly through the International and Commercial Committee.

The Old Bakery – 29 September 2025

The minutes of The Old Bakery Directors meeting, together with the Committee Overview, had been circulated for information and were taken as read.

The Drill Hall – 14 October 2025

The minutes of The Drill Hall Directors meeting, together with the Committee Overview, had been circulated for information and were taken as read.

	<p><u>Human Alchemy – 6 October 2025</u></p> <p>The minutes of Human Alchemy Directors meeting, together with the Committee Overview, had been circulated for information and were taken as read.</p>
36/25	<p>MATTERS ARISING FROM MINUTES OF LAST MEETING</p> <p>There were no matters arising to note.</p>
37/25	<p>STRATEGIC PLANS</p> <p>The objectives were circulated for information noting that these had not been updated due to the timing of the GLT review. These will be discussed in depth at the January meeting, post the full GLT review.</p>
38/25	<p>NON-CONSOLIDATED PAY AWARD</p> <p>An update was given on the suggested non-consolidated pay award of £50 voucher per staff member, recommended by both Remuneration and People Committee and approved as affordable by Finance Committee. IB highlighted that the Chair of R&PC is an Associate Member to assist with providing an independent view.</p> <p>Final approval was requested by Board and duly agreed.</p> <p>Approval: Board duly agreed and approved the payment of a £50 voucher per staff member.</p>
39/25	<p>EFFICIENCY DAYS UPDATE</p> <p>The paper had been circulated for information and was taken as read, noting that this has already been agreed through Remuneration and People Committee. Finance also undertook a review of the costings, noting that this is less than material and therefore affordable.</p> <p>JV highlighted that this does link with the People Plan objectives to enhance and improve terms and conditions of staff and that T&Cs between those on the old Lincoln College contract and those on the new subsidiary contract (Lincoln College Corporate Support Solutions) do differ.</p> <p>The request for these efficiency days to be given to those employed on the LCCSS contract had been requested by Unison.</p> <p>PM queried how many staff this will affect and it was confirmed that 319 staff will gain from these additional 4 days holiday and that there would be no cost implication to this. The physical cost was noted as being £31k although it was stated that the productivity cost also needs taking into account as these days will be taken throughout the remainder of the academic year. It was confirmed that the current efficiency days fall into a period of full closure.</p> <p>The £31k was noted as being rolled up holiday pay for term time only staff as well as the cost of buying and/or selling of leave for those on the current LCCSS contract. JV confirmed that the element of purchasing 5 days leave has been removed from the LCCSS cost and replaced with the purchasing of one day only to equate back up to the 5 days previously noted.</p> <p>IB noted that steps have been taken to try to improve T&Cs but that we must not lose the differences between the two contracts, although this enhancement to the T&Cs for LCCSS is desirable.</p>

	<p>JV confirmed that the full report is available for viewing if required.</p> <p>ML highlighted that by agreeing to the change to the LCCSS contracts, this will disadvantage long serving members of staff whom are on the original Lincoln College T&Cs (approximately 56) as they will not gain from this and this will bridge the gap slightly. It was also note that those on original Lincoln College T&Cs are paid less than those on the LCCSS contract.</p> <p>AK queried if efficiency days are the normal across the sector and it was noted that most colleges run on local government T&Cs.</p> <p>Approval: Board duly agreed to this proposal.</p>
40/25	<p>GOVERNOR DASHBOARD</p> <p>The Dashboard had been circulated for information.</p>
41/25	<p>RISK MANAGEMENT ANNUAL REPORT</p> <p>The Risk Management Annual Report had been circulated for information noting that this had been reviewed by Audit and Risk Committee.</p>
42/25	<p>ANNUAL REPORT OF THE AUDIT AND RISK COMMITTEE</p> <p>The Annual Report of the Audit and Risk Committee had been circulated for information noting that this had been reviewed by Audit and Risk Committee. TG noted that this had been thoroughly reviewed this year in light of the changes with regards to internal audits.</p>
43/25	<p>REVIEW OF RISK REGISTER</p> <p>It was noted that there was nothing specific to note with regards to the risk register.</p>
44/25	<p>ANY OTHER BUSINESS</p> <p>Pay Award: It was noted that a paper will be circulated to Remuneration and People Committee in January with the proposed pay award, as well as through Finance Committee to confirm affordability. This will then be discussed at the next Board meeting in January for final approval of the recommendation. ML confirmed that GLT have discussed this and that he would like to give as much as possible and highlight the potential options being considered. Further information is required on the reforecasting of the budget to ascertain which options are affordable. PM queried if benchmarking will be included in the report and this was confirmed.</p> <p>It was noted that the Local Government Pension Scheme payment will impact the decision and that this has been revalued with a full year's impact being £420k less next year which has been factored in.</p> <p>ML thanked Governors, on behalf of GLT, for their time and effort given and wished them a Merry Christmas.</p>
44/25	<p>DATE AND TIME OF NEXT MEETING</p> <p>Tuesday 20 January 2026 commencing at 1630 hours</p>

The meeting finished at 1830 hours

Date: Signed:

Action List

Actions from the Board of Corporation held on 21 October 2025

Item Number	Description	Action by	Target Date	Status/Note
06/25	Flowchart to be amended to note that Board will receive sight of the full objectives	JF	By next meeting	
07/25	CJ and MT to meet offline re Defence Cluster Board	MT	By next meeting	
09/25	Circulate updated committee objectives once all set	CM	By next meeting	Ongoing

Actions from the Board of Corporation held on 9 December 2025

Item Number	Description	Action by	Target Date	Status/Note
24/25	Meeting to be held to discuss way forward with Governance Portal	CM	By return	
28/25	Dates to be offered on KSA update by ML / JF to Governors	CM	By return	
	Information to be shared on the GLT lesson learned session on UK growth	ML	By return	
	Finance minutes of 2 December to be circulated for information	CM	By return	