

**MINUTES OF A MEETING OF THE LINCOLN COLLEGE BOARD OF CORPORATION
HELD AT LINCOLN COLLEGE ON TUESDAY 10 DECEMBER 2024 AT 1630 HOURS**

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

28/24	APOLOGIES FOR ABSENCE Apologies were received from Fielden Dawson, Pat Doody, Farhan Ahmed, Tom Marsden and Margaret Serna.
29/24	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.

30/24 MINUTES OF THE CORPORATION AND COMMITTEE MEETINGS

Board of Corporation – 29 October 2024

The minutes of the meeting held on 29 October 2024 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 to be shared – **MV to circulate**

15/24 – Dashboard Commentary box – this has not been included currently. Discussion at Board will be more how we want to use it before further changes are made. LC email addresses will be sent back out to allow Governors to access this live. This will also allow access to the Risk Register etc - **SA**

17/24 – Internal Audit suggestions – continue to send through

23/24 – Smoking cessation campaign – feedback to be requested from Sam Rees when the campaign has taken place

25/24 – Search Committee has met and this will be reported

Performance and Quality Committee – 6 November 2024 and 5 December 2024

The Performance and Quality Committee had met on 6 November 2024 and the minutes had been circulated. The Committee had also met on 5 December 2024 in relation to subcontracting which is an agenda item. Items discussed included:

- SAR 2023/24
- Gatsby Careers Benchmarking
- Position statements are to be reviewed during the year
- To escalate – Maths and English – noting over 1300 on each curriculum area
- Digital Strategy will be address by the Strategy and Growth Committee
- It was noted that risks recommended for removal had not been included on document circulated to the Audit and Risk Committee and there was a danger that there were too many different versions of the risk register currently. It was explained that the sequencing of meetings is to be changed so that Audit and Risk is the last Committee to be held prior to Board meetings to enable sign off for risks to be removed

Search Committee – 28 November 2024

The Search Committee had met on 28 November 2024. The Chair gave an overview of the discussions and the approaches to be made to ensure diversity and appointment of Board members with educational backgrounds. Currently there are 14 Board members and the Committee had reviewed the terms of office and set a plan for the next couple of years. MP raised the time commitment and balance required.

Strategy and Growth Committee – 2 December 2024

The Strategy and Growth Committee had held their first meeting on 2 December 2024 and the Chair of the Board gave an overview of the items discussed.

A 2025-2030 Strategic Plan is to be developed with the specific targets for 2025/26. A vision beyond 2030 will also be considered as part of the growth agenda and strategy work for 2025-30.

Finance Committee – 29 November and 3 December 2024

The Finance Committee had met on 29 November and 3 December 2024. The Vice Chair of the Committee provided an overview of the items discussed including:

29 November 2024

- A full review of the Q3/F1 management accounts.
- More scenario planning was requested in relation to the forecasts.
- JL explained that figures will be available in January.

3 December 2024

- Policy reviews including an LCI Dividend Policy.
- CFCO report was covered including year end.
- Aged debts and tax issues were explained.
- Finance Risk register was considered and the Committee are supporting the Finance Team.

Audit and Risk Committee – 3 December 2024

The Audit and Risk Committee had met on 3 December 2024. The Chair of the Committee provided an overview of the items discussed including:

- Audit recommendations were discussed and these were reduced to three. The ESFA funding audit recommendations have now been added.
- Representatives have met with JL to discuss the new strategic risk register. Additions and removals will come through to the Audit and Risk Committee.
- It was noted that the ESFA funding audit had been extremely positive with no clawback.

The Board thanked the team led by Graham Harrison and Connor Goulding. It was noted that items had been addressed appropriately.

Joint Audit and Risk and Finance Committee – 3 December 2024

A joint meeting of the Audit and Risk and Finance Committees had been held to receive the Audit Findings Report and an overview from Paul Oxtoby, External Auditor with no issues to bring to the attention of the Board. Staff were singled out for praise, led by the CIS Team, on the result of £0 clawback from the recent ESFA external funding audit.

Higher Education Committee – 4 December 2024

The Higher Education Committee had met on 4 December 2024. The Chair of the Committee provided an overview of the items discussed including:

- HE numbers have decreased but that this had not resulted in a drop in income.

- Fees.
- The amount given back to students which is significant. It was asked why this was high and the background was explained. This will be reduced on a sliding scale.
- High NSS results.
- It was explained the APP has now been set for 2025-29.
- Portfolio plan was reviewed.
- Good participation rates for student surveys and actions that are taken.
- HEAMR considered and approved by the Committee.

Remuneration and People Committee – 9 December 2024

The Remuneration and People Committee had met on 9 December 2024. The Chair of the Board provided an overview of the items discussed including:

- SPH objectives including meeting the budget and delivering the strategic plan, external engagement, etc. ML explained that his objectives are available to the Board members should they wish to see them.
- People Services Annual Report and future Plans
- Figures for inclusion in the annual financial statements were not approved and the revised figures have now been reviewed by SA and JL and submitted to the auditors for inclusion in the final documents.

Prior to the R&PC, the Appraisal Committee had met and carried out the reviews of the Chair of LCI Board and Chair of LC Board. The Chair will share the outcomes.

31/24 MATTERS ARISING AND NOTIFICATION OF URGENT BUSINESS

There were no matters arising or notifications of urgent business.

32/24 FINANCIAL YEAR END 2023/24

Consolidated Annual Financial Statements – year ended 31 July 2024

It was explained that the draft financial statements had been circulated to the Finance Committee and the feedback included. RSM are now carrying out final sampling prior to releasing the final statements for signing.

It was reported that these are clean financial statements with no adjustments apart from pensions and gift aid. It was forecast that a surplus would be made and this is c.£450k. The figures and report will not now change. This is the first time in a number of years that the College has made a surplus independently which was positive.

It was asked that the Board approve signing of the Financial Statements by the Chair and Accounting Officer once received from the auditors.

Approved: the Board approved that the Chair and Accounting Officer sign the financial statements

Subsidiary Company Financial Statements – year ended 31 July 2024

Letters of comfort are provided for some of the subsidiaries which outlines that any debts will not be called in over the next 12 months. This includes the intercompany debt. The background to the movements was provided and the longer term strategy towards surpluses for the subsidiary companies. The auditors carry out going concern reviews as part of the sign off. TG asked about the subsidiaries and any impact. It was explained that the key point is the parent company and the College owns the property rather than the company.

Regularity Self-Assessment Questionnaire (SAR)

It was explained that this is an internal document shared with the external auditors as part of the sign off for the financial statements. It was asked if reference to the Corporation and the College were interchangeable. It was highlighted that there is also reference to the College and then the Board of Corporation. This was discussed and it was explained that this encompasses the College and all the subsidiaries.

External Audit Findings Report

This is a key document that covers the points in the management letter. Many are from the funding audit of which there are always a large number due to the complexity. Any audit points will be added to the rolling report.

Annual Report of the Audit and Risk Committee

The Annual Report of the Audit and Risk Committee had been circulated. This was approved by the Board and signed by the Chair of the Committee accordingly.

33/24 PRINCIPAL AND CEO REPORT AND LCG STRATEGIC RISK REGISTER

Principal and CEO Report

The report had been circulated and was taken as read. ML highlighted the following:

- ADI and additional work in KSA
- LCI budget is behind
- P4 accounts production which is being worked on

Emerging opportunities/threats were highlighted as:

- 16-18 enrolments - 12.4% growth against an original target of 6%. Enrolment and Curriculum Team were thanked for their support
- Performance data for 2023/24
- Open day numbers have been much higher than last year
- It was confirmed that targets had been set in line with demographics which is 6% therefore 12% was higher conversion rate and out competing the market.
- Student retention is also higher than in previous years.

- It was reported that average class sizes are up to 16 this year and therefore any further growth will need to be considered carefully to inform curriculum planning.

AK asked about recruitment criteria and comparison to other colleges. MV explained improved red flag system and the move into new segment in A levels. It was confirmed that entry criteria remain high and there are more L1 and L2 courses on offer. It was explained that all colleges are up on numbers but it is not clear if this is post R04. How to cope with additional growth next year is being reviewed. It was noted that the canteen is reaching capacity. GB suggested that lunch times are staggered and it was explained this should have happened and it will be further developed next year.

TMK asked about the aspiration to be net-zero by 2035 and who was leading on this. TmK agreed to be the link governor with Tom Marsden.

Strategic Risk Register

The current Strategic risk Register had been circulated and items highlighted as part of the CEO report.

34/24 DRAFT BOARD DATA DASHBOARD

A presentation was given by Graham Harrison on the draft dashboard including quality, finance and people. It was explained that a number of changes have been made since this was reviewed previously. It was agreed that a PDF could be provided before live access is arranged.

Action: circulate dashboard PDF

It was asked that the Board confirm that the right indicators are included. IB asked about cash days and it was explained ESFA expect 25 and current days are 91. It was explained that payments are being made in line with terms.

How often do the Board want to see the dashboard and should it go to the Committees as well as to Board was considered and how we use this going forward to get the best out of it.

GH explained that the relevant Committees can drill down into the detail underneath each area, ie Remuneration and People will look in detail at the People section.

IB suggested this is brought to each meeting for the remainder of the year. PM highlighted potential inclusion of notes to explain certain figures. IB also reported that any questions and responses should be recorded for transparency with all Board. CJ highlighted this should sit alongside the new risk register and when the Committees are having meetings to ensure that they are talking to the dashboard, potentially aligned to the risk categories. It was agreed that a view can be taken at the end of the year as to how to progress for next year.

It was asked that the Committee Chairs feed in if they feel that any additional items should be included.

	Action: Committee Chairs to feed in any additional items
35/24	<p>VALIDATED LINCOLN COLLEGE SAR</p> <p>The validated SAR for 2023/24 had been circulated. Governors and six peer Colleges had attended the validation event on 22 November. The key highlights and outcomes were explained to the Board. Overall effectiveness was outlined as Good and Contribution to Skills Needs as Strong. There are ten strengths and four areas for improvement. ML thanked MV and the team for writing the SAR which is a key document and for the improvements made. The Board were encouraged to read the document in detail as it gives the best understanding of the College. RL reported on the validation meetings which had been positive with very clear and transparent data.</p> <p>Approved: The Board approved the SAR for 2023/24</p>
36/24	<p>HIGHER EDUCATION ANNUAL MONITORING REPORT (HEAMR)</p> <p>The Higher Education Committee had reviewed the HEAMR at their recent meeting. MV highlighted the decline in HE numbers but no reduction in income. There is an increase in higher awards and a focus on achievement rates. The areas where pass rates were low were highlighted. Deep dives are being introduced into the HE provision and a strategy being developed. NSS results are positive and better than benchmark. An academic writing post has been introduced to support students on degree courses. There are plans in place to improve HE and expand the offer. It was asked if the two areas in NSS that were lower had any impact on results. There is not clear correlation currently and MV stated that this will be looked at in future. Discussions are being held with the clinical herbalism students. It was explained that Clinical Herbalism and Complimentary Healthcare and Wellbeing will potentially move from the OU to another validating partner. RL explained this is national and that Russell groups are also dropping their tariffs.</p> <p>Approved: the Board approved the HEAMR 2023/24</p>
37/24	<p>SUBCONTRACTING OF ASF</p> <p>It was explained that the Adult Skills Fund is government funding aimed at supporting adult education. This will be distributed in the future in line with devolution and mayoral authorities and the learners have to be in the county. The report was taken as read.</p> <p>Finance Committee approved the award process for £400k of subcontracting (a closed tender to four providers) and approval is now sought from Board to subcontract in general. PM asked if this could be done in house and it was explained technically yes but not easy to grow quickly other than potentially online and we should be prioritising Lincolnshire, Notts and Derbyshire learners. It was asked if there was the resource to manage the contract and quality assurance and JL explained how this would be managed. It was explained the plan gives the opportunity for more Lincolnshire learners to have access to education. It was explained that there used to be a lot of subcontracting at LCG but this was phased out.</p>

	The suppliers chosen were explained and the focus on local learners. Approved: the Board approved the subcontracting
38/24	REVIEW OF RISK REGISTER It was explained that there were no items to add to the Risk Register.
39/24	URGENT BUSINESS No further business was discussed.
40/24	DATE AND TIME OF NEXT MEETING The next meeting will be held on Tuesday 21 January 2025 at 1630 hours

Staff and Students left the meeting for a confidential item to be discussed

41/24	PAY AWARDS – CONFIDENTIAL ITEM This item was minuted as a confidential item.
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The meeting finished at 1835 hours

Date: Signed: