



**MINUTES OF THE LINCOLN COLLEGE BOARD OF CORPORATION – HELD AT LINCOLN COLLEGE ON TUESDAY 24 SEPTEMBER 2019**

<b>Present:</b>	James Pinchbeck Haydn Beeken Ian Billyard Philippa Bratby Heather Fluck Dean Graham Gary Headland Nick Lyons Mark Platts	Chair Vice Chair and Chair of Performance and Quality Lay Governor Support Staff Governor Academic Staff Governor  CEO Vice Chair and Chair of Finance Committee
<b>In Attendance:</b>	Sarah Adams Tom Dannatt James Foster Graham Harrison Mark Locking Jim Newall Jacqui Varlow	Clerk to the Board of Corporation Group Director of Finance and Commercial Managing Director (International and Commercial) Group Director IT, Information Management and Projects Managing Director (Education and Training Delivery) Group Director of Marketing and Communications Group Director of Human Resources
<b>Apologies:</b>	Tim Calvert Nick Cudmore Neil Everatt Tim Godson Danielle Lister Mark Speed Mike Simpson Daniel Wilkinson	Chair of Appraisal, Remuneration and Search Chair of Audit Committee

**1 – 5/19 BOARD STRATEGY SESSIONS**

Informal notes taken.

**6/19 APOLOGIES FOR ABSENCE**

Apologies were received from Tim Calvert, Nick Cudmore, Neil Everatt, Tim Godson, Danielle Lister, Mark Speed, Mike Simpson and Daniel Wilkinson

**7/19 ELIGIBILITY, QUORUM AND DECLARATIONS OF INTEREST**

It was reported by the Clerk that notice of the meeting had been given and that a quorum was present. Accordingly, the meeting was declared open. There were no declarations of interest made.

**8/19 ELECTION OF CHAIR AND VICE CHAIR(S)**

The Clerk reported that in line with the Corporation's Standing Orders, the Chair and Vice Chairs were required to be appointed at the first meeting of the academic year.

James Pinchbeck had agreed to re-stand as Chair. This was fully supported by all members. James was duly appointed Chair of Corporation for the academic year 2019/20.

Haydn Beeken and Nick Lyons both agreed to re-stand as Vice Chairs and this was fully supported by all members. Haydn and Nick were duly appointed Vice Chairs for the academic year 2019/20.

## **9/19 SEARCH COMMITTEE RECOMMENDATIONS**

The Clerk had circulated a paper following Search Committee and a meeting with the Chair and CEO to discuss membership and succession planning. A number of recommendations were put forward for Board approval.

[Ian Billyard left the meeting]

- 1 That Ian Billyard is appointed as Lay Governor on Performance and Quality Committee for a term of one year
- 2 That Tim Godson is appointed as a Board Member for a term of four years
- 3 That staff members are eligible to serve a second term of office
- 4 That an HE Committee is introduced for the purpose of oversight of the regulatory requirements in relation to the Office for Students (OfS)

[Ian Billyard rejoined the meeting]

**Approved: The Board approved the four recommendations put forward.**

The Chair also explained planned changes to the Search Committee as part of development and recruitment of future Governors. It has been agreed to change the name of the Committee to Search, Training and Development and widen the remit. Dean Graham is to Chair the Committee.

## **10/19 LINCOLN COLLEGE INTERNATIONAL FINANCIAL YEAR**

The Clerk explained that currently the Lincoln College (International) LLC financial year runs on a calendar year, ie 1 January to 31 December, rather than the academic year 1 August to 31 July as is the case for the College and its subsidiary companies. As the LCI financial position is consolidated within the annual Group Financial Statements this means working on a split year.

The change of financial year requires a change to the Articles of LCI and to facilitate this approval is required by the Board of Corporation and also the Lincoln College (International) LLC Board for the CEO and Group Director (Finance and Commercial) as Directors of Lincoln Academy Ltd and Lincoln College Corporate Support Solutions Ltd, as the shareholders of LCI, to sign a Power of Attorney.

**Approved: The Board approved the signing of the Power of Attorney documents as requested.**

James Foster reported that the Powers of Attorney will require notarising and the Clerk confirmed that Catriona Wheeler from Andrew and Co has been contacted to carry this out.

## **11/19 URGENT BUSINESS**

No items of urgent business were discussed.

**12/19      DATE AND TIME OF NEXT MEETING**

The next meeting will be held on 29 October 2019 at 16.30 hours.

The meeting closed at 17.08 hours.

Signed: .....

Date: .....