



MINUTES OF THE LINCOLN COLLEGE BOARD OF CORPORATION – HELD AT LINCOLN COLLEGE ON TUESDAY 29 OCTOBER 2019

Present:	James Pinchbeck Haydn Beeken Philippa Bratby Heather Fluck Tim Godson Dean Graham Gary Headland Danielle Lister Nick Lyons Mark Speed Mike Simpson Daniel Wilkinson	Chair Vice Chair and Chair of Performance and Quality Support Staff Governor Academic Staff Governor Chair of Search, Training and Development Committee and HE Committee CEO Vice Chair and Chair of Finance Committee By telephone
In Attendance:	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
Apologies:	Tim Calvert Nick Cudmore Neil Everatt Mark Platts	Chair of Appraisal and Remuneration Chair of Audit Committee

13/19 APOLOGIES FOR ABSENCE

Apologies were received from Tim Calvert, Nick Cudmore, Neil Everatt and Mark Platts. Daniel Wilkinson joined the meeting by telephone. The Chair welcomed Tim Godson to his first Board meeting.

14/19 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.

15/19 MINUTES OF THE CORPORATION AND COMMITTEE MEETINGS

Board of Corporation – 2 July 2019

The minutes of the meeting held on 2 July 2019 were checked on a page by page basis.

TD asked that the sentence in relation to the financial plan is amended to 'Financial targets remain challenging but realistic'. A typographical error on page 5 was noted 'bringing'.

Following these amendments the minutes were agreed as a true and accurate record and signed accordingly.

Board of Corporation – 24 September 2019

The minutes of the meeting held on 24 September 2019 were checked on a page by page basis. The minutes were agreed as a true and accurate record and signed accordingly.

Performance and Quality – 17 July 2019

The minutes of the meeting had been circulated for information. It was noted these were draft as the Committee will meet tomorrow for sign off.

HB gave an update. He explained the Committee will look at the end of year figures at the meeting tomorrow. HB thanked everyone for the responses for involvement in the SAR meetings to take place in November and also take up in relation to OODA walks.

Audit Committee – 30 July 2019 and 15 October 2019

The Audit Committee had met on 30 July 2019 and 15 October 2019 and the minutes of the meeting had been circulated for information. Tim Godson asked the Board to take the minutes as read and welcomed questions. There were no questions from the minutes presented.

Appraisal Committee – 8 October 2019

The Clerk reported that the Appraisal Committee had met on 8 October 2019 and carried out the Appraisals of the Senior Post Holders. The Chair reported that the year could have been different but there had been extraordinary performance and the Board thanked the senior post holders for their work during the year

Finance Committee – 17 October 2019

The Finance Committee had met on 17 October 2019. NL gave an overview of discussions:

- The new requirements from the ESFA and financial forecasting looking forward over four years.
- The Aviva fund and its utilisation. It was noted a separate bank account has been set up and a restricted reserve created on the balance sheet.
- A presentation had been received on the cashflow with a number of scenarios and it was asked that the slides presented are circulated for information.

Action: finance slides to be circulated

The Ravendale project had been discussed by the Committee and the proposal for outline planning permission for housing and redevelopment of the sports facilities. Board approval was formally required for the sale of two plots for housing and the redevelopment of facilities. Expected sale proceeds would be £2.465m, redevelopment costs would be £1.55m with a net cash contribution of £906k.

Approved: the Board approved the project as outlined

It was explained the Finance Committee were to visit Ravendale and the Board were welcomed to join this visit when arranged.

DG asked if during planning there might be restrictions or anything that would change how attractive the site is for a developer and the potential impact on the financial outcome. TD explained the developers have been involved in the initiative from an early stage and that as part of the development there are both outline planning and detailed planning applications being put in under the same scheme. There is also a strip of land owned by City Council that will require access arrangements being put in place.

The Chair thanked the Committee Chairs and asked that for future meetings a short note is produced to draw out the headlines from the meeting minutes.

Action: Chairs to produce headlines note for minutes for future Board meetings

16/19 MATTERS ARISING AND NOTIFICATION OF URGENT BUSINESS

There were no matters arising and no notifications of urgent business.

17/19 LINCOLN COLLEGE GROUP BALANCED SCORECARD AND INFORMATION REPORT

The new scorecard produced for the meeting was explained. The document can be used to discuss issues and enable more transparency but recognising not to operationalise the Board.

Three awards won recently were displayed for the Board. The International Business of the Year Award won at the recent Business Awards was explained and JF and his team were congratulated and thanked for their effort. Two AoC Beacon Commended College Awards had also been won and ML and his Directorate were congratulated. One award was for College Engagement with Employers and one for International work. It was also reported that Jenny Palmer, an Administrator at Newark, had won the Newark Radio Education Award recently. The College is also a finalist for an Industrial Cadets Award and the Awards Ceremony is being held in London in November.

It was noted that the scorecard includes the ELT targets as outlined within the strategic plan.

HB asked about the Leadership Development Programme which he recognised as challenging and asked how this had been received. The CEO felt it had been positive and JV reported on the accomplished external speaker and the positive feedback received from the recent session. There is a session run by Human Alchemy taking place in December. Articles and information are being shared to encourage discussion and debate. Diagnostic work is also being carried out. The Board are welcomed to come and engage at any session. The next speaker is Gill Alton (GIFHE) and hopefully a Lieutenant Colonel in future. JV reported on staff being given time to discuss and reflect during the workshops which has been welcomed

The Chair reported on attendance at the opening ceremonies of the Construction and Care Colleges and the engagement and involvement of external stakeholders.

NL reported on his attendance at the Construction and Police College openings and the recognition of collaborative working and long term aspirations. The impact of the Colleges on attendance and achievement and the work of the College leading this was highlighted. The Chair reported on a big impact from little investment.

ML reported on the Business Digital Academy that Dean Graham has been involved in which will be launched in January.

Action: DG to give an update on this at the January meeting.

The CEO outlined the issues on the current risk register. Items were outlined as:

- the cap on student numbers at AEC in Riyadh – this is being managed
- the Office for Students and regulatory issues – it was noted that a large number of Colleges had been written to regarding late payment of initial registration fees. It was explained that the OfS had asked that the topic is discussed at Board level. How HE is resourced is being assessed.
- DG reported he had met with Becki Hamnett earlier today for an OODA walk and also in preparation for HE Committee. DG recognised how HE had developed at the College and that this does need to be resourced appropriately to meet OfS requirements. MSp asked what the penalties might be and this was explained as c.2% of turnover. The biggest risk would be removal of registration. QAA are the assurance agency, as Ofsted is for FE. A meeting is being held this week to discuss HE as a whole
- Attendance Gold Group and that this is lower than hoped for and is a key focus. There is progress being made relating to registers and there have been some initiatives put in place to encourage attendance which will be monitored
- The Skills Capital (LEP) and IoT (DfE) projects were outlined along with the match funding requirements. The capital match to be drawn down for the Skills Capital project was discussed and Board approval sought. The £627,658.00 match funding for the Skills Capital project was outlined and the Board were asked for approval of that amount to be spent. It was noted that the £627,658.00 is included within the capital projects approved as part of the financial plan earlier in the year.

Approved: Draw down of capital and match funding expenditure (£627,658.00) for the Skills Capital project.

DG asked if students could be involved in any building work and it was explained that there would be some involvement of apprentices and students as part of work experience and similar.

- Apprenticeships and potential issues were explained and the possibility of minimum standards. The new staffing structure is making progress. HB explained apprenticeships is still a top focus for the P&Q Committee.

The Board welcomed the Risk Register and how it was presented and the awareness raising. The scorecard was also welcomed.

18/19 DETERMINED TO GOVERN

The document resulting from discussions between the CEO, Chair and Clerk had been circulated and the CEO outlined the programme being put together. Dean Graham as Chair of Search, Training and Development Committee is to take the lead on the Programme.

It was highlighted as important to recognise you can gain something from being a Governor and hopefully this will also encourage people to join the College in this role. The aim to see more focus on 'pairings' and hopefully linking up ELT members with Governors was explained. HB agreed with pairing and the opportunity for both Execs and longer standing Governors to be involved would be beneficial.

A two-day Role of the Director and the Board programme has been arranged to be delivered in January by the Institute of Directors.

The focus on building knowledge of the Governors about Further and Higher Education was outlined and pointers provided on where such knowledge can be gained.

Further information will be circulated as available.

19/19 SAFEGUARDING ANNUAL REPORT 2018/19

JV introduced the end of year report. HB asked about para 4 and the EHE students starting in 2019 and whether this should be 2018. JV responded the figure was applications for processing for this year. It was noted there had been a rise in the number of referrals of 25% but no explanation of possible reasons.

JV responded this was fundamentally linked to mental health and it was agreed an explanation should be added. The Chair asked about home educated students and should there be a comment on any impact. ML highlighted and explained the partnership arrangement with the Local Authority and the issue of integrating home study students. The National context in relation to extremism was noted as interesting for the County.

JV highlighted the focus of the new EIF away from compliance towards the culture. ELT reports are being shared with the Chair and Vice Chair as Safeguarding Governors and they will also be joining Safeguarding meetings.

DG asked about the 259 criminal disclosures and whether that was more or less than usual. JV responded this did feel higher than previously. Serious misconduct was explained as different to criminal disclosures and it was reported there have been instances in relation to weapons and violence but these were low in comparison to other Colleges.

It was noted that this is monitored closely on a monthly basis. Mental Health First Aiders have been trained and this is a focus. HF reported that more behaviour management training and support would be welcomed as there seems to be more issues this year and also larger classes. The way behaviour is managed does impact on students. The CEO reported that this has been flagged. The new BX days will include training on behaviour management. The larger numbers of students on English and maths was noted. HF felt the links to employability need to be embedded within the English and maths and perhaps this should be thought through for the first half term, for example should consideration be given to not running E&M in the first half term.

20/19 HEALTH AND SAFETY ANNUAL REPORT 2018/19

TD presented the report. The Health and Safety compliance and result of the audit and improvement was outlined. This will be repeated in 2019 to ensure improvement continues. In 2019/20 a series of KPIs and health and safety measures are to be brought in. This will be built around the IOSH course and framework. Questions were welcomed.

The Chair asked about the number of incidents reported and if the reduction was that there was less happening or better prevention and this was discussed in relation to RIDDOR and near misses. The Chair also asked about the 74% compliance. TD reported FE does sit around 70% and some non-compliance links to policies being out of date or similar. It was agreed an assessment should be made against where the compliance should be set.

MSi asked about policies including legionella, asbestos, fire, etc and if these were part of the audit. TD confirmed they were and also the fire safety survey had been part of the surveys carried out in. NL commented it was positive to see RIDDOR coming down but still felt three was too many and that he would welcome sight of Near Miss reporting. There are lots of issues happening which should be used as examples. TD explained this is being improved but staff need to recognise what a Near Miss is. The awareness raising of reporting systems was outlined.

21/19 RISK MANAGEMENT ANNUAL REPORT 2018/19

TD explained the Group had met three times during the year. A focus on producing and developing a set of objectives for the coming year was explained (section 8) including the implementation of Risk Management Group guidance. Incremental improvements in the reporting and commitment to set measurable objectives was outlined. The Group is looking at how to report against the mitigation of risks.

The Chair asked what the risk appetite was and it was explained this will feature as part of the Board Assurance Framework which will use the risk register as a key document.

22/19 GDPR ANNUAL REPORT 2018/19

The Clerk, who is also the Data Protection Officer, had circulated an Annual Report on GDPR and explained that this covered since the introduction in May 2018 to the end of the last academic year and outlined the number of breaches and emerging themes. It was explained there had only been one ICO reportable breach. The feedback from the ICO had been positive in relation to the actions taken.

It was explained that the GDPR Working Group continues to meet monthly and the main focus currently is to revisit the Audit spreadsheet completed by each area.

The ICO had recommended that update training takes place on a biennial basis as a minimum and new training packages have been sourced. It was explained there are two levels of training 'Essentials' and 'Briefings'. The Essentials training is to be undertaken by Directors, Leads, Heads and the Briefings training by all staff. The deadline for completion is Easter 2020 which fits within the timescale of every two years.

The Chair asked if there has been improvement of working practices and JV responded positively and that staff are more aware of how they communicate, for example by emails and how to use the College systems effectively.

JV also reported on increased student awareness and gave a recent example of a student responding to a staff member following a breach involving emails. The GDPR Group will continue to raise awareness by communicating with staff through Workplace.

DG asked how many breaches came from the person themselves or from an external source. It was explained it is very much a mixture. Some staff make a mistake and immediately call the DPO for advice and support and on some occasions an error is flagged externally.

The report was noted.

23/19 GOVERNANCE REPORT

The Clerk had produced a governance report following a review of the Instrument and Articles, Standing Orders and Terms of Reference. Main changes made were highlighted including: updating of the Terms of Reference for Audit Committee following publication of the Post-16 Audit Code of Practice in February, this amendment has fed into the Articles in relation to membership for Staff Governors. The Standing Orders will also be amended to include the updated ToR and this will also include those for P&Q Committee, the new Higher Education Committee and the expanded Search, Training and Development Committee once these have been taken to each respective Committee and agreed.

The Clerk asked that the Board approved the revisions to all documents as outlined and this was confirmed.

The Clerk gave an overview of the confidential minutes for the year and these were reviewed. The Clerk recommended that as these mostly related to banking facilities and the long term financing deal that these remain confidential. The Board agreed that all confidential minutes should remain as such.

The details of training undertaken and events attended by the Board during the academic year were reported and noted.

The Clerk reported that there is now not an elected Student President or Vice Presidents and that she is working with the Head of Library and Careers Guidance, Rachael Adair, to identify student representatives following outcomes from the Student Council elections in the next couple of weeks. At this point student representatives will be identified for Board as FE, HE and Apprentices. The Chair asked for pre-engagement with Governors as part of what the role involves to enable the students to be well prepared.

Action: students to engage with Board

Board membership had been ratified at the meeting on 24 September and the new Committee structure had been included for information.

The Clerk reported that following the Chair's letter on Extraordinary Governance a mechanism has been put in place to monitor the general governance actions, this will include percentage attendance at Board and Committee meetings and details in relation to engagement, for example learning walks, pay it forward and attendance at events. This will be brought to future meetings for information. The Chair welcomed the reporting as a reference for Governor Reviews. The Chair explained he will be attending the national AoC Governors' Summit to be held in March.

The Chair thanked the Clerk for the report.

24/19 ANALYSIS OF GOVERNOR SKILLS AUDIT

The Clerk explained that as part of the annual renewal of details a skills analysis of the Board members had been carried out and the results collated. The gaps were highlighted as a similar picture to previously. How the gap can be filled was discussed.

The Clerk highlighted that a key vacancy is currently for a Lay member of Audit Committee and the Board were asked if they had any contacts they could put forward.

DG reflected this was very much a self-assessment based on feeling and asked if there could there be a metric. It was agreed the skills audit could be considered as part of the Search, Training and Development Committee.

25/19 USE OF THE COLLEGE SEAL

The Clerk had circulated a paper in relation to the use of the Seal during the last year, including:

- in respect of a Legal Charge against land at Newark College relating to the loan approved at the Board of Corporation held on 19 March 2019
- for the purposes of registering as an approved supplier for Siemens Healthcare
- in respect of the Aviva long term financing arrangement and
- in respect of a Deed of Guarantee with the Department for Education in relation to the Institute of Technology (IoT).

The Clerk reported that since the circulation of the paper that on Friday 25 October the Seal was used for the following documents in relation to the IoT: Capital Funding Agreement and updated Deed of Guarantee. The Joint Venture Agreement was also signed.

The Board ratified the application of the College Seal as outlined in the report.

26/19 INSTITUTE OF TECHNOLOGY (IoT) SKILLS CAPITAL

This item was covered during the Information Report by the CEO.

27/19 URGENT BUSINESS

No items of urgent business were discussed.

28/19 DATE AND TIME OF NEXT MEETING

The next meeting will be held on Tuesday 17 December 2019 at 16.30 hours.

The meeting closed at 18.38 hours.

Signed:

Date:

**Action List
Actions from the Board of Corporation held on 29 October 2019**

Item Number	Description	Action by	Target Date	Status/Note
15/19	Finance Slides to be circulated	Clerk	Following meeting	Complete
	Chairs to produce headline notes for Committee Minutes	Chairs	Following Committee meetings	
17/19	Update on Business Digital Academy to be provided	DG	January Meeting	
21/19	Engagement activity for student governors	Clerk	When appointed	