



**MINUTES OF A MEETING OF THE LINCOLN COLLEGE BOARD OF CORPORATION
HELD AT LINCOLN COLLEGE ON TUESDAY 31 OCTOBER 2017**

Present:	James Pinchbeck Richard Arbon Haydn Beeken Abbie Bembridge Tim Calvert Nick Cudmore Neil Everatt Heather Fluck Dean Graham Gary Headland Nick Lyons Ehsan Naeem Mark Platts Mark Speed Mike Simpson Daniel Wilkinson Sam Yates	Chair Student President Vice Chair and Chair of Performance and Quality Student Vice President FE Chair of Audit Committee Staff Governor CEO Vice Chair and Chair of Finance Committee Student Vice President HE Staff Governor
In Attendance:	Sarah Adams Tom Dannatt James Foster Graham Harrison Mark Locking Jim Newall Jacqui Varlow Rachel Newton Mark Cook	Clerk to the Board of Corporation Group Director of Finance and Commercial Managing Director (International and Commercial) Group Director of IT, CIS and STEP Managing Director (Education and Training Delivery) Group Head of Marketing and Communications Group Director of Human Resources Head of Facilities, Infrastructure and Estate (item 20/17) Director of Apprenticeships and Recruitment (item 17/17)
Apologies:	Peter Horner	

9/17 APOLOGIES FOR ABSENCE

Apologies were received from Peter Horner. The Chair welcomed Tim Calvert and Neil Everatt to the Board as new independent members and also Abbie Bembridge and Ehsan Naeem as the Student Vice Presidents for FE and HE respectively. All present introduced themselves and explained their roles.

10/17 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 interests made.

11/17 MINUTES OF THE CORPORATION AND COMMITTEE MEETINGS:

For the benefit of the new Governors the Chair explained that the minutes of previous meetings are firstly reviewed for accuracy and then any matters arising.

The minutes are written to ensure that they record the discussions held against any agenda item, any outcomes and any actions required.

Board of Corporation – 4 July 2017

The minutes of the meeting held on 4 July 2017 were reviewed. It was noted that two slight amendments had been made to the wording. Minute 51/16.5 - it was explained that following the meeting the appointment of the Dean at the AEC had changed with the appointee being from the University of Hull. No further items were raised and the minutes, as amended, were agreed as a true and accurate record and signed accordingly.

Performance And Quality – 18 July and 11 October 2017

Haydn Beeken gave a summary of the October meeting which had focused on outcome data for the last year. Figures have since been updated with an improved position. P&Q are confident in the data sets and positive improvements continue to be seen. It was explained that Bob Hill, an external consultant who has been engaged with as a resource for the P&Q Committee, has given feedback on how the data is reported which has been taken on board. A review of the website is now being carried out at the request of the Committee to ensure compliance and best practice and this is being fed back and acted upon accordingly. There are two main areas of focus currently: Apprentices, which are being managed through the Gold Group and hotspots in courses, which are to be monitored through the SAR process. The CEO asked how confident P&Q were in the figures reported and it was explained that the Committee are very confident in the information they receive and the level of detail they are able to scrutinise.

Haydn Beeken explained that he will produce a short video to summarise each meeting which will be posted on Workplace for information. Minutes are shared with the Board as a whole and Governors were encouraged to ask any questions when these are circulated.

Action: Clerk to assist with posting video following P&Q meetings.

The CEO explained to the new Governors the style of governance adopted by the College. It was explained that the College operates a Committee style of governance and so it is important that Governors ask questions of Committees.

The Chair asked for all Governors to support the OODA learning walks. It was explained how important these sessions are and how much can be gained from spending time with students around the campus. Videos were also encouraged. It was explained that a lot of support and guidance is given and Governors are accompanied throughout. It was asked that any Governor carrying out a walk feeds back to Haydn Beeken and Mark Locking. The Clerk explained there are still some slots available in November and that the dates would be circulated.

Action: Clerk to circulate dates of November learning walks.

Mark Speed asked about learning walks and if Ofsted will expect Governors to have carried out a lot of these. The CEO responded and outlined some of the key guidance linked to leadership and management, including:

- How well do the Governors know the provider and understand its strengths and weaknesses
- How do the Governors support and strengthen the provider's leadership and contribute to shaping its strategic direction
- How do the Governors provide challenge and hold senior leaders and managers to account for improving the quality of learning and the effectiveness of performance management systems.

It was noted that there were a number of acronyms used in the papers and minutes and asked if a list could be put together to assist.

Action: Clerk to produce a list of acronyms.

Audit Committee – 25 July and 19 September 2017

Nick Cudmore reported on the two meetings held since the last Board. The July meeting had been an additional one to cover a number of Internal Audit Reports. It was explained there was nothing to report over and above that included in the minutes circulated.

Finance Committee – 25 July and 19 October 2017

Nick Lyons reported on the productivity of the meeting which was aided by the quality of the paperwork prepared by the Finance Team and the narrative to sit alongside this. The Terms of Reference had been bolstered to include supporting the strategy of the Board and not just approving the financial plan and also to ensure compliance with any bank covenants. The EBITDA and college surplus had been discussed in detail including the actions taken and work carried out to reduce the deficit for the College. Management spend had been monitored but not to the detriment of quality. The financial dashboard and financial health had been discussed in depth. It was explained that the Financial Health Grade has moved from satisfactory to good for the coming year. The cash position and management of this was outlined and the analysis carried out by Finalysis which has given some good options for the Committee and College to consider.

Search Committee – 26 July and 26 September 2017

The Chair explained that the aim of Search Committee is to recruit new Governors to enhance and expand the expertise and depth of the Board. The new members of the Board were welcomed. The Skills Matrix was discussed. It was explained that the Board membership is considered very strong, particularly in light of the new appointments over the last few months. It was noted that there is still a lay member required for Audit Committee and this is being followed up.

12/17 MATTERS ARISING AND NOTIFICATION OF URGENT BUSINESS

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

13/17 CEO'S REPORT

The CEO reported on a very busy term so far with a sharp focus on quality. Specific items to note within the report were highlighted as follows:

- 'think about the lenses we use'. The Board were asked to put anything they had seen on the Board Workplace site to enable discussion to take place. The 'Learning Walk' lens 'OODA – Observe-Orientate-Decide-Act' and the 'Boardroom' lens 'QRF - Quality Relevance Finance' were explained.
- Institute of Technology. An expression of interest has been submitted and shared on the Board Workplace area. Other joint bids were explained.
- The Collab Group (used to be the 157 Group of Colleges) have brought in a new CEO and are a group of c.35 colleges. They are bidding collaboratively for large apprenticeship levy contracts, ie Keir. Four of the six bids have been successful. The College has been invited to join with a fee of £15k. This was noted by the Board.

The Chair encouraged all Board members when meeting other employers and business as part of their 'day jobs' to consider where contacts can be shared.

The Chair reported the Annual Graduation Ceremony held earlier in the month which had been a very successful evening. Governors were encouraged to attend the Awards Evening taking place on Thursday 30 November 2017.

Ehsan Naeem asked about the numbers of students starting on A levels and the results. The MD(E&TD) gave an overview and explanation of the figures for 2015/16 and 2016/17. The numbers that had not progressed from AS to A2 in 2015/16 were noted and this had improved by 14% in 161/7. The A2 100% pass rate was noted and the figures for retention, achievement and pass rates were explained in detail.

Mike Simpson reported on the D2N2 area and the sustainability transformation partnerships, specifically in healthcare and other areas where there are potential opportunities that can be followed up. The provision provided previously in health and social care and some of the gaps in expertise in the field was explained. It was agreed that this is an area that can be developed. Sales and client relations are also being developed to ensure the offer is correct. The need to ensure attendance at the correct conferences was highlighted to network. The USP of 'we're not the University start your career here' was discussed. It was agreed that further work is carried out, perhaps by a small working group, to qualify the opportunities within the Health sector and for this to be reported back to the January Strategy Day; the requirement for this work would also feature in the 2016/17 Self-Assessment Report (SAR).

Action: Clerk to include Health Sector on the agenda for the January half day strategy session.

Action: MD(E&TD) to include Health Sector work in SAR.

14/17 MD (E&TD)'S REPORT

The MD(E&TD)'s report had been circulated and was taken as read. The salient points were highlighted. Classroom based delivery results were outlined and are in a much stronger position than this time last year. Forecasts have been accurate and any areas with a 'cause for concern' have been picked up during the year.

The 2016/17 achievement has exceeded both target (80%) and forecast (79%) with an actual position of 81%. For Apprenticeships, both overall and timely are yet to be finalised. The performance related to 2015/16 results and also national averages was explained. Achievement, retention and pass rates are all above national average. Apprentices are currently below for overall and timely. Tim Calvert asked about timely and whether this was a self-imposed deadline. The MD(E&TD) confirmed this was the case. An explanation was given of the work that is being carried out to improve this position. Overall the figures for classroom based learning are good. The improvement in data since the last Ofsted inspection was explained.

The key highlights were noted including A levels, value added, English and maths. Basic Skills English and maths (with 1800 enrolments) has improved by 20.3% to 63.3%. The areas of challenge were outlined and the actions put in place explained. Indicators are being looked at to analysis in year impact.

The MD explained that one student (Natasha Mutti) is through to the World Skills final in November with another on the reserve list. Joshua Mather won the Regional World Skills but unfortunately is not able to progress to the seniors as he is currently junior category age.

The Chair picked up on the curriculum areas of Business, Health and Social Care which would be helpful for the Governors to be more involved in, perhaps with learning walks, to enable them to see and understand the challenges.

The MD reported on the new staff teams in place and restrictions on learner numbers in certain areas. Progress for both areas will be reported back to Board. The Chair noted the students on health and social care courses related to the numbers of cases reported from those learners as part of the safeguarding report. It was explained that these areas of curriculum do often have the type of learners that are more prone to certain issues.

15/17 PRESENTATION ON INTERNATIONAL & COMMERCIAL DIVISION

The MD(I&C) gave a presentation. It was explained that rather than giving an update on progress the presentation was put together to be more forward thinking and provoke discussion. Strategy, diversity and spread of risk, retaining a focus on key sites and growth into new markets and products was explained. 'Core' is to optimise existing products, 'Adjacent' to expand from existing business and 'Transformational' developing into breakthrough markets.

The balance of the business between the Education and Training and International and Commercial divisions was discussed. The importance of strong international and commercial work to generate additional income for Lincoln College was agreed.

Commercial work including Deans (£400k), Morton Hall (£480k) and a small amount of payroll processing was explained. It was noted that student numbers in KSA are 3,885 and China 697.

For International business the intention is to grow to c.£50m revenue with the resilience to ensure a presence for 20+ years. The MD reported there are 15,000 vocational institutions in China so many opportunities for growth. High value market opportunities and the other countries within the GCC were reported, together with current and future provision in KSA. The growth of provision for Colleges, Programmes and student numbers were outlined. Mark Speed asked if it was considered better to replicate the current model in other countries or to expand the current provision in the country it is in already. The MD responded that both should be considered. It is easier to extend what is already in place but also there is the intention to expand. Some countries would be easier to set up in. Mark Speed reported on opportunities in Indonesia. Dean Graham asked if there were subject areas where we can be 'English experts' and if these are the best to focus on and this was discussed. The MD outlined the differences in timing, for example KSA works very quickly but China takes a long time to develop programmes and start to deliver.

Discussion took place on the Applied Engineering College (AEC) and the aim to replicate this within the UK. Tim Calvert asked if we add in any of the provision being overseas into the curriculum in the UK and enabling the UK students to experience this wider knowledge. The Digital classroom and work with Risual and the link between the UK and the new Dean in the AEC and coupling the two together was discussed.

The UK Commercial portfolio was outlined and opportunities for growth including Deans, Ministry of Justice, Aviation and Engineering, STEP and Modal. Greater Lincolnshire Apprentices and the work with Grimsby Institute Group was reported. Potential acquisitions and the criteria being used to identify these was outlined and the Board were asked to contribute if they have any areas to add. Mike Simpson asked where in the North West was a target and it was explained that although a natural spread is across the Midlands that London and other areas of the country would not be ruled out.

Action: presentation to be circulated with minutes.

16/17 STUDENT PRESIDENT'S REPORT

Richard Arbon had circulated his report which was taken as read. He explained that the Student Union covers Lincoln, Gainsborough and Newark.

It was explained the SU are looking at developing their own website and are working with a company based in Warwick University. The NUS development officer is visiting in December to help the Union progress and expand. A financial update will be given in future Student President Reports.

The charity of the year was reported as MIND and all funds raised will go to that charity which will be presented as a lump sum at the end of the academic year. Student Union values are being developed. The next main event is Children in Need on 14 November with a fete and on 15 November a sponsored leg wax and Governors were asked to be involved wherever possible.

It was also explained that the Student President and Clerk are working together on 'shadow a student' and dates will be circulated when available.

Ehsan Naeem reported that some of the HE students were unclear about the most appropriate channels of communication. Ehsan Naeem raised some issues and concerns that he would like to be followed up including room bookings, HE student support, and the voice of the student and how issues are rectified and followed up. Richard Arbon is to work with the Student Executive to follow up.

Action: Student President to follow up on concerns through Student Executive.

The Student President also reported on an initiative of running a 'what's up gov'na' event. Nick Lyons suggested a type of 'speed dating' type event which may work well to introduce students and Governors. Graham Harrison asked if there was anything already running that could get apprentices involved.

17/17 EMPLOYER PROVISION/APPRENTICESHIPS

Mark Cook had produced a paper on apprenticeship performance and joined the meeting. The MD(E&TD) gave the background and outlined three main targets including two linked to quality and one linked to growth. It was explained that all new sub-contracting has been stopped from next year.

Mark Cook reported on 2016/17 performance. There are fewer than 100 frameworks that still require completion with a 15 November internal deadline. The last financial return has now been completed for 2016/17. Nick Lyons asked about the levels of funding. It was explained that the contract value was the maximum from ESFA and that where the actual is above contract value this is where an additional funding bid has been put in and delivered. It was noted that more 16-18s had been delivered against contract value than adults.

The changes in the funding regime and apprenticeship levy for 2017/18 were outlined. The differences between 16-18 and adults were also explained. More key account managers have been taken on to go out and speak to employers. The Gold Group is tracking progress, starts and achievements.

The Gold Group is being supported by Board attendance by Dean Graham. A Silver Group is concentrating on operational issues. The Performance and Quality Committee are continuing to monitor this through an update at each meeting.

Haydn Beeken agreed with the push to follow bigger contracts and the related economies of scale but stressed the importance of recognise that Lincolnshire has a lot of SMEs and these must not be forgotten.

The Chair explained that apprenticeships had been an area of particular focus for the Board and thanked Mark Cook for joining the meeting and giving an overview of the work in progress and assurances. The Chair asked about the framework for measuring employer satisfaction. Mark Cook explained that the team were not just relying on the ESFA employer survey but also getting exit interviews asking questions such as 'what was the business impact?' The team are now looking at finding the correct mechanism to bring this in. The employer survey and how this feeds through was outlined.

Mark Platts reported that the gap in adults could more than be filled by the healthcare sector and that Lincolnshire are taking on 50 new nurses a year.

18/17 PREVENT AND BRITISH VALUES (INCLUDING SAFEGUARDING STRATEGY FOR APPROVAL)

The MD(E&TD) gave a presentation on safeguarding and prevent. It was explained that James Pinchbeck, as Chair, is the Designated Governor and Rachel Overton, Director of Student Services, the Designated Safeguarding Lead. The Safeguarding Policy comes to Board for approval and an Annual Report is produced. It was outlined that the College has fulfilled its statutory duties in relation to safeguarding and also meets all Ofsted criteria. Most importantly students report that they and their belongings feel safe.

The Safeguarding Strategy has been drafted and includes Prevent. The Strategy covers all statutory duties and is best practice. Sam Yates also reported on working through the guidance produced on Inspecting Safeguarding and Early Years Education and Skills Settings and the related documentation. To support the Strategy there is a Prevent Action Plan in place.

The CEO reported that during his forthcoming meeting with the Chair, Safeguarding and Prevent will be a topic for discussion. The need to ensure that targeted questions are considered, including how safe do students feel, how do we promote safeguarding and prevent, how do we use feedback, was outlined. The importance of engaging and questioning and assessing the impact was stressed.

The Clerk reminded Governors that a link to the updated Prevent e-learning had been circulated and that once complete the certificate needs to be sent to ensure training records are up to date. Governors were asked to contact the Clerk if they needed any information resending. <https://www.elearning.prevent.homeoffice.gov.uk>

Ehsan Naeem reported that Jeff Masterton, College Safeguarding Officer, and Riz Chotia, Local Community Police, have carried out Safeguarding and Prevent training for the Class Reps to ensure a basic awareness.

The Board approved the Safeguarding Strategy.

It was explained that the Annual Awards Evening will have a theme of British Values, supported by Karen Lee MP, an alumna of the college and now Member of Parliament.

19/17 ANNUAL REPORT ON SAFEGUARDING 2016/17

The Annual Report had been circulated and was taken as read. The figures by issue and curriculum area were noted. The progress on previous targets and actions for 2017/18 were highlighted.

The Board noted the report.

20/17 ANNUAL REPORT ON HEALTH AND SAFETY 2016/17

Rachel Newton, Group Head of Facilities, Infrastructure and Estate, joined the meeting. The Group Director of Finance and Commercial explained that an external company have carried out an audit of Health and Safety practices and that an action plan has been put together to be delivered with external support.

Rachel Newton gave an overview of the report. It was explained there were no key trends related to accident reporting. Following the Grenfell Tower fire a comprehensive review had been carried out and a report sent to the Government as required.

Nick Lyons asked why reportable accidents had increased. Rachel Newton responded that her team had been encouraging reporting. In relation to RIDDOR a couple of incidents were unavoidable and there was no common trend or reason. Nick Lyons asked what would be good target. It was explained that the Team are working with Siemens on a 'no tolerance' policy. Mark Speed asked that the Team spend time to look more at near misses (which should be high) and then you can ensure actions are taken to ensure this does not then become an accident. Rachel Newton explained there is a system and policy in place for reporting near misses for staff and students. It was stressed that managers should encourage reporting. Mark Speed reported on training carried out in his organisation which had changed the mind-set and culture and that in his area there were 6 reported incidents last year which had reduced to 3 this year.

It was explained that the Health and Safety Team are to have a Theme a Month from January onwards that will be promoted on Workplace and topics such as near misses and accidents will be included. Reportable accidents will also be reported to staff to heighten awareness.

Dean Graham asked about insurance claims and noting that only the three open claims are reported how many had been closed. The GD(F&C) agreed to follow up and report back on these figures.

Action: GD(F&C) to follow up on cost of insurance and report to Board.

21/17 ANALYSIS OF SKILLS AUDIT

The report on the Skills Audit was taken as read. Background had also been discussed as part of the review of the Search Committee minutes. It was explained that where a skills deficit is highlighted it may be that this is addressed by training rather than recruitment and Search Committee will look at this. It was explained that training for the Board as a whole on Finance is to be arranged.

It was noted that the new Governors recruited and their respective backgrounds very much reflect the mission of the College to be employer-led, producing a highly skilled and productive local workforce and that the Board very much welcomed these new individuals and businesses on to the Board.

22/17 CLERK'S REPORT

The Clerk had produced a full governance report which included revisions to the Instrument and Articles, Terms of Reference, Standing Orders and Code of Conduct. The changes made were highlighted including clarification of senior post and senior post holder, references to SFA/EFA changed to ESFA, and the inclusion of the Code of Good Governance for English Colleges.

That Board approved the revisions to all documents as outlined.

The Confidential Minutes were reviewed and it was agreed that the minute related to Financial Health, held at the Audit Committee in June would be released. The other confidential minute would remain confidential.

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

Changes to membership, terms of office and new appointments were detailed and all were ratified by the Board.

The Clerk explained that Search Committee had asked for an additional member and asked that anyone willing to join the Committee contacted her.

The application of the College Seal during the year was noted.

It was agreed that the Terms of Reference for the non-statutory Standing Committees should also be appended to the Standing Orders in addition to those for the Statutory Standing Committees.

Action: Clerk to include Terms of Reference for non-statutory Committees.

The Board thanked the Clerk for the thorough report which had covered a wide range of issues. It was noted that this followed best practice in governance.

23/17 INTERNAL AUDIT PLAN (FOR APPROVAL) – AS RECOMMENDED BY AUDIT COMMITTEE

The GD(F&C) reported that the plan had been recommended by the Audit Committee to the Board for approval.

The Board approved the plan as recommended.

24/17 URGENT BUSINESS

There were no items of urgent business considered.

25/17 DATE AND TIME OF NEXT MEETING

The next meeting will be held on Tuesday 12 December 2017 at 16.30 hours

The meeting closed at 19.41 hours.

Signed:

Date: