

## LTE Group Board

**DATE: 25<sup>th</sup> March 2025**

**Present:** Rhona Bradley, Tim Sargeant, Malcolm Sugden, Adam White, Philip Johnson (Chair), Garry Bridges(teams), Anika Ephraim, Phil Wheatley, Paula Cole, Annette McKone, Emily Allen, Ellen Letton and John Thornhill

**Apologies:** Ann Limb and Alison Blackburn

**In Attendance:** Lorna Lloyd-Williams (Company Secretary & General Counsel), Peter Cox (MD Novus), Alison Close (Chief Finance Officer), Rachel Curry (Principal, The Manchester College), Yetunde Dadebo Olabode (Governance and Legal Advisor) Melanie Nicholson (MD Total People)

## DRAFT PART A MINUTES

	<b>The meeting commenced at 09.33 and the meeting was quorate.</b>
<b>26/24</b>	<b>APOLOGIES</b>  A formal welcome was extended to the new staff governors. Apologies were received and accepted from Alison Blackburn and Ann Limb It was noted that Paula Cole and Rhona Bradley were arriving later as was Tim Sargent
<b>27/24</b>	<b>DECLARATIONS OF INTEREST</b>  A declaration of interest was made by Garry Bridges regarding the estate's agenda item and specifically refurbishment costs in relation to Nicholls and also in relation to loan terms. It was noted that Garry Bridges was conflicted due to working for Manchester City Council and therefore would not participate in discussion concerning these matters.  Paula Cole and Ellen Letton also had conflicts of interest in relation to the governance update agenda item, as did Anika Ephraim.
<b>28/24</b>	<b>MINUTES OF THE MEETING 17<sup>TH</sup> DECEMBER 2024 (PART A &amp; PART B) AND WRITTEN RESOLUTIONS APPOINTMENT OF INTERIM UCEN CHAIR</b>  The minutes of the meeting of the 17 <sup>th</sup> December were approved as a true and correct record and approved for signature. The Board noted the written resolution of the 24 <sup>th</sup> January 2025 appointing Alison Blackburn as the interim chair of UCEN Manchester and interim governor.
<b>29/24</b>	<b>MATTERS ARISING</b>  In relation to the three outstanding actions the Company Secretary and General Counsel advised:

	<ol style="list-style-type: none"> <li>1. AI strategy was to be brought to the May strategy days for discussion.</li> <li>2. The people strategy would be brought to the Group Board in July.</li> <li>3. Due diligence check against Neom will be undertaken if the opportunity progresses. It was noted that nothing had progressed at this time.</li> </ol>
30/24	<p><b>GROUP STRATEGIC KPI DASHBOARD &amp; STRATEGIC TIMELINE</b></p> <p>The Board were provided with an update against the strategic KPIs noting the following:</p> <ul style="list-style-type: none"> <li>• Finance: at P7 most KPIs were ahead of plan, with a slight increase in Group Overhead costs (+0.29% QoQ) due to one-off expenses.</li> <li>• Programmes &amp; Innovation: AI strategy was making good progress and moving on to establishing principles for the effective use of AI in LTE Group. The ED&amp;I strategy was awaiting the remaining appointees to the ED&amp;I committee.</li> <li>• Learners: TMC had been awarded a 'Good' rating by Ofsted overall</li> <li>• People: There has been a decline in YoY vacancy reduction measure since the last quarter from YoY -6% to -3%. Compliance with mandatory training had improved at Group level by 1% to 95%, meeting Audit and Risk Committee target.</li> </ul> <p>Regarding Group, the Board were advised that the mission, vision and values were being tested in advance of discussion at the strategy days. In response to questioning the Principal gave an update on the DAPs process and a decision was being awaited from the OfS on this regarding the timing of the probationary period. The probation period would be for three years and likely to commence in January 2026 which would enable UCEN Manchester to validate their own degrees from September 2026. Governors asked whether there were any risks the Group Board needed to be cognisant of and were advised that a test needed to be done on the terms of reference for UCEN Manchester and the scheme of delegation between academic board, corporate board and Group Board which was work that would be undertaken by the Principal, Company Secretary, Dean and Chair of Ucen Manchester.</p> <p>The Board noted the progress to date made on strategic KPIs.</p>
31/24	<p><b>PROFESSIONAL SERVICES UPDATE (PES AND POTENTIAL IMPLICATIONS)</b></p> <p><b>The Board reconvened at 11.55</b></p> <p>The Board were provided with an update in respect of GPS and taken through the strengths and weaknesses, highlights and lowlights as detailed in the slides. The Board noted positive developments in staff engagement, including the launch of the first all-colleague Group Professional Services (GPS) newsletter and the GPS-led Festival of Learning. Although internal contributions remained an area for growth, collaboration with the quality team had been well received. The GPS engagement survey reported an 83% response rate and an 82% engagement index. Key improvement areas included recognition, well-being, career development, and workflow, with AI identified as central to transforming operational efficiency.</p>

The Board were informed that the sale of Nicholls was ahead of schedule and contributing positively to cashflow. Two updates were noted: the partial elimination of TP/LTE liabilities remained under DfE discussion with further evidence to be submitted, and the Business Continuity Manager vacancy had been filled, with a late-May start date confirmed.

Regarding risk, the Board were advised of five key areas. The first involved the £6.7 million Sheena site proceeds, with 30 April identified as a critical deadline for receipt. Secondly, PCI-DSS compliance work had commenced in response to new requirements, with a 12-month plan in place. Thirdly, a surge in cyberattacks, particularly from foreign IPs, had prompted the IT Director to block all non-UK traffic to protect systems. Fourthly, the Board was informed that the 2025–2026 business plan faced challenges due to provisional PES outcomes and delays in procurement, with arbitration potentially required. Finally, an increase in legacy employers' liability claims with challenging outcomes.

The Board were informed of continued progress under Project Connect. A vision had been established, and work was underway on strategic objectives, success factors, and KPIs. Ahead of the May Strategic Board, members were advised that guiding principles for GPS would be proposed. The Board noted that delivering the digital and operational strategy would require cultural transformation alongside strategic investment. It was confirmed that operational modernisation would mirror previous work on managed training. GDPR compliance remained a priority, with solutions being explored. AI deployment was viewed as essential in meeting increased operational demand. While GPS had gained credibility, the challenge of managing legacy issues, maintaining continuity, and delivering transformation remained substantial. The Chair of Group Professional Services (GPS) noted that GPS had entered a stabilisation phase over the past two quarters, showing increased confidence, clarity, and effectiveness under the CFO's leadership.

It was highlighted how integrated systems and enhanced IT infrastructure could deliver operational efficiencies and cashable savings, enabling reinvestment. It was emphasised that efficiencies should be embedded within the strategy rather than treated as optional. Members were reminded that the 2025–2026 plan included a £1.25 million backup position for efficiencies, though further structured planning was required to address projected gaps. It was further highlighted that both pay and non-pay expenditure should be scrutinised. A query was raised regarding the impact of blocking non-UK email traffic, particularly given the Group's international learners. It was confirmed that while volatile traffic was blocked, the system could still validate and accept legitimate international emails. The Board acknowledged this as a proportionate response to growing cybersecurity threats.

The Board emphasised the need for a balanced approach to the organisation's increasing adoption of technology and AI. While recognising the inevitability of technological advancement, it was noted that staff concerns around job security must be addressed through thoughtful communication and cultural sensitivity to ensure alignment with institutional values. A query was raised regarding business rules and misconfigured systems. It was confirmed that these were top operational priorities. The Board acknowledged previous concerns but welcomed the constructive collaboration

	now in place. Further updates were expected in May, with a potential review in June, subject to progress.
<b>32/24</b>	<p><b>TMC OFSTED OUTCOME</b></p> <p>The Board expressed their thanks to the Principal and the TMC team.</p> <p>The Board were provided with details of the feedback following the recent Ofsted inspection at The Manchester College and noting that it had been graded as Good and with a strong contribution to meeting skills need. The Board were advised that going forward the key theme would be consistency. Also, that Ofsted had commented on the scale of the college and were complimentary about what had been achieved by such a large college. It was also noted that Ofsted had positively commented on the soft governance processes that governors participate in which gives the board triangulation.</p>
<b>33/24</b>	<p><b>GROUP SAFEGUARDING REPORT (FEEDBACK FROM GROUP SAFEGUARDING LINK GOVERNOR)</b></p> <p><b>14.22 Marie Stock rejoined the meeting</b></p> <p>The Board received the annual Group safeguarding report which informed members of the updated Safeguarding legislation, LTE Group's compliance with the legislation and provided a headline safeguarding update from each business unit. The Board were provided with assurance that the Group was fully compliant with statutory legislation and Leadership and Management aspects of the Education Duty but informed that there were aspects that the Group needed to continually improve and evolve including:</p> <ul style="list-style-type: none"> <li>• Further analysis of data and action planning in relation to achievement gaps for vulnerable categories of students</li> <li>• Promotion of Personal Development, Behaviour and Wellbeing for students with a key focus on topics highlighted within the KCSIE i.e. Sexual Harassment and Consent and Local profiles/risks</li> <li>• Reporting process for staff DBS refresh and staff safeguarding concerns.</li> </ul> <p>Discussed the continuing impact of covid on students and the need for resources and assistance to support students. Governors asked about staff and LADO involvement and asked for more information and analysis regarding this in future reports.</p> <p><b>Action</b></p> <p>It was explained that in college some LADO referrals from staff would come from something in their private lives and that were working on low level referrals.</p> <p>The safeguarding link governor gave feedback and assurance and commented that both Ofsted inspections had rated safeguarding as effective. It was noted that the Board has 100% mandatory safeguarding training compliance. The Board were advised that there were 2 challenging issues:</p> <p>Mental health- members were advised that there is a whole area of hidden mental health issues and a need to foster a culture where they can be disclosed before they reach crisis point.</p> <p>Adults and not being able to delineate because maturity of children is not fixed</p>

	<p>The Safeguarding Link Governor (SLG) commented that it was about doing things differently and looking outside of the organisation at other charities and voluntary sector organisations that can support/assist. There was a solid team in safeguarding in place across the Group and strategically the question was where the Group would go in terms of developing service provision going forward. The SLG was commended for the work that she was doing.</p> <p>The Board having had sight of the safeguarding action plan for 24/25 which also detailed next steps, it was</p> <p><b>Resolved</b> to approve the annual Group Safeguarding Report.</p>
34/24	<p><b>GROUP ED&amp;I REPORT (FEEDBACK FROM ED&amp;I LINK GOVERNOR)</b></p> <p><b>This item was elevated on the agenda.</b></p> <p><b>12.32 Marie Stock joined the meeting</b></p> <p>Members received the annual Group ED&amp;I report which gave an overview of Group activities in the last 12 months to improve the approach to EDI in practice to support the Board to approve the EDI report for publication. The Board were reminded of the requirement of the Public Sector Duty under the Equality Act to publish information annually about how the organisation meets the Act, and to provide an update on actions taken and progress to date relating to the Group approach to creating an inclusive environment for colleagues across LTE group. The Board noted that public sector equality duties expected the LTE Group to:</p> <ul style="list-style-type: none"> <li>• Eliminate discrimination</li> <li>• Advance equality of opportunity</li> <li>• Foster good relations</li> <li>• Tackle prejudice</li> <li>• Promote understanding and</li> <li>• Remove or minimise disadvantages</li> </ul> <p>The LTE Annual report provided updated key data against the protected characteristics within individual business units, covering colleague and student profiles and summarised each business unit key action plans against current legislation and educational duties.</p> <p>It was</p> <p><b>Resolved to</b> accept the annual report as an accurate summary and approve the focus for the following year being to:</p> <ul style="list-style-type: none"> <li>• develop an LTE EDI Strategy</li> <li>• continue to develop consistency of EDI reporting across the business units for both colleague and student EDI categories</li> <li>• continue to develop colleague EDI Awareness training</li> <li>• monitor and track each Business Unit EDI KPIs.</li> </ul> <p>The ED&amp;I Link Governor spoke about the commitment amongst staff to be more progressive regarding ED&amp;I and that going forward would be fundamentally different.</p>

	<p>The ED&amp;I Link Governor advised that the operational committee had done a fantastic job and thanked Marie Stock and colleagues for her contribution. The Principal upon being asked spoke about the breadth of activity on the college and taking that forward into the new ED&amp;I committee so that it would be at the forefront of everything the Group does.</p> <p>Governors commented on how it was important to measure the impact of what was being done. They also commented that it would be good to see reports on intersectionality.</p> <p><b>Action</b></p> <p><b>The Board broke for lunch at 12.45</b></p>
<b>35/24</b>	<p><b>GENDER PAY GAP REPORT</b></p> <p><b>The Head of Recruitment and HR transformation joined the meeting at 14.47.</b></p> <p>It was noted the gender pay gap report had to be published by 30<sup>th</sup> March where an organisation has more than 250 employees. The Board were advised that the gender pay is what has to be calculated but the report included information on the ethnicity and disability pay gap as in previous years. It was noted that the report was for a period of 12 months ending in March 2024. The Board were advised that there had been a reduction in the gender pay gap from the previous year and that the mean gender pay gap was 6.7% and the median gender pay gap was 3.3%. It was explained that going forward there was a wish to report on more than these 3 measures.</p> <p>Governors asked whether the expanded report would be beyond the statutory obligations and were advised that it would be one report only. The Board were advised not everything in the report would be on the website.</p> <p>It was</p> <p><b>Resolved</b> to approve the annual Gender Pay Gap Report for 23/24.</p> <p><b>14.56 Head of Recruitment and HR transformation left the meeting.</b></p>
	<b>CONSENT AGENDA</b>
<b>36/24</b>	<p><b>CONSTITUTION REVIEW RECOMMENDED BY GOVERNANCE COMMITTEE</b></p> <p>It was</p> <p><b>Resolved</b> to approve the changes to the constitution recommended by the Governance Committee.</p>
<b>37/24</b>	<p><b>HEALTH AND SAFETY POLICY RECOMMENDED BY ARC</b></p> <p>It was</p> <p><b>Resolved</b> to approve the Health and Safety Policy.</p>
<b>38/24</b>	<p><b>RISK MANAGEMENT POLICY RECOMMENDED BY ARC</b></p> <p>It was</p> <p><b>Resolved</b> to approve the Risk Management Policy.</p>
	<p><b>Signed:</b></p> <p><b>Chair:</b></p>

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