

LTE Group Board

DATE: 18th July 2024

VENUE: Openshaw 09.30- 16.30

Present: Paula Cole, Rhona Bradley, Tim Sargeant, Malcolm Sugden, Barry Lynch, Adam White, Philip Johnson (Chair), Garry Bridges (teams and in person), Phil Wheatley, Amber Ambereen (teams) and John Thornhill

Apologies: Malcolm Todd, Jenifer Burden, Nicholas Garbett, Ann Limb, Anika Ephraim.

In Attendance: Lorna Lloyd-Williams (Company Secretary & General Counsel), Peter Cox (MD Novus), Alison Close (Chief Finance Officer), Rachel Curry (Principal, The Manchester College), Melanie Nicholson (MD Total People) Sarah-Jane Gilmore (Deputy Company Secretary), Yetunde D Olabode (Governance & Legal advisor)

DRAFT PART A MINUTES

	The meeting opened at 09.34 and was quorate.
87 23/24	<p>APOLOGIES</p> <p>Apologies were received and accepted from Malcolm Todd, Jenifer Burden, Nicholas Garbett, Ann Limb and Anika Ephraim</p> <p>The Company Secretary asked the Boards permission to address the Board on the issue of attendance within the restricted part of the meeting as a matter of AOB and this was granted.</p>
88 23/24	<p>DECLARATIONS OF INTEREST</p> <p>Declarations of interest were made by all members of the executive in relation to the executive scorecard item in the restricted session.</p> <p>Garry Bridges made a declaration of interest regarding the discussion in respect of Nichols as it concerned Manchester County Council.</p> <p>Adam White whilst not making a formal declaration of interest, for full transparency and completeness confirmed that his employers CBRE were advising two of the interested parties aligned to the Shena Simon disposal. It was noted that Adam White was not involved in these projects and he was kept apart from the project by his employer. On this basis it was determined that no actual conflict existed enabling Adam White able to fully participate in the meeting.</p>

	<p>Phil Wheatley made a declaration of interest regarding matters under discussion as part of the CEO report in that he would be undertaking some work in respect of fatal accident enquiries for the Scottish prison service. It was determined that no actual conflict of interest existed rendering him able to participate in the discussions.</p>
<p>89 23/24</p>	<p>MINUTES OF THE MEETINGS of 28th March and 23rd May and noting of resolution re Co Vice-Chair</p> <p>The minutes of the meetings of the 28th March and 23rd May were approved as a true and correct record. The Board also noted the passing of the written resolution that Rhona Bradley should be appointed as Co Vice-Chair for the LTE Group Board until the expiry of her term of office in 2027.</p>
<p>90 23/24</p>	<p>MATTERS ARISING</p> <p>The Company Secretary reported to the Board on the actions as follows:</p> <ol style="list-style-type: none"> 1. Group Board and UCEN divisional Board to include reporting on B3 conditions – an ongoing action 2. AI strategy and People strategy to be brought to the Group Board outstanding for next academic year 3. Update on cyber security would be brought in the autumn term 4. Due diligence checks to be undertaken on Neom was outstanding but noted to have only been directed at the May strategy days.
<p>91 23/24</p>	<p>STRATEGIC KPIS</p> <p>The MD of Novus and Group lead on strategy spoke to his paper as an update on a proposed refresh of the Group strategic KPIs and performance framework. The Board were reminded of the journey of the development of the strategy and KPIs and that this had taken into consideration discussions at the May strategy days. The Board were taken through the proposed revisions and it was explained that targets would be developed further as an organic moving position within the performance framework</p> <p>Members questioned whether the executive was comfortable that sufficient progress had been made on the KPIs, commenting that the Board would be measuring against the performance KPIs which would not be changed. The Board received assurance that good progress had been made and it was observed that it was extremely important to monitor this regularly.</p> <p>Regarding the performance framework, the Board were advised that the Group was reestablishing the performance monitoring of strategy across the Group as had occurred pre -covid. The Chair of Remco advised that there were some elements of the executive scorecard to be reviewed later coming through but noted this was a longer-term plan. The MD advised that the proposed executive scorecard for 24/25 had an additional column linking to the strategic scorecard. The Chair of Governance committee added that this addressed some of the areas of development in the external board review and that it was good to have a process.</p>

	<p>Members agree there was a need for clarity and that both Governance committee and ARC should have eyes on all of these.</p> <p>It was</p> <p>Resolved to agree version 2 of the strategic performance KPIs. It was further agreed to approve the refreshed performance framework including</p> <ul style="list-style-type: none"> a) Quarterly progress reporting to the Group Board (Annual Group Scorecards & 2028 Strategic KPIs) b) Quarterly progress reporting to Divisional Boards (Annual Scorecards & 2028 Business Unit Strategic KPIs)
<p>92 23/24</p>	<p>ED&I</p> <p>The Company Secretary advised that following discussion of ED&I at the Board strategy days in May the Board were now being asked to agree to the establishment of an ED&I governance committee with proposed terms of reference before it for consideration. Members were informed that the Terms of Reference (TOR) had been considered the previous day by the executive and it was intended to reword 6.4 to make it more strategic and to also ask the Group Director of Quality to review the terms through an EIF lense. The Board were asked to approve subject to this and on the basis that should there be any substantive amendment the TOR would be circulated for approval by email. Governors were also asked to consider the issue of quoracy and whether the required number should be higher than 3.</p> <p>The CEO added that he had conversations with the ED&I Link Governor as the original sponsor of this and of conversations he had with other members. Assurance was given that the proposals had been tested with a number of members and therefore a rounded proposal was being presented. It was commented that a driver was needed to make this happen.</p> <p>Governors asked about the KPIs and emphasised that a good baseline was required for these. The Group would need to understand its current position, demonstrate progress and deliver outcomes. Whether the Group had good data was questioned and Board members emphasised the need to have hard targets which had been agreed with them. The Board also agreed that student voice was imperative as part of this committee.</p> <p>Action</p> <p>Governors commented that ED&I was extremely important and that from a legislative perspective would grow and that the Group must encompass ED&I from its widest perspective. The student governor also gave feedback and highlighted that this overlapped so many areas and a lot of work was needed to be done whilst acknowledging the good work that had already been done.</p> <p>The Governance Committee chair emphasised to the Board that ED&I covered a whole range of complex issues, that the establishment of the committee was the very first stage and this would be a huge undertaking. A plea was made that delineation with safeguarding should be maintained and that underlying there</p>

	<p>must be a method for all to raise issues and not just a process through a committee. Members felt that it was extremely important for people to have a mechanism to support them through a process if they feel they are being discriminated against. Members added that Board authority was critical and that the Board should be the sponsor.</p> <p>The Board also discussed the issue of quoracy and the Group Chair commented that he was getting concerned about the level of attendance, citing the number of apologies today. It was felt that a quoracy requirement of 3 did not give sufficient incentive for people to get involved properly. Following discussion, it was agreed that there should be an expectation of high attendance and quoracy should be more than 50%.</p> <p>It was</p> <p>Resolved to agree the establishment of an ED& I committee and agree the draft Terms of Reference subject to changing the quoracy to 5 and the TOR being reviewed through an EIF lense. It was also noted that 6.4 would be changed to be more strategic.</p>
<p>93 23/24</p>	<p>APPOINTMENT OF EXTERNAL AUDITORS AND INTERNAL AUDIT plan 24/25</p> <p>12.45 Gary Bridges left the meeting and it remained quorate.</p> <p>The CFO set out the tender process and gave detailed information regarding Mazars performance with further assurance being given by the Chair of the Audit and Risk committee. Governors asked whether the Group still needed the help that KPMG had given in relation to financing and the reasons for being comfortable with a tier 2 provider were explained with the CFO upon being questioned giving details of the due diligence undertaken with other large groups in the education sector. Upon being asked the Board were advised that KPMG had been invited to tender and the CFO explained that it seemed that KPMG were withdrawing from the sector.</p> <p>Regarding the internal audit, it was explained to members the process that had been undertaken to arrive at the plan including input from the Chair of ARC and the committee more generally. The Board also noted the IT 24/25 Audit Plan supporting note.</p> <p>On the recommendation of the Audit & Risk committee and following a tender process, it was</p> <p>Resolved to approve the appointment of Mazars as external auditors on a 3+1-year contract as the Group’s external auditors and to approve the 23/24 internal audit plan.</p> <p>The Board broke for lunch at 13.01.</p>
<p>94 23/24</p>	<p>GROUP QUALITY UPDATE</p>

The Group Director of Quality joined the meeting at 14.05

The Board were updated on the inspection readiness for Total People and TMC. Regarding the Total People inspection, it was noted that this was likely to be before December 2024, in order to comply with the provisions of the inspection handbook. TMC would be inspected before May 2025. The Board were taken through the college readiness first highlighting personal development where there had been a higher risk and members were advised that the actions regarding this had been delivered and therefore personal development was in a much stronger position.

The following was also highlighted to the Board:

- Increasingly positive picture from the 62 curriculum deep dives undertaken 12 courses moved up a band over the last term - significant majority being good or better
- The number of deep dive cause-for-concern areas had reduced, and there was no RED rated adult courses
- Follow-up deep dive in Construction L1 showed reasonable progress and TMC Board considered a change to structure of the L1 delivery for 2024/25.
- Health and Social Care L3 required further improvement
- Personal Development key judgement area had strengthened
- Attendance was improving
- Very good progress made against the QIP targets
- Refreshed strategy going into the autumn

Governors asked the director to raise any matters on the dashboard and he highlighted the high achievement rates and the attendance rates which needed further work but was improving. Regarding high grades the results in the last year were noted to be very good. Members were advised of the ratings for the BRAG rates and advised that whilst there was a need to improve the position was strong. Governors asked for an explanation of the measure of preparation for adulthood and details were given to the members with it being advised that these were learners who were not studying for qualifications and that the scores were all good scores and learners were making progress.

A TMC Governor commented that the focus on quality was very good at TMC and wondered how this would be maintained post inspection. The Principal gave assurance that the focus of the college was the quality of the student experience and it was not foreseen that there would be any change after inspection regarding this. The inspection would simply be a step in building momentum regarding provision and building quality for the benefit of the learners and communities.

Governors asked what needed improving regarding Health and Social Care L3, commenting that safeguarding was particularly pertinent for those who might have vulnerabilities. Governors also raised concerns about the preparedness of students if the course was not delivering. It was explained that the issue was largely around recruitment and retention of high-quality staff and having to rely

on large numbers of agency staff. The Principal gave further particulars regarding the different levels being taught in this provision and the issues. Members were advised that this was an area that would be affected by qualification reform. Governors commented that they had seen issues when participating in a deep dive but had been impressed by how quickly actions had been implemented to address these.

Regarding TP the following was highlighted:

Full inspection would look at Apprenticeships, AEB, Study Programmes, High Needs

- All actions on the strategy had been delivered in 23/24
- The deep dive schedule had noted a strengthening position around Apprenticeship provision
- AEB, Study Programmes, and High Needs provision had received intensive support, which had led to improvements
- Additional activity around personal development themes had been implemented to support learners
- Very good progress noted against QIP at the second in-year monitoring point
- High-level data showed a positive position, but achievement rates remained too low in apprenticeship provision
- GQT continued to provide intensive support to drive improvement ahead of inspection

The Board were advised that at mock inspection in January TP had come out at Grade 2 although there was still some residual risk at inspection. The Board were advised that there will be grades within the provision and that any more than one grade 3 in these would result in overall effectiveness being a grade 3. Governors examined the dashboard and it was noted that where TP maintains learners the EPS pass rate is high and that within data there are still issues regarding Covid. It was noted that there is a strategy to reduce and refine the curriculum in Total People and qualifications continuing with are at the same rate or higher for achievement rates as the national average.

Regarding Group Quality the following was highlighted:

Novus had improved its self-assessment scores which reflected a strengthened quality position.

Notices to improve in London region prisons and YOI Wetherby

- MOL continued to maintain Grade 1 status with Awarding Organisations and continued to implement opportunities for further learner voice work
- UCEN Manchester had very high levels of retention and had commenced OFS assessment for its DAPs application
- Group Professional Services and other Group Functions had strengthened its self-assessment processes and would address customer satisfaction concerns where they occurred.

The CEO expressed his thanks to the Group Quality team

<p>95 23/24</p>	<p>REVIEW OF TMC SUBCONTRACTING ARRANGEMENTS INCLUDING POLICY</p> <p>The Principal spoke to her papers and noting that the provision allowed the college to meet the needs of NEET young peoples. the Board were advised that they had been required to tender the provision and the college was in discussion with the ESFA regarding this as there was only one organisation that offers this type of provision. The Board were advised the college therefore intended to extend the contract for 6 months and start the tender process whilst they wait to hear from the ESFA and on the recommendation of TMC Divisional Board it was</p> <p>Resolved to approve the subcontracting policy for TMC and endorse the use of the subcontractors, the Greater Manchester Fire and Rescue Service (GMFRS) to deliver the Prince's Trust Teams Programme and to note the Contract Management Policy and Business Continuity Plan for the subcontract.</p>
<p>96 23/24</p>	<p>EXTERNAL BOARD REVIEW UPDATE</p> <p>The Company Secretary provided the Board with a verbal update regarding the process. It was explained that the Governance committee had discussed and provided feedback to the External Board reviewer on the report and that the final report would be reviewed and recommend by Governance Committee to the Group Board, together with an action plan, in October.</p>
<p>97 23/24</p>	<p>GOVERNANCE UPDATE</p> <p>On the recommendation of the Governance Committee and recruitment panel, details of candidate's skills and experience having been detailed to the Group Board, it was</p> <p>Resolved to approve the following:</p> <ol style="list-style-type: none"> 1. The appointment of Sue Kershaw to the Professional Services Board. 2. The re appointment of Malcolm Bruce for a further one-year term to the Board of Directors of TP/MOL. 3. The appointment of Alison Blackwell and Cheryl Dunn to the UCEN Divisional Board 4. The appointment of Clarence Odogwu to ARC.
<p>98 23/24</p>	<p>CYCLE OF BUSINESS 24/25</p> <p>It was</p> <p>Resolved to approve the Group Board cycle of business for 24/25.</p>
	<p>RESOLVED that as the items to be considered are deemed commercially sensitive, the Board move into confidential session.</p>
	<p>Signed.....</p> <p>Chair.....</p> <p>Dated.....</p>