

## LTE Group Board

*Minutes of the meeting of the LTE Group Board held on Tuesday 2 April 2019 at the Alan Turing Imaginarium, Dock House BBC, Media City at 9:00am*

**Present:** Kimoni Bell, Amina Bhodania, Jenifer Burden, John Hacking, Philip Johnson, Phil Lanigan, Barry Lynch, Kate Macdonald, Adrian Mills, Sue Murphy CBE (Chair), Paul Pritchard, Malcolm Sugden, John Thornhill (CEO), Pauline Waterhouse OBE and Adam White.

**In Attendance:** Peter Cox (MD Novus), Rob Cressey (Group Finance Director), Linda Dean (MD Total People Ltd), Jennifer Foote MBE (Company Secretary & General Counsel), Gary Hughes (Group Marketing and External Relations Director), Lisa O' Loughlin (Principal, The Manchester College), Kate MacKenzie (Assistant Company Secretary & Solicitor), Kile Moyana (Assistant Company Secretary & Legal Officer) and Paul Taylor (Chief Operating Officer).

*The Board thanked the BBC for the use of the venue for the meeting.*

### Part A

<b>03/19</b>	<p><b>Part A Minutes of the Meeting held on 18 December 2018</b></p> <p>The part A minutes of the meeting held on 18 December 2018 were approved as an accurate record and signed by the Chair.</p>
<b>04/19</b>	<p><b>Part A Minutes of the Meeting of the Audit &amp; Risk Committee</b></p> <p>The part A minutes of the meeting of the Audit &amp; Risk Committee held on 5 March were presented and considered.</p>
<b>05/19</b>	<p><b>The Manchester College – Ofsted Report</b></p> <p>The Board received the presentation of the Principal on the outcome of the recent Ofsted inspection of The Manchester College. This had resulted in a grade for overall effectiveness of 2/Good, with all seven contributory grades also being graded as 2/Good.</p> <p>The Board formally recorded its thanks to the Principal and her team for the hard work and commitment behind the exceptional outcome and for her leadership of the college in this regard.</p> <p>In return the commitment, challenge and understanding of governors in supporting the journey was recognised.</p> <p>Governors discussed the detailed analysis of the findings and understood that further work needed now to be undertaken on issues which remained, including improving GCSE grades for English and maths, consistency in attendance, 'A' level strategy and the continued application of robust performance management.</p>

	<p>The Ofsted outcome would now form a solid foundation for the next phase of the strategic plan and the Board was keen to ensure that the quality of the college would continue to be consolidated and improved.</p>
<p><b>06/19</b></p>	<p><b>TMC/UCEN Manchester Divisional Board Updates and Part A Minutes</b></p> <p>Part A minutes of the following Divisional Boards and Committees were presented for consideration:</p> <p>TMC Divisional Board held on 8 February 2019 UCEN Manchester Divisional Board 1 March 2019</p> <p>The Principal was pleased to share with governors the analysis of the recently published National Achievement Rate Statistics (NARS) for The Manchester College. The overall achievement rate of 90.1% was substantially higher than the national benchmark and placed TMC as no.1 in respect of colleges in GM/no. 15 in England. Governors welcomed the analysis as evidence of the impact of the improvement measures instituted in the college and congratulated the Principal and her team.</p> <p>Governors were informed of nominations for both TMC and UCEN Manchester in a number of recent award ceremonies including for specialist provider of the year in the TES Awards and FE Provider in the What Uni Awards.</p> <p>With reference to the registration of LTE Group trading as UCEN Manchester with the Office for Students, the Board was informed that the Annual Review action plan would be circulated outside the meeting and then approved under delegated powers to enable the return to be submitted prior to the 30 April deadline (UCEN Manchester Minute No 04/19 refers).</p>
<p><b>07/19</b></p>	<p><b>Governance Committee Minutes and Governance Update</b></p> <p>The Board received an update on issue for consideration and decision together with the minutes of the meeting of the Governance Committee held on 4 March 2019.</p> <p><b>1. Review of Constitution</b></p> <p>The recent review of the terms of reference had been subsumed into a wider review of the constitution with the following proposals submitted to the Board for approval:</p> <ul style="list-style-type: none"> <li>• Amendments to the Instrument and Articles of Government and Standing Orders to reflect the position that the corporation may operate without a Vice Chair and to reflect that members with a conflict of interest may not act as signatories for the application of the seal (with alternative arrangements set out should this apply to the Chair);</li> <li>• Amendments to the Scheme of Delegation to delegate authority to divisional boards to approve relevant bids, tenders and leases/licences up to a pre-determined limit as set out in the Financial Regulations</li> <li>• The re-establishment of the MOL Divisional Board together with revised terms of reference to reflect the key principles of remit and responsibility as discussed by both the Group Operations Board, Chairs' Committee and Governance Committee.</li> </ul> <p><b>RESOLVED</b> that the constitution as set out as an addendum to the report be approved.</p>

	<p><b>2. Membership</b> On the recommendation of the Appointments Committee the Board was asked to consider a number of appointments in addition to the ratification of an appointment to the Total People Board for a non-executive director. The Board considered that the appointments made would address the skills needs identified by the Governance Committee.</p> <p><b>RESOLVED</b> that</p> <ul style="list-style-type: none"> <li>i. Paula Cole be re-appointed for a further term of office of three years as co-optee, to run consecutively from the end of her current appointment;</li> <li>ii. Cath Hill be appointed as a co-optee with membership of TMC Board for a term of office of three years;</li> <li>iii. Ged Barlow be appointed as a co-optee with membership of the MOL Board for a term of office of three years and that his appointment as a non-executive director by Total People Board be ratified (Total People Minute No 06/19 refers);</li> <li>iv. Katrina Michel be appointed as a governor of LTE Group for a term of office of three years.</li> </ul> <p><b>3. AoC Code of Good Governance and Adoption of Senior Post Holder Remuneration Code</b> The Board considered the Code of Good Governance updated to include the Senior Post Holder Remuneration Code.</p> <p><b>RESOLVED</b> that the Board re-affirm its commitment to abiding by the principles of the Code of Good Governance for English Colleges and adopt the associated Senior Post Holder Remuneration Code.</p> <p><b>4. Calendar of Meetings</b> The draft calendar of meetings was submitted for consideration. The Board was informed that meetings of the IESG would be added to coincide with the requirements of the estates strategy.</p> <p><b>RESOLVED</b> that the calendar of meetings for 2019/20 be approved.</p>
	<p><b>RESOLVED</b> that as the items to be considered are deemed commercially sensitive, the Board move into confidential session.</p>
	<p><b>Chair</b> .....</p> <p><b>Date</b> .....</p>