BOARD OF GOVERNORS

MINUTES

10th December 2025 at 6pm, LORETO COLLEGE

Attendance and Apologies		**22/10/25**	**10/12/25**
Governor	**Role/Governor Type**		
Ann Wilkinson (AW) Chair	Foundation Governor	✓	✓
Michael Jaffrain (MJ)	Principal	✓	✓
Emma Cullen (EC)	Co-opted Governor	A	A
Victoria Dolan (VD)	Foundation Governor	✓	A
Stephen Gabriel (SG)	Foundation Governor	A	A
Sean Gaughan (SFG)	Foundation Governor	✓	✓
Sr Patricia Goodstadt (PMG)	Foundation Governor	✓	A
Avril Messenger (AM)	Co-opted Governor	✓	✓
Janet Nevin (JN)	Foundation Governor	✓	✓
Stuart Robertson (SR)	Staff Governor	✓	✓
Julian Skyrme (JS)	Co-opted Governor	✓	✓
Emma Sweeney (ES)	Co-opted Governor	✓ from 6.2	✓ from 3. 2
Sarah Taylor (ST)	Foundation Governor	✓	✓
Niall Wright (NW)	Foundation Governor	✓	✓
Darryl Mbongue (DM)	U6 Student Governor	✓	✓
Ryan Matope (RM)	L6 Student Governor		✓

In Attendance			
Alison Gould (AG)	Clerk	✓	✓
Tracey Livesey (TL)	Vice Principal	✓	✓
Andrea Pritchard (AP)	Deputy Principal	A	✓
Karen Musgrove (KM)	RSM		✓ for item 3

Opening Prayer

1. PRELIMINARIES

1.1 Apologies and Quorum

Apologies were received from EC, PMG, VD and SG. The clerk confirmed that the meeting was quorate.

1.2 Declarations of Interest

There were no additional declarations of interest.

1.3 Confidential Items

The chair confirmed that item 7.2 Academisation Update would be considered as a confidential item.

2. NOMINATIONS, RE-NOMINATIONS AND RESIGNATIONS

The Chair congratulated Ryan Matope on his appointment as the L6 Student Governor and introduced him to the Board members.

NW and DM joined the meeting.

3. FINANCIAL MATTERS

KM representing RSM Auditors LLP joined the meeting.

3.1 End of Financial Year Reports

<u>3.1.1Report and Financial Statement to 31 /7/2025 (KM)</u>

KM presented key points from the Report and Financial Statement and confirmed that RSM's work has been completed. KM commented that the College should be congratulated on such a successful audit, which had raised no substantive matters for auditor's comment.

Governors commended the Finance team on their work.

RESOLUTION R1 **The Report and Financial Statement for year ended 31/7/2025 was approved and the Chair (AW) and Accounting Officer (MJ) were authorised to sign the document.**

3.1.2 Assurance Report on Regularity

Governors noted the report. KM reported that there were no matters to be addressed or recommendations for future action.

RESOLUTION R2 The Assurance Report on Regularity was approved

3.1.3 Audit Findings Report (KM)

KM reported that the audit had progressed as planned and that there were no matters to report arising from regularity testing and no recommendations on controls. KM reported that the only substantive management judgement to note was related to the actuarial assumptions used in the calculation of the defined benefit pension scheme and that this should therefore be considered a very clean audit report.

Governors noted the Audit Findings Report.

3.1.4 Letters of Representation (Financial Statements and Regularity) (KM)

Governors noted the reports.

RESOLUTION R3 The Letters of Representation (Financial Statements and Regularity) were approved and the Chair (AW) and Accounting Officer (MJ) were authorised to sign the documents.

3.1.5 Financial Management and Control Evaluation (FMCE)

TL reported that this self-assessment evaluated the College's internal controls and governors agreed that although this was not a formal requirement it provided a useful opportunity to reflect on practice.

3.1.6 Report on Financial Objectives

The report was noted. Governors noted achievement against the objectives.

KM left the meeting.

3.2 Management Accounts to Nov 2025

The report was noted. TL outlined the key financial metrics and confirmed that the management accounts had been discussed by the Finance and General Purposes Committee on 1/12/2025.

TL confirmed that the three-year growth target in student numbers had been achieved early. Governors discussed the growth in student numbers in the College and in other local Sixth Form Colleges. MJ reported that Manchester City Council was pleased that the growth in post 16 need had been met within the city.

3.3 Financial Health

3.3.1Financial Health Grade Letter

The report was noted. Governors noted the allocated financial health grades for 2024/25 and 2025/26 and the impact of lagged funding for the growth in student numbers.

3.3.2 Governors Dashboard

The report was noted. TL reported that this report was drawn from the CFFR submitted in Summer 2025. Governors commented that this presentation was helpful. Governors discussed the percentage of staff costs against income, noting that although the target was to retain staff costs below 70%, staffing costs had increased in 2025/26 relating directly to the additional staff recruited to address increased student numbers. TL reported that once the College receives funding for the additional students in 2026/27, the staff costs/income ratio would likely settle at around 72%. ST commented that the solvency data was very positive.

ES joined the meeting.

3.4 Managing Public Money

TL confirmed there were no MPM matters to report.

4. BOARD MEETING

4.1 Minutes of the Board meeting of 22/10/2025

The minutes were reviewed and agreed to be an accurate record of the meeting.

RESOLUTION R4 **The minutes of the meeting of the Board of Governors held on 22/10/2025 were approved.**

4.2 Matters Arising

The matters arising report was noted. The status of actions was discussed and is shown below:

Action Ref	Action	Status
25/03 A4	**Recommendations for deep dives for Board discussions** *Report: SLT/Search and Governance Committee to make recommendations.*	Ongoing
25/07 A1	**Report on revised Remuneration Committee Terms of Reference and procedures to be presented to the Board for approval.** *Report: Reviewed by Search and Governance Committee in November 2025.*	Completed. See agenda item 7.3
25/10 A1	**Investment Strategy to be reviewed during 2025/26 to ensure value for money is achieved** *Finance and General Purposes Committee reviewed this on 1/12/2025 with a more formal review to be completed by the end of 2025/26.*	Ongoing.
25/10 A2	**Apply for accreditation as a Living Wage Employer** *Finance and General Purposes Committee to review.*	Ongoing
25/10 A3	**College management to review the decision on funding attendance at AOC national finals as an operational matter.** *Matter reviewed by Finance and General Purposes Committee.*	Completed.

5.1 Approved Committee Minutes for adoption

5.1.1 Finance and General Purposes – 13/10/25

The report was noted. Governors noted that this meeting had been discussed at the Board meeting on 22/10/2025 and that the minutes had been approved by the Committee.

RESOLUTION R5 **Minutes of the Finance and General Purposes Committee held on 13/10/2025 were adopted.**

5.1.2 Audit – 11/6/25

The report was noted. Governors noted that this meeting had been discussed at the Board meeting on 22/10/2025 and that the minutes had been approved by the Committee.

RESOLUTION R6 **Minutes of the Audit Committee held on 11/6/2025 were adopted.**

5.1.3 Search and Governance – 23/6/25

The report was noted. Governors noted that this meeting had been discussed at the Board meeting on 22/10/2025 and that the minutes had been approved by the Committee.

RESOLUTION R7 **Minutes of the Search and Governance Committee held on 23/6/25 were adopted.**

5.2 Committee Reports

5.2.1 Search and Governance 19/11/25

AW gave a verbal report confirming that most items discussed in the meeting were on the Board agenda for discussion.

5.2.2 Audit 27/11/25

NW gave a verbal report confirming that the meeting looked at the audit report, risks and internal audit planning.

5.2.3 Finance and General Purposes 1/12/25

SFG gave a verbal report confirming that many items discussed were on the Board agenda for discussion. SFG reported that other items discussed included approval of the teaching staff pay award, capital expenditure request to purchase a temporary classroom, allocation of bursary funding, RSM Emerging Risks report, final account for new buildings programme, health and safety (including first RIDDOR accident) and GDPR.

5.2.4 Standards 8/12/25

JN reported that the meeting considered the SAR Validation process and the SAR Validation report. JN reported that:

- the process was very thorough and a range of data had been considered
- college level grades relating to the four dimensions of the Education Inspection Framework all gained Grade1
- many curriculum areas also gained grade 1 and no curriculum areas were in blue ALPS.

JN left the meeting. The meeting remained quorate.

6.PRINCIPAL'S REPORT

6.1 Executive Summary

The report was noted.   Governors commended the range of activities on offer at the College and the achievements this term.   Student Governors commended the UCAS clinics which had been well attended and which students appreciated.

7. GOVERNANCE MATTERS

7.1 Governance SAR

The report was noted. AW confirmed that the report had been reviewed by the Search and Governance committee prior to Validation and that the priorities for governance reflected the key areas for governance and strategy setting.

Governors noted the increased challenge in retaining an appropriate curriculum offer which help the College achieve its mission and meets student requirements.

7.2 Academisation Update CONFIDENTIAL ITEM

This item was minuted confidentially

7.3 Remuneration Committee Terms of Reference

The report was noted. AW confirmed that the changes had been recommended in response to the FEC and Weston College intervention report. AW reported that further amendments may be required as DfE and HMT guidance had recently been further updated.

**RESOLUTION R8		Remuneration Committee Terms of Reference were approved.**

7.4 Review of Mission Statement

The report was noted. Student Governors added that presence of the Loreto mission statement around the College was helpful. Governors had no substantive amendments but were keen to include staff comments and agreed that Sr Patricia Goodstadt should review the comments prior to Board approval.

ACTION A1 Staff comments on the mission statement to be sent to PMG for consideration and final approval.

8. AUDIT MATTERS

8.1 Risk Register

The report was noted. TL reported that following input from the Audit Committee and the Finance and General Purposes Committee the risk register had been amended.

Governors discussed the mitigations against the cyber security risk. TL reported that actions from the cyber security internal audit report are being implemented, including application for cyber essentials plus.

8.2 Audit Committee Report to the Board

The report was noted. NW confirmed that the committee had undertaken its role and responsibilities effectively throughout the year, considered the entirety of the audit and assurance programme and was satisfied that it had sufficient assurance to be able to provide its opinion in all areas required. NW confirmed that the committee had confidence in the overall adequacy and effectiveness of internal controls.

RESOLUTION R10 **The Audit Committee Report to the Board was adopted and approved for submission with the Report and Financial Statement.**

9. CURRICULUM MATTERS

9.1 SAR Validation Report

Further to the earlier verbal report from the Committee Chair, AW reported that few self-assessed grades had been changed indicating that staff had been reflective and consistent in their self-assessment.

RESOLUTION R11 **The outcomes of the Validation process (as detailed in the SAR Validation Report) were approved.**

10 STUDENT MATTERS

10.1Student Governor Report

Student Governors reported that students supported providing a pedestrian crossing outside the College main entrance and were encouraged that the council had suggested this. They also reported that changes in the Economics department this year had received positive comment from students.

MJ highlighted that student workload, reliability of buses, cost of cafeteria meals were issues raised by students through Student Evaluations.

10.2 Deputy Principal's Report

The report was noted. AP reported that there had been a drive to provide more engaging chaplaincy activities, which had been made possible through the new staffing model.

Governors commended the creative activities from Chaplaincy.

AP reported that the number of students with a safeguarding need of L2 and above had increased since October 2025 (in line with expectations) and that the primary need was mental health. AP highlighted support provided to young carers, increased disclosures from young people, training for staff on positive masculinity and measures to facilitate a more speedy and accurate transfer of files from schools.

11. ANY OTHER BUSINESS

Student Governors raised the impact of a reduction in voting age. MJ reported that the situation was being monitored by the College.

Closing prayer.

The meeting closed at 8:10