Board of Governors

Wednesday 2nd July 2025
At Loreto College, Conference Rooms B/C
MINUTES

Attendance and Apologies		30/10/24	11/12/24	25/3/25	2/7/25
Governor	**Role/Governor Type**				
Ann Wilkinson (AW)	Chair, Foundation Governor	✓	✓	✓	✓
Michael Jaffrain (MJ)	Principal	✓	✓	✓	✓
Emma Cullen (EC)	Co-ted Governors	✓	A	A	A
Victoria Dolan (VD)	Foundation Governor	✓	A	✓	A
Stephen Gabriel (SG)	Foundation Governor	A	R	A	✓
Sean Gaughan (SFG)	Foundation Governor	✓	✓	✓	✓
Sr Patricia Goodstadt (PMG)	Foundation Governor	✓	A	✓	✓
Mary Heaney (MH)	Foundation Governor	✓	✓	A	
John McNerney (JM)	Foundation Governor	✓	✓	✓	
Avril Messenger (AM)	Parent Governor	✓	✓	✓	✓
Janet Nevin (JN)	Foundation Governor	✓	✓	✓R	✓
Stuart Robertson (SR)	Staff Governor	✓	✓	A	A
Julian Skyrme (JS)	Co-opted Governor	✓	✓	✓	✓
Sarah Taylor (ST)	Co-opted Governor	✓	✓	✓	✓
Niall Wright (NW)	Foundation Governor	A	✓	A	✓ R
Hannah Yue (HY)	U6 Student Governor	✓	A	✓	✓
Darryl Mbongue (DM)	L6 Student Governor			✓	✓
In Attendance					
Alison Gould (AG)	Clerk	✓	A	✓	✓

Tracey Livesey (TL)	VP: Planning and Resources	✓	✓	✓	✓
Andrea Pritchard (AP)	Deputy Principal	✓	A	✓	✓
Cate Carr (CC)	VP: Curriculum and Standards	✓	✓	✓	✓
Karen Musgrove (KM)	RSM		R		
Noreen Poole (NP)	Clerk		✓		

A = Apologies, R = remote access

Opening Prayer

1. PRELIMINARIES

1.1 Apologies

Apologies were received and accepted from V Dolan, E Cullen and S Robertson. It was noted that N Wright attended the meeting by remote access, on agreement with the Chair.

1.2 Quorum

The Clerk confirmed that the meeting was quorate.

1.3 Declarations of Interest

There were no additional declarations of interest made by the Governors or attendees.

1.4 Items of a confidential nature

The Chair confirmed that the following matters would be discussed and minuted as confidential matters, due to commercial sensitivities: Buildings Working Group (7.7) and Tenders (7.8 and 7.9).

2. BOARD MATTERS

2.1 Election of the Chair and Vice Chair 2025/6

The Clerk received one nomination for the position of Chair for Ann Wilkinson (nominated by Sr P Goodstadt, seconded by J Nevin).

RESOLUTION R1 **Ann Wilkinson was elected unopposed as Chair of the Board of Governors for 2025/26.**

The Chair received one nomination for the position of Vice-Chair for Sean Gaughan (nominated by A Wilkinson, seconded by Sr P Goodstadt).

RESOLUTION R2 **Sean Gaughan was elected unopposed as Vice-Chair of the Board of Governors for 2025/26.**

2.2 Governor Nominations, Re-Nominations and Retirements

The Chair reported that:

- Mary Heaney resigned from the Board of Governors effective from 2/7/2025. AW reported she had reluctantly accepted M Heaney's resignation and that next term the College would arrange a leaving gift to mark all that all her work on the Board of Governors.
- Hannah Hin Sum Yue's term of office as Student Governor would end on 31/7/2025.
- Stuart Robinson's term of office as Staff Governor would end in October 2025 and that he intended to stand for re-election.
- Avril Messenger's term of office as Parent Governor would end in October 2025 and the Search and Governance Committee had nominated her as a Co-opted Governor, effective from 1/11/2025.
- Sarah Taylor had been nominated and appointed by the Loreto Education Trust as a Foundation Governor, effective from 25/6/2025
- Julian Skyrme's term of office was due to end in December 2025 and that the Search and Governance Committee had recommended that he should be renominated as a Co-opted Governor.

RESOLUTION R3 **A Messenger to be appointed as Co-Opted Governor effective from 1/11/2025.**

RESOLUTION R4 **J Skyrme to be re-appointed as Co-opted Governor effective from 1/12/2025.**

The Clerk confirmed that elections would be taking place in the Autumn for Staff Governor, Parent Governor and L6 Student Governor.

2. 3 Committee Chairs and Membership 2025/26

The Chair reported that the Search and Governance Committee had discussed committee membership and committee chairs and had recommended that Avril Messenger should join the Standards on becoming Co-opted Governor.

The Chair reported that due to revised recommendations by FE Commissioner, it was necessary that the Chair of Remuneration Committee change. The Chair advised that S Taylor would chair the Remuneration Committee, effective from 3/7/2025.

RESOLUTION R5 **A Messenger to join the Standards Committee from 1/11/2025 and S Taylor to chair the Remuneration Committee from 3/7/2025.**

3. MINUTES OF THE LAST MEETING OF THE BOARD (held 26/3/25)

3.1 Minutes of the Last Meeting

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

RESOLUTION R6 **The minutes of the Board of Governors meeting held 26/3/2025 were approved.**

3.2 Matters arising

The matters arising from the last meeting and progress on these actions noted below:

24/12 A1	**Re-tendering for audit services** *Report: On the agenda for Board consideration.*	Ongoing
24/12 A2	**Catering Services to be reviewed.**	Ongoing.

	Report: Contract with current provider terminated and tender issued, to be reviewed in July 2025	
25/03 A4	**Recommendations for deep dives for Board discussions** *Report: SLT/Search and Governance Committee to make recommendations.*	Ongoing

3.3 Chair's Action

The Chair confirmed that:

- the Standards Committee meeting in May was cancelled as the meeting was not quorate.
- two matters had been approved by Chair's Action:
    - Accountability Statement approved following Standards Committee (due to timing)
    - SPH remuneration decisions as recorded in the minutes of the Remuneration Committee.
    - One-Off pay award made to all staff in June 2025, following agreement from the Remuneration Committee and Finance and General Purposes Committee.

RESOLUTION R7 **Approval by Chair's Action of Accountability Statement and SPH remuneration recommendations were noted.**

4. MINUTES OF COMMITTEES

4.1 Committee Minutes for Adoption

4.1.1 Finance and General Purposes Committee (17/3/2025)

It was noted that this meeting had been discussed at the Board meeting in March 2025 and that the minutes had been subsequently approved by the Committee.

RESOLUTION R8 **The minutes of the Finance and General Purposes Committee (17/3/2025) were adopted.**

4.1.2 Audit Committee (5/3/2025)

It was noted that this meeting had been discussed at the Board meeting in March 2025 and that the minutes had been subsequently approved by the Committee.

RESOLUTION R9 **The minutes of the Audit Committee (5/3/2025) were adopted.**

4.1.3 Standards Committee (12/2/2025)

It was noted that this meeting had been discussed at the Board meeting in March 2025 and that the minutes had been subsequently approved by the Committee.

RESOLUTION R10 **The minutes of the Standards Committee (12/2/2025) were adopted.**

4.2 Committee Reports (verbal)

4.2.1 Audit Committee (11/6/2025)

JS and TL reported that several items discussed at the meeting were on the Board agenda for discussion. In particular, risk register, tendering reports (internal and external auditing) and internal audit reports (cyber security and student records) were highlighted.

<u>4.2.2. Finance and General Purposes Committee (16/6/2025)</u>

SFG reported that many of the items discussed at the committee meeting were on this agenda for Board consideration. In particular, ACVIC benchmarks, cyber security report (noting the delay in applying for cyber essentials), premises, GDPR, Health and Safety, HR and policies and environmental and sustainability report were highlighted.

<u>4.2.3 Standards Committee (25/6/2025)</u>

JN reported that no meeting had taken place in May 2025 and that in the last meeting held 25/6/25 the committee discussed: curriculum report, in-year monitoring, policies, update on staffing in RE and chaplaincy, SAR and quality assurance processes for 2025/26, most of which is on the Board agenda for approval.

<u>4.2.4 Remuneration Committee (2/5/2025)</u>

AW reported that:

- new processes for reviewing and approving SPH remuneration and other pay-related decisions would be implemented in 2025/26 in response to the Weston College Intervention Report and that proposals would be provided to the Board for approval.
- the Committee reviewed and approved the recommendations for pay awards for SPH and designated posts and reviewed pay awards to SLT members in line with the committee's terms of reference which were in force at the time of the meeting.
- ST would take over as Chair of the Remuneration Committee from July 2025.

ACTION A1 **Proposals for revised terms of reference for the Remuneration Committee and associated procedures to be presented to the Board for approval.**

<u>4.2.5 Search and Governance Committee (23/6/2025)</u>

PMG reported that the committee discussed the Governance Action Plan, Board Papers Working Group, Meeting Schedule for 2025/26 and Code of Conduct, schedule of policy delegation and terms of reference for Committees.

5. **STRATEGIC PLANNING**

5.1 Principal's Report On Performance Against Targets Set In The Strategic Plan

The report was noted. MJ highlighted:

- the excellent work underway since the re-organization of Chaplaincy and Core RE
- a one-off payment to all staff had been made in June, following additional funding being made available and approval of affordability being received from the Finance and General Purposes Committee.

Governors commented on the range of activities available to the students.

5.2 Accountability Statement (verbal update)

CC reported that:

- the report had been considered by the Standards Committee, with very few changes having been made as the Manchester LSIP had not been updated.
- Chair of Board had approved the report for submission by Chair's Action, as the submission deadline fell between the Standards Committee and this Board meeting.

5.3 Update on Catholic Inspection (verbal update)

AP reported that:

- AP and MJ had attended a meeting for Salford Diocese on the new inspection model, highlighting that much of the language and documentation is targeted at schools.
- the inspection criteria require each inspection to have an inspector with an SFC background. However, there are very few trained inspectors from SFC backgrounds. Additionally, Loreto's inspection should include an inspector with religious order experience.
- Inspections will take place in Summer 2025/26 and 2026/27.
- Investment in safeguarding may be included in inspections.

5.4 Mary Ward Review

Governors noted the executive summary and commended the breadth of activity available for students. The Chair confirmed that the Governance section of the review would be produced during the Summer.

ACTION A2	**Governance section of the Mary Ward Review to be produced and approved by Chair's Action during the Summer.**

6. GOVERNANCE MATTERS

6.1 Chair's Update

AW reported that changes to the role of student governors have been recommended at the end of June by the FE Commissioner, requiring student governors to be involved in all financial decisions and that this requires the instrument and articles to be updated. response to this. PMG reported that CES is coordinating updating Instrument and Articles nationally and LET would be assisting in any updating required.

6.2 Board Papers Working Group (Final Report

The report was noted. AW reported that the Working Group had been formed to consider how to better focus the information provided to governors. The group had recognized how the information provided on the life of the College enabled governors to take a student-centred perspective, but acknowledged that their discussions should be more future-focused. The group made several recommendations:

(i) Cover sheets/Executive Summary to be attached to all Board reports over 6 pages
(ii) Papers to be available on a Board Portal, which will require Governors to set up Loreto credentials (i.e. email and MFA).
(iii) Updated planning cycle to be adopted for 2025/26
(iv) Updated agenda to include references to risks and strategic objectives
(v) Statutory Requirements for Board discussions

(vi) Search and Governance Committee to consider which regular reports considered by Committees and then subsequently presented to the Board could be effectively summarized for the Board.

Governors noted the helpful discussions prior to the Board meeting regarding the planning cycle for 2025/26.

RESOLUTION R11 **The six recommendations of the Board Papers Working Group were approved.**

7. FINANCIAL REPORTS

7.1 Management Accounts March 2025

The report was noted. TL reported that April 2025 Management Accounts had exceptionally not been produced due to a technical problem relating to Assets and Depreciation in the new accounting system that had been implemented in College. TL highlighted the key financial metrics and confirmed that management accounts would be circulated to members of the Finance and General Purposes Committee as soon as possible.

7.2 Report Against Financial Objectives

TL reported on achievements against financial objectives, noting that DfE had reviewed financial benchmarks and some changes for 2025/26. TL highlighted that the main changes were days in hand (increased from 25 to 40) and income to staff expenditure ration to be set at 70%.

7.3 Financial Dashboard

The report was noted. Governors noted the financial health grading.

PMG and SG left the meeting. The meeting remained quorate.

7.4 Budget 2025/6

The report was noted. TL outlined the key assumptions, highlighting that the budget had been produced using best information available at the time and with a cautious approach. Tl reported that:

- the biggest impact on the budget was the lagged funding formula and that the budget produced assumed the same level of funding as was received this year.
- that staff costs would increase in 2025/26 to support the growth in student numbers, which would in turn increase the percentage of staff costs as a percentage of income, seeing this rising to around 75%
- the College is forecast to return to an outstanding financial health grade in 2027/28.

Governors noted that the College had been requested to grow by the DfE and the local authority and continued to be concerned that this growth in student numbers is now not being fully funded.

RESOLUTION R12 **The Budget 2025/26 was approved.**

7.5 CFFR and Commentary 2025/6

See discussion above. Chair of the Finance and General Purposes Committee and Lead Finance Governor reported that they had reviewed the CFFR.

RESOLUTION R13 The CFFR and commentary 2025/26 was approved.

7.6 Capital Expenditure Budget 2025/26

The report was noted. Governors noted the recommended projects.

RESOLUTION R14 The Capital Expenditure Budget 2025/26 was approved.

7.7 Buildings Working Group Report (19/6/25) - Confidential Item

This item was minuted confidentially.

7.8 Tender Reports (Audit) - Confidential Item

This item was minuted confidentially.

7.9 Tender Reports (Cleaning) - Confidential Item

This item was minuted confidentially.

8. CURRICULUM AND STANDARDS MATTERS

Quality Assurance Procedures and Timetable 2025/26

CC reported that:

- there were no major changes to the quality assurance processes or SAR templates for 2025/26
- that a plan had been put in place to cover for CC's maternity leave in 2025/26
- SAR templates and curriculum timetable had been approved by Standards Committee.
- SAR Executive Summary no longer needs to be formally submitted to the DfE but may be requested by DfE at any time.

9. DEPUTY PRINCIPAL'S REPORTS

9.1 Annual Safeguarding Report

The report was noted. AP highlighted:

- increases in numbers of young carers, students with serious mental health concerns and incidents of peer-on-peer abuse
- disadvantaged students are disproportionately represented in the numbers of students identified as requiring safeguarding support
- increase in number of students taking advantage of counselling services.
- significant increase in number of files transferred from schools for new students, which allows the team to focus on priority areas.
- effective systems operating to support online safety.
- Loreto College awarded the Carnegie Mental Health Award (awarded at gold level.
- Loreto College won the SFCA Mental Health and Wellbeing Award

HY and DM left the meeting.

9.2 Annual Complaints Report

The report was noted.   AP reported that few complaints were usually received by the College, with only two formal complaints being received this year, both of which were subsequently resolved. Governors noted the proactive work being done by the College with the local community and commended the general good behaviour of the students.

10. AUDIT MATTERS

10. 1 Risk Register

The report was noted. TL reported that:

- risks had been reviewed by SLT, Audit Committee and Finance and General Purposes Committee.
- impact and likelihood gradings had not been amended but there were changes to the commentary and mitigations, related to risks regarding the development of the college estate (as the build is nearing completion), changes in the funding methodology and national pay awards and resultant strike action.

Governors discussed the amendments recommended and agreed the impact and likelihood gradings.

RESOLUTION R18   The Risk Register was approved.

JS left the meeting.

11. POLICIES

11. 1 Policies for Review Recommended by FGP Committee

11.1.1 Pay Policy

The report was noted. TL reported that this policy had minor recommendations, which had been reviewed by the Finance and General Purposes Committee. Governors reviewed the recommendations.

RESOLUTION R19   The Pay Policy was approved.

11.1.2 Homeworking Policy

The report was noted. TL reported that this policy had minor recommendations, which had been reviewed by the Finance and General Purposes Committee. Governors reviewed the recommendations.

RESOLUTION R20 The Homeworking Policy was approved.

11.1.3 Bursary and Free College Meals Policy

The report was noted. TL reported that there had been no changes to the national guidance regarding the criteria for distributing funding to students and that in response, the College had increased the income thresholds for awarding funding with the aim of bringing more students into the scope of the policy. Tl confirmed the policy had been reviewed by the Finance and General Purposes Committee. Governors reviewed the recommendations.

RESOLUTION R21 The Bursary and Free College Meals Policy was approved.

11.1.4 Financial Regulations

The report was noted. TL reported that minor updates had been made to the policy, which had been reviewed by the Finance and General Purposes Committee. Governors considered the recommendations.

RESOLUTION R22 The Financial Regulations were approved.

11.2 Policies for Review (Standards Committee)

11.2.1 Student Behaviour Policy

The report was noted. AP reported that the policy had been updated and thoroughly reviewed at the Standards Committee, noting that amendments had been made to clarify the process for non-academic behaviour issues. Governors discussed the recommendations.

RESOLUTION R23 The Student Behaviour Policy was approved.

11.2.2 Admissions Policy 2026/27

The report was noted. AP reported that this policy had minor updates, which had been reviewed by the Finance and General Purposes Committee. There were no substantive comments.

RESOLUTION R24 The Admissions Policy 26/27 was approved.

11.2.3 Prayer and Liturgy Policy

The report was noted. AP reported that this policy was a new policy, which had been reviewed and then updated following feedback from the Standards Committee, in particular the addition of short section a section on Governance. Governors noted that as a new policy, this policy should be re-considered during 2025/26.

RESOLUTION R25 The Prayer and Liturgy Policy was approved.

11.3 Policies approved by Delegated Authority

The Clerk reported that the following policies had been approved by delegated authority: Anti-fraud and corruption (by Audit Committee), CCTV policy (by Finance and General Purposes Committee) and Information Systems Policy (by Finance and General Purposes Committee).

12. AOB

12.1 Outgoing Governors

The Chair commended Hannah Yue on her proactive approach to the role of Student Governor noting that her report on the role had been considered by the Search and Governance Committee, with most recommendations being agreed for implementation in 2025/26. HY reported that the role had changed positively during her period in office.

The Chair thanked CC for her work this year and wished her well during her maternity leave.

Closing Prayer

Meeting Closed at 20:10