

CHAIR APPROVED

The Corporation of New College Durham

**Minutes of the Corporation meeting
held on 27 March 2025**

Present:

Stephen King (Chair) - via
MS Teams
Andy Broadbent
Emily Baxter - via MS
Teams - *part*
Davey Benson
Allen Eccles
Mark Gomersall
Jonathan Hamill - via MS
Teams - *part*

Rhiannon Hiles
Kathryn McCloghrie
Beatrix Murray English
Chris Patterson
Philip Pollard
Suzanne Slater
Hailie Warren

Apologies:

Ben Fisher

In attendance:

Karl Fairley (Deputy Chief Executive)
Alison Maynard (Deputy Principal)
Paul Bradley (Chief Finance Officer)
Colleen Peters (Vice Principal)
Andy Stephenson (Vice Principal)
Adele Dowson (Vice Principal)
Peter Morrison (Vice Principal)
Rob Grainey (Vice Principal)
Caroline Winter (Head of Governance and Corporation Secretary)
Chloe Freeman (Administrator)

Observing:

Normi Cadavieco (Good Governance Institute – External Review)
Helen Golightly (for appointment)
Hayley Farrell (Student)

Action

25/01 Chair's introduction and starred items

The Chair welcomed everyone to the meeting including those joining online and those attending their first meeting as observers.

As the Chair was joining the meeting remotely, and in the absence of the Vice Chair, it was **agreed** to nominate Allen Eccles to stand in as meeting Chair in the event of any technical/connection issues arising during the meeting.

The Chair reminded members to declare their interests in any item of business to be discussed at the meeting. Stephen King declared an interest in Paper J2, which considered his reappointment as a Corporation member and Davey Benson declared an interest in Paper J4, which considered his reappointment as Safeguarding Governor.

Members confirmed they did not require any further discussion about the starred agenda items F2, F5, F6, F7, J3, J4, L, O and P.

25/02 Apologies for absence were received from Ben Fisher.

25/03 Minutes of previous meeting (Papers A1 & A2)

The minutes of the meeting held on 12 December 2024 (including confidential minutes) were agreed as accurate.

25/04 Matters arising not appearing elsewhere on the agenda

There were no follow up actions from the previous meeting.

25/05 Principal's Report (Paper B)

The Principal briefed members about matters of strategic interest including: headlines from the Chancellor's Spring Statement and the latest position on funding issues covering 16-18 in-year growth, the national insurance increase, post-16 budget grant, Local Government Pension Scheme, 16-18 course funding rate and the FE College Condition Capital Allocation. Members noted the challenges in the lateness and complexity of the various announcements in forecasting and managing spend.

Form a College perspective, members were updated on further measures to protect the College network against cyber attacks, plans for the Corporation annual Strategic Review day in which governors would be asked to volunteer to co-facilitate some of the sessions, employer engagement activity, recent visits, shortlisting for a number of awards and the HE partnership position.

Part of this item is recorded confidentially under confidential minute 25/05a.

Members discussed the financial announcements and queried whether any decisions would need to be made to address the level of uncertainty relating to the various funding streams. The Principal confirmed that the position was the same each year however more funding streams were in this category than in previous years. The Chief Finance Officer advised that the budget forecast was always approached on a worst case scenario basis. The College was used to managing fluctuations over the year and this was reflected in its planning where contracts were anticipated but not yet issued. The Principal explained that the largest risk area related to whether the College would be awarded new Bootcamp contracts and that this was a timing issue in relation to the new Combined Authority's procurement processes. Members noted the capital funding position and commented on the tendency for organisations with a strong financial position to be less likely to receive capital allocations.

Members discussed the potential for reputational implications of working with employers with defence contracts. It was noted that assessment of the College's arrangements with the relevant companies had not led to inclusion on the strategic risk register based on its current areas of work. Members recognised the balance to be struck in ensuring the College was working with employers to meet skills needs, highlighting engineering in particular.

Members noted the range of ongoing activity and positive updates in the report, which demonstrated excellence across all services and areas of provision and commented that the College was in great shape to deal with current challenges.

25/06 Receipt of Committee minutes and verbal reports from chairs (Paper C)

Search and Governance Committee – the Chair approved minutes of the meetings held on 27 January, 18 February and 10 March 2025 were received. Members noted that the meetings had focused on governor recruitment including interviewing applicants for Corporation membership and reviewing committee membership and charring arrangements.

Finance and Resources Committee – the Chair approved minutes of the meeting held on 12 February 2025 were received. In addition to standing items on financial monitoring and capital developments, the Committee considered the Tuition Fees Policy, the Payment Card Industry Policy, contractual changes, updates on health and safety, IT projects and progress against the estates and sustainability strategies.

Remuneration Committee – the Chair approved minutes of the meeting held on 10 March 2025 were received. It was noted that the meeting had been a short single-item agenda to consider the contractual changes previously considered at the Finance and Resources Committee.

Audit and Risk Committee – the Chair provided a verbal update from the meeting held on 17 March 2025. The Committee had discussed the outcome of the tender exercise for External Audit provision and following a competitive tender process, agreed to recommend that Corporation appoint Azets. The meeting also considered the report from the Risk Management Group and received the final reports following the Internal Audit reviews of Cyber Security and Mental Health and Wellbeing, both of which provided a substantial assurance opinion.

Education Quality Curriculum and Students Committee – the Chair provided a verbal update from the meeting held on 20 March 2025. The Committee had received a presentation on attendance and travel to learn patterns, which had been opened up to attendance by non-committee members. The meeting also

discussed the Accountability Agreement and received updates on the Quality Development Plans for FE and HE, the curriculum Strategic KPIs and the College's HE Partnerships. The Committee Chair was keen to highlight the improvement which was starting to be seen in Functional Skills maths.

Emily Baxter left the meeting at 4.50pm.

25/07 Accountability Agreement – Update (Paper D)

Alison Maynard presented Paper D, which provided a mid-year update on the Accountability Agreement (AA) for 2024/25.

Alison summarised progress to date against the objectives agreed for the current year and highlighted in particular the progress that had been made in collaboration with the four Durham FE colleges and Durham University as part of the Durham Learning Alliance Plus. Excellent progress was being made against the action plan however Alison advised members that internal delivery of Bootcamps was an area of concern. Alison summarised the priorities for the 2025/26 AA and highlighted that work to address attendance would continue to be a focus into next year. Members noted that the draft AA would be reviewed by SLT for endorsement prior to seeking Corporation approval and submitted to the DfE by the end of June deadline. Members discussed the lack of feedback on previous iterations of the AA and Alison updated that the DfE had advised that the document would form the basis of discussions as part of the Annual Strategic Conversation with DfE representatives this year. It was noted that the AA would also be included in the content for the forthcoming Corporation Strategic Review and the Principal reminded members that the College approach was not to produce the AA for its own sake but that the NCD document sat as a layer within the College's framework between strategies and operational plans.

25/08 Academy Sponsorship – Principal Sponsor Role (Paper E)

This item is recorded confidentially under confidential minute 25/08a.

25/09 Financial Monitoring to 31 January 2025 (Paper F1)

Paul Bradley presented Paper F1, which detailed the financial position of the College at 31 January 2025.

Paul advised that this was the first report of the financial year to forecast the end of year position. Members noted the current and forecast surplus and Paul updated on funding announcements and fluctuations that were now reflected in the accounts, including growth funding, Bootcamps, UK Shared Prosperity Fund, a contract extension with NECA and HE collaboration income. Paul also advised on areas not yet included in the forecasts including the impact of the National Insurance increase, the £50m DfE

funding announcement for colleges and anticipated funding from the Office for Students. Given the levels of further potential fluctuation, the College continued to plan for the worst case but with the expectation that that the forecast surplus would increase by the final position.

In response to a member's request for clarification, Paul explained the DfE requirement to provide an additional 40 learning hours and that the College already provided this. Members commented that the UK SPF position was positive in the context of significant reductions seen in other sectors. Members asked about the risk in spreading short-term investment across the three organisations detailed in the report and Paul confirmed that the College's Treasury Management Policy was aligned with the CIPFA prudential code and ensured monies were not placed in high-risk investments. The three institutions were backed by the Government and registered with the Financial Conduct Authority and therefore represented a low level of risk.

Members observed that the level of uncertainty in the financial projections was higher than usual and emphasised the need for continuous monitoring of the position as emerging risks and opportunities started to crystallise. Members highlighted the risk in relation to HE partnership income but also recognised the reduction in associated costs.

Paul advised that progression through the year would continue to see a number of moving parts which could impact the end of year position but that whilst there was a significant potential for change, the overall financial position remained strong.

Members noted the financial position to 31 January 2025.

25/10 Financial Monitoring – Westfirst Limited to 31 January 2025 (Paper F2)

The Chair explained the current context in respect of Westfirst Limited and that it was anticipated that the subsidiary would see more activity following completion of the Artificial Grass Pitch and associated increase in premises lettings.

Members received and noted the Westfirst Limited financial reports to 31 January 2025.

25/11 Annual Update on External Funding Projects (Paper F3)

Colleen Peters presented Paper F3, which detailed the College's portfolio of externally funded projects with an individual value exceeding £250,000, as required by the College Financial Regulations.

Colleen reported the total project portfolio value as well as the in-year contract total. Projects supported over 6,000 participants,

reflecting the reach and impact of external partnerships. Members reviewed the detail of projects across the key funding streams: Adult Skills Funding, Skills Bootcamps, Free Courses for Jobs and the UK Shared Prosperity Fund (SPF). The College continued to adapt to funding changes, reductions from the two Combined Authorities and the conclusion of ESF funding. New opportunities were being actively pursued, and the College had secured further funding in respect of SPF and an extension to the NECA Bootcamp contract.

Members queried the variation in contribution levels between different contracts and whether there was an approach to commercial thresholds. Colleen advised that the management fee percentage was established in each contract the College was bidding for and that this also fluctuated within funding organisations. In response to a member's question Colleen clarified the distinction between the management fee and contribution and advised that the College was focused on increasing internal delivery and resulting contribution, and had implemented a range of measures to do so based on lessons learned. Members felt that in addition to the financial contribution it was important to recognise that these projects were likely to support individuals in greater need than in some of the College's other provision and there was therefore a significant amount of social value associated with this work.

Members commended the number of participants supported and welcomed the opportunities provided to build stakeholder links with sub-contractors. The Principal confirmed that the breadth of the NCD offer was a strength when talking to employers about their wider workforce strategy and skills gaps and was key to the College's stakeholder strategy.

25/12 Capital Projects Update (Paper F4)

Paul Bradley presented Paper F4, which updated on the College's major capital projects.

It was noted that the new car park had opened after the Christmas break with CCTV installation and electric vehicle points finalised. The new pitch would be complete in the coming weeks enabling the FIFA accreditation team to visit and approve the pitch. Arrangements were in hand to formally open the pitch in May however it was anticipated to be available for use after the Easter break.

Members were updated that scoring and evaluation of tenders for the Sixth Form and Sports Building was complete and that confirmation of intent to award had been issued, subject to Corporation approval of the updated business case. Paul advised that in light of the delays to the project timetable, options for urgent decision making under the Corporation's governance arrangements were currently being explored.

Members were updated on developments in relation to the property under consideration for accommodating the Business Development Unit and Paul advised that a business case would be brought to the next Corporation meeting for consideration.

Members welcomed the update and commented that in the context of previous discussions around the balance of risk and reward to the College, these projects represented some of the reward.

25/13 Financial Regulations and Procedures (Paper F5)

Members received Paper F5, which presented the annual update of Financial Regulations and Financial Procedures. The paper had been considered by the Finance and Resources Committee on 12 February 2025, where members recommended the revised documents for approval by Corporation.

Members approved the revised Financial Regulations and Procedures.

25/14 External Audit Provision (Paper F6)

Members received Paper F6, which presented the results of the tender exercise for external audit provision.

Members accepted the recommendation from the Audit and Risk Committee to appoint Azets to supply the College's External Audit provision from the next three financial years with a further option for an additional two years subject to review.

25/15 Strategic Risk Register (Paper F7)

Members received and noted Paper F7, which presented the current College Strategic Risk Register and emerging risks and opportunities.

25/16 Curriculum and Quality Monitoring Report (Paper G)

Alison Maynard presented Paper G, which provided Curriculum and Quality Monitoring Updates across all areas of provision.

Members were briefed on attendance as an area of significant focus in the current year, with the report detailing a range of measures to address the position. Data shared by Durham County Council confirmed a number of students had not attended school for two years with some individual attendance levels as low as 13% and so the College was supporting a cohort of students unused to being in full time education. The Principal shared feedback from a recent meeting with the Ofsted Deputy Director of FE and Skills reporting he was encouraged that under the new inspection framework attendance would be viewed in a wider context with

consideration of student starting points, which aligned with the College's work on the individual student journey.

Alison reported on a significant increase in unacceptable student behaviour and the implementation of a zero tolerance policy to deal with students possessing drugs, carrying weapons, involved in physical confrontation or vandalism. These students were being excluded with immediate effect and referred to Durham Works to provide them with support.

Jonathan Hamill joined the meeting at 5.25pm.

Updates were also provided on curriculum planning for 2025/26, apprenticeship growth and achievement, learner surveys, take up of the Learner Support Fund, student discipline and competition successes.

Peter Morrison provided Higher Education updates in relation to the improved National Student Survey response rate, work in progress to prepare for implementation of the Lifelong Learning Entitlement in 2026/27, the proposed new OfS conditions of registration, teaching observations and the outcome of a complaint to the Office of the Independent Adjudicator for Higher Education (OIA).

25/17 Unsupervised Offsite Curriculum Activities Policy (Paper H)

Karl Fairley presented Paper H, which introduced the proposed Unsupervised Offsite Curriculum Activities policy.

Karl explained that offsite educational visits were currently managed through the Educational Visits Policy but that there was also a need to address circumstances where students participated in educational visits without supervision, with the aim of allowing learners to develop independence and real work skills and fulfil course requirements. Members reviewed the key features of the proposed policy and Karl confirmed that the Trade Unions had been consulted on and were supportive of establishing the policy. The Safeguarding Governor commented that given the range of potential unsupervised offsite visits, introduction of the policy was good practice and would provide further assurance in relation to offsite student activities.

Members queried whether the policy had the potential to have an unintended impact on inclusivity for students that may have difficulty engaging in offsite visits. It was noted that the policy had been developed in response to concerns from curriculum staff where there was a need to allow students to undertake such activities where this was a requirement to pass their course, but recognising the need for assurance around risks and mitigation. It was proposed that subject to Corporation approval, the policy would be implemented for the remainder of the academic year with

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a review after six months, the outcome of which would be reported to the Finance and Resources Committee.

Members agreed to approve ratification of the Unsupervised Offsite Curriculum Activities Policy as a new policy to the College.

25/18 Contractual Changes (Paper I)

Karl Fairley introduced Paper I, which proposed amendments to the College's Contracts of Employment to include Payment in Lieu of Notice and Garden Leave clauses.

It was noted that the proposed changes had been considered by the Finance and Resources Committee and the Remuneration Committee, both of which had agreed to recommend that Corporation approve the changes. Karl explained the rationale for the changes, which would provide a flexible approach to managing complex employment terminations, while safeguarding the College's best interests. Members reviewed the proposed wording of the respective clauses which had been drafted by the College's legal advisers and Karl confirmed that the decision to apply either clause would reside with the Executive Director of HR and Corporate Services based on the circumstances of an individual case.

Members asked whether introduction of the changes would bring the College in line with its peers. Karl advised that other organisations did include these clauses in their contracts and whilst the College had previously used both arrangements in cases where the employment relationship had broken down, this had been dependent on securing the agreement of the relevant individual. In response to a member's question about insurance cover relating to implementing these clauses, Karl explained that whilst specific insurance cover had not been explored, legal advice had confirmed there would be no concerns in implementing the clauses as proposed and that decision-making on their application would be based on the professional judgement of the Executive Director of HR.

Members approved the contractual changes as detailed within the paper.

Stephen King and Jonathan Hamill lost connection to the meeting at 5.45pm. The meeting continued to meet quorum requirements and Allen Eccles assumed the Chair.

25/19 Appointment of Corporation Members (Paper J1)

Helen Golightly withdrew from the meeting.

Members noted that a two-member panel of the Search and Governance Committee interviewed two applicants on 18 February

2025 to consider their suitability for appointment as a governor. The panel agreed to recommend Helen Golightly and Ross Markwell for appointment to Corporation and copies of their application and skills audit were circulated confidentially to all members.

Members reviewed their respective skills and experience as summarised in the paper and detailed in their application documents.

After due consideration, members approved the following:

- **Helen Golightly to be appointed as a Corporation member for an initial term of 4 years, subject to satisfactory references and DBS clearance.**
- **Ross Markwell to be appointed as a Corporation member for an initial term of 4 years, subject to satisfactory references and DBS clearance.**

Helen returned to the meeting and was congratulated on her appointment.

25/20 Reappointment of Corporation Member (Paper J2)

Members noted that Stephen King's term of office as a Governor was due to expire on 31 July 2025, by which time he would have served four years as a member.

It was noted that the Search and Governance Committee considered Stephen's application for reappointment on 17 March 2025. The Committee reviewed the updated application form detailing Stephen's skill set and noted his strong attendance record, engagement in events outside of formal meetings, his individual contribution as a member of a number of different committees and his role in developing the board since his appointment as Corporation Chair.

After due consideration members approved the Search and Governance Committee's recommendation to reappoint Stephen King as a Corporation member for a further 4-year term expiring on 31 July 2029.

25/21 Committee Composition (Paper J3)

Members **approved** the proposed committee composition detailed in Paper J, which included the following changes:

- Helen Golightly would join the Finance and Resources Committee and the Education Quality Curriculum and Students Committee
- Ross Markwell would join the Education Quality Curriculum and Students Committee

25/22 Governors' Additional Responsibilities (Safeguarding) (Paper J4)

Members received Paper J4, which considered a recommendation from the Search and Governance Committee on appointment to the role of Safeguarding Governor.

Members approved the reappointment of Davey Benson as Safeguarding Governor for a further two-year period until 31 March 2027, subject to his term of office.

25/23 Safeguarding Governor Update (Paper K1)

Davey Benson presented Paper K1, which summarised his termly meeting with the designated Safeguarding Leads (DSLs).

Members noted the emerging safeguarding themes in 2024/25 and both the increase and change in the nature of concerns being reported, which were becoming more complex. Members noted the measures implemented to address student behaviour issues including the updated disciplinary procedure, random weapons and drug searches and use of the Personal Development Framework to respond to current and emerging issues impacting on students.

Davey highlighted the online learning package to support teaching of safeguarding to apprentices which had recently been replaced and requested assurance around the timetable for implementation. It was confirmed that the roll out of the new package of learning materials was being discussed with the Apprenticeships Team and would be completed by the end of the academic year.

Members noted the arrangements in place to engage with students and promote a safeguarding culture and commented that these provided a level of comfort in the College's approach to supporting and safeguarding students.

25/24 Careers Education and Guidance Governor (Paper K2)

Following the loss of the MS Teams connection affecting Stephen King, it was **agreed to defer** his report as Careers Education and Guidance Governor to the next meeting in May.

25/25 SEND Governor (Paper K3)

Suzanne Slater presented Paper K3, which updated on her termly meeting as SEND Governor. The meeting considered the distribution of the SEND learner population across the College and it was noted that SEND learners were supported across the full range of provision. The curriculum offer to SEND learners was discussed and an update provided on the new Supported Internships provision during the current academic year. Members noted the positive update on academic performance based on prediction point 1 and that a request had been made to provide performance data for High Needs Funded learners when this became available.

The ongoing work with regional colleges to address the challenges in the approach to high needs funding was noted, and Suzanne highlighted the team's work with the College Collective to learn from another college sharing good practice in engagement with their local authority on high needs funding.

25/26 Annual Information Management and Governance Report (Paper L)

Members received and noted the Annual Information Management and Governance Report.

25/27 Students' Union Report (Paper M)

Hailie Warren presented Paper M, the Students' Union Report.

Members noted the update on the FE and HE Student Forum meetings which had been previously reported to the Education Quality Curriculum and Standards Committee. Hailie provided updates on enrichment activity, drawing attention to the record high numbers of students attending activities in January and updating on an additional young men's mental health group, the progression of basketball into competitive matches and the delivery of activities at the Construction Centre of Excellence to ensure all NCD students had the opportunity to access enrichment activities.

Members commented on the importance of enrichment activities to the student experience and thanked Hailie for her report.

Hailie Warren left the meeting at 6.03pm.

25/28 Strategic Monitoring - 2024/25 Strategic KPI update

Corporate Services (Paper N1)

Karl Fairley presented Paper N1, which updated on the progress made against the Corporate Services Strategic KPIs for 2024/25. Members reviewed the latest position on the KPIs for Estates and Facilities, Finance and Procurement, Human Resources, and ICT and Systems Development and Reporting and Karl drew attention to the two RIDDOR reportable incidents detailed in the report. Members noted the explanation for each incident and Karl advised that the College would always set a target of zero incidents so that any incidents would result in a red rating.

Members noted that the report did not contain benchmarking information comparing performance within the sector and asked where this was considered. Karl explained that targets were set by governors before the start of each academic year and that each of the Corporate Services KPIs was supplemented by a separate detailed paper to the Finance and Resources Committee which included key benchmarking data, whereas the regular KPI updates

gave a snapshot of current performance demonstrating progress over the course of the year.

Members noted the progress to 31 January 2025 on the Corporate Services KPIs for 2024/25.

Education & Training, Apprenticeships and Higher Education (Paper N2)

Alison Maynard and Peter Morrison presented Paper N2, which updated on performance against the quality and curriculum KPIs for the current academic year. Members reviewed the position across 16-19 Education and Training, Adult Education, Apprenticeships, Sub-contracting and Higher Education.

Alison highlighted the predicted FE achievement rate confirming her confidence in achieving 90% at the end of year. A range of quality assurance measures were being progressed to address the student satisfaction rate which was below target, however Alison confirmed that overall, the latest performance data showed a positive picture for FE and Apprenticeships.

In relation to Higher Education, Peter Morrison updated on retention and continuation rates across Durham and partner provision. Peter reiterated the performance concerns at one partner provider as previously discussed but reported that the London School of Commerce teach-out was progressing well.

Members noted the curriculum and quality KPI position at the end of February 2025.

25/29 Written Resolutions passed since the last Corporation meeting (Paper O)

Members noted that the following Written Resolutions had been passed since the last Corporation meeting:

- Approval of a Lease to provide a Car Park for Construction Centre of Excellence (passed on 4 February 2025)
- Award of a contract for an External Governance Review (passed on 5 February 2025)
- Changes to Committee composition and chairing (passed 4 February 2025)

25/30 Use of the College Seal (Paper P)

Members received Paper P and noted the application of the College Seal on 20 December 2024 to the Deed of Novation and the Deed of Guarantee relating to the collaboration agreement with the London School of Commerce.

On 12 February 2025, the College Seal was also applied to two sub-contractor's collateral warranty agreements and to the lease for the Car Park referenced in Paper O, all of which were in respect of the Construction Centre of Excellence.

All of the documents referenced were signed by the Chair and Principal on behalf of Corporation and recorded in the Corporation Register of Seals.

25/31 Any other urgent business – none.

25/32 Date of next meeting: 22 May 2025