



## Northern College

### BOARD OF GOVERNORS AND ANNUAL GENERAL MEETING

#### Minutes of the meeting held on 18 December 2024

#### Governors:

Mark Sanders (MS) (Chair)	Governor	PRESENT
Emma Beal (EB)	Principal (Governor ex officio)	PRESENT
Greg Burke (GB)	Governor	PRESENT
Neil Copley (NC)	Governor	SABBATICAL
Ann Corrigan (AC)	Governor	APOLOGIES
Bob Craig (BC)	Governor	APOLOGIES
Colin Forrest (CF)	Governor	PRESENT
Sue Horner (SH)	Governor	PRESENT
Neil James (NJ)	Staff Governor (Residential & Administrative)	PRESENT
Ray Low (RL)	Governor	PRESENT
Seb Schmoller (SSc) (Vice Chair)	Governor	PRESENT
Ann Marie Spry (AMS)	Governor	PRESENT
Matt Stephens (MS)	Governor (online to B24/158)	PRESENT
Tim Thornton (TT)	Governor	PRESENT

#### Observer:

Mike Firth (MF)	Department for Education	PRESENT
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#### In attendance:

Alison Shillito (AS)	Acting Clerk to Governors	PRESENT
Diane Lawson (DL)	Vice Principal – Student Experience	APOLOGIES
Elin Longley (EL)	Head of Human Resources	PRESENT
Sue Saunders (SSa)	Deputy Principal / Chief Finance Officer	PRESENT

### MEETING ADMINISTRATION

B24/138

#### Apologies

The Board **resolved to accept** apologies from Governors Bob Craig and Ann Corrigan, and Vice Principal Student Experience (DL).

B24/139

#### Declarations of Interest

Each governor present declared any potential interests or conflicts of loyalty related to items considered at the meeting as follows.

With respect to education consultancy work with several colleges in Wales, Hull College and Barnsley College, CF declared a potential conflict in relation to agenda item 5iii. It was agreed that no decisions to be taken at this meeting would be affected. It was not considered necessary for CF to withdraw.

**ACTION:** CF to update the Register of Interests return with the new appointments as soon as possible.

B24/140

**Clerk to the Governors**

As reported to the Board prior to the meeting, the previous Clerk to the Governors had left the College. The Board noted that the Chair had taken Chair's Action to commission, Alison Shillito, a freelance governance consultant, to advise the Board and act as Clerk for this meeting.

B24/141

**Governor sabbatical**

The Chair reported that he had met with Neil Copley (NC) to consider NC's declared interests in relation to ongoing Board business. NC had requested a sabbatical from governorship at least until the end of April 2025. The Board **resolved to approve** a sabbatical from governorship for NC for a period of four months to 30 April 2025. For the period of the sabbatical, NC would not be a member of the Board and would not be counted in the quorum.

B24/142

**Minutes of the last meeting**

The Board resolved to approve the minutes of the meeting held on 2 October 2024 with the following amendments:

- (a) Correct the governor attendance list to include Ann Marie Spry and Greg Burke
- (b) Move the relevant section of minute B24/130 to the start of the meeting when the Board confirmed the appointment of Ann Marie Spry and Greg Burke
- (c) Renumber minutes from B24/121 onwards to correct a numbering error.

**ACTION:** Clerk to update the minutes before the next meeting.

B24/143

**Matters arising**

The Board reviewed the action tracker and expressed satisfaction that planned progress had been made. The Board resolved to note:

- (a) **B24/126**, refers, the Chair had approved the award of the catering services contract to Baxter Storey.
- (b) **B24/130**, refers, a new student governor had been elected for 2024/25. Elections for a new staff governor were scheduled for the new year.

**ACTION:** The Principal/Chief Executive (CEO) to support the new student governor to complete induction in January 2025.

## CONTEXT AND PERFORMANCE 2023/24

B24/144

**Context and sector update (presentation)**

The Board received an update covering significant developments in the college's operating context including:

- Get Britain Working White Paper
- Skills England agenda, discussed with Lord Blunkett on his recent visit to the College.
- Department for Education (DfE), Education and Training Statistics for the UK (28/11/2024)

- FE Commissioner's letter to the College on the outcome of the stocktake exercise in November 2024.

B24/145 The Board particularly noted:

- (a) Get Britain Working white paper included proposals for supporting people from disadvantaged groups to re-enter education, training and work. The policy intentions closely align with the College's mission and strengths.
- (b) South Yorkshire was one of the trailblazer regions selected to trial Get Britain Working interventions and increase engagement with local people experiencing barriers to re-entering the workforce. Governors asked how the College could be involved in the local initiative. The CEO said they would raise this in discussions with the South Yorkshire Mayoral Combined Authority (SYMCA)
- (c) The DfE statistical release reported a national increase in the proportion of students with Learning Difficulties and/or Disabilities (LLDD) compared to previous years. College student data reported a higher proportion of students with LLDD than the national average.

The Board agreed that the direction of government policy aligned positively with the College's mission and strategy. The Board **resolved** that no changes were required to the College's 2023-2026 Strategic Plan in response to the changes reported.

B24/146 **Performance to date 2024/25 (Document 2ii)**

The Board considered a report on the College's **progress against 2024/25 key performance indicators (KPI)** including student recruitment to date for 2024/25, highlighting:

- improving recruitment position for residential students
- average class size had increased due to curriculum developments
- KPI for staff turnover and pay costs ratio had reduced but some of the change was due to the move of marketing staff costs from pay to non-pay lines
- Adult Learner Loans were forecast to be below target because many enrolments were assessed as qualifying for Free Courses for Jobs (FCFJ).

B24/147 The Board also received **management accounts to 31 October 2024** noting that the College's cash position had improved compared to budget. The College was forecast to generate a positive EBITDA and a 'Good' financial health rating over the college year. Cash flow and the cash low point were running according to plan with some underspend due to the timing of expenditure on capital projects. Reserves were forecast to be stable for the 2024/25 college year.

B24/148 The Board received the report and commented as follows.

- Members welcomed the significant improvement in the conversion rate from application to enrolment compared to 2023 and asked how this had been achieved. The Principal/Chief Executive said that the increase had been driven by changes to the curriculum offer and direct recruitment via referral partners.
- Members congratulated staff on the increase in the average class size. This was also an outcome of the curriculum development strategy.
- The continued improvement in the College's financial position resulting from improved recruitment and increased average class size was sound evidence that the College's

improvement plans were working. The Chair reported that the College had also received praise from the FE Commissioner on the improvement in its financial position.

- Members asked if the college had modelled the impact of the increase in employers' national insurance on the College's financial plans. The Chief Finance Officer said that the sector was awaiting information from DfE about what if any mitigation the sector would receive and how this would be distributed.

B24/149 The Board welcomed the stronger financial position reported noting the uncertainty around funding for 2025/26 pending receipt of details of SYMCA funding. The Board **resolved** to welcome the improving financial position and asked for scenario planning to model the impact of changes to employers' national insurance on 2025/26 and rolling forward into 2026/27.  
**ACTION:** for the next meeting, Chief Finance Officer to remodel the scenarios in the report as SYMCA information is available and stretching out planning into 2026/27.

B24/150 **Risk Register (document 2iii)**

The Board considered the updates to the Strategic Risk Register. The most significant strategic risk, following devolution, remained the uncertainty around future funding for residential learning. Discussions to date had been heavily focused on the financial costs of residential learning and did not give sufficient weight to its positive educational, social and economic impact on adult students.

B24/151 Subject to updating for recent events noted below, the Board **resolved** that the risk register was an accurate reflection of College's risks and that mitigating actions and controls were appropriate. The Board agreed further action as follows.

**ACTION:** update the Risk Register to reflect the controls in place to manage the risk of building issues in the library and to add the risk and actions to resolve the vacancy for Clerk to the Governors.

B24/152 **Workforce report**

The Board considered the annual report on College staffing KPI for 2023/24, including workforce analysis by protected characteristic. It was noted that the number of staff was decreasing, which meant that a small number of staff could have a disproportionate impact on statistics including the reduction in the rate of staff absence and turnover. Fixed term contracts ending had contributed to a higher staff turnover rate. The staff absence rate had decreased.

B24/153 The main issues discussed by the Board were as follows.

- **Equality, Diversity and Inclusion**, there had been limited progress against the stated aim to increase the proportion of staff from diverse ethnic backgrounds. The Head of HR said progress had been slow on this objective as there had been fewer vacancies in 2023/24 and there had been strong internal candidates available for vacancies. The College had conducted equality monitoring of applications. The data was also considered by the College Equality, Diversity and Inclusion Committee, which advised on further action needed to achieve the College's equality objectives.
- **Fractional contracts**, with the reduction in the establishment the proportion of staff on fractional contracts had increased and a governor asked what impact this had on access to development and training. The Head of HR said that part-time staff had equal access to training and development opportunities through annual appraisal.

B24/154 The Board **resolved** to note the Workforce Annual Report 2023/24 and express satisfaction with the progress the College was making against the annual operating plan.

## STRATEGY AND PLANNING

### B24/155 Strategic Plan Annual Delivery Plan for 2024-25 (document 3i)

The Board considered an update against the College's **Whole Strategy Delivery Plan 2024-25**. Oversight of some elements of the plan were delegated to Committees and updates were reported in the committee minutes. The Board considered the actions RAG-rated as Red as follows.

- The college was awaiting the outcome of SYMCA funding decisions for 2025/26. These would have an impact on achieving the planned position on long term funding methodology for residential learning and the proposal to develop further Tailored Learning.
- The new horticultural project had been delayed because it had been hard to recruit certain project roles. Recruitment had been completed and the project was able to commence.
- The college's bid to the SYMCA Innovation Fund to develop new commercial training offers had been unsuccessful. The College was continuing to consider alternative routes for funding the development.

B24/156 The Board noted the update, **resolved** to express satisfaction with the progress the College was making against the strategic plan. The Principal/Chief Executive agreed to continue discussions with potential partners around options to support the College's sustainability.

### B24/157 Single Improvement Plan Progress Update (document 3ii)

The Board noted that the Single Recovery Plan had been retitled the Single Improvement Plan and work was in progress to reformat the plan in line with advice from the FE Commissioner. The plan's underpinning principle was that the College needed to grow its provision and income to secure long term sustainability.

B24/158 Governors discussed the high-risk RED RAG-rated elements of the plan, in particular efforts to secure new investment for the estate linked to an application to the SYMCA Expansion Fund. For reasons of commercial sensitivity, the discussion is recorded in a separate confidential minute, with consideration of the Estates Task and Finish Group minutes.

B24/159 The Board received the report and expressed satisfaction with progress on most of the strands in the Single Improvement Plan 2023-2025. The Board **resolved** further actions to increase the pace of progress on securing new investment and development opportunities to maximise the use of the Wentworth Castle Estate (minute B24/183 refers).

### B24/160 Estates Strategy progress update (document 3iii)

The Board received the update against the Estates Strategy and noted the following,

- the award of the Catering Services contract. The new contractor was already mobilising the contract and would be providing catering from 1 January 2025
- progress on the projects funding by the Local Skills Improvement Fund which included completion of the Digital Hub
- progress on projects funded by the DfE Transformation Grant and Reclassification Grant, which were on target.

B24/161 The Board noted the update and **resolved** to express

- satisfaction with progress against the Estates Strategy and
- the Board's appreciation for the work of Diane Lawson in successfully leading the Hub project. It was commented that the Digital Hub opening event with David Blunkett on 29 November 2024 had been well received.

- B24/162 **Self-Assessment Report (final draft) (document 3iv)**
- The Principal/Chief Executive presented the report, commenting that the Self-Assessment Report (SAR) self-assessed the College's provision of education as 'Good' in all areas against the Ofsted Education Inspection Framework criteria. The analysis had noted some of the new Adult Skills Funded (ASF) provision where achievement rates were below National Rate. Staff had identified the causes and implemented improvements to address the achievement gaps.
- B24/163 The Chair of the Curriculum, Quality and Student Experience Committee (CQSE) commented that the committee had carefully scrutinised the evidence for the 'Good' judgements and had been satisfied that the education provision was meeting the Ofsted criteria with actions to address the provision that had not achieved National Rate. The committee recommended the SAR to the Board for approval.
- B24/164 The Board considered the SAR 2023/24 and noted the achievement gaps that had opened between some groups. The Board stressed the importance of the SAR being supported by a detailed Quality Improvement Plan with specific measurable actions and targets to ensure that improvements were being implemented and were being effective in addressing under-achievement and closing achievement gaps.
- B24/165 The Board **resolved** to adopt the SAR 2023/24 as an accurate reflection of the quality of the College's education provision and agreed the following.
- ACTION:**
- i) CQSE Committee to review the Quality Improvement Plan to ensure it includes clear specific improvement actions that link to the areas for improvement identified in the SAR 2023/24
  - ii) CQSE to review and report to Board meetings on progress against the Quality Improvement Plan in 2025. Evidence of effective progress would contribute to the judgements in next year's SAR.

## COMPLIANCE AND STATUTORY

- B24/166 **Health and Safety Annual Report 2023/24 (document 4i)**
- The Board considered the Health and Safety Annual Report 2023/24, noting that the Audit Committee had already considered the report in detail and commended it to the Board. The Board **noted** the report and particularly
- appointment of a new Health and Safety Manager
  - completion of a new Fire Risk Assessment
  - increase in incidents due to triggering of the fire alarm. The Principal/Chief Executive said that the incidents had occurred when premises were unoccupied. Staff were working with the alarm company to identify and resolve the cause of the false alarms, which seemed to be related to the age of the buildings.
- B24/167 The Board **resolved** to adopt the Health and Safety Annual Report 2023/24, confirming that it provided reasonable assurance that the outcomes and arrangements in place for Health and Safety throughout 2023/24 were satisfactory and that the actions for further development were appropriate.
- B24/168 **Safeguarding and Prevent Annual Report 2023/24 (document 4i)**

The Board considered the Safeguarding and Prevent Annual Report 2023/24 that had been considered in detail by the CQSE Committee and included

- Referrals data, analysed by type of referral to explore trends and service usage
- Safeguarding and prevent management and operations arrangements
- Training and development activities completed
- Key actions and areas for development in 2024/25.

B24/169 The Board **resolved** to adopt the Safeguarding and Prevent Annual Report 2023/24 confirming that it provided reasonable assurance that the outcomes and arrangements in place for Safeguarding and Prevent in 2023/24 were adequate and effective and that the actions for further development were appropriate.

B24/170 **Equality, Diversity and Inclusion Annual Report 2023/24 (document 4i)**

The Board considered the equality, diversity and inclusion annual report 2023/24, noting that this had been considered in detail by the CQSE committee, and that it included:

- progress against the College's equality objectives
- student performance data analysed by a range of characteristics
- staff data analysed by a range of characteristics
- actions to address areas for enhancement and further development identified for 2024/25.

B24/171 The Board expressed assurance that the outcomes and arrangements in place for ensuring compliance with the College's responsibilities for equality, diversity and inclusion in 2023/24 were satisfactory and that the actions for further development in 2024/25 were appropriate. The Board **resolved** to adopt the Equality, Diversity and Inclusion Annual Report 2023/24.

B24/172 **Internal Audit Annual Plan 2024/25 (document 4ii)**

The Board received the Internal Audit Plan that had been considered in detail by the Audit Committee at its meeting on 4 December 2024. The Board noted the assurance mapping included in the plan and expressed satisfaction that the plan would generate sufficient assurance against the College's strategic risks. On the recommendation of the Audit Committee, the Board **resolved** to approve the Internal Audit Plan for 2024/25.

B24/173 **Finance and Audit 2023/24 (document 4iii)**

The Board noted that there had been no changes to the regularity self-assessment 2023/24, which had been considered in detail and approved at a previous meeting ahead of its submission to the financial statements' auditors for use as part of their regularity audit.

B24/174 The Board further noted that the audit of the financial statements in relation to going concern was incomplete and updated information was required for a conclusion to be reached in this area. The Principal/Chief Executive reported that the DfE had extended the deadline to 28 February 2025 for the College's submission of its financial statements audit.

B24/175 The Board **resolved**

- i) that the Regulatory Self-Assessment be approved and signed by the Chair on behalf of the Board
- ii) pending completion of the audit, to defer consideration of the report of the financial statements' auditor, the Internal Audit Annual report and Members' Report and Financial Statements for 2023/24 to a special meeting in early 2025 and

- iii) the following actions

**ACTION:**

- i) the additional work/information required be completed to reach a going concern conclusion, noting that the Board would need to reach its own going concern position and consider the implications of the auditor's opinion.
- ii) A special meeting of the Governing Board to be arranged for early 2025 to consider an updated position.

B24/176 The Board **noted** that DfE, SYMCA and West Yorkshire Combined Authority (WYCA) had notified their intention to conduct funding audits at the college. The Chief Finance Officer was providing information to the auditors.

B24/177 **Governance matters (document 4iv)**

The Board considered an annual report on governance for 2023/24, noting that this included:

- a summary of key context matters for governance during the year
- an overview of governance arrangements
- a summary of external feedback on governance received in the year including the findings of an external review of governance
- an updated evaluation of the College's compliance with its chosen code of governance
- recommendations for development areas in 2024/25.

B24/178 The Board considered

- that as the College had commissioned an external governance review in 2023/24, the Board was not required to conduct an annual self-assessment
- the most pressing matter for maintaining effective governance was to secure the services of a qualified governance professional, to support the Board and advise on development areas for governance.

B24/179 The Board **resolved**

- (i) to adopt the updated Governance Annual Report 2023/24, including the updated checklist of compliance with the Code of Good Governance for English Colleges
- (ii) to delegate authority to a task and finish group to consider the options for meeting the Board's governance needs, deciding on the best option for the College in its current context and implementing a solution, and
- (iii) to act as follows.

**ACTION:**

Clerk to convene a task and finish group comprising Sue Horner, Mark Sanders and Emma Beal to scope the Board's needs for governance advice and support and implement a plan.

B24/180 **Minutes from committees (document 4vi)**

The Board **resolved** to note the minutes of meetings of the following committees.

- Curriculum Quality and Student Experience Committee minutes of the meeting on 3 December 2024
- Audit Committee minutes of the meeting on 4 December 2024

B24/181 The Board **noted** that

- the Finance and Resources Committee had met in December as it was not quorate.

- The Chair of the Finance and Resources Committee had taken Chair's Action to approve the contract for renewing the College's insurance.

*(Governor (MSt) and Staff Governor (NJ) left before consideration of the following items)*

## CONFIDENTIAL

- B24/182      **Confidential minutes of the Governing Body meeting held on 2 October 2024 (document 5i)**  
The Board **resolved** to confirm the accuracy of the confidential minutes
- B24/183      **Confidential minutes from committees**  
**Estates Task and Finish Group - 4/11/2024**  
The Board considered the minutes of the first meeting of the Task and Finish Group. For reasons of commercial sensitivity, the discussion is recorded in a separate confidential minute.
- B24/184      **Remuneration and Governance extraordinary meeting on 28 November 2024**  
The Board considered the minutes of the Remuneration and Governance meeting on 28 November 2024. For reasons of commercial sensitivity, the discussion is recorded in a separate confidential minute.
- B24/185      **Going Concern**  
The Board noted that it was awaiting further information on funding for 2025/26 and a final report on the financial statements' audit. Based on the information available to the meeting, the Board **resolved** that the College was able to meet its liabilities going forward and had sufficient resources to continue trading as a going concern.

## DATES OF THE NEXT MEETINGS

- B24/193      The Board noted that the Clerk would arrange a special meeting in early 2025, online, to consider the final finance and audit items following receipt of the final report on the audit of the Members' Report and Financial Statements 2023/24.
- B24/194      The Board noted the dates of the next scheduled meetings (on campus):  
Wednesday 26 March 2025 at 1pm  
Thursday 17 July 2025 at 1pm

*The meeting closed at 5.15pm*