

**Approved Minutes of the meeting of the Board of Corporation held on Tuesday 1 October 2024
at 6:00pm in the Innovation Space, Bede Campus, and via Teams Conferencing**

Present: Louise Bradford, Vice Chair -South
Ian Brown
Louise Doyle
Julia Fox
Chris Jones (*via Teams*)
Abigail Wampamba Nassuna, FE Student Governor
Lyndsey O’Leary (*via Teams*)
Susan Pollard, Staff Governor
Alison Shaw, Vice Chair –North
Darren Sterling
James Stuart (Chair)
Ellen Thinnesen (Chief Executive)

In Attendance: David Howells, Chief Financial Officer
Toni Rhodes, Deputy Chief Executive
Lee Lister, Campus Principal Northumberland College (Kirkley)
Vikkie Morton, Vice Principal Student Life and Stronger Communities
Iain Nixon, Vice Principal Partnerships and Commercial
Judith Quinn, Campus Principal Northumberland College (Ashington)
Naomi Robson, Vice Principal Resources
Jo Cooper, Associate Principal, Teaching Learning and Quality
Christine Stretesky, Head of Corporate Governance and Policy
Donna Swan, Governance Officer

The Chair welcomed the FE Student Governor, Abigail Wampamba Nassuna, to her first meeting as a governor. He further congratulated Governors Doyle and Brown on accolades both have recently received.

Bd/24-25/01 Apologies and consent for absence and declarations of interest

There were apologies for absence from Governor Dawson. There were no declarations of interest made.

The Attendance Report was received and noted.

Bd/24-25/02 Minutes of previous meeting held on 2 July 2024 and Matters Arising

The Board agreed the minutes and confidential minutes presented as an accurate record of the meeting held on 2 July 2024. The confidential minutes will be maintained separately.
The Action Log was received. There were no matters arising.

Bd/24-25/03 Minutes of the special meeting held on 10 July 2024

The Board agreed the minutes and confidential minutes presented as an accurate record of the meeting held on 10 July 2024. The confidential minutes will be maintained separately.

The Chief Executive (CE) referred to the action associated with Bd/23-24/113 (subcontracting) and advised that the discussions referred to will take place and a report will come to the Board in March 2025.

Bd/24-25/04 Appointment of New Governor

The Chair introduced the following recommendations from the Governance Committee meeting on 30 September 2024:

- Appointment of Mr Modaser Choudhary for a period of 4 years; assigned to the Audit and Risk Committee,
- Retroactive re-appointment of Governor Dawson for a further period of 4 years, and
- Re-appointment of Governor O’Leary for a term of 2 years.

The Chair and Governor Fox spoke warmly in favour of the appointment of Mr Choudhary who had demonstrated via interview that he was a strong candidate. The Chair confirmed the Governance Committee was continuing to recruit with a second round of interviews to take place toward the end of October.

AGREED: to appoint Mr Modaser Choudhary to the Board of the Corporation (4 years) and re-appoint Governor Dawson (4 years) and Governor O’Leary (2 years).

Bd/24-25/05 Strategic Development: Corporate Values

The CE presented the proposed Corporate Values which have been reimagined to reflect the feedback from a whole College consultation, involving governors, staff, and students.

The proposed new Corporate Values are:

- Courage meaning “we boldly approach the future with confidence and energy”.
- Authenticity meaning “we are who we say we are, we do what we say we do”.
- Respect meaning “we nurture a community where everyone is welcome and belongs”.
- Excellence meaning “we strive for excellence at the heart of everything we do”.

The Board enthusiastically welcomed the Corporate Values, particularly Courage, stating that the descriptors of action were clear, concise, reflective, effective, and measurable. The single query was whether “Embrace opportunities to constantly learn, grow and professionally develop” currently assigned to Authenticity, would be better assigned to Excellence.

There followed a discussion about what ‘Authenticity’ meant to Governors – leading by conviction (as in the college’s response to the riots in Sunderland), leading with hearts, “the authentic teacher” recognition of when growth happens, looking at the word through the lens of Equality, Diversity, and Inclusion as being able to be yourself and belong without being compelled to conform.

The Board was delighted with the “We do not” statements as it is equally important that everyone is clear about what is not tolerated and are empowered to challenge what is not right. The CE thanked

the Board for their input and undertook to take a revised draft to the Strategic Development Champions Group. She also described how the Corporate Values would be launched and embedded within the College Group.

The Board asked how the staff's reaction would be measured and was reminded of the survey work (Thrive) undertaken which will test this.

AGREED: to approve the College Group's re-imagined Corporate Values' framework with a caveat that minor non-material amendments may be made ahead of design.

Bd/24-25/06 Board Values

The Chair presented the Board Values which had been developed in parallel with the Corporate Values project but with variations which reflect the different role of the Board within the College Group. He explained that the document seeks to capture the actions/behaviours, the Board should exhibit to live the values whilst ensuring they maintain their independent mindset. Once agreed the aim is the Board Values would be developed into a small booklet.

The Board agreed that adopting the same hooks as those used for the Corporate Values was a sensible place to start, however, it was felt that the Board Values needed to look like they come from the same organisation. It was also felt that the document was less punchy and would benefit from being less wordy. The CE opined that the Board Values were inconsistent and questioned whether the cultural measures needed to come through more. She offered her assistance to harmonise them with the Corporate Values.

The Board challenged the need for a separate set of Board Values, questioning whether granularity was required in the first place. The Head of Corporate Governance and Policy (HCGP) suggested that the Board wait until the Corporate Values are in final form and then revisit whether there is a necessity for a separate set of Board Values. The CE supported this suggestion, stating that, in her mind, the Board Values should look like the Corporate Values wrapped in an independent mind set.

AGREED: that this matter be deferred until the Corporate Values are finalised.

Bd/24-25/07 Management Accounts

The Chief Financial Officer (CFO) stated that, whilst the Management Accounts for August had been included in the pack for completeness, it was the July accounts marking year end that he would be concentrating on. Accordingly, he highlighted the following which are still subject to audit:

- The Group actual Educational EBITDA for the twelve months to July 2024 is £6,701k (£103k favourable) with an overall operating surplus of £335k, which is £18k favourable against budget.
- Using the FEC benchmark criteria, pay costs for the year to date are 64.0% of total income which is lower than the benchmark of 65% at this stage in the year.
- The forecast results are projected to result in the College achieving its loan covenant tests at year-end.
- The current financial health projection shows a forecast to achieve 190 points which will result in an overall grade of Good.

- Cash reserves are £4.3m (33 cash days) at the end of July 2024, however this is because of timings of capital, creditor, and Bootcamps payments.
- The balance sheet has net current liabilities of £6.8m. Adjusted current ratio of 0.57.
- This is an improvement on the opening balance sheet position which had net current liabilities of £8.1m and is a sign that the liquidity plan pursued by the College is starting to have impact.

Governor Fox, in her capacity as Chair of the Finance Resources and Projects (FRP) Committee, congratulated the CFO on the work he has undertaken to secure the improvement in liquidity. The trend was now in the right direction and the improvement achieved has been delivered in a responsible way.

The Chair expressed his gratitude to the CFO and the team for their endeavour and invited the CFO to address the Savings Plan.

The CFO advised he would be reporting to the FRP Committee at its meeting on 17 October 2024 in more detail, but the headline was that, during 2023/24, substantial savings had not been achieved due to unfunded growth. In the year to come, he assured the Board that he will not be complacent but will look for savings where they can be found, whilst managing growth and the costs associated with it.

The Board agreed that there was more to efficiency than just making savings, it was a balancing act as savings can undermine quality if not carefully managed. The CE stated that the Group's approach is to balance investment in quality with efficiency. The CFO advised that he will be bringing a report to the Board in March 2025 setting out the "Golden Rules" of managing the risk around this approach.

AGREED: to note the report.

Bd/24-25/08 Safeguarding and PREVENT Monitoring Annual Report and Plan

The Vice Principal, Student Life and Stronger Communities (VPSLSC) delivered the Safeguarding and PREVENT Monitoring Annual Report and Plan highlighting:

- Staff - In-year completion rates for mandatory safeguarding and Prevent training is 98.3% and 99.6% respectively. Weekly reports are sent to managers to ensure outstanding training is completed within 1 week of training renewal dates.
- There have been 9 concerns relating to staff conduct for the period outlined, 3 of which have required referral to the Designated Officer at the relevant local authority.
- In 2023/24, a total of 1007 safeguarding concerns were raised across the College Group, a reduction of 315 over the previous year.
- The category that has seen the biggest decrease in referrals related to mental health and well-being with 351 concerns compared to 560 in the previous academic year and relationships and friendships with 67 concerns compared to 188 in the previous academic year. As a college, we have continued to implement targeted interventions to help young people build resilience and have the right tools in place to deal with the ups and downs of

life. SEMH Mentors and Counselling Service has also been highly effective as an intervention with increased numbers of engagement.

- Although there has been a decrease in mental health and wellbeing concerns, this remained the biggest category of reported concern which reflects the regional and national picture. Emotional Health and low mood being the biggest reasons for referral. Northumberland campuses continues to have the highest number of mental health and well-being concerns as a proportion of students. There has been a 41% decrease in self-harm (57 compared to 97) and a 56% decrease in concerns relating to low mood (51 compared to 117).
- Concerns relating to offensive weapons and knife crime remain very low with 5 cases reported compared to 15 last academic year. Knife Crime interventions were part of the stay safe roadshow and were positively received by students (see section 7.4). The College has worked in partnership with the Northumbria Police, Regional Organised Crime Unit, and the Connor Brown Trust to deliver an innovative project to educate young people aged 11 – 14 about the dangers of knife crime using our immersive technology.
- Risk management - risks identified within the local communities surrounding our college campuses has been shared as part of meetings with local neighbourhood police inspector meetings, Hate Crime and Community Tensions monitoring groups and Local Authority Safeguarding forums. Risks are shared with staff as part of termly safeguarding bulletins and used to inform inputs as part of Self, Society and Skills including Stay Safe and Health & Wellbeing Roadshows.
- PREVENT - There have been 3 concerns received relating to the Extremism and Radicalisation, none of which required referral to the Channel process. Nonetheless the UK threat level remains at Substantial. The College's Prevent Risk Assessment & Action Plan has been reviewed and updated for 2024/25.
- Following national riots in August 2024, including within Sunderland and Hartlepool, the College has proactively responded under a variety of strands including Local Authority engagement, campus cohesion plans, engagement with ethnic minority communities' leaders, training for staff, and development of resources for delivery as part of Self, Society and Skills. The action plan has been updated to include pertinent elements.

The Board asked how the College was tackling safeguarding risks such as extremism and radicalisation in the case of Apprentices. The VPSLSC explained it was a 2-fold approach with Apprentices receiving the Self Society and Skills package students receive with enhanced elements. Quality assurance is the responsibility of the Work-based Managers. In response to a Board question, asking what the outcomes from the quality reviews were telling the executive, the VPSLSC said she would have to come back to the Board with an analysis of the data received.

ACTION: the VPSLSC and the Vice Principal, Partnerships and Commercial (VPCC) undertook to look into this (quality review outcome data) and report back to the Board.

AGREED: note receipt of the Safeguarding Monitoring Annual Report 2023/24 and Plan.

Bd/24-25/09 Compliments, Complaints and Suggestions Annual Report and Policy

The Associate Principal, Teaching Learning and Quality (APTLQ) presented the Compliments, Complaints and Suggestions Annual Report and highlighted:

FE complaints

- 6 complaints were upheld or partially upheld in 2023/24.
- 2 complaints were appealed with 1 being partially upheld.

Institutional Learning

- Sessions are run for curriculum areas and business support to look at what has gone wrong for all complaints that have been upheld or partially upheld. A complaints summary is also shared with each curriculum area.

HE complaints

- The College adheres to the conditions for registration of the Office for Students (OfS).
- The guiding principles of the UK Quality Code and the Office of the Independent Adjudicator for Higher Education (OIA) Good Practice Framework are also used in the management of complaints.
- In 2023, 1 complaint was escalated to the OIA and was partially justified.

The Board challenged the low number of complaints received, asking how they could be assured the low number was not attributable to students not feeling comfortable to make formal complaints. The APTLQ advised that the student surveys, including NSS, ask students whether they feel comfortable raising their opinions and concerns with positive feedback received. Governor Nassuna, in recognising how students fill in surveys, shared it was important the College do the work to drive positive answers. She mentioned having information accessible to students online, or in places students visit such as the toilets. The Board then asked whether there was a large number of low-level complaints; the APTLQ confirmed that there were 16 low-level complaints.

The CE asked whether the HE complaints were about academic standards or quality; the APTLQ confirmed that all of the HE complaints were about quality, not academic standards. In response to a question around how students can access the complaints procedure, the Board was informed that this information is included in student induction and in the Student Handbook.

ACTION: The Deputy Chief Executive undertook to review the ways in which the complaints procedure was shared with students.

The VPQTL presented the Concerns, Complaint and Appeals Policy and Procedure highlighting:

- The policy has a new name – Concerns, Complaints and Appeals Policy – making it easier for students to understand the topics covered.
- At paragraph 4.9, there is additional information on what may constitute a vexatious or malicious complaint.
- At paragraph 4.5 the responsibilities of the investigating officer are expanded to include the conclusion of the complaint and ownership of the actions.
- The 4-stage process is retained but provided in a simplified manner.

The Board commended the clarity of the new policy and procedure which made them easier to understand.

AGREED: to note the report and approve the Concerns, Complaints and Appeals policy and procedure.

Bd/24-25/10 Stronger Communities

This item was deemed confidential with minutes maintained separately.

Bd/24-25/11 Capital Projects: Update on HICSA and Ashington New Build

This item was deemed confidential with minutes maintained separately.

Bd/24-25/12 Chair Update

The Chair provided a brief overview of his activities since the last meeting, noting most of the work has been part of an agenda item for today's meeting. He invited Governor O'Leary to provide any feedback from the Audit and Risk Committee meeting on 26 September 2024. Governor O'Leary shared that the new Internal Auditor, when asked how the College performed in comparison to its peers had responded that it is clear the College "aspired to be at a level above" outstanding.

The Chair thanked Governor O'Leary for sharing such fabulous feedback.

AGREED: to note the report.

Bd/24-25/13 Any Other Business

Governor Fox asked a question with regards to a matter deemed to be confidential. This will be maintained as a separate minute.

There was no further business.

Bd/24-25/14 Date, time, and venue of the next meeting

The Board noted the arrangements for the next meeting as follows:

- Tuesday 17 December 2024 at 6:00pm in the Innovation Space at Bede Campus.

Bd/24-25/15 Meeting Wrap-up

The Chair asked members to reflect on the meeting and provide any feedback to the HCGP.

The meeting closed at 8:00pm.

These minutes were approved by the Board at its meeting on 17 December 2024 pursuant to minute Bd/24-25/17.