MINUTES OF A MEETING OF THE CORPORATION BOARD
HELD IN THE BOARD ROOM ON
TUESDAY 9th DECEMBER 2025 AT 5.00 PM

Governors	Type	Initials	Attendance	Apologies
David Allsop	Independent (Chair)	DA	X	-
Chris Todd	Principal and CEO	CT	X	-
Carl Bozeate	Independent	CB	X	-
Guy Brown	Independent	GB	X	-
Sarah Jones	Independent	SJ	X	-
Matthew Taylor	Independent	MT	X	-
David McHugh	Independent	DM	X	-
Stuart Corbridge	Independent	SC	X	-
Andrew Hayday	Independent	AH	-	X
Nicola Dixon	Staff Governor	ND	X	-
Julie Eddy	Staff Governor	JE	X	-
Bill Fullen	Independent	BF	X	-
Joanne Race	Independent	JR	-	X
Mark Smith	Independent	MS	X	-

Attendees	Type	Initials	Attendance	Apologies
Susan Errington	Deputy Principal	SE	X	-
Tina Hannant	Vice Principal – Finance & Resources	TH	X	-
Rachel Holmes	Director of Human Resources	RH	X	-
Alex Muir	Assistant Principal – Curriculum	AM	X	-

Observers	Type	Initials	Attendance	Apologies
Emily Pattinson	Lead Governor – Inclusion	EP	X	-
Leigh Mills	Independent Governor	LM	-	X

Clerk	Type	Initials	Attendance	Apologies
Elaine Gaines	Head of Governance	EG	X	

<u>Welcome</u>

The Chair opened the meeting by welcoming all attendees to the last meeting of the calendar year. It was noted that governor interviews took place on Friday with the Search & Governance Committee and the Committee recommended the appointment of two governors Emily Pattinson and Leigh Mills. Governors noted that Emily will join the meeting tonight as an observer.

1. **<u>Apologies for Absence and Declarations of Interest</u>**

   Apologies were received from AH, JR and LM. There were no declarations of interest.

   The Board <u>agreed</u> that the meeting was quorate.

2. **<u>Minutes of Previous Meetings and Matters Arising</u>**

   2.1. **Minutes – Corporation**

   Governors **<u>reviewed and approved</u>** the minutes of the meeting held on the 14th October 2025.

Emily Pattinson joined the meeting at 5.05 pm and introductions were made.

2.2. **Minutes – Audit & Risk Committee**

The Audit & Risk Committee Chair provided a verbal update regarding the meeting held on Tuesday 25th November 2025 and reported the members of the Finance, Resources, & Projects Committee were in attendance whilst the Annual Report and Financial Statements 2024-25 were presented by TH and the External Auditors Report on the Annual Report and Accounts, including regularity was presented. Members of the Audit & Risk Committee and the Finance, Resources, & Projects Committee reviewed and considered the Annual Report and Financial Statements for the year ending 31 July 2025 and endorsed the documents for approval by the Corporation Board.

The Board **received** the verbal update from the Audit & Risk Committee Chair regarding the meeting held on the 25th November 2025.

Following the endorsement by the Audit & Risk Committee the Board **received and approved** the following documents:

- Annual Report - Audit & Risk Committee 2024-25
- Audit & Risk Committee Terms of Reference
- Summary Report – Annual Report and Accounts
- Annual Report and Financial Statements 2024-25
- External Auditors Report on the Annual Report and Accounts, including regularity
- Letter of Representation – External Audit
- Letter of Regularity

2.3. **Minutes – Finance, Resources & Projects Committee**

In the absence of the Chair of the Finance, Resources, & Projects Committee, the Corporation Chair provided a verbal update to Governors regarding the meeting held on the 25th November 2025. The Committee received a strategic update covering Information Services, Finance, and Compliance, including the onboarding of a new Head of Information Services, progress on a five-year Data Strategy, and implementation of Sage Intacct. Financial performance remains strong, with a confirmed 'GOOD' financial health grade. The Annual Report and Financial Statements for 2024–25 were endorsed for Board approval. The Committee also received HR updates, including a 98% completion rate for staff appraisals and progress on the People Strategy priorities. Capital and project updates highlighted completed classroom refurbishments, telephony upgrades, and plans for a Construction Skills Academy, alongside continued investment in security and estates improvements. The Health & Safety Policy was endorsed for Board approval.

Questions were invited – none were raised.

The Board **received** the verbal update regarding the Finance, Resources & Projects Committee meeting held on Tuesday 25th November 2025.

Following the endorsement by the Finance, Resources, & Projects Committee, the Board **received and approved** the following policy:

- Health & Safety Policy.

3. Strategy & Direction

3.1. Corporation Chair's Report

DA provided a verbal update to Governors regarding meetings and events he has attended since his last update to the Board on 14th October 2025. In the last quarter the Corporation Chair has attended 13 meetings, including the two-day AoC Conference, three one-to-one meetings with governors. During this reporting period DA has met with CT regularly. DA also informed governors that he met with MN during October, following which, MN notified DA of her decision to resign from the Board, the reason cited is not being able to commit the time required for the role.

Questions were invited – none we raised.

The Board:

- **<u>Received and noted</u>** the content of the verbal report from the Corporation Chair.

3.2. **Principal & CEO Report**

The Board received and noted the Principal & CEO update on strategic developments, inspection readiness, and quality improvement priorities for 2025-26, including Inclusion, Stretch and Challenge, and English and Maths outcomes. Governors supported ongoing preparations for Ofsted and key strategic projects such as the Construction Skills Academy. Updates were provided on staff engagement initiatives, industrial relations and pay dispute mitigations, and progress on regional partnerships and stakeholder engagement.

CT cited the recent interview article in FE Week with Shelagh Legrave (FE Commissioner), the article urged principals to resist the temptation to pump 16-19 funding increases into staff pay rises. Colleges must, Legrave says, "*build up cash before making any other decisions about how to spend extra funding*". In this article Legrave says that *"a general further education college bringing in less than £20 million is 'vulnerable'"*. Legrave also warns college governors about the dangers of 'hero principals', which are thankfully on the decline. A deficit in values is just as likely to land leaders in hot water as a deficit of cash, she says. To provide assurance to governors, CT stated that the College was in a strong position, and if financial sustainability was under threat, the College would see it coming early, and he would be the first person to bring it to the attention of the Board.

Questions / comments were invited.

BF asked whether the College has identified its non-negotiable position (red lines) in relation to a potential merger. In response, CT explained that the first step would be to undertake a structure and prospects appraisal, to establish the need and objectives of a structural change. DA noted that this consideration might have been incorporated into the recent Strategic Plan review and invited governors to share their thoughts and views on the matter.

MS noted that while mergers are one consideration, he suggested the possibility of acquisition could also be considered. In response, CT clarified that acquisition is not currently a strategic option. The acquisition of another College is not a legal mechanism for structural change, and this would simply be a type of merger. A merger should only be considered if the College was in financial difficulty or had some other reason for doing it (curriculum rationalisation, efficiency savings). He added that the College has previously explored, on a limited basis, the acquisition of training providers and reminded governors of the requirements under the Managing Public Money (MPM) rules. DA further reminded governors that Colleges are not permitted to borrow funds.

SC observed that funding pressures are likely to intensify, highlighting the 2% pay award against an inflation rate of 3.5%. He acknowledged staff concerns about pay reductions but stressed the need for forward planning. SC also referenced the Greenwich University merger as an example, and noted that, as a small college, it is important to look ahead and consider future strategic options. SC noted that federated structures in universities were becoming more common.

Discussion followed and Governors agreed that a Structure and Prospects Working Group will be formed in the new year to set out the circumstances that might lead the College towards a merger, and the criteria (red lines) the College would utilise to determine its future in the event these circumstances were met. Governors were asked to let EG know if they would like to like to be included in the Structure and Prospects Working Group.

GB asked if the College submitted a CTEC bid in phase 1. [Redacted – commercially sensitive].

EP asked if an Equality Impact Assessment involving the architectural development of the Construction Skills Academy had taken place, and expressed willingness to support it.

SJ referred to section 2.4 of the Principal's report. [Redacted – sensitive / confidential].

Discussion moved to recruitment and retention challenges in certain areas of the College and staff pay. CT highlighted the growth trajectory in 16-19 recruitment, confirming that this will have a positive impact on the EBITDA. DA noted the FE Commissioner guidance sets a target of 6%, and TH confirmed the College's forecast EBITDA is 3.4% (2025-26).

The Board **received** the Principal & CEO Report and:

- **Noted** the updates on internal and external developments, strategic initiatives, and stakeholder engagement outlined in the report.
- **Supported** ongoing inspection readiness, quality improvement priorities, and key strategic projects, including the Construction Skills Academy and inclusion initiatives.
- **Noted** the College's industrial relations developments, [Redacted – sensitive / confidential].

4. Curriculum Quality & Learning

4.1. Curriculum Planning

The Board received an update on the revised Curriculum Planning and Review Procedure for 2025-26, which introduces a more integrated approach to curriculum and financial planning. The new process strengthens strategic alignment with local, regional, and national skills priorities, embeds multi-year forecasting, and ensures efficient resource deployment. Governors noted that the procedure places greater emphasis on employer engagement, labour market intelligence, and the Invest/Divest Assessment Framework to inform curriculum decisions. These changes aim to deliver a high-quality, financially sustainable offer that supports learner outcomes and regional economic growth.

The Board also considered governance enhancements within the revised process, including formal checkpoints and reporting through the Curriculum, Quality, and Inclusion Committee. Final approval of the curriculum plan and associated budget is scheduled for July 2026, with ongoing monitoring throughout the academic year.

Questions/comments were invited.

GB commented that it is a good procedure , and invited the Executive Team to inform governors if they would like their involvement in the presentation phase. DA then asked SE to provide further detail regarding the Invest/Divest Assessment Framework. SE explained that the framework assesses how well each course aligns with the College's strategic goals, meets local skills needs, responds to student demand, and delivers quality outcomes. DA queried whether financial sustainability would also be considered, and SE confirmed that it would, noting the Heads of Department will play an active role in the process.

The Board **received** the Curriculum Planning report and

- **Noted** the revised Curriculum Planning process for 2025-26.
- **Approved** the governance change, confirming that the Curriculum, Quality, and Inclusion Committee will now oversee the outputs of all curriculum planning .

4.2. **Presentation : Curriculum Assessment Review and the Post-16 Education & Skills White Paper**

Governors received a presentation from the Deputy Principal regarding the Curriculum Assessment Review and the Post-16 Education & Skills White Paper. The presentation outlined key reforms, including the introduction of V-Levels as a new Level 3 pathway alongside A-Levels and T-Levels, changes to T-Level assessment, and strengthened employer engagement. It highlighted opportunities such as regional skills alignment, targeted retention incentives, and growth in technical education, as well as challenges including resource pressures, staff pay, and narrowing of the curriculum. The review's vision emphasises an ambitious and inclusive curriculum aligned to labour market needs, improved transitions, and greater focus on life skills and resilience. Key recommendations for FE include new Level 2 pathways, enhanced non-qualification activities, and Level 1 stepped qualifications in Maths and English. Governors noted the implications for future curriculum planning and the need for continued monitoring of government consultation outcomes.

Questions/comments were invited

DA asked SE for her view as to why 15% of young people in the North East are NEET compared to 12% nationally. In response, SE cited poverty, mental health to be contributing factors, noting that she is working with sector colleagues to reduce this figure.

BF referred to a recent FE Week article regarding Foundation Apprenticeships, noting some resistance from employers. SE explained these apprenticeships form part of the national Skills Strategy and are currently delivered by a limited number of providers, and confirmed that the College is not delivering Foundation Apprenticeships at this time.

The discussion moved onto the V-Levels and their potential impact, and it was acknowledged that T-Levels do not suit all learners.

The Board:

- **Received** the presentation from the Deputy Principal regarding the Curriculum Assessment Review and the Post-16 Education & Skills White Paper.

5. Finance & Resources

5.1. **Annual Staff Survey**

The Board received and considered the findings of the May 2025 Annual Staff Survey, noting a response rate of 72% and overall positive results across all categories, with scores remaining above sector averages despite a slight decline from previous years. Key strengths included pride in working at the College (95%), clarity of role (98%), and safeguarding arrangements (97%). Areas for improvement were identified around communication, progression opportunities, and resource provision. Additional wellbeing questions showed strong support levels (88% mental wellbeing, 89% physical wellbeing). The Board acknowledged that recent leadership changes and restructuring may have influenced some results.

Governors noted the associated action plan aimed at addressing declining scores and enhancing staff engagement, communication, and wellbeing. Early actions, including Virtual Staff Briefings and Executive Team Bulletins, have shown positive impact, as evidenced by an October pulse survey (98% found the Virtual Staff Briefing beneficial). The Board agreed that continued monitoring and implementation of actions will be critical to maintaining confidence in leadership and sustaining a positive culture.

Questions/comments were invited.

EP observed that the feedback had been segmented by job role and queried whether further analysis could be undertaken using additional factors such as pay band, gender, disability status. RH agreed to consider this suggestion.

BF suggested that, where possible, the data be further broken down by length of employment, as this could help inform actions around communication. BF also noted the 72% response rate and observed that the remaining 28% may not have responded because they do not perceive the value in doing so.

SJ noted that career progression was not included in the current Action Plan. RH highlighted that work on this topic had been undertaken previously and confirmed she would be happy to revisit it. The discussion then focused on the concept of progress, acknowledging that it can mean different things to different individuals and noting that some staff have already achieved internal promotions. It was agreed that a question on progression could be added to next year's survey, although there would be no comparative data available. RH also agreed to discuss this matter further with York College.

MT noted that a significant amount of time has passed since the survey conducted in May. RH explained that the survey takes place in May, with the results submitted to York College for analysis, and findings are typically received by the College in September. RH proposed that the findings could be presented at the October Board meeting; however, this may create a very short timeframe for preparing the Board report. To provide assurance, RH confirmed that work has been taking place to address the findings of the survey.

MT referred to the comment regarding homophobia and sought assurance this had been addressed. CT confirmed that the issue has been resolved and to provide further assurance, highlighted the activities incorporated within the learner Tutorial programme.

The discussion moved to the action plan timeline, ND welcomed the inclusion of milestones for tracking progress and acknowledged the existing culture where staff prefer to remain anonymous.

EP emphasised the importance of embedding safer literacy and psychological safety gradually, ensuring staff understand its purpose. She also noted it was likely brave of the staff member to raise the concern, and that doing so will help build confidence across the organisation.

The Board:

- **Reviewed and considered** the findings of the Annual Staff Survey including the areas for improvement.
- **Noted** the actions identified to enhance the annual staff survey performance and therefore the working lives of Derwentside College staff.

5.2. **Equality, Diversity & Inclusion**

The Board received and noted the Equality, Diversity &Inclusion (EDI) Annual Report for 2024-25, providing assurance that the College continues to meet its statutory obligations under the Equality Act 2010 and Public Sector Equality Duty. Governors noted that the Equal Opportunities and Fair Treatment Policy remains in place and was last reviewed in 2023-24, with the next review scheduled for early 2026. The report highlighted strong learner achievement rates across all provision types, outperforming national averages, and positive outcomes for minority ethnic learners and those with health challenges. Gender analysis identified an achievement gap in apprenticeships, with female learners outperforming males by 11 percentage points. Governors noted that one employer ([Redacted – commercially sensitive]) had impacted the male achievement statistic.

Workforce data showed no major concerns but highlighted succession planning and inclusive recruitment as key priorities. The College became a signatory to the AoC Equity, Diversity and Inclusion Charter from August 2025, reinforcing its commitment to advancing EDI.

Governors were advised of planned developments, including the finalisation of a new Inclusion Strategy for launch in early 2026 and refreshed EDI Committee membership to strengthen governance and leadership in this area. Monitoring of implementation will be through the Curriculum, Quality and Inclusion Committee, with an update scheduled for February.

Questions/comments were invited

EP expressed her support for the development of the Inclusion Strategy, which AM welcomed. It was agreed that EG will facilitate links between AM and EP in the New Year to progress this work.

No further questions/comments were raised.

The Board:
- **Noted** the content of the EDI Annual Report for the 2024-25 academic year.

6. Governor Appointments

6.1. **Appointments to the Corporation Board**

Following the interviews held on Friday 5th December 2025 and the subsequent endorsement by the Search & Governance Committee, Governors approved the following appointments:

Corporation Board and the Curriculum, Quality & Inclusion Committee:
- Emily Pattinson – Lead Governor (Inclusion)
- Leigh Mills – Governor

Co-opted Appointment to the Finance, Resources & Projects Committee:
- Mark Short - for a one-year term.

Probationary Governor

Following the successful completion of their probationary period, as recommended by the Search & Governance Committee the Board **confirmed** the appointment of Mr Bill Fullen as a substantive governor for a four-year term.

7. Any Other Items of Urgent Business

7.1. **Annual Appraisal of the Corporation Chair**

Following the endorsement by the Search & Governance Committee, the Annual Appraisal process for the Corporation Chair will begin after Christmas; the Head of Governance will circulate the relevant paperwork to Governors and the Executive Team to obtain their feedback and the appraisal of the Corporation Chair will be carried out by the Senior Independent Governor and reported to the Corporation Board at the next meeting on 24th March 2026.

7.2. **Governor Engagement**

The Corporation Chair noted that since the October meeting, several Governors have taken part in the Governor Engagement opportunities offered and invited them to share their experiences. The following points were noted:

BF attended T-Level sessions and an Apprentice/Employer session. He found these valuable in understanding how Board decisions translate into practice. BF observed the noticeable maturity of learners from Year 1 to Year 2; Year 1 learners were initially shy, whereas Year 2 learners were asking questions about governance and showing interest in the Board. BF also referenced an IT learner's project for Willowburn Hospice, involving the digitisation of paper records and the ethical considerations addressed during the process. He commented that organisational culture clearly filters down and expressed that these engagement opportunities are highly worthwhile.

SJ echoed BF's views and shared her experience attending a Sector-Based Work Academy Teaching Assistant programme and an Apprentice/Employer meeting.

MT shared insights from attending a Learner Voice session, noting the value of hearing learner perspectives in an 'unvarnished' way. He reported that learners were passionate about their education, and one had brought comments from peers, which he found encouraging

SE added that staff have appreciated the involvement of Governors.

The meeting closed at 6.55 pm and the Corporation Chair wished everyone the very best for the Festive Season.

Board Meetings - Actions Arising

Date: 9th December 2025

Minute Ref	Action	Responsible Officer	Status & Deadline
3.2	***Structure & Prospects Working Group*** – A Working Group will be formed in the new year. Governors were asked to let EG know if they would like to like to be included in the Working Group.	Principal & CEO – February 2026	***In progress*** - Task Group formed and the first meeting will take place on 25th February 2026.
5.1	***Annual Staff Survey*** – Consideration will be given to adding an additional question relating to progression into the Annual Staff Survey, however there would be no comparative data available. RH will discuss this matter further with York College.	Director of HR – March 2026	***Not yet due***
5.2	***Inclusion Strategy*** - EP expressed her support for the development of the Inclusion Strategy. It was agreed that EG will facilitate links between AM and EP in the New Year to progress this work.	Head of Governance – January 2026	***In progress*** -The first draft of the document was presented to the Curriculum, Quality & Inclusion Committee on 3rd February 2026

Date: 14th October 2025

Minute Ref	Action	Responsible Officer	Status & Deadline
6	***Governor Engagement*** – Governors were reminded, that if they haven't already done so, to notify the Head of Governance regarding the engagement opportunities they would like to attend.	Governors – November 2025	**In progress** - Some Governors have attended the Engagement opportunities available

Date: 14th July 2025

Minute Ref	Action	Responsible Officer	Status & Deadline
3.4	***Delta North*** – Update reports will be presented to the Finance & Resources Committee during 2025-26 with escalation to the Board where appropriate.	AP – Curriculum (September 2025 and March 2026)	**In progress** - First report presented to Finance, Resources & Projects Committee on 23rd September 2025. The second update report will be presented to the Finance, Resources & Projects Committee on 19th March 2026.

Date: 10th December 2024

Minute Ref	Action	Responsible Officer	Status & Deadline
3.1	***Skills Strategy*** – A Skills Strategy will be developed and presented to the Board. A small task group would be convened to support this, made up of Quality and Standards governors.	Principal / Deputy Principal March 2026	**In progress** - This first draft was presented to the Curriculum, Quality & Inclusion Committee on 3rd February 2026.