



Minutes of Corporation

Wednesday 10th December 2025

At City Hub, Nottingham, NG1 7HB

Present:

Carole Thorogood	(CT)	) Chair
Andrew Batty	(AB)	)
Patricia Harman	(PH)	)
Yvonne Kelly	(YK)	) External Governors
Helen Ma	(HM)	)
Liz Mossop	(LM)	)
Andrew Simpson	(AS)	)
Helen Smurthwaite	(HS)	)
Andrew Unitt	(AU)	)
Steve Wooler	(SW)	)
Janet Smith	(JS)	CEO/Principal
Kirsty Bailey	(KB)	Staff Governor
David Wainwright	(DW)	Staff Governor
Raphael Bedi	(RB)	Student Governor
Collicia McCarthy	(CM)	Student Governor

In attendance:

Andrew Comyn	(AC)	CFO/Deputy CEO
Cheryl English	(CE)	Vice Principal Marketing and the Student Journey
Ruth Perry	(RP)	Vice Principal Improvement and Innovation
Rachel Wadsworth	(RWa)	Vice Principal Curriculum and Support
Rich Williams	(RWi)	Vice Principal Funding, MIS and IT
Rachel Robson	(RR)	Director of Governance
Jo Welham	(JW)	Head of Governance and Corporate Services

1	WELCOME AND APOLOGIES The Chair welcomed all to the Board meeting. Introductions were made. The Board were advised that Clare Avery (CA) has had to step down from her role as a governor due to her other commitments. Governors and ELT members thanked CA for her valuable input whilst she was a member of the Board. Apologies were received from Simon Bedford, Craig Elder and Ben Smithwell.
2	DECLARATIONS OF INTEREST Interests declared: • JS - CEO/Principal Nottingham College - Trustee and Board Member of Skills and Education Group (SEG), awarding organisation and charity - Ofsted Inspector - Member of EMCCA Principals' Group - Member of Construction Skills Mission Board - Vice Chair of the Nottingham Growth Board - Member of the Tertiary Colleges Group • LM - Vice Chancellor, Sheffield Hallam University • AB – Trustee of Students' Union University of Nottingham • RR - daughter works for Peridot - Governance consultant, Stone King No other declarations of interest were received in relation to matters on this agenda.
3	MINUTES AND ACTIONS The Board reviewed the draft minutes from the meetings held on 15th October 2025 and 25th November 2025 (distributed as CORP.101225.002/003) and resolved that the minutes be approved as true records of the meetings.
4	ACTIONS AND MATTERS ARISING 4.1 Action Tracker Governors reviewed the open action tracker (distributed as CORP.101225.004). It was agreed that all actions have been completed or will be completed by virtue of items on this agenda. 4.2 Matters arising There were no matters arising.
5	CEO/PRINCIPAL REPORT JS presented her report to the Board (distributed as CORP.101225.005). She highlighted key areas of the report for further consideration and discussion: • opportunities and risks implied by the recently published Post-16 Education and Skills White Paper and the Curriculum and Assessment Review • the strengthening of oversight and accountability for the FE sector, particularly with regard to skills responsiveness • letter from the Chair of the Office for Students highlighting key risks for higher education providers. A governor noted that from a strategic perspective, where opportunities are presented, the College should act upon those. Governors noted that the planned defunding of BTECs was continuing and questioned the impact for the college. JS confirmed that the college had been sighted on this for some time and this is being taken into account in the curriculum planning

	process. The progress with the new LSIP was discussed, governors asked how the college contributed to that. JS confirmed that the college had been consulted as part of the process. The need to ensure that the curriculum continues to meet local skills needs and how the college interacts externally at a local level was considered. The involvement of various members of ELT with employers and local board memberships was noted. JS highlighted the current work being undertaken on the new strategic plan and the importance of ensuring that this picks up on opportunities and supports inclusion. JS confirmed that she and RP were continuing to work on the development of a KPI for the Board for skills and that this would come back to the Board in the summer term. (Action JS/RP).
6	STRATEGIC PLAN 6.1 Governor Dashboard The Board reviewed the governor dashboard (distributed as CORP.101225.006). JS highlighted the positive start made against all agreed KPIs. As requested, she confirmed that long and short term staff absences have been split out into 2 separate measures. JS confirmed that the College continues to work with and support colleagues on long term sick. Discussion took place on a proposal to revise the cash days target inline with the college's wish to achieve good financial health. Governors considered the potential merits of achieving good financial health in terms of increased opportunities for the college. Governors resolved to approve the updated cash days target. 6.2 Strategic Risk Register AC took governors through the strategic risk register noting the changes made since the last meeting (distributed as CORP.151025.009). He confirmed that the Audit Committee has reviewed the updates and recommends approval (item 10). Governors considered the issue of risks that sit outside of the risk appetite level and the response to that being to 'monitor'. AC confirmed that this point had been considered at Audit Committee, in some instances whatever the college does by way of mitigating actions the risk will remain outside the agreed risk appetite. The response could be to change the risk appetite level to get within this or to accept that the risk sits outside the agreed appetite, do all possible within the confines of the funding available and continue to monitor the risk. A governor noted the need to manage both the risk and the impact, AC agreed. A governor highlighted the need to consider both risk appetite and risk tolerance. AC provided governors with an update on the cyber incident planning process. Governors requested that they are regularly updated on this risk. Governors resolved to approve the strategic risk register. 6.3 Strategic Objective 1 The presentation on Strategic Objective 1 Enhance pride in our college and strengthen our reputation as a trusted and collaborative partner was given by CE (distributed as CORP.101225.008). Governors responded very positively to the presentation and the progress made. A staff governor suggested that the presentation is shared more widely as many do not know this detail about the college.
7	VICE PRINCIPAL REPORTS 7.1 Vice Principal Marketing and Student Journey Governors reviewed the report (distributed as CORP.101225.009). CE reported that the college has its highest post census student number ever at over 8000. 20% growth in apprenticeships is also being targeted, although this is more challenging. CE reported on recent bid successes, including OfS capital funding for sustainable methods of construction at the Ruddington campus. A governor asked to see targets expressed as percentages and numbers to better understand trends. CE confirmed this would be included in future reports.

	A governor asked about how newly funded provision can be overseen by governors. ELT members confirmed that capital spend is monitored through the Finance and Assets Committee, with student engagement and outcomes monitored through the Learning and Quality Committee, and all aspects being brought together at Board level. 7.2 Vice Principal Improvement and Innovation RP presented her report to the Board (distributed as CORP.101225.010). A new EDI report focussing solely on student data was taken to the last meeting of the Learning and Quality Committee, which was warmly received and includes interesting findings that are being further analysed. Training has started for staff on the new Ofsted framework, which will also address the new TLA strategy. A governor asked about the new GCSE resit model and the impact this is having. RP responded that there had been learning from another college to arrange groups more consistently and this has increased exam attendance. 7.3 Vice Principal Curriculum and Support RWA took governors through her report (distributed as CORP.101225.011), which included interim leadership at Highfields, High Pavement and of the King's Trust groups, which is proceeding well. Advertising for permanent APs for both campuses will start in the new year. 8.4 Vice Principal Funding, MIS and IT Governors reviewed the report (distributed as CORP.101225.012). RWi reported that the DfE funding audit is ongoing, all samples have been provided and queries answered. There is a meeting scheduled with EMCCA to discuss the risk around Free Courses for Jobs funding because courses funded this way have been oversubscribed for 25/26. So far £0.4m of the total £1.2m risk has been ameliorated. A governor asked about the risk of T level capital funding clawback. RWi said that this is expected to be approximately £0.1m in reality. It is also unlikely to become an issue for some time, which should further reduce any clawback.
8	LEARNING AND QUALITY COMMITTEE FEEDBACK 8.1 Learning and Quality Committee Feedback PH presented her Chair's report from the meeting of the Committee held on 2nd December (distributed as CORP.101225.013). As summarised in her report PH alerted the Board to key issues raised at the meetings and to areas where the Committee had been provided with assurance, particularly around high retention and attendance so far this year. Governors resolved to approve the Residential Accommodation Policy (distributed as CORP.101225.014) as recommended by the Learning and Quality Committee. 8.2 SAR and QIP RP took governors through key points in the SAR 24/25 (distributed as CORP.101225.15) and the QIP 25/26 (distributed as CORP.101225.016). The Chair praised RP for having written the SAR according to the new Ofsted framework. Overall, the college has self-assessed as Strong for 24/25. There is still work to do with 16-18 students and inclusive practice for High Needs students in vocational areas, as reflected in the QIP. A governor commented that there is variability between sections of the SAR with respect to the strength of leadership and management. RP responded that this is most likely due to data that is available for all to use but is mostly being used only by managers so far, and that she would review the language used in the report. A governor asked about what will qualify for an exceptional judgement under the new Ofsted framework. RP responded that this will most likely be given for specific specialist areas rather than a whole provision type.

	A governor asked whether the new framework would affect college provision. RP responded that the inclusion focus is very much welcomed and that the direction of travel for the college will remain the same, with high expectations and improvement continuing to be the norm. A governor asked about how Ofsted consider the context of students' starting points. RP responded that this was something the college drew to inspectors' attention during the test inspection and there is an emphasis on this in the new framework. Governors resolved to approve the SAR 24/25 and the QIP 25/26, as recommended by the Learning and Quality Committee.
9	FINANCE AND ASSETS COMMITTEE FEEDBACK 9.1 Finance and Assets Committee Chair's Report AS presented his Chair's report from the most recent meeting of the Committee held on 24th November (distributed as CORP.151025.017). AS alerted the Board to key issues raised at the meetings and to areas where the Committee had been provided with assurance, such as EBITDA being slightly ahead of budget at P2, and cashflow forecasting accuracy having significantly improved. The Board was alerted to the ongoing DfE funding assurance audit and noted that this prevents the external auditor from signing off the college accounts. There will be no need for the Finance and Assets Committee to scrutinise the accounts again unless any figures need to change following completion of the audit. AC reported to the meeting that the DfE have granted the college the requested extension to 31 March 2026 for annual accounts submission. Governors resolved to approve the following, as recommended by the Committee: • Contract for WiFi (distributed as CORP.101225.018) • Contract for End Point Devices (distributed as CORP.101225.019) • Contract for Audio Visual (distributed as CORP.101225.020) • Pay Policy (distributed as CORP.101225.021) • Anti-Bullying and Harassment Policy (distributed as CORP.101225.022) • Learning and Development Policy (distributed as CORP.101225.023) • Modern Slavery and Human Trafficking Statement (distributed as CORP.101225.024) 9.2 P2 Management Accounts AC took governors through the key points in the P2 management accounts (distributed as CORP.101225.025). EBITDA is slightly ahead of budget and on track to be met over this year. The college's covenants will all be reached. Draft P3 accounts are consistent with this.
10	AUDIT COMMITTEE FEEDBACK In the absence of SB, AB presented the Chair's report from the meeting of the Committee held on 1st December (distributed as CORP.101225.026). As summarised in his report AB alerted the Board to key issues raised at the meeting and to areas where the Committee had been provided with assurance, such as the very positive financial controls internal audit which had provided substantial assurance and resulted in one low priority recommendation. The Committee reviewed the strategic risk register, as approved under Item 6.2 on this agenda, and received a deep dive into cashflow. Governors resolved to approve the Incident Management and Business Continuity Policy (distributed as CORP.101225.027) as recommended by the Committee.
12	GOVERNANCE AND SEARCH COMMITTEE FEEDBACK AU presented the Chair's report from the meeting of the Governance and Search Committee held on 24th November (distributed as CORP.101225.028). He confirmed that this additional meeting had been arranged to review and recommend to the Board the Governance Self-Assessment Report, including the view that governance was 'strong' in 24/25 and the Governance Development Plan Objectives for 25/26. AU confirmed that the Development Plan will be progressed and monitored through the Committee with reports to Board on progress.

	AU told governors that a new skills audit would be distributed for completion in January, to ensure that the skills mix across the board reflects the needs of the college and to inform any board recruitment requirements. The Board resolved to approve the Governance Self-Assessment Report (distributed as CORP.101225.029), including the view that governance was 'strong' in 24/25 and the Governance Development Plan Objectives for 25/26 (distributed as CORP.101225.030)
13	AOB None.
14	DATE OF NEXT MEETING The next meetings will be: • Board Wednesday 25th March at 4.30 to be preceded by lunch and the development afternoon • Strategy Day on Saturday 24th January 2026 – times and venue tbc • Additional Board meeting is likely to be required when it is possible to sign off the annual accounts The Chair thanked the ELT for their considerable contributions this term and wished everyone a pleasant Christmas break.