



# Northern Arch

## LEARNING PARTNERSHIP

### Board of Directors' Meeting

Monday 13<sup>th</sup> October 2025 at 5.00 pm  
at Longfield Academy, Longfield Road, Darlington, DL3 0HT

### MINUTES

Directors present:	Iain Clyde (Chair), Tim Fisher (CEO), Tarryn Lloyd Payne, Mavis Lord and Asma Shaffi.
In attendance	Lisa Marron: Chief Operating Officer Nikki Wade: Strategic Development Officer Jon Tait: Executive Director of Education Laura Hawksby: Trust Governance and Policy Officer

Item	Description of discussion	Action
	<b>PART A: Procedural items</b>	
1.	<b><u>Election of Chair</u></b>  The Governance and Policy Officer sought nominations for the position of Chair of the Board of Directors to serve until the first meeting of the Autumn Term 2026.  Governors <b>RESOLVED</b> that Director Iain Clyde be appointed Chair of the Board of Directors to serve until the first meeting of the Autumn Term 2026.  <i>(Note: Director Iain Clyde in the Chair for the remainder of the meeting.)</i>	<b>Governance &amp; Policy Officer</b>
2.	<b><u>Election of Vice Chair</u></b>  Nominations were sought and received for the position of Vice-Chair of the Board of Directors to serve until the first meeting of the Autumn Term 2026.  Governors <b>RESOLVED</b> that Director Asma Shaffi be appointed as Vice-Chair of the Board of Directors to serve until the first meeting of the Autumn Term 2026.	<b>Governance &amp; Policy Officer</b>
3.	<b><u>Welcome, Introductions and confirmation quorum present</u></b>  The Chair welcomed everybody to the meeting and Director Asma Shaffi for whom this was her first meeting of the Board.  It was confirmed that a quorum was present.	

Registered office address  
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**Company Registration Number 07533271**  
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denotes support and challenge provided by Governors



4.	<u><b>Apologies for absence and their acceptance</b></u>  Apologies for absence were received and accepted from Directors: Zoe Beach, Geoff Liddle, and Graham Wynn.	
5.	<u><b>Notification of items of urgent other business</b></u>  None	
6.	<u><b>Declaration of Personal and Pecuniary Interests</b></u>  None	
7.	<u><b>Approval of minutes/review of actions/matters arising – Board of Directors 1<sup>st</sup> July 2025</b></u>  Draft Minutes of the Board of Directors from the 1 <sup>st</sup> July 2025 had been shared with Directors prior to the meeting, a copy of which is held on file.  In relation to Minute 11 Directors offered their congratulations to the new Head of Operations appointment.  All actions have been completed.  Governors <b>RESOLVED</b> that the Minutes of the 1 <sup>st</sup> July 2025 Board of Directors were confirmed as an accurate record and should be signed by the Chair.	Chair/ Governance & Policy Officer
<b>PART B: Business Items for Discussion</b>		
8.	<u><b>Management Accounts</b></u>  The Chief Operating Officer (COO) reported upon the Management Accounts summary as of the 31 <sup>st</sup> July 2025. Directors noted the Schools and College were forecast to make a surplus at year end.  Directors questioned why the GAG (General Annual Grant) income had increased. The COO advised that it was due to an increase in the per pupil allocation in year for pay awards resulting in a higher per pupil rate. This then flowed into expenditure as pay awards had now been processed resulting in increased expenditure on salaries. The forecasts in the management accounts also included the increased expenditure in National Insurance (NI) spend on employers from April 2025 and the NI grant funding which was announced during March 2025. During May 2025 the allocations for QE Sixth Form College were received and were now included in the forecast. The NI grant for both schools and college will be accrued in the monthly accounts until the grant is received which should be in October 2025.  The current Reserves position of the Partnership and academies were noted by Directors.	



	<p>Directors asked how the Central Team recharge is tracked? The COO confirmed as part of the monthly monitoring it is reviewed and year end forecast updated as necessary.</p> <p>Directors requested that at future meetings they be kept informed of progress towards the SRMA (School Resource Management Advisor) recommendations, including ratios on staffing.</p> <p>Directors asked if some revenue spend focusing on repairs could be removed by capital investment? The COO confirmed this would be possible as the Partnership would be replacing items/equipment as part of the Estates Strategy review.</p> <p>Directors <b>RESOLVED</b> that the Board of Directors receive the Management Accounts to the 31<sup>st</sup> July 2025.</p>	<b>CFO</b>
<b>9.</b>	<p><b><u>Thank You</u></b></p> <p>This was the last meeting of the Chief Operating Officer (COO) at the Partnership and on behalf of the Directors, Members, Governors and staff of the Partnership the Chair thanked her for all her hard work over the years and wished her all the best in her future endeavors.</p> <p>The COO thanked the Chair and advised that it had been a pleasure working for the Partnership.</p>	
<b>10.</b>	<p><b><u>Chair's Report</u></b></p> <p>The Chair reported that the Partnership's Development Event on the 11<sup>th</sup> October 2025 had been very successful and attended by Members, Directors and Governors from across the Partnership. The Chair also attended the CCF (Combined Cadet Force) dinner with members of the QE CCF, which had also been a very successful and enjoyable evening.</p>	
<b>11.</b>	<p><b><u>Membership Document</u></b></p> <p>The Governance and Policy Officer provided an update report regarding the governance membership in the Partnership.</p> <p>The following were noted: -</p> <p><b>a) appointments of:</b></p> <ul style="list-style-type: none"> <li>• Director Asma Shaffi as of 1<sup>st</sup> October 2025 (approved by Directors and Members Autumn Term 1).</li> <li>• Lexi Wilkinson (Head Teacher Mowden Schools) to Mowden LGB as of 1<sup>st</sup> September 2025 (ex.officio).</li> </ul> <p><b>b) resignations of:</b></p>	

	<ul style="list-style-type: none"> <li>• Director Emma Chawner as of 31<sup>st</sup> August 2025 (approved by Directors and Members Autumn Term 1)</li> <li>• General Governor Andrew Brown (General Governor Longfield LGB) as of the 31<sup>st</sup> August 2025.</li> <li>• General Governor Lisa Morehead (General Governor Longfield LGB) as of the 30th September 2025.</li> </ul> <p>c) To note Pete King (Head Teacher Mowden Schools) ex officio term of office ended 31<sup>st</sup> August 2025.</p>	
12.	<p><b><u>CEO's Report</u></b></p> <p>The Chief Executive Officer (CEO) presented his Autumn 2025 report to the Board.</p> <p>Directors noted that the performance of the Partnership's academies in this year's public examinations and SATs had been reported to the Standards Committee in September 2025. The overall picture for the Partnership was broadly positive although all academies had identified areas for improvement and agreed areas where collaborations across the Partnership would be advantageous.</p> <p>Key risks and strategic challenges for the Partnership included the new Ofsted framework, which was now entering its pilot stage. The Partnership had a number of academies that would be entering their inspection window. Student recruitment and local demographics remained a risk to the Partnership for the foreseeable future. Greater resourcing of our marketing function would assist in engaging with prospective students and their families and improvements to learning environments, coupled with good outcomes, will increase appeal, however general demographic trend will continue to represent a challenge nationally. Directors asked if the pupil numbers for this academic year were as predicted? The CEO confirmed they were either as predicted or slightly better. Directors advised that it would be helpful for these pupil numbers to be reported back to the Board and that the retention level at QE Sixth form College was also an important consideration for Directors to be kept advised of.</p> <p>Directors noted pay agreements had been reached for all staff apart from Teachers in post 16. Teachers in the sixth form sector had been offered 4%, however one of the teaching unions had decided not to present the offer to their members. The possibility of industrial action could materialise, however negotiations were continuing. Therefore, Teachers at QE had not yet received a pay award for 2025/6. Directors asked if the 4% was affordable to the Partnership? The CEO confirmed that it was.</p>	CFO



13.	<p><b>ADEMSS Report:</b></p> <p><u>Feedback from Standards Committee – 25<sup>th</sup> September 2025 and Structure</u></p> <p>The Executive Director advised that several options for the future structure of the Standards Committee meetings had been considered by the Standards Committee at their meeting on the 25<sup>th</sup> September 2025.</p> <p>Directors on the Standards Committee had resolved to recommend to the Board option 5 'Standards &amp; Strategy Hybrid'. This model separated the meeting into two parts. The first being dedicated to standards assurance, using trust-wide dashboards provided in advance, allowing Directors to ask targeted questions. The remaining focus of the meetings would be on strategic priorities, risk mitigation, and forward planning. This ensured compliance with oversight duties while maximising time for future-focused, trust-wide strategic governance.</p> <p>The Board also considered which staff should attend the Standards Committee meetings. The Board advised that the Head Teachers be invited to attend the first meeting in the Autumn Term and last meeting in the Summer Term, with all meetings to be attended by the CEO and Central Team staff as appropriate.</p> <p>After careful consideration Directors <b>RESOLVED</b> that:</p> <ul style="list-style-type: none"> <li>a) Option 5 'Standards &amp; Strategy Hybrid' be approved as the structure for future meetings of the Standards Committee.</li> <li>b) The Head Teachers be invited to attend the first meeting in the Autumn Term and last meeting in the Summer Term, with all meetings to be attended by the CEO and Central Team staff as appropriate</li> </ul>	<p>EDoE/SDO</p> <p>Governance &amp; Policy Officer</p>
14.	<p><b><u>Update on DfE Audit</u></b></p> <p>The Strategic Development Officer provided an update on the DfE Financial Management and Governance Audit. Directors noted the findings and progress made on recommendations. All actions are complete or will be by the time of the next Board meeting.</p>	
15.	<p><b><u>Scheme of Delegation</u></b></p> <p>The Strategic Development Officer advised that the Scheme of Delegation had been updated to reflect updates to the Academy Trust Handbook (ATH) 2025, which were shared with Directors in July. Changes had also been made to make explicit reference to the ATH, as requested in the DfE Financial Management and Governance Audit as referenced at Minute 14 above.</p> <p>Directors <b>RESOLVED</b> that the Scheme of Delegation incorporating the above updates be approved.</p>	



16.	<p><b><u>Committee Memberships 2025/2026 (including People &amp; Environment Committee)</u></b></p> <p>Directors considered and approved the Committee Memberships for 2025/2026.</p> <p>Directors <b>RESOLVED</b> to:</p> <p>a) Approve the current Memberships for the Standards Committee and Finance, Audit &amp; Risk Committee.</p> <p>b) That the following Directors form the membership of the new People &amp; Environment Committee:</p> <ul style="list-style-type: none"><li>• Iain Clyde</li><li>• Zoe Beach</li><li>• Tarryn Lloyd Payne</li><li>• Mavis Lord</li><li>• Asma Shaffi</li></ul>	
17.	<p><b><u>Companies House Verification Checks – New Verification Requirement</u></b></p> <p>Directors were advised that from the 18<sup>th</sup> November 2025, identity verification became a legal requirement for all UK Company Directors and Persons with Significant Control (PSC's). The new requirement is part of the Economic Crime and Corporate Transparency Act 2023 and is aimed at preventing the misuse of UK companies for financial crime and strengthen transparency and accuracy of public company data. Members and Directors of the Partnership would be contacted to advise how to complete their identity verification within the relevant timescales.</p>	<b>Company Secretary/ Governance &amp; Policy Officer</b>
<b>Part C: For Information</b>		
18.	<p><b><u>KCSIE</u></b></p> <p>Directors noted Keeping Children Safe in Education 2025 statutory guidance for schools and colleges, including the table of changes from the September 2024 version.</p>	
<b>Part D: Concluding Items</b>		
19.	<p><b><u>Approval of documents for inspection</u></b></p> <p>Directors <b>RESOLVED</b> that the agenda, approved minutes and supporting documents be made available for public inspection with the exception of information concerning identifiable pupils and/or teachers/staff in accordance with articles 125 (a) and (b). Also item 12 the 'CEO's update report', which included reference to issues of commercial sensitivity, in accordance with Article 125 (c).</p>	<b>Governance &amp; Policy Officer</b>



20.	<b><u>Autumn Term Meeting Dates:</u></b> <ul style="list-style-type: none"> <li>• Finance, Audit, and Risk Committee – Monday 8<sup>th</sup> December 2025 at 6.00 pm</li> <li>• Standards Committee – Thursday 11<sup>th</sup> December 2025 at 4.30 pm</li> <li>• Full Board of Directors – Thursday 18<sup>th</sup> December 2025 at 5.00 pm</li> </ul>	
	<b>The meeting concluded at 7.15 pm</b>	

### Action Log

1 & 2	Appointment of Chair & Vice Chair of the Board.	Governance & Policy Officer
7	Minutes Board of Directors 1 <sup>st</sup> July 2025 to be signed by Chair.	Governance & Policy Officer/ Chair
8	Directors to be kept informed of progress towards the SRMA recommendations.	CFO
12	Pupil numbers to be reported back to the Board and retainment figures for QE Sixth Form College.	CFO
13	Option 5 'Standards & Strategy Hybrid' be the structure for future meetings of the Standards Committee.	EDoE/ SDO
	Head Teacher's be invited to attend the first and last meeting of the Standards Committee in the Academic Year.	Governance & Policy Officer
17	Members and Directors Company's House Verifications.	Company Secretary/Governance & Policy Officers
19	Documents for Inspection.	Governance & Policy Officer

These minutes were approved by the Chair of the Board of Directors of Northern Arch Learning Partnership as follows:

on: 18 Dec 25 date

Signature: 

Print Name: J I cycle.

