



Northern Arch

LEARNING PARTNERSHIP

Board of Directors' Meeting

Thursday 18th December 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, Graham Wynn and Asma Shaffi.
In attendance	Keith Bernstone: Member Glen Hart: Chief Financial Officer Nikki Wade: Head of Operations Jon Tait: Executive Director of Education Laura Hawksby: Trust Governance and Policy Officer

Item	Description of discussion	Action
	PART A: Procedural items	
1.	<u>Welcome, Introductions and confirmation quorum present</u> The Chair welcomed everybody to the meeting. It was confirmed that a quorum was present.	
2.	<u>Apologies for absence and their acceptance</u> Apologies for absence were received and accepted from Directors: Zoe Beach and Geoff Liddle.	
3.	<u>Notification of items of urgent other business</u> There was 1 item of other business: Estate at Rydal (Minute 15 below refers.)	
4.	<u>Declaration of Personal and Pecuniary Interests</u> None	

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denotes support and challenge provided by Governors



5.	<p><u>Approval of minutes/review of actions/matters arising – Board of Directors 13th October 2025</u></p> <p>Draft Minutes of the Board of Directors from the 13th October 2025 had been shared with Directors prior to the meeting, a copy of which is held on file.</p> <p>All actions had been completed.</p> <p>Directors RESOLVED that the Minutes of the 13th October 2025 Board of Directors were confirmed as an accurate record and should be signed by the Chair.</p>	Chair/ Governance & Policy Officer
PART B: Business Items for Discussion		
6.	<p><u>Chair's Report</u></p> <p>The Chair provided a report outlining a programme reviewing the governance framework within the Partnership.</p> <p>Directors asked if they would be kept informed of progress? The Chair confirmed that they would be.</p> <p>Directors RESOLVED to approve the programme for Year 1 and noted the programme for Years 2 and 3.</p>	Governance & Policy Officer/HOO
7.	<p><u>Membership Document and Governance Report</u></p> <p>The Governance and Policy Officer provided an update report regarding the governance membership in the Partnership.</p> <p>The following resignations were noted:</p> <ul style="list-style-type: none">• Member Derek Bell as of 14th October 2025 (approved by Directors and Members Autumn Term 1)• General Governor Tracy Vaughan (Rydal LGB) as of the as of 26th October 2025.• General Governor Diane Turner (Mowden LGB) as of the 11th November 2025.• General Governor Nick Bowerman (Mowden LGB) as of the 19th November 2025. <p>Directors RESOLVED to approve the following appointments of Chairs and Vice Chairs to the following Northern Arch Learning Partnership Committees:</p> <ul style="list-style-type: none">• Finance, Audit & Risk Committee – Mavis Lord (Chair) and Geoff Liddle (Vice Chair)• Standards Committee – Zoe Beach (Chair) and Iain Clyde (Vice Chair)• People & Environment Committee - Tarryn Lloyd Payne (Chair) and Zoe Beach (Vice Chair)	Governance & Policy Officer



9. **Finance, Audit & Risk**

a) Feedback from Committee - 8th December 2025

The Chair of the Finance, Audit & Risk Committee provided feedback from the meeting of the Committee held on the 8th December 2025. The External Auditor had presented to the Committee the Annual Accounts & Financial Statements and the External Auditor's Annual Report. It was a clean audit with no amber or red control issues, and all previous recommendations have been actioned. The external auditors confirmed Northern Arch Learning Partnership is a going concern.

The Committee reviewed the Money ADEMSS report, which included the Management Accounts for the period ending October 2025. The Committee noted that the year-end forecast remained in line with the budget.

The Committee reviewed the Internal Scrutiny Annual Report 2024-25 and approved the Internal Scrutiny Programme for 2025-26. The Reserves and Finance Policies were also approved. The Committee reviewed the progress that the schools were making against the SRMA (School Resource Management Advisers Programme) report of October 2024. The Committee confirmed that progress was positive.

The Committee reviewed the Partnership Operational Risk Register and noted the following two new risks had been added:

1. P01 has been split into two risks: PO1a –

- *Failure to ensure academies achieve positive OFSTED outcomes*
- *PO1b (new) failure to respond effectively to SEND reform*

2. PO10 (new) - *Failure to recruit, retain and develop sufficiently skilled individuals – includes succession planning for key staff.*

In addition it was noted that several former 'future controls' had been completed and now sit in 'existing controls', leading to a reduction of the following risks: PO3 - *Failure to address the fall in pupil/student roll across the Partnership* and PO9 - *Failure to maximise potential income and reputational opportunities to be gained from the letting of Partnership's facilities.*

Directors asked if risk P03 had decreased due to the success of marketing and the Chief Executive Officer confirmed that was correct.

Directors asked with whom the oversight for cyber security risk sits? The Head of Operations (HOO) confirmed that it is with the Finance, Audit & Risk Committee. Operationally, it sits with the Head of Operations who leads the IT Managers within the Partnership.

Directors asked what was the knowledge of AI within the Partnership? The HOO advised that it is developing, with further understanding of the challenges and opportunities of AI provided by contacts within Northumbria University.



b) External Auditor's Annual Report - period ending 31 August 2025 and Annual Report and Financial Statements - period ending 31 August 2025

The Board of Directors noted there were no recommended actions for the Partnership's to complete in response to the 2024-25 External Audit. It was a clean audit with no amber or red control issues and all previous recommendations have been actioned and the Partnership remains a going concern.

d) External Audit Oversight and Findings - Report of the Finance, Audit & Risk Committee 2024/25 for the Board of Directors and Members

The Board considered the external audit oversight and findings report of the Finance, Audit & Risk Committee. The Board noted that the Finance, Audit & Risk Committee had reviewed the External Auditor's plan for 2024-25 in the Summer of 2024. The Finance, Audit & Risk Committee concluded and recommended to the Board:

- The Committee **recommends** the Annual Report & Financial Statements 2024-25 to the Board of Directors and Members for approval.
- The Committee **confirms** that there are no recommended actions for the Partnership's executives to complete in response to the 2024-25 External Audit.
- The Committee is **satisfied** that the External Auditor continues to be effective and has the resources to provide a basis for decisions by the Partnership's Members.
- The Committee **recommends to Members the reappointment** of the External Auditor for 2025-26. (Retendering of the External Auditor is due August 2028.)

Directors noted the above conclusions and after careful consideration **RESOLVED** to approve the Annual Report & Financial Statements 2024-25 (period ending 31 August 2025).

e) Money ADEMSS

The Chief Financial Officer (CFO) presented the management accounts summary as of the 31st October 2025 and advised that the academies are forecast to make a collective surplus at year-end. This was in line with the budget expectations. The year-end forecast predicted a surplus of £188k and predicted reserves on 31st August 2026 of £5.775m. The Board noted the current and year- end forecast.

Directors asked how the reserves figure was progressing for both Longfield Academy and Hurworth Schools? The CFO confirmed the figures were improving through curriculum led financial planning and following the implementation of recommendations from the SRMA (School Resource Management Advisers) report.

Directors questioned whether the reserves level, although healthy, is too high? The CEO confirmed that the Partnership is looking to release some of these funds for the benefit of students within the Partnership.



	<p>The CFO advised that with the continued growth of the Partnership and the merger of The Federation of Mowden Academies, the Partnership will receive an annual allocation of condition funding in January 2026. A project is currently underway to collate all academies' estates requirements to enable the Partnership to prioritise projects so that the first round of capital improvement can commence.</p> <p>The historic, current and predicted pupil numbers for 2026 and 2027 were set out in the report and were noted by the Board.</p> <p>Directors RESOLVED that the management accounts be approved.</p> <p>f) Internal Scrutiny Annual Report 2024-25 - for submission to the Board of Directors and the DfE</p> <p>The Board reviewed the internal scrutiny annual report 2024-25, which had been approved by the Finance, Audit & Risk Committee. The overall opinion of the Finance, Audit & Risk Committee is that the Partnership's internal control framework, including financial and non-financial controls and management of risks, is adequate and effective.</p> <p>Directors RESOLVED that the Internal Scrutiny Annual Report 2024-25 be approved and forwarded to the DfE (Department for Education).</p>	CFO
10.	<p><u>Standards Committee</u></p> <p>a) Feedback from Committee - 11th December 2025</p> <p>The Vice Chair of the Standards Committee provided feedback from the Standards committee held on the 11th December 2025. He advised the first draft of the Partnership Dashboards had been reviewed by the Committee.</p> <p>The new Partnership Safeguarding Lead had been introduced to the Committee and outlined his role and his vision for the future cross partnership safeguarding. The Committee discussed the option of a new Partnership Lead for Inclusion and it was agreed to progress this appointment.</p> <p>The Committee discussed the remit of LGBs (Local Governing Bodies) and the move towards 'Next Generation Governance'. They received feedback on the latest round of LGB meetings from members of the Executive Team and made recommendations on how to support the work of the LGBs.</p> <p>b) Partnership Support for Academy Improvement</p> <p>The Board noted that the Standards Committee had reviewed progress made on the requests for support from the Partnership made by academies. <i>Directors were pleased to note that all areas had either been completed, were ongoing or work had begun.</i></p>	



	<p>c) Safeguarding Link Director - update</p> <p>The Safeguarding Link Director provided an update to the Board. He advised that he had recently met with the new Partnership Safeguarding Link. The Partnership Link meets with the other DSLs (Designated Safeguarding Link) within the Partnership once a term. The Partnership's Safeguarding Link has developed a comprehensive data base of issues the DSLs were currently managing and starting to identify trends to enable proactive action to be taken.</p> <p>Directors asked if the Chair felt the role was adding value? The Chair advised that value was being added and meant that the Partnership had a good oversight of safeguarding.</p> <p>Directors advised that it would be helpful for the full Board to view the dashboard for safeguarding at a future meeting.</p>	DOE/HOO
11.	<p><u>People & Environment</u></p> <p>a) Feedback from Committee – 21st October 2025</p> <p>The Chair of the People & Environment Committee provided feedback from the meeting of the People & Environment Committee held on the 21st October 2025.</p> <p>He advised the following pay rises had been approved:</p> <ul style="list-style-type: none"> • 4% Teachers Pay Rise (Schools) • 3.2% Support Staff Pay Rise (Schools) • 4% Support Staff Pay Rise (Post-16) <p>Teachers (Post-16) pay rise was at the time of the meeting in discussions with the Unions.</p> <p>The following policies were approved:</p> <ul style="list-style-type: none"> • Code of Conduct and Addendum (incl. gifts & hospitality) (Trust) • Appraisal Policy (Trust) • Pay Policy (Trust) • Grievance Policy (Trust) <p>The following reports were approved:</p> <ul style="list-style-type: none"> • Gender Pay Gap Report • Executive Pay Report <p>The Committee approved a theme for each of the three meetings in the Academic Year:</p> <p>The Committee approved a theme for each of the three meetings in the Academic Year:</p> <ul style="list-style-type: none"> • Autumn – People (HR) • Spring – Digital & Data • Summer – Environment (inc. Estates and Health & Safety) 	



	<p>b) Estates Strategy 2025</p> <p>The Head of Operations (HOO) presented to the Board for their review and approval, the Estates Vision and Strategy. It was noted that premises management documents, including the Estates Vision and Strategy, will be monitored by the People & Environment Committee. An Asset Management Plan with support from an external specialist would now be developed, which will identify and set the order of priorities across the Partnership's estate. A strategic review process would be established, which would ensure the strategy continued to be effective.</p> <p>Directors advised that the strategy was a strong first draft and lined up with sector guidance and read clearly. Director T. Lloyd Payne would forward further information to the HOO, regarding ideas for measuring success of the strategy and baseline information.</p> <p>Directors asked for alternative energy sources to be included in the Estates Strategy to fit in with the Partnership's sustainability plan.</p> <p>Directors RESOLVED the draft Estates Strategy 2025 be approved.</p> <p>c) Sustainability and Climate Action Plan 2025 - 2030</p> <p>The HOO sought approval to the Partnership's Sustainability & Climate Action Plan 2025-2030. She advised the plan has been developed to align with the Partnership's overarching vision: To build a learning community that shapes young people's development into happy, productive, independent adults. It is also designed to align with the intent of this vision by developing learning environments to enhance sustainability, encourage ambition and support a positive, inclusive culture.</p> <p>Directors RESOLVED that the Sustainability and Climate Action Plan 2025-2030 be approved.</p> <p>d) Longfield Trading - update</p> <p>The HOO explained that Longfield Trading was at present a wholly owned subsidiary and following a review it was proposed that the company should now be brought back in house to the Partnership, with the Board of Directors of Northern Arch Learning Partnership maintaining control.</p> <p>Directors RESOLVED that Longfield Trading no longer be a wholly owned subsidiary and be brought back in house to Northern Arch Learning Partnership.</p>	<p>Director</p> <p>HOO</p> <p>CFO and HOO</p>
<p>12.</p>	<p><u>Scheme of Delegation</u></p> <p>The HOO advised that the Scheme of Delegation had been reviewed and updated as follows:</p> <ul style="list-style-type: none">• Academy Admissions policies – to sit under Finance, Audit and Risk for ultimate approval in the Spring Term• School Food Policy and Compliance Report – moved to the Spring Term to reduce the number of policies considered in the Autumn Term	



	Directors RESOLVED to approve the above updates and the policies schedule within the Scheme of Delegation to be updated accordingly.	Governance & Policy Officer
13.	<p><u>Terms of Reference:</u></p> <p>The Board reviewed the terms of reference for the following:</p> <ul style="list-style-type: none"> • Board • Finance, Audit & Resources Committee • Standards Committee • People & Environment Committee • Local Governing Bodies <p>The terms of references had been updated to greater reflect the Partnership's Scheme of Delegation.</p> <p>Directors RESOLVED that the above terms of reference be approved.</p>	
14.	<p>Policy - Equality Information and Objectives 2025-29</p> <p>The Board considered the Trust's Equality Information and Objectives Policy (Public Sector Equality Duty) and objectives 2025-29.</p> <p>Directors RESOLVED that the Trust's Equality Information and Objectives Policy (Public Sector Equality Duty) and objectives 2025-29 be approved.</p>	
Part C: Concluding Items		
15.	<p><u>Urgent Other Business:</u></p> <p>Estate at Rydal –The HOO advised about significant future estate works that will be required at Rydal, but this will be included within the Estates Strategy.</p>	
16.	<p><u>Approval of documents for inspection</u></p> <p>Directors RESOLVED 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 8 the 'CEO's update report', which included reference to issues of commercial sensitivity, in accordance with Article 125 (c) and Minute 8a) audit findings report in accordance with Article 125 c.) as the report had been prepared solely for the use of Trustees, management and others within the Trust.</p>	Governance & Policy Officer
17.	<p><u>Spring Term Meeting Dates:</u></p> <ul style="list-style-type: none"> • Full Board – Wednesday 1st April 2026 at 5.00 pm 	
The meeting concluded at 7.00 pm		

Action Log

5.	Signed minutes- minutes of the 13 th October 2025	Chair & Governance & Policy Officer
6.	Progress to be reported back on Governance framework programme	Governance & Policy Officer/HOO
7.	Membership Document- Appointments of Chairs & Vice Chairs and appointment of I. Clyde to FAR Committee. Circulate approved People & Environment Committee dates.	Governance & Policy Officer
8.	Next Board meeting further information regarding the new Ofsted Framework	DOE/HOO
9.	Internal Scrutiny Annual Report 2024/25 – submitted to DfE	CFO
10.	Dashboard for safeguarding to be brought to a future Board meeting.	DOE/HOO
11.	<ul style="list-style-type: none"> Director TLP to forward further information to the HOO regarding the Estates Strategy. Alternative Energy Sources to be included in the Estates Strategy Longfield Trading to be brought back in house from being a wholly owned subsidiary 	Director/HOO HOO CFO/HOO
12.	Policies Schedule updated in the Scheme of Delegation	Governance & Policy Officer
16.	Documents excluded for public inspection	Governance & Policy Officer


 18 Apr 26
 J I Clyde