Minutes of Meeting

CORPORATION BOARD TUESDAY 24 MARCH D 2026 AT 2PM IN RYE HILL HOUSE AND VIA TEAMS			
Corporation Board Members		**Attendance**	
Full Name	**Position**	**Attended**	**Apologies**
John Widdowson	Chair of Corporation	X	
Vikki Smith	Independent Governor and Vice Chair	X^	
Liz Bromley	CEO – Ex-Officio Governor	X	
Rob Holt	Independent Governor	X	
Chris McCourt	Independent Governor		X
Darren Crossley	Independent Governor	X	
Lisa Gregg	Independent Governor	X^	
Chris Wigginton	Independent Governor	X^	
Andrew Young	Independent Governor	X^	
Joanne Marshall	Independent Governor	X	
Andrew Forrest	Independent Governor	X^	
Ian Dunn	Independent Governor	X	
Paul Fitton	Independent Governor	X	
Raghu Vydyanath	Independent Governor	X^	
Louise Humpish	Independent Governor	X*	
Chris Byrne	Staff Governor	X^	
Sally McMahon	Staff Governor	X	
Matthew Bell	Student Governor	X	
Tyler James Rutter	Student Governor	X	
In Attendance			
Tony Lewin	Executive Principal – Curriculum	X	
Gerard Garvey	Executive Principal – People & Culture	X	
Steven Wallis	Executive Director of Quality	X	
Scott Mulholland	Chief Information, Data & Estates Officer (CIDEO)	X	
Lisa Sproats	Chief Finance Officer (CFO)	X	
Jon Ridley	Principal - Newcastle College, Executive Lead (HE)	X	
Claire MacLean	Executive Director – Business Development & External Engagement	X	
Lynne Griffin	Director – People & Development		X
Simon Ross	Principal – Newcastle Sixth Form College (observer)	X	
Rob Wraith	Head of Learning Technology and Digital Learning (agenda item 3.1)	X*	
Liam Carr	Sustainability in Curriculum Coordinator (agenda item 4.1)	X*	
Jane Farrelly	Director of Governance	X	
Beverley Gray	Governance Officer	X	

*attended part of meeting / ^attended virtually

Item	Agenda Item
1.	**Opening Items**
1.1	**Opening and Welcome**
The Chair welcomed all those present.	
1.2	**Apologies for Absence**
Apologies were received from Independent Governor Chris McCourt. The Board noted that the meeting was quorate.	
1.3	**Declarations of Interest**
Members were asked if they had any interests to declare in relation to the planned agenda items. Independent Governors Rob Holt and Lisa Gregg declared interests in the item relating to their reappointment.	
1.4	**Update from the Chair on Board Matters**

• The Chair has almost completed his series of 1:1s with Governors and will report back to the next meeting.
• The Chair had met with the Chairs of the College Boards who have expressed a strong interest in learner voice. He noted the calibre of Chairs and members of local college boards and the importance of connectivity between College Boards and the Corporation.
• The Chair reminded Board members of the November 2025 letter issued by the OfS Chair to the Chair's of all Higher Education Governing Bodies. The letter referenced 5 'top risks' for Boards to pay special attention to, namely:
  ○ Financial pressures
  ○ Significant change programmes
  ○ Third-party and off-campus delivery
  ○ Misuse of public funding
  ○ Legal compliance following commencement of new free speech duties.
• With regard to Free Speech, the Chair noted in particular the current bill to make 16 the voting age for all elections and the impact that this may have on NCG's campuses. The Board noted that FE colleges have traditionally been less political than their HE counterparts but that this may change as a result of the lowered voting age and college campuses may become areas of focus for political parties and speakers.	

2.	**CEG Report**
2.1	**Chief Executive Group Report**
The Board received the Chief Executive Group's (CEG) report from the Executive Principal (People & Culture) and noted the key points as follows:	

- The CEO, Executive Principal (People & Culture) and Principal of Newcastle College recently attended the annual MIPIM event as part of the Newcastle contingent representing the education sector. It provided a great opportunity to showcase NCG, higher education in further education and the role of colleges more generally in supporting their local economies.
- Work is continuing across NCG to standardise approaches to key curriculum areas, notably English and maths, tutorial and adult education and ESOL.
- With regard to people, the NCG Leadership Hub offer has been refreshed for 2026, drawing on five years of experience and input from many of the 500+ colleagues who have taken part to date. The 2026 annual Leadership Summit will bring participants and alumni together in York for a single event focused on creativity, systems thinking, and leading for lasting organisational impact. In addition, executive senior post-holders will be participating in a new executive-level development project for senior colleagues (Executive Insights project).
- The GEM ('going the extra mile') awards have now been successfully rolled out across all 7 colleges.
- The approach to EDIB is currently being refreshed which was reviewed and agreed at the recent People & Culture Committee. Inclusion features more heavily in the revised Ofsted Inspection Framework and has been highlighted as an area of strength for NCG in annual staff surveys.
- The IFM tender is now live and a recommendation will return to the Corporation for approval in due course.
- The Discovery School has been officially handed over to NCG – this is critical to the progress of the Newcastle College masterplan.
- NCG will be submitting bids under the Post 16 and Construction Skills Capacity Funding (DfE) for 3 eligible projects for colleges in non-devolved areas. Costs are yet to be finalised but will be in the minimum/maximum funding thresholds of £250k - £5million. Projects have been managed to ensure they are strategic and have already been approved as priorities through Capital Investment Panel. Match funding from NCG is not required. Submissions will be made to DfE by the 17th April. The identified projects relate to:
    - Carlisle College - Post 16 Capacity Funding - Remodel of the student zone to create additional student capacity including removing temporary classrooms.
    - West Lancashire College - Construction Skills Capacity Funding – Development and expansion of the construction facility to create additional capacity.
    - Kidderminster College - Construction Skills Capacity Funding - Creation of mezzanine in GTC to create additional capacity.

  The Corporation was requested to endorse submission of the above applications.

The Board, having noted the key points above and the contents of the report, queried the following:

- **Devolution** – the Board noted the additional complexities of devolution for NCG due to its national footprint. The Executive Director of Business Development agreed and advised that it is a complex, changing space which is being closely monitored due to the proliferation of frameworks and funding rules that are in place across devolved and non-devolved areas.

- **ESOL** – the Board noted the changing political landscape and the recent announcement by Greater Lincolnshire Combined County Authority to cease ESOL courses from 2027. The Principal of Newcastle College advised that the number of ESOL learners that Newcastle College can support will reduce by 400 due to cuts in funding. The Board noted that while the government agenda is focused on technical skills for employment, there appears to be little appreciation for the basic requirements of many learners (such as English language skills) in order to be able to progress onto technical qualifications for entry into the labour market.
- **Press Matter** – the Board discussed the recent media articles relating to a former employee of NCG. The CEO assured the Board that no information had been provided by NCG to inform the basis of these articles and that there has been no further activity in this regard.
- **Data Sovereignty** – the Board discussed data sovereignty in light of current geopolitical events. The CIDEO advised that, like many organisations, NCG is heavily dependent upon Microsoft platforms and agreed that this is a complex area which would require further investigation in order to assure the Board around NCG's resilience in this regard.
- **Utilities** – the Board queried whether NCG's budget will be impacted by rising fuel costs and inflation as a consequence of current world events. The CFO advised that utilities costs have been locked in for 12 months after which point they become a risk if circumstances have not changed.
- **Budget Planning** – the Board noted the recent disappointing financial settlement from the government and the challenging budget-setting circumstances. The CFO agreed, noting that rising inflation may impact NCG's ability to make a pay award but that NCG has been successful in its budget planning in recent years, despite other challenging circumstances such as the pandemic and the war in the Ukraine.

Action CB A70: the CIDEO to explore NCG's resilience with regard to data sovereignty in light of current geopolitical events.

Decision CB D229: The Board approved submission of the applications under the Post 16 and Construction Skills Capacity Funding as presented, noting that they will be subject to the usual executive approvals through the NCG Bids and External funding policy linked to the Financial Regulations.

3. Strategic Deep Dive

3.1 Artificial Intelligence

Meeting note: the Head of Learning Technology and Digital Learning was in attendance for this item.

The Board received a strategic deep dive on AI from the CIDEO, Executive Principal (People & Development) and Head of Learning Technology and Digital Learning in the context of NCG's digital strategy and its impact on NCG's curriculum and people. Key points discussed were as follows:

- The NCG approach is to accept that AI is pervasive and therefore must be embedded into a holistic digital strategy, rather than via a separate AI strategy.

- The NCG Digital strategy contains 7 workstreams and AI has or is currently being embedded into all 7 workstreams.
- JISC has created an AI maturity model with 5 stages of AI maturity (Approaching and Understanding / Experimenting and Exploring / Operational / Embedded / Optimised - Transformed). NCG expects to be at the mid-point maturity stage (operational) by November 2026 with a view to reaching complete maturity (optimised / transformed) by 2030.
- In terms of NCG's people, there is a need to refresh the People Plan to ensure it remains fit for purpose in recognition of rapid technological and AI developments. The role of AI in redefining skills, recruitment and development will be key to this.
- The People Plan will be underpinned by a strategic workforce plan which will consider the roles and skills that are needed in the next 3-5 years. Digital literacy and adaptability will be essential as there is a risk of deepening inequalities if digital inclusion is not prioritised.

The Board, having noted the key points above and the contents of the report, queried the following:

- **Impact on Staff and Students** – the Board discussed the disruptive nature of AI, the pace of change and the impact on NCG's staff and students. They noted the huge shift in culture that is already taking place and the importance of managing expectations so that staff, students and stakeholders are active participants in the NCG AI journey.
- **Student Perspectives on AI** – the Student Governors present reported that students have mixed views, often related to their curriculum area. Creative students are typically less positive while others view it as a useful tool but one which should not replace critical thinking or teacher feedback. Students offered to gather feedback from a wider cohort of students to provide more information to the Board.
- **Governance** – the Board discussed the implications for the Board, particularly around ethics. They also advised they would welcome more discussion on AI governance within NCG. The CIDEO noted that an AI Advisory Board is in place as part of the internal deliberative structure. He further advised that ethical guidelines have been developed to support staff and students in the usage of AI and offered to circulate this to the Board.

Action CB A71: CIDEO to share AI usage guidelines with the Corporation.

Action CB A72: Student Governors to gather students views on AI and feedback to the Corporation.

4.	Items for Approval
4.1	**Climate Action Strategy**

Meeting note: the Sustainability in Curriculum Coordinator was in attendance for this item.

The Board received the Climate Action Strategy and additional further reading and accompanying presentation from the CIDEO and Sustainability in Curriculum Coordinator and noted the key points as follows:

- The original NCG sustainability strategy was first published in 2019 with a climate emergency declaration and targets set. The new climate action strategy builds upon the 2019 strategy and reflects the changes in thinking and in the practical and deliverable actions that can be taken to prepare learners, reduce environmental impact and reduce exposure to climate related risk.
- The new strategy is underpinned by four pillars: leadership and governance; estates, finance and data; teaching, learning and research; and partnerships and engagement.
- The targets from the original strategy remain unchanged; however, baselines have been added for the purpose of measuring and recording improvements.
- The majority of NCG's emissions are Scope 3 (those arising from value chain activities). FE and HE sub-contracting, outsourced business services and investment in ICT are the largest contributors to Scope 3 emissions. A critical next step will be to work with suppliers and reduce emissions from supply chains.
- The strategy includes a NCG climate action framework and colleges will be empowered to choose actions from the framework, according to their local needs.

The Board, having noted the contents of the paper and the key points above, discussed the following:

- **IFM Tender** – the Board noted the ongoing IFM tender and suggested that the Climate Action Strategy should be provided to bidders.
- **Student Involvement** – the Student Governors queried if and how students had been involved in the development of the Strategy. The Sustainability in Curriculum Coordinator advised that students had been involved in the drafting of the strategy and there are student-led biodiversity data collections actions contained within the strategy also.

Decision CB D230: The Board approved the Climate Action Strategy.

4.2	2024/25 HE Annual Review

The Board received the 2024/25 HE Annual Review from the Executive Lead, HE and noting that this had been review had been discussed and endorsed at the HE Governance Committee, were content to approve.

Decision CB D231: The Board approved the 2024/25 HE Annual Report as presented.

4.3	3-Year Internal Audit Plan and Amendments to 2025/26 Plan

The Board received the 3-Year Internal Audit Plan and amendments to 2025/26 from the CFO and noted the key points as follows:

- The 3-year internal audit plan was developed in consultation with co-sourced internal audit providers, RSM and the Chief's Executive Group and reviewed by Audit & Risk Committee at their recent meeting.
- The plan includes 9 reviews in 2026/27, 10 reviews in 2027/28 and 10 reviews in 2028/29. Audits will continue to be delivered by RSM for 2026/27, at which point, the contract for internal audit services will need to be tendered for 2027/28 onwards. Follow up of specialist IT audit

actions will be undertaken by the co-sourced internal audit partner where the in-house team does not hold the relative expertise.
- The in-year internal audit plan has been amended to include an OfS HE Data Quality audit in consideration of the new HE Centre and a new partnership with CECOS.
- The Board noted that the Audit & Risk Committee were content to recommend both plans for approval, however they had recommended that the 3-year plan be amended to incorporate some coverage of cyber in each year, given the strategic importance of this risk. The CFO requested that the Board approve the plan pending this amendment.

Decision CB D232: The Board approved the 3-year internal audit plan, pending amendments to the frequency and nature of cyber-security coverage.

Decision CB D233: The Board approved the amended 2025/26 internal audit plan.

4.4	**Corporation Matters**

The Board received the report from the Director of Governance and noted the key points as follows:

- Independent Governors Rob Holt and Lisa Gregg were presented for reappointment. Rob is the Chair of the Finance & Resources Committee while Lisa is Vice Chair of People & Culture Committee and also fulfils the role of Corporation Safeguarding Link Governor. It was proposed to reappoint Rob and Lisa for terms of two and four years respectively.
- The new FE Commissioner is in post and has written to all Chairs, CEOs and Governance Professionals to advise of FEC priorities.
- Other governance updates presented related to the new OfS Condition E10 (oversight of subcontractual arrangements, consultation on the AoC SPH Remuneration Code, the 2026/27 Meeting Schedule and use of the Corporation seal.

The Board, having noted the contents of the paper and the key points above, queried the following:
- **FEC** – the Board noted a recent FEC intervention detailed within a Notice to Improve to an impacted college and the associated impact on the autonomy of Corporation Boards as a consequence.

Decision CB D234: The Board approved the reappointment of Independent Governors Rob Holt and Lisa Gregg for periods of two and four years respectively.

4.5	**Policies for Approval**

The Board received the risk management and complaints policies for approval in accordance with the policies reserved for Corporation Board approval under the Scheme of Delegation.

<u>Risk Management Policy</u>

- The policy was amended to include the introduction of differentiated risk appetite statements and changes to college risk register processes. It was proposed to remove the current numerical “target” score and move to defined categories of risk appetite (minimalist, cautious, open and eager). These statements will be supported by additional narrative within the strategic risk register which will be amended to reflect the new approach upon approval.

<u>Complaints Policy</u>

- This policy received minor amends based on feedback received since the updated policy was implemented last year. Escalation procedures have been clarified and there is a greater onus on complainants and improving reporting mechanisms. Policy language is now more robust around lengthy AI-generated complaints which will be rejected.

Decision CB D235: The Board approved the Risk Management and Complaints policies as presented.

5.	Items for Assurance
5.1	**Learner Voice**

The Board received an update on Learner/Student Voice from the Student Governors and Director of Governance and noted the following key points:

- Two new cross-Group structures have been established: a Learner Voice Forum for staff, designed to develop a shared professional community around student engagement, and a Learner Voice Forum for student board members, bringing together student representatives from across the Group who can input to the Learner Voice feedback that Corporation Student Governors provide to the Board.
- There is lots of varied student activity going on across the colleges including but not limited to: Freshers Week, external speaker events (e.g. Loudspeaker), awareness events around violence reduction, healthy relationships, healthy masculinities, International Women’s Day, LGBTQ+ History, etc., trips, open days, film screenings, celebrations as well as NCG Guarantee activity.
- Safeguarding is generally strong and visible across the campuses – the Student Governors reported that staff know students and students know where to go if they have a concern.
- The HE Student Governor is a member of the 360 Inclusivity Council, attends the Student Partnership and Engagement Committee and also attends ‘Students as Partners’ meetings which are held between students of the different educational institutions in the North East (including Newcastle and Northumbria Universities) and Newcastle City Council to identify and remedy issues that students across the region face.

The Board, having noted the contents of the paper and the key points above, queried the following:

- **Learner Voice Feedback** – the Board noted the feedback gathered on Tutorial by the Student Governors which would prove immensely helpful to the executive as part of the new tutorial framework. The Student Governors offered to gather feedback on any items that the Board would find useful and suggestions included: preparedness to vote at 16, careers advice and guidance and AI (mentioned above).

5.2	**2025/26 Accountability Statement Objectives – Progress Report**

The Board received the mid-year progress report against the objectives contained within the 2025/26 Accountability Statement from the Executive Principal of Curriculum:

- There are 40 strategic aims/objectives in the NCG Accountability Statement; 37 from the colleges with specific local relevance to the strategic priorities of the area where they operate as well as 3 strategic aims/objectives that sit with NCG and are overarching for the whole of the organisation.
- All 40 of the strategic aims/objectives identified in the accountability statements are making good progress and have been achieved or are well on their way to being achieved by the end of the academic year. None of the strategic aims/objectives have been identified as unlikely to be achieved.

The Board, having noted the contents of the paper and the key points above, queried the following:

- **Minister for Skills Update** - the Chair informed the Corporation of a recent letter from the Minister for Skills to Accounting Officers, advising them of a new requirement to submit a strategic transition planning statement by mid-June 2026, confirming the organisation’s high-level intentions for delivery from academic year 2027/28 across T Levels, V Levels, and, where applicable, the reformed level 2 pathways.

5.3	**Report on Financial Health & Operations**

The Board received the report on Financial Health & Operations from the CFO and noted the following key points:

- The MAS repayment agreement is awaited from the DfE who have requested this to cover the existing repayment agreement & terms.
- Work continues to ensure that FECTF funding is spent by the 31 March 2026 deadline. The final spend will be reported to the next meeting.
- The updated full year forecast for 2025/26 (Q2) was completed in March and reflects a favourable position to the previous forecast and budget, with further upside anticipated by year end. The CFO reported that this was a result of prudent forecasting and that many of the risks that had been built into the original budget had not materialised, resulting in the current favourable position.

- The annual audit fees have been reviewed by both the Audit & Risk Committee and the Higher Education Centre Board. There has been a slight increase in the fee in recognition of the new subsidiary.
- There has been no announcement regarding In-year growth – it is expected that this will be announced in April.

Meeting note: Liz Bromley left the meeting.

The Board, having noted the contents of the paper and the key points above, queried the following:

- **Food Services Tender** – the Chair of the Finance & Resources Committee queried whether this could be incorporated into the existing IFM framework and the CFO and CIDEO agreed to explore whether this would be possible.

Action CB A73: CFO and CIDEO to explore possibility of incorporating the upcoming food services tender into the existing IFM tender.

5.4	Quality & Performance Report

The Board received the Quality and Performance Report from Executive Director of Quality and noted that the majority of items had been discussed in detail at the recent meeting of the FE Quality & Students Committee. The Executive Director of Quality drew the Board's attention to the following key items:

- NCG continues to prepare for an Ofsted inspection of its Initial Teacher Education (ITE) provision. The ITE inspection will impact:
  - approximately 77 funded trainees based at Newcastle College;
  - a small cohort at Carlisle College; and
  - a new Level 5 apprenticeship pathway delivered through a hybrid model linking the London and Kidderminster colleges.
- Internal evaluation to date suggests that the provision securely aligns to Ofsted's "expected" standard with some evidence of a "strong" standard around inclusion and achievement.
- Attendance remains a persistent risk and one which continues to be monitored closely. The Executive Director of Quality advised that interventions to date have included improvements to the quality of teaching and learning, timetabling, leadership and inclusion but that attendance rates remain stubbornly below target. Student Governors reported that the cost of travel (particularly for over 21s) is also a factor.

5.5	Committee & Subsidiary Assurance & Escalation Reports and Minutes

The Board received the minutes and Chair's reports from the meetings below, noting that material items had already been discussed as part of the meeting agenda:

- Search, Nominations & Governance Committee – 28 January 2026
- Finance & Resources Committee – 3 March 2026
- HE Governance Committee – 5 March 2026

- Audit & Risk Committee – 9 March 2026
- FE Quality & Students Committee – 10 March 2026
- People & Culture Committee – 12 March 2026
- HE Centre Ltd Board – 16 March 2026

5.6	College Board Assurance and Escalation Reports

The Board received the College Board Assurance and Escalation reports for the meetings below, noting that the place-based model continues to evolve and embed throughout the colleges and that there had been no matters to escalate to the Corporation:

- Lewisham College Board – 3 March 2026
- Southwark College Board – 4 March 2026
- Newcastle Sixth Form Board – 5 March 2026
- West Lancs College Board – 11 March 2026
- Kidderminster College Board 12 March 2026
- Carlisle College Board – 13 March 2026
- Newcastle College Board – 17 March 2026

6. Minutes and Action Register

6.1	Minutes of Previous Meeting – 9 December 2025

Decision CB D236: The Board approved the minutes of the meeting held on 9 December 2025 as an accurate record.

6.2	Register of Actions & Decisions

The Board received the Register of Actions and Decisions and noted that there were three open actions as follows:

- The long-standing action relating to the cost of reclassification;
- An action relating to discussion of social mobility and;
- An action relating to identification of strategic opportunities.

7. Closing Items

7.1	AOB

There was no other business raised.

7.2	Date and Time of Next Meeting

The next meeting of the Corporation Board will take place in person at 2pm on Wednesday 8th July 2026 at 2pm in Rye Hill House.