

## NCG – Corporation Meeting

Minutes of Meeting held on Tuesday 15<sup>th</sup> June 2021 – 3pm to 5.35pm

Details			Attendance		
Full Name	Position	Initials	Attended	Apologies	No Attendance
Peter Lauener	Chair of Corporation	PL	X*		
Chris Roberts	Vice Chair of Corporation	CR	X*		
Mark Squires	Independent Governor	MS	X*		
Caroline MacDonald	Independent Governor	CMA	X*		
Jeannette Strachan	Independent Governor	JS	X*		
Andrew Cunningham	Independent Governor	AC	X*		
Rob Holt	Independent Governor	RH	X*		
Chris McCourt	Independent Governor	CMc	X*^		
Matthew Otubu	Independent Governor	MO	X*		
Shirley Atkinson	Independent Governor	SA	X*		
John Widdowson	Independent Governor	JW	X*		
Liz Bromley	CEO – Ex-Officio Governor	LB	X*		
Jennifer Mitchelson	Staff Governor	JM		X	
Hollie Lees	Student Governor	HL	X*^		
<b>Clerk</b>					
David Balme	Executive Director and Secretary to the Board	DB	X*		
<b>Visitors/ Presenters</b>					
Chris Payne	Deputy CEO	CP	X*		
Mike Wilmot	Chief Finance Officer	MW	X*		
Steve Wallis	Executive Director of Quality	SW	X*		
Scott Mulholland	Chief Information and Data Officer	SMu			X
Grant Glendinning	Interim Executive Principal of the North	GGI	X*		
Tony Lewin	Group Executive	TL	X*		
Nicola Taylor	Assistant Director of Governance (minutes)	NT	X*		
Gerard Garvey	Principal of NSF College	GGa	X*^		
Sarah McGrath	Principal of Carlisle College	SMc	X*^		
James Carey	Director of Assurance and Risk	JCa	X*^		

\*Attended via Microsoft Teams / ^Attended for part of the meeting

## **1. Chair Opening Remarks / Board Matters / Declaration of Interests / Apologies for Absence**

The Chair opened the meeting and welcomed the attendees. The Chair noted that this would be HL's last meeting as the Corporation Student Governor.

Apologies had been received from CM and HL for the first part of the meeting, and from JM for the full meeting. The apologies were accepted, and **the Board agreed that the meeting was quorate.**

The Chair noted that:

- GGa would be attending for item 2.2.1
- SMc would be attending for item 3.1
- JCa would be attending for item 3.2

The Board were asked if they had any interests to declare in relation to the planned agenda items, however there was nothing to note.

**The Board noted the updates.**

### **1.1. Update from the Chair of Relevant Matters – Verbal**

The Chair provided the following updates:

- Meetings had taken place between the Chair, DB and each of the Local College Chairs (on an individual basis). These meetings had been very positive, and the subject of the meetings had been to discuss the Governance Review and associated next steps. It was agreed that these meetings would take place every 6 months, alongside a group meeting with all Chairs (plus LB) also taking place every 6 months, thus creating meetings on a quarterly basis.
- The Chair had asked for a Governor Code of Conduct to be introduced, in the interests of best practice, and this was being drafted by the Governance Team.
- The July Corporation meeting would be going ahead virtually, due to the extension of lockdown and the Chef's Academy being closed. The September meeting is hoped to take place face to face, with a dinner following the meeting. Plans are being progressed for this.

**The Board noted the updates.**

### **1.2. Governor Training / External Activity**

The Board were asked if they had any relevant activity to report, however there were no updates to record.

## 2. Strategic Items

### 2.1. Chief Executive Group (CEG) Report

*CMc joined the meeting*

LB presented the CEG report, and provided the following updates:

- Covid meetings were continuing to take place on a weekly basis. Face to face events are being planned for July 2021, however these are expected to be postponed.
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- Staff were working hard to prepare for Ofsted, with an inspection expected between the current time and Christmas.
- The Indefinite Degree Awarding Powers (IDAP) submission was being progressed.
- Plans were continuing to progress the Synergy Hub and Apprenticeship Hub.
- Work was ongoing with staff around changes to working, with all Rye Hill House staff undergoing an onsite service induction to explain the repurposing of RHH going forward.
- The present Ofsted grading is having an impact on opportunities, such as being able to offer Higher Technical Qualifications (HTQ's) and T-Levels.
  - The Board **suggested** that they would like to raise the issue of the present Ofsted grading limiting opportunities, as a matter of policy and fairness. The Board **agreed** to express their concerns in this respect.
  - **Action: CP to draft a letter to this effect which would be issued by the Chair on behalf of the Board.**
- Bids and funds were being explored.
- A further phishing simulation had taken place with staff, with a greater number of staff falling foul of this compared to the previous attempts.

*Questions asked on BoardPacks in advance of the meeting:*

*The Board **queried** the decrease in AEB at Newcastle College. It was confirmed that this related to Adult Learners on courses, such as Employability, ESOL, and Health sector-based work academies. NCG work with Job Centre Plus on these programmes, and during the pandemic there had been a significant impact on starts. This was the result of a number of factors, for example, learners preferring face to face (especially ESOL) provision which wasn't possible during lockdown. In addition, Job Centre Plus ceased 'mandating' claimants to attend programmes which reduced overall numbers. For next year, targets are to return to pre-pandemic starts.*

The Board **queried** the employee engagement results from Southwark College. It was confirmed that there were consistently lower levels of engagement amongst colleagues in Southwark across the survey. Further detail would be requested through focus groups, and a full report would be brought to the Board in July, along with an action plan.

**Action: NT to add Employee Engagement Survey Report and Supporting Action Plan to July agenda.**

The Board **challenged** the suggested learner numbers, asked if there was confidence in the data and whether there were any risks as a result of rapid growth. An explanation was provided that there were no unexpected movements in 16-19, with the significant growth in Southwark being planned for. For AEB, planned growth was expected at Southwark. Employability was lower but ESOL had overperformed. AEB growth was planned at West Lancashire college. For Apprenticeships, numbers are down nationally following the impact of Covid,

**The Board noted the report.**

## 2.2. Quality and Performance

SW presented the Quality and Performance report, and highlighted the following points:

- Work around the Teacher Assessed Grades (TAGs) was going well with results being submitted on Friday 18<sup>th</sup> June. SW confirmed that grades had been reviewed, and that the NCG TAG policy had been approved by awarding organisations.
- There was concern with the current achievement rate in functional skills maths and English at present; where learners are required to sit an examination (this related to 4308 continuing aims). The achievement rates were considerably lower than this point last year, due to availability of exams during lockdown, and subsequent impact of catch-up learning. SW confirmed that examinations could take place with a paper-based approach or online, however there had been previous issues with the online option due to lockdown and availability of invigilators. SW confirmed that this was a national issue which had been raised by the Association of Colleges (AoC). SW confirmed that he would provide the NCG Education Recovery Plan as an appendix to his July report.

**Action – SW to include the NCG Education Recovery Plan within his July report.**

- Ofsted had completed a review of sexual abuse in schools and colleges and had concluded with a number of recommendations. SW confirmed that this was being picked up through the NCG Safeguarding Council (which JS would be a part of as the Link Governor for Safeguarding).
  - **The Board agreed that they would like to see the NCG action plan in response to this, and for this then to be shared and discussed at College Board Level.**

**Action: SW to provide action plan at the July 2021 meeting.**

**Action: NT to add to College Board agendas for the 1<sup>st</sup> meeting of the new academic year.**

**The Board queried the following:**

- IDAP referral to QAA – DB confirmed that this would be a desk-based approach with the opportunity for the QAA to conduct an onsite visit if required. DB also noted that referral to QAA is a usual part of the process.

**The Board noted the report.**

### **2.2.1. Teacher Assessed Grades (TAGs)**

*GG joined the meeting.*

GG presented the paper on Teacher Assessed Grades (TAGs), and highlighted the following:

- In comparison to the guidance around the use of Centre Assessed Grades (CAGs), further notice and clarity had been provided for the use of TAGs. The guidance provided a broad framework, and NCG had created their own policy which was robust. This was expected to limit the number of appeals.
- For NSFC, results looked to be in line with prior years.
- A small amount of grade inflation was expected across the country.
- Ofsted would not be taking into account the data from 20/21, however they would be looking at the process of awarding TAGs.
- Grades were being internally quality assured.

**The Board noted the inclusion of students within the process, took assurance from the high level of work around the process, and noted their confidence with the fair and robust process that NCG had implemented.**

*GG left the meeting.*

### **2.3. Finance Report (including Capital budget 21/22)**

MW presented the Finance Report and highlighted the following points:

- P10 accounts showed finances were slightly better than originally forecasted.
- Favourable performance had been reflected in the updated Q3 forecast which had been finalised and NCG are now expecting to deliver EBITDA of £6.8m which is £1m favourable to Q2 and £0.5m favourable to the budget. This is due in part to income increasing in relation to Apprenticeships and Commercial Income.

- Q3 reforecast had reconfirmed clear covenant compliance over the foreseeable future and suggested that the financial health rating of 'Good' would be maintained.
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**The Board noted the report.**

MW presented the first initial draft of the 21/22 budget, noting that this was just for an initial review, ahead of seeking approval at the July meeting. MW highlighted the following:

- A similar EBITDA was expected within the 21/22 year. Although there was looking to be significant growth in income, for 16-19 learners funding would be lagged. Due to the increase in numbers, additional investment would be required to ensure capacity for learners.
  - MW noted that if an in-year funding model was made available, there may be the potential for additional funding if growth is as expected.
- There is a pay review included within the budget, however this had recently been rejected by the Unions. Further consideration is taking place.

**The Board queried the following:**

- Suggested EBITDA for 21/22 – MW suggested that this would remain inline with the current year due to growth for 16-19 income not being funded for within the 21/22 academic year, however Colleges would incur costs to ensure capacity for provision. The Board **requested** MW to set out pay costs and set out the likelihood for change across the next 3 years.

**Action: MW to set out pay costs and set out the likelihood for change across the next 3 years.**

**The Board noted the initial draft of the 21/22 budget and welcomed the assurance around the improved forecast.**

MW presented the Capital Expenditure Plan for 21/22 for approval. MW explained that this included routine capital expenditure and funds to progress the NCG Estates Strategy.

**The Board approved the Capital Expenditure Plan for 21/22.**

**2.3.1. Post-16 Capacity Fund Submission**

MW presented the Post-16 Capacity Fund bid submission, relating to Newcastle and Carlisle College, for approval.

**The Board approved the Post-16 Capacity Fund Submission.**

**Action: MW to arrange for bid to be submitted with full Board Approval.**

### 2.3.2. Barclays Bank Mandate Request

MW presented the Barclays Bank Mandate request for approval.

**The Board approved the Barclays Bank Mandate Request.**

**Action: MW to progress Barclays Bank Mandate.**

## 3. Deep Dives

### 3.1. Student Engagement Project \_ SM

*SMc joined the meeting. HL joined the meeting.*

SMc provided the Board with an update of the Student Engagement Project, and highlighted the following:

- The project would be made up of 3 phases: Phase 1 – investigation, Phase 2 – model development and Phase 3 – implementation and evaluation.
- The project would include:
  - NCG Student Ambassadors – Recruited at each College who would be involved in the early stages of the project as co-creators. These students would receive payment for this role.
  - NCG Student Conference – This is planned to take place twice per year involving the Student Ambassadors across the Group. Special interest and subject specific groups would be created as needed.
  - EDI – This would be an underlying driver throughout the project.
  - NCG Alumni – This would be developed as part of the project.

SMc noted that funding had been secured from the Collaborative Innovation Group to run a conference, however this had not been possible due to Covid. This funding is now to be used to secure the NCG Student Ambassadors with plans to host a conference early in the new academic year. New timescales are to be drafted due to this change.

SMc confirmed that she would be looking to involve Local College Boards to ensure a cross-Group approach, as well as understanding the different communities in which the Colleges serve.

The Student Governor noted the importance of keeping Student Governors / NCG Student Ambassadors up to date with progress throughout the project. SMc confirmed that she was looking to target groups to ensure engagement and involvement.

Governors asked SMc to consider the chain of communications with the Student Ambassadors, and to ensure there it included voices from under-represented groups. SMc agreed with this and noted that additional costs may need to be considered in terms of support staff to ensure all groups can be represented and involved.

**The Board noted the update.**

*SMc left the meeting.*

### 3.2. Risk Update

*JC joined the meeting*

JC presented the Risk Update report, and highlighted the following:

- Research had been carried out around Risk Registers to ensure that NCG's version was sufficient and to see if any further improvements could be made. Some gaps within the NCG Risk Register had been highlighted and these were currently being considered.
- Work has taken place around ensuring the effectiveness of the scoring and mitigation.
- JC had been working closely with the risk leads in each of the Colleges to review and enhance the operational risk registers at a local level. JC confirmed that this work would extend to functional risk registers.
- Risk Management Training was being provided at the next round of College Boards.

**The Board queried the gaps within the NCG risk register.**

The Board **suggested** that student recruitment should be a key risk, as it could impact in terms on finances and operational capacity. The Board **agreed** to have a clearer focus on this. DB confirmed that this was on each individual College Risk Register, and the overarching NCG risk register could reference the individual versions in terms of the mitigation.

The Board **further discussed** the following risks:

- Cyber Security (ensuring this covers data quality issues and the ability to identify issues at an early stage).
- Student Retention.
- Quality (SW noted that this was picked up through the Lines of Enquiry within the Quality and Performance Report).
- Mental Health.

*Questions asked on BoardPacks in advance of the meeting:*

*The Board **asked** if more coverage was required around Mental Health. DB suggested that mental health appears on 50% of the risk registers reviewed which shows a significant increase. This was further supported by the OfS who confirm that almost 5 in 100 students will suffer from Mental Health challenges*

*The Board **asked** if the risk register needed to include potential loss of degree awarding powers and reference the HE offer in the curriculum related risks. DB suggested that a risk around IDAP would be added as a temporary addition.*

**Action: JC to make necessary changes.**

**The Board agreed for the Audit Committee to have a follow-on discussion around the suggested additions, including Student recruitment, Student Retention, Cyber Security (linked specifically to data quality issues), Quality and Mental Health.**

**Action: NT to add to July Audit Committee Agenda.**

LB noted the added value of JC overseeing this work and confirmed that there was a clearer focus on strategic risks and the ability to respond.

**The Board noted the update.**

*JC left the meeting.*

#### **4. Items for Approval**

##### **4.1. Corporation Matters**

DB presented the Corporation Matters report and provided the Board with an update on progress made with the actions following the Governance Review. DB confirmed that recruitment for the Governance Administrator had been unsuccessful to date.

**The Board queried the following:**

- Student Governor for Corporation Board – DB confirmed that amends had been discussed to allow for a wider range of options to be considered, rather than this automatically being the Newcastle College Student Governor. The Board **discussed** different methods to ensure the Student Governor role was appealing. The **current Student Governor suggested** that potential career benefits should be made more prominent within the advertisement. The Board **discussed** the possible introduction of a bursary for this post.
  - *Post-meeting note: The change impacting the Student Governor not automatically being the Newcastle College Student Governor is to be further discussed at the group Chairs meeting on 9<sup>th</sup> July.*

**The Board noted the report.**

##### **4.1.1. Approach to Meetings and Meeting Dates 21/22**

DB presented the approach to meetings and the suggested meeting dates for 21/22.

*Suggestions on BoardPacks in advance of the meeting:*

*The Board **suggested** a blended approach to meetings, with the Chair suggesting half of the Corporation meetings to take place face to face with the other half virtual, Committee meetings to take place virtually, and for College Boards to agree their own approach.*

*NT noted that if Committee meetings were virtual, the HE Governance Committee meetings would be revised to take place in advance of Corporation meetings to improve the flow of information, and this had been agreed by CMa, Chair of HE Governance Committee.*

**The Board agreed to discuss this further at the September meeting, however agreed to a blended approach to meetings, and where meetings were due to take place face to face, for there to be**

**an additional purpose such as tours, learning walks, governor activities.**

**Action: NT to check meeting dates and days, and to revise HE Governance Committee meetings.**

#### **4.1.2. College Board Work Plan**

DB presented the College Board Work Plan for information.

**The Board noted the update.**

*Post-meeting note: It has since been agreed to remove the training section from the work plan, and instead use this time for College specific deep dive discussions. Training would still be offered centrally through the Governance Team via additional sessions.*

#### **4.1.3. Standard Reporting Templates**

DB presented the Standard Reporting Template which had been set up as part of the actions from the Governance Review. DB noted that additional templates had been created for the College Board Principal's Report, Quality & Curriculum Report and Relationships Report. Templates were being trialled at remaining meetings of this academic year and were currently in consultation with the Principals.

*Questions asked on BoardPacks in advance of the meeting:*

*The Board queried if there was an indication on report length. NT confirmed that guidance suggested reports should be 2 pages maximum, with additional information included as appendices where required.*

**The Board noted the update.**

#### **4.2. Complaints Policy**

SW presented the Complaints Policy for approval, noting that this had been reviewed by Executive Board. SW confirmed that this was a compliant policy, and therefore replaced the need for each individual college to have their own policy.

**The Board suggested the following amends:**

- Clarity was required around when this policy should be used, with signposting to alternative policies such as Grievance, Disciplinary, Bullying and Harassment (currently in draft form) as this would prevent misuse of the policy.
- Stage 4 complaints to include delegation to a member of the Executive Team.
- OfS guidance to be checked in relation to Stage 4 complaints, with additions required if necessary.

The Board **approved** the policy, **subject** to the above amends being implemented. The Board confirmed that they did not require to see the policy again, however an update of changes should be included within the papers for the July meeting.

Action: SW to make suggested amends.

Action: NT to process approval once finalised.

#### 4.3. Modern Slavery Statement

LB presented the Modern Slavery Statement for approval, noting that this had been reviewed by Executive Board.

The Board **approved** the Modern Slavery Statement

Action: NT to process approval.

*Post-meeting note: The Modern Slavery Statement was initially titled 2021/2022, however this has been amended to 2020/2021 looking towards 2021/2022 and will be published after the 31<sup>st</sup> July 2021.*

#### 4.4. Code of Conduct for Suppliers and Contractors

MW presented the Code of Conduct for Suppliers and Contractors for approval, noting that this had been reviewed by Executive Board.

The Board **approved** the Code of Conduct for Suppliers and Contracts.

Action: NT to process approval.

#### 4.5. NCG College and Student Updates

CP presented the NCG College and Student Update report.

The Board **noted** the report.

### 5. Minutes of Previous Meetings / Information Flows / Matters Arising / Register of Actions

#### 5.1. Minutes of the Previous Meeting – 18th May 2021

The Board **reviewed** the minutes of the previous meeting and **agreed** that they were a true and accurate reflection of the meeting.

The Board **noted and endorsed** the change in style of the minutes, with the specific aim of making governor challenge and action more prominent.

The Board **approved** both the minutes and the revised style.

#### 5.2. Confidential Minutes of the Previous Meeting – 18th May 2021

The Board **reviewed** the minutes of the previous meeting and **agreed** that they were a true and accurate reflection of the meeting.

The Board **approved** both the minutes and the revised style.

### 5.3. Register of Actions

DB presented the Register of Actions.

**The Board reviewed the register of actions and noted that relevant actions had been covered within the meeting or closed as per the document.**

### 5.4. Corporation Committee Minutes

The Audit Committee meeting minutes from March 2021 were shared with the Board via the Knowledge section of BoardPacks on 2<sup>nd</sup> June 2021 for information.

**The Board noted the Committee minutes.**

### 5.5. College Board Minutes

The following College Board meeting minutes from March 2021 were shared with the Board via the Knowledge section of BoardPacks on 2<sup>nd</sup> June 2021 for information.

- Carlisle College Board
- Newcastle College Board
- Newcastle Sixth Form College Board
- Kidderminster College Board
- West Lancashire College Board
- Southwark College Board

**The Board noted the College Board minutes.**

### 5.6. Information Flow

DB presented the following Information Flow:

- Newcastle College Board

**The Board noted the update and requested for NT to respond to the Newcastle Information Flow using the proposed response and noting the learner successes.**

**Action: NT to respond to Newcastle Information Flow.**

### 5.7. Matters Arising

Not applicable.

**6. Any Other Business**

The Board noted their thanks to HL for her contribution and efforts during her time as the Corporation Student Governor and Student Representative of the HE Governance Committee.

**7. Time and Date of Next Meeting – 3pm on 20<sup>th</sup> July 2021**

**Approved: 20<sup>th</sup> July 2021**