Minutes of Meeting

CORPORATION BOARD TUESDAY 15 JULY 2025 AT 9AM IN BOARD ROOM 2 & VIA TEAMS			
Corporation Board Members		**Attendance**	
Full Name	**Position**	**Attended**	**Apologies**
John Widdowson	Chair of Corporation	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
Vikki Smith	Independent Governor	X	
Rachel Taylor	Independent Governor		X
Chris Wigginton	Independent Governor		X
Andrew Young	Independent Governor	X	
Joanne Marshall	Independent Governor	X^	
Louise Humpish	Independent Governor		X
Chris Byrne	Staff Governor		X
Sally McMahon	Staff Governor	X	
Conor Allen	Student Governor	X	
Karrar Swadi	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	
Jane Button	Principal - Southwark College (observer)	X	
Jane Farrelly	Director of Governance	X	
Alan Fenton	Deputy Principal (HE)	X^*	

*attended part of meeting / ^attended virtually

Item	Agenda Item
1.	**Opening Items**
1.1	**Opening and Welcome**

The Chair welcomed all those present to the meeting.

1.2	**Apologies for Absence**

Apologies were received from Independent Governors Chris Wigginton, Darren Crossley, Lisa Gregg, Louise Humpish, Rachel Taylor and Student Governor Karrar Swadi and Staff Governor Chris Byrne. Executive Director Claire MacLean was also unable to attend.

1.3	**Declarations of Interest**

Members were asked if they had any interests to declare in relation to the planned agenda items, however members confirmed that there was nothing new to declare.

1.4	**Update from the Chair on Board Matters**

- The Chair advised that NCG has received a number of letters from the FE Commissioner around good governance and managing public money. The Board noted its obligations around managing public money.
- HM Treasury recently increased the senior postholder remuneration threshold above which treasury approval must be sought from £150k to £174k. It is anticipated that the College Financial Handbook will be amended to reflect the new thresholds.
- The Chair recently met with the College Board Chairs and discussed the following topics: board diversity, developing the OneNCG governance community, visiting other colleges and boards within the Group and sharing best practices.

2.	**Strategic Items**
2.1	**Chief Executive Group Report**

The Board received the Chief Executive Group's (CEG) report from the Chief Executive Officer (CEO) who drew the Board's attention to the following key issues emerging across NCG and the wider sector:

- The CEO recently published an opinion piece in the AoC blogs around the importance of colleges working together and how the recently announced Technical Excellence Colleges may be the vehicle through which greater collaboration amongst colleges will occur.
- The Board noted the "NCG Proposition" presentation and discussion which had featured at the Strategy day on 14 July which clearly sets out NCG's offer.
- NCG was able to make a one-off non-consolidated payment of £750 to all staff in June. This amounts to £1250 in additional non-consolidated payments which have been paid to all staff in the 2024/25 academic year.

- All colleges had recently received a letter from the Minster for Skills providing an update on the Lifelong Learning Entitlement which will come into effect from January 2027.

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

- **Technical Excellence Colleges** – members noted that the deadline for receipt of applications was 4 July and it is expected that successful colleges would be announced soon.
- **Pay Award** – members noted that it was pleasing to be able to make an additional pay award to staff and queried how the organisation was measuring the positive impact and feedback from staff. The CEO advised that the executive leadership have received numerous direct emails from staff highlighting the positive impact that these payments have had on their personal lives. The payments were also announced at recent strategy sessions and were very well received. The Board noted it was important to capture this feedback as it directly relates to how NCG is perceived as an employer of choice. The CEO further reported that communications around the payments have been improved as some colleagues previously reported that their universal credit / student loans had been negatively impacted by the payment. An alternative to a cash payment is now available to ensure that no staff member is disadvantaged.

3. Strategic Deep Dives

3.1 NCG People Plan

The Board received an update from the Executive Principal (People & Culture) on the implementation of the People Plan across NCG including recent staff survey results and noted the key points as follows:

- The People Plan is based on three key pillars: how best to recruit, develop and retain staff.
- With regard to recruitment and onboarding, much work has taken place in 2024/25 to ensure that recruitment and onboarding systems are effective so that the applicant experience is as smooth as possible. There is still some work to do in this area to ensure a consistent applicant experience across all areas of the organisation.
- Fairness is a big motivator for colleagues while pay is a key factor for engagement. Relations with the unions continue to be positive, however 2025/26 may be challenging in terms of the gap between union expectations around a pay award and what NCG will be able to offer.
- Recognition is another motivator for colleagues and it has been agreed to roll out the GEM ('Going the Extra Mile') Staff Awards across all colleges. This is a well-established staff recognition award at Newcastle College which has proved popular with staff.
- The annual Hive staff survey was conducted over Easter 2025. 1588 colleagues (66%) of staff completed the survey which was a slight dip on 2023/24 but still within Hive's range of meaningful representation. Members noted that scoring is out of 10 and scores above 7.0 are viewed as positive. NCG's average score was 7.7, demonstrating that almost 8 out of 10 staff are positively engaged, which was a 0.1 improvement on last year.
  Areas of strength were noted as follows:

- I understand my duties under EDIB policy (9.1)
- I have good relationships with people on my team (8.9)
- I know what is expected of me at work (8.8)

Lower scores (although still in the moderate range) were noted as follows:

- I feel part of the wider NCG community (6.5).
- I rarely think about looking for a job at another organisation (6.4)
- People are well recognised for their contributions (6.4)

As in previous years, action plans will be developed to maintain good practices and improve those areas where scores were lower.

- With regard to Equality, Diversity, Inclusion and Belonging (EDIB) activity, the Director of People & Development advised that oversight at Corporation level now sits with the recently established People & Culture Committee. At an operational level, the EDIB Council has been established to monitor EDIB activity through reporting on the People Plan. Members noted that the highest score on the HIVE survey related to staff understanding their duties under EDIB.
- In terms of challenges, the Executive Principal (People & Culture) advised that leadership diversity remains challenging. An inclusive leadership program is being developed as part of the Leadership Hub to strengthen diversity at leadership level.
- The Job Evaluation project continues with the aim of establishing equity across all NCG colleges through a OneNCG approach. A final job description template for lecturers has been agreed which will impact approximately 800 staff. This was rolled out in June with no negative comments received to date. The Board noted that this is a small but significant step towards true equity and will help to further embed the OneNCG culture by using a standardised, recognised approach.
- Two Leadership Summits took place in London and Newcastle which were well-received by staff. For 2025/26 it is hoped to bring all colleagues together in one location for an NCG-wide Leadership Summit.

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

- **Job Evaluation** – members noted the challenges in standardizing job families and descriptions and acknowledged the significant progress that had been made int this regard.
- **People & Culture Committee** – members noted the positive impact of the addition of this Committee in overseeing performance of NCG's people and culture.

4.	**Items for Approval**
Items 4.1 and 4.2 were discussed under a confidential minute.	
4.3	**Corporation Board Appointments**
The Board received a proposal to appoint 4 new independent Governors to the Corporation Board and noted the key points as follows:	

- The recruitment process had been supported by external consultants Anderson Quigley and resulted in an initial longlist of 45 candidates.
- Interviews were held on 26/27 June with 5 short-listed candidates. The Search Panel consisted of the Chair of the Corporation, the CEO, the Chair of the Search, Nominations & Governance Committee and was supported by the Director of Governance.
- All candidates were of an exceptionally high standard and the interview panel were satisfied that all were appointable. As there were only 4 vacancies but 5 candidates, the interview panel recommended that:
    - Professor Ian Dunn, Raghu Vydyanath, Paul Fitton and Andrew Forrest be appointed to the Corporation Board.
    - Richard O'Connor be appointed to the Finance & Resources Committee as a coopted member, with a view to being appointed to the Corporation Board as and when a vacancy arises.
- The Board were in agreement with the recommendations of the Search panel.

Decision CB D197: The Board approved the appointments of Ian Dunn, Raghu Vydyanath, Andrew Forrest and Paul Fitton to the Corporation Board.

Decision CB D198: The Board approved the appointment of Richard O'Connor to the Finance & Resources Committee.

4.4	**College Strategies**

The Board received the seven college board strategies from the Executive Principal (Curriculum). The Executive Principal (Curriculum) advised that following the approval of the refreshed NCG Strategy - Towards 2030 by NCG Corporation in November 2024, NCG's colleges had reviewed their existing strategies and updated them to align to the refreshed NCG strategy. All strategies were consulted on widely with internal and external partners and all were revied by their respective College Board prior to submission to the Corporation.

Decision CB D199: The Board approved the seven college board strategies as presented.

4.5	**Internal Audit Plan**

The Board received the 2025/25 internal audit plan from the CFO and noted the key points as follows:

- The plan had been reviewed and endorsed by the Audit & Risk Committee at their meeting in June.
- The risk management review has been prioritised for Q1 as requested by the Audit & Risk Committee.
- The scope and remit of the HE review may flex depending on the outcomes of investigations into NCG's franchised provision.

- The overall number of audits has been reduced but will provide enough coverage to support the annual audit opinion.
- All reviews will be conducted by RSM with the in-house team supporting on follow-up actions.

Decision CB D200: The Board approved the 2025/26 internal audit plan as presented.

4.6	**Strategic Risk Register**

The Board received the Strategic Risk Register from the CFO and noted the key points as follows:

- The risk around UKVI and the right to study had been updated based on challenges highlighted through the mock audit.
- The reputational risk around HE partnership has been reviewed and the overall score has not reduced, based on confirmation of the robustness of NCG's controls identified through the DfE investigation into some of NCG's HE partners.

Decision CB D201: The Board approved the Strategic Risk Register as presented.

4.7	**Travel Management Solution**

The Board received a proposal relating to NCG's travel management solution and noted the key points as follows:

- The recommendation was to make a direct award to the current provider through the Travel Management Services framework provided by the North East Purchasing Organisation (NEPO).
- The proposal was presented to the Board for approval due to the value and duration of the contract - £5.3m over four years.

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

- **Tender versus Direct Award** – the CFO advised that the current provider (Click Travel) is already on a framework and that a direct award of this nature was permitted under the financial regulations. She further advised that changing providers four years ago had been challenging and that a move to a new supplier at this time would be destabilising and involve additional upheaval in terms of systems change and training.
- **Value for Money** – members considered their obligations under managing public money and agreed that the contract could be awarded for two years only, at which point it should be retendered.

Decision CB D202: The Board approved the direct award of the Travel Management Solution to ClickTravel for a period of two years at which point it shall be retendered.

4.8	**Policies for Approval**

The Board received nine policies for approval and noted that all policies had been reviewed internally at Policy Review Council or Executive Board or at the appropriate Corporation

Committee. The Board discussed the Gifts & Hospitality policy, noting the fine line between gifts and hospitality and successful networking and engagement with partners. Members agreed that the proposed parameters were appropriate and would permit gifts of a reasonable nature (e.g. end of term gifts to teachers) while also encouraging a culture of transparency in declaring gifts and hospitality received.

Decision CB D203: The Board approved the:

- HE Fees Policy
- Financial Regulations
- Anti-Money Laundering Policy
- Anti-Fraud Policy
- Risk Management Policy
- Gifts & Hospitality Policy
- Anti-Bribery and Corruption Policy
- Freedom of Information Policy
- Code of Practice on Freedom of Speech and Academic Freedom

5. Items for Assurance

5.1 Quality and Performance Report

The Board received the Quality and Performance report from the Executive Director of Quality and noted the key points as follows:

- Colleges reported a smooth exams series. GCSE English and maths alone had 4895 enrolments (requiring either 2 or 3 exams) alongside 1620 A level entries (again with multiple exams) and over 7000 diploma qualifications, plus T Levels and end point assessments for apprenticeships.
- Attendance system reporting and scrutiny continue to be improved, however attendance remains stubbornly below desired although consistent with 2023/24.
- A recent Ofsted report at Burnley College found that those charged with governance did not question exceptionally high qualification achievement rates.
- Work has commenced on the 2024/25 Self-Assessment Report. Adult provision at Southwark College was the first to move into the 'Outstanding' category with Newcastle also seeking to move into this category.
- Installation of Audiebant is progressing well, with the project (led by Facilities) now moving to a commissioning and testing phase. This puts NCG in a more secure position given the Protection of Premises Act (Martyn's Law) was given Royal Assent in April.

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

- **Apprenticeships** – the Executive Director of Quality advised that NCG continues to grow its own apprenticeship program (where NCG is the employer rather than the provider) and the Board agreed that NCG should continue to create apprenticeship opportunities wherever possible.

5.2	Weston College and SPH Remuneration

The Board received the paper on Weston College and SPH remuneration report from the Director of Governance and Director of People & Development and noted the following key points:

- As a result of the FE Commissioner investigation into governance failings at Weston College, the Director of Governance reviewed the key findings of that report with a view to assuring NCG's governance processes and identifying any areas for improvement.
- There were 13 recommendations contained within the FEC Weston report and a summary of the recommendations and the implications for NCG were appended to the paper. Relevant recommendations had also been reviewed by the Appraisal & Remuneration and Search Committees.
- The Director of Governance advised that colleges have received several guidance letters from the FE Commissioner relating to good governance. Any improvement areas identified as a result of the Weston report will be considered alongside the recommendations contained within the FE Commissioner guidance letters and will be returned to the Corporation in September for approval.
- The Board noted the additional assurance provided in the paper around the robustness of SPH remuneration at NCG. Members noted that SPH remuneration had previously been delegated to the Appraisal & Remuneration Committee but that this would revert to the Corporation in line with the recommendation of the FE Commissioner.

5.3	Corporation Matters

The Board received the Corporation Matters report from the Director of Governance who drew the Board's attention to the governance failings at Weston and Burnley Colleges as well as the University of Dundee. Members noted that increased scrutiny of college governance is likely from all regulators as a consequence.

5.4	Committee Assurance and Escalation Reports and Minutes

The Board received the Assurance and Escalation Reports and minutes of the recent round of Committee meetings and noted that the major items had been discussed elsewhere on the agenda. The Chair of the Audit & Risk Committee advised that as a matter of good governance, the external auditors should present the annual financial statements to the Corporation and will be invited to the Corporation in December for this purpose.

5.5	College Board Assurance and Escalation Reports

The Board received the College Board Assurance and Escalation Report from the recent cycle of meetings from the Executive Principals. The Board noted that some College Boards had requested a more visual representation of quality data which would give them a high-level overview of

performance and trends over time. The Executive Principal (Curriculum) advised that the new Chairs have made a huge difference and that college board discussions are reflective of a more mature model of governance.

6.	Minutes and Action Register
6.1	**Minutes of Previous Meeting – 24 March 2025**
Decision: CB D204: The Board reviewed and approved the minutes of the Corporation Board meeting held on 20 May 2025.	
6.2	**Register of Actions & Decisions**
The Board received the Register of Actions and Decisions from the Director of Governance and noted the closed actions. There were no open actions which were due for updates at this meeting.	

7.	CONFIDENTIAL ITEM – GOVERNORS ONLY
7.1	**Item 7.1 was discussed under a confidential minute.**
There was no other business raised.	

8.	Closing Items
8.1	**AOB**
There was no other business raised.	
8.2	**Date and Time of Next Meeting**
The next meeting of the Corporation Board will take place in person at 2pm on Tuesday 23 September 2025 in Rye Hill House.	