

## NCG – Corporation Meeting

Main Minutes of Meeting held on Tuesday 13<sup>th</sup> September 2022 – 3pm to 6pm

Rye Hill House

\*Attended virtually / ^Attended for part of the meeting

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		
VACANCY	Independent Governor				
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		
Diana Wiedemann	Student Governor	DW	X*		
Conor Allen	Student Governor	CA	X		
<b>Clerk</b>					
David Balme	CoCo & Secretary to the Board	DB	X		
<b>Visitors/ Presenters</b>					
Lisa Sproats	Chief Finance Officer	LSp	X		
Steve Wallis	Executive Director of Quality	SW	X		
Scott Mulholland	Chief Information, Data & Estates Officer	SM	X		
Tony Lewin	Executive Principal (Curriculum)	TL	X		
Gerard Garvey	Executive Principal (People & Culture)	GG	X*		
Nicola Taylor	Assistant Director of Governance (minutes)	NT	X		
Jon Ridley	Deputy Principal (HE)	JR	X^		
Chris Weeks	Director of IT	CW	X^		
Leigh Scott	Director of Estates	LSc	X^		

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

The Chair opened the meeting and welcomed the attendees.

Apologies had been received from AC and JW. The apologies were accepted.

**The Board agreed that the meeting was quorate.**

The Chair noted the following:

- JR, Deputy Principal (HE) would be in attendance for item 2.1.
- DW and GG were attending the meeting virtually.

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

**The Board noted the updates.**

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

The Chair provided an update covering the following:

- The appointment of the new Prime Minister, Liz Truss.
- The death of Her Majesty the Queen and the current state of mourning.
- That the meeting was CR's, JM's and NT's last meeting.

**The Board noted their thanks to CR, JM and NT for their significant contributions, commitment and dedication.**

**The Board noted the updates.**

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

The Board were asked if they had any relevant activity to report, however nothing was shared.

**The Board noted the update.**

## **2. Thematic Discussion and Feedback Session**

### **2.1. NSS Results Analysis**

*JR joined the meeting.*

JR presented the report and highlighted the following:

- Overall, the results were pleasing with a number of NSS TEF metrics above benchmark. JR attributed this to the dedication and commitment of NCG's HE staff.
- A remaining challenge was that student satisfaction with learning resources remained significantly below the benchmark for the fourth consecutive year, although it had improved over previous years.
  - JR noted that this remained a focus for time and financial investment including the £2m investment already made.

- JR noted that student expectations constantly changed as technology and equipment advanced.

The Chair of HE Governance noted the excellent results and progress made.

**The Board noted the report and passed on their congratulations to the HE Team for the strong results.**

## 2.2. Additional Item - IDAP

*Covered under a confidential minute.*

**The Board noted the update and reaffirmed their expectation of securing IDAP based on NCG meeting the required criteria.**

*JR left the meeting.*

## 3. Strategic Items

### 3.1. CEG Report

LB presented the report and highlighted the following:

- There has been significant political changes since the last meeting, including the appointment of the new Prime Minister, a new set of ministers and a new Secretary of State.
- Following the death of Her Majesty the Queen and the current state of mourning, NCG had taken the conscious decision to restrict the tone and quantity of official communications and social media.
- The focus of the term was Performance, People and Planning. LB suggested that these '3 Ps' would be the keywords for the new academic term.
- The Chief Executive Group had been reviewing opportunities for new income streams, as well as continuing a focus on creating savings.
- There was a more 'normal' approach to business following the pandemic, with a greater number of staff now being college / office based.

**The Board queried the following:**

- Potential strike action – LB confirmed that a ballot had been taken by UCU and NCG had been identified as a Corporation where strike action would be undertaken. NCG were aware of the dates of planned action and were planning accordingly. NCG were also considering pay awards where affordable and were conscious of the current cost pressures faced by staff.

The Staff Governor noted that staff had found it beneficial to have an understanding of NCG's current financial position and around the affordability of any future pay awards.

- Visionnaires Project – LB confirmed that NCG had stepped away from the project as a result of the costs involved. Further, LB noted that

NCG were reviewing all costs relating to membership organisations to ensure costs were only incurred where they generated appropriate value.

- High Staff Turnover – GG suggested that the majority of high turnover reported was linked to Newcastle College who were using a higher number of fixed term contracts. GG confirmed that when a fixed term contract ended, if a staff member was then taken on permanently, they were classed as a leaver and a new starter which further impacted the figures. SW also confirmed that earlier figures would have been impacted by the loss of the MAS records provision at Kidderminster College.

The Board **queried** as to whether there was an area of concern at Newcastle College. LB suggested not, noting this was due to their size within the Group and therefore having a larger number of core staff.

The Board **requested** further information and analysis on the turnover figures per college, along with further detail related to the benefits associated with being an employee of NCG and what action could be taken to further improve this offer.

**Action: GG to provide further information and analysis on the turnover figures per college, along with details of the benefits provided to staff and what further actions could be taken to further improve this.**

The Board **noted** the report.

### 3.1.1. Reclassification

LB provided a verbal update on the anticipated outcome of the Office for National Statistics (ONS) decision regarding the potential reclassification of colleges, noting that a decision was not expected until later in the calendar year.

The Board **noted** the update.

### 3.1.2. ALF (Arm's Length Foundation)

*Covered under a confidential minute.*

The Board **noted** the update and **requested** a substantive paper on this item when appropriate.

### 3.1.3. Confidential Item

*Covered under a confidential minute.*

The Board **noted** the report.

### 3.1.4. Lewisham

*Covered under a confidential minute.*

**The Board noted the update.**

### 3.1.5. Elevator Pitch of Opportunities

LB confirmed that a text summary had been provided, setting out the context, mission and vision of NCG.

The Board **agreed** that this should start being used to ensure the purpose and focus of NCG was more widely understood.

The Board **requested** reference to the ownership of degree awarding powers be added to the text provided.

**Action: LB to include the use of degree awarding powers.**

The Board **requested** a shorter summary version be produced.

**Action: LB to create a shorter summary version of the context of NCG.**

**The Board noted and welcomed the update.**

## 3.2. Infrastructure Masterplan

*CW and LSc joined the meeting.*

SM provided a presentation and covered the following:

- The plan and vision.
- Drivers and challenges.
- Objectives and benefits.
- Smart campus components.
- Investment profile.
- Saving and income opportunities.
- Priorities and next steps.

SM noted that he had also held a session with the Student Governors to obtain their views and perspective.

**The Board queried the following:**

- Priorities – SM confirmed that the priorities included a mix of must haves, as well investment requirements for NCG to achieve their strategy. SM provided some examples, noting that 88% of student devices were incompatible with Windows 11, and necessary boiler replacements. Both examples were already impacting on the student experience.
- Impact on Estates Strategies – SM confirmed that some of the work would have a direct impact on the Group estates strategies.

- Forms of capital not covered – LSp confirmed that work following the ESFA study regarding safety and compliance had been factored in however the teams were now looking at capital linked with curriculum which was currently limited due to affordability. LSp confirmed that work was being done with SM in terms of future planning at the colleges and improving forecasting, including looking at capital requirements further in advance.

LSc noted that there was opportunity for external funding, and that timings of projects had been profiled accordingly.

- Front loading of investment – SM confirmed that the phasing of the proposed spend had been based on both need and the availability of funds.
- Plans to improve the attractiveness of the Newcastle campus – SM confirmed that digital signage was being explored and agreed that the general conditions of buildings needed to be improved.

**The Board noted the report and their expectations to see developing discussions throughout the year.**

### **3.3. Finance Report**

LSp presented the report and highlighted the following:

- The draft year-end position had been finalised, and it was disappointing to note that this missed the original budget and forecast (£1.1m adverse to Q3), however this was partially due to making further provision in relation to MAS records.
  - Further key components of the variance related to AEB and Apprenticeships. LSp noted that Apprenticeship income could be recoverable.
- All staff recruitment had been paused where not mission critical.
- Scenario planning continued, with mitigating plans and actions in place to respond to the potential different scenarios.

**The Board queried the following:**

- Forecasting accuracy – LSp confirmed that 3 colleges had particularly missed their budgets, and further work around budget setting was required. This would include evidence of enrolments (and therefore associated costs), trend data etc.

**The Board noted their expectation of budget managers to deliver a better performance on forecasts going forward.**

LSp confirmed that she would bring further details regarding the budget setting process to a future meeting as this was being worked on as part of financial and operational planning.

LSp also confirmed that work continued around looking at budgets further in advance, rather than looking at each annual budget in silo.

**Action: LSp to present the budget setting process at a future meeting.**

**The Board noted the report.**

### **3.3.1. Adult Education Budget (AEB) Provision Update**

TL presented the report and highlighted the following issues:

- Demand and delivery.
- Poor planning and budgeting.
- Devolution.
- Prioritisation of AEB.
- Changing national context.

TL confirmed that there were plans in place to address (where possible) the areas highlighted above. In addition, work was underway with finance to ensure the better reporting of income rather than learner numbers, and a focus on continued profiling right across the year. TL noted that the work required a cultural shift and suggested that some further independent research may be required to alleviate the concerns highlighted.

**The Board noted the report and supported the identified need for improvement.**

### **3.4. Quality and Performance Report**

SW presented the report and highlighted the following:

- In relation to A Levels, NSFC had been hoping to maintain ALPs 3 therefore an ALPs 4 was a slightly disappointing result. GG noted the detrimental impact of the grade inflation of incoming students resulting from the TAGs and CAGs, which could mean that the improvement achieved at Newcastle Sixth was understated. In terms of anticipated achievement, SW noted that there would be more stringent assessment going forward however reiterated that there was no concern around a reduction in standards within the college.

GG noted that this was a similar picture across other inclusive 6<sup>th</sup> form colleges, noting that the colleges most disadvantaged by the results were those with a more inclusive intake. GG also highlighted that the level of high attainers starting the 6<sup>th</sup> form had hugely increased following the awarding of TAGs / CAGs (26% high attainers starting in 2019, compared with 43% high attainers starting in 2021). GG suggested that several students may have started on access to A-Level course had they started with official examination grades rather than TAGs / CAGs.

The Board **queried** if there had been any press interest, however GG confirmed that there had not been as a result of the majority of A Levels being taken at schools and the analysis being done at a national level.

- In relation to GCSE Maths & English, SW noted that the results were positive in terms of being above the national average figures, noting the caveat of the national average figures being low. SW noted that the Newcastle colleges had done particularly well in this area.
- In relation to Apprenticeships, SW confirmed that whilst the data was not finalised, results were showing achievements above the national average for standards and frameworks, again noting the caveat of the low national average figures. SW suggested that this evidenced the improvement made, however reiterated that there was further work to be done.
  - In relation to apprenticeship entry requirements, SW confirmed that he had discussed this with the Apprenticeship Council, and they had agreed flexibility where students had achieved their Maths or English GCSE and were close to achieving the other (based on an internal initial assessment). SW confirmed that this was to ensure the provision was more inclusive without having a detrimental impact on learners being able to succeed in their apprenticeship.

**The Board noted the report and specifically noted their encouragement as a result of the improvements made.**

### **3.5. Learner Recruitment 22/23**

TL presented the report and highlighted that as of the 6<sup>th</sup> September, NCG were at 96% of the 16-18 target for learners. TL noted that the key purpose of the report was to identify the different processes between the colleges to then ensure there was standardisation, consistency, accuracy and timeliness of reporting. TL noted that work continued with the CIDEO and his team.

**The Board queried the following:**

- Capacity of NSFC – GG confirmed that although suggested at 2000 in terms of a building capacity, a more realistic level was 1500. GG noted that work continued around the better utilisation of the space however even following this work the 6<sup>th</sup> form building would shortly reach capacity.
  - The Board **queried** what would happen if this occurred. GG confirmed that the college wouldn't wish to turn learners away or become selective in their entry criteria and therefore other opportunities would need to be explored in relation to spacing, both short term and long term.

The Board **requested** a briefing note on the use of the Discovery School building.

**Action: LB / SM to provide a briefing note detailing the arrangements for the Discovery School building.**

- The difference between pre-enrolled and fully enrolled learners - TL confirmed that pre-enrolled learners related to those processed prior to the summer break and the full enrolled accounted for everyone.



- Confidence of achieving the target numbers – TL suggested that this was an unknown risk until the 42-day qualifying period had passed. TL suggested that some colleges were closer to their targets than others.

**The Board noted the report.**

#### **4. Items for Approval / Noting**

##### **4.1. Updated Planned Levels of Subcontracting 22/23**

DB presented the report and highlighted that following the approved paper in July 2022, the level of planned subcontracting had increased by £1.2m and was presented for approval.

**The Board queried the following:**

- The increase in provision – DB confirmed that the intention remained to reduce subcontracting however the colleges had taken a view in terms of what could be delivered locally and what would need to be delivered through a partner. DB also confirmed the continued focus to move subcontracting in house where plausible.

The Board **agreed** that the increase in figures was disappointing and expressed a lack of confidence in the process given the £1.2m move from the (very recent) July position.

- Detrimental impact on the pay:income ratio – LS agreed that moving the subcontracting in house would be the ideal position.

**The Board approved the updated levels of subcontracting for 22/23 however noted their disappointment in the difference in figures since their approval in July 2022.**

##### **4.2. Safeguarding Annual Report 21/22**

SW presented the report and highlighted that a higher number of referrals had been received than in previous years. SW also highlighted the work of the Safeguarding Council across the last 12 months and noted his specific thanks to the Safeguarding Link Governor for her support, and his thanks to the DSLs and Safeguarding Officers across the Group for their continued hard work within this area and for dealing with such complex concerns.

The Safeguarding Link Governor confirmed she had reviewed the report and reiterated the positive work of the Safeguarding Council, in particular recently in relation to the implementation of MyConcern.

**The Board noted and endorsed the report.**

#### 4.2.1. Approval of the NCG Safeguarding Policy 22/23

SW presented the updated policy for approval, noting that it had been updated in line with the Keeping Children Safe in Education (KCSIE) guidance for September 2022.

SW also noted that a recent internal audit had highlighted a recommendation regarding further detail surrounding agency staff and external speakers and as a result requested permission to make further small amends in these areas following approval.

##### **The Board queried the following:**

- Number of concerns at Carlisle College – SW confirmed that there had been issues with youth violence earlier within the year however noted that this had settled.
- The timetable for governor Safeguarding Training – NT confirmed that the governance team maintained a log of governor training dates and would be in touch regarding the refresh of training.

**Action: Governance Team to send reminders relating to completing Safeguarding Training every 2 years.**

**The Board approved the NCG Safeguarding Policy 22/23 and agreed for SW to make the necessary amends relating to external speakers and agency staff.**

**Action: SW to amend the NCG Safeguarding Policy as discussed.**

#### 4.3. Complaints and Compliments Annual Report 21/22

DB presented the report and highlighted that the complaints process was made up of 4 levels (1. Informal, 2. Management level, 3. Principalship level and 4. CEO) and suggested that the recording of level 1 complaints was not robust due to their informal nature. DB therefore suggested a revised approach with only 3 levels of complaints, removing the initial stage.

The Board **discussed and supported** the proposal to amend the complaints procedure.

**Action: DB to amend the complaints procedure to a 3-level approach.**

**The Board noted the report.**

#### 4.4. Corporation Matters

DB presented the report and made specific reference to the governor appointment recommendations presented for approval.

The Board **noted** the attendance figures included within the report and **noted their concern** with the attendance figures at NSFC (65%).

**The Board noted the report and approved the following appointments:**

- **Appointment of Abdulmalik Jinadu as the Student Governor of Lewisham College Board for a term of 1 year.**
- **Extension of appointment of Hilary Moore as an Independent Governor of Lewisham College for a term of 1 year (ending December 2022).**

**Action: Governance Team to process appointment approvals.**

#### **4.4.1. Corporation Board Meeting Proposal 22/23**

DB presented the report and highlighted the suggestion to remove two of the planned Corporation meetings (October 2022 and February 2022) and repurpose the June 2022 date for a Governor event.

DB confirmed that the reduction in meetings may lead to an increase of items being approved electronically where there are time constraints.

The Chair noted that he would like most of the meetings to take place face to face, and agreed to discuss approach / location with DB.

**Action: PL, LB and DB to discuss approach / location of 22/23 meetings.**

The Board **requested** information regarding approach / location to be shared ASAP to allow planning.

**Action: Governance Team to confirm meeting arrangements as soon as discussed.**

**The Board welcomed the reduction in meetings and approved the proposal.**

#### **4.4.2. Responsibilities of Boards and Governors Compliance Check**

DB presented the report and highlighted that an action plan had been derived to tighten compliance.

In terms of 3 specific actions:

The Board **agreed** that they would like to establish a governor appraisal process and for LS to implement a financial reserves policy.

The Board **discussed** the involvement of an external party upon Independent Governor recruitment to the Corporation Board however **agreed** that this was not necessary.

**Action: DB to implement governor appraisal process.**

DB noted that the recruitment of the AD Governance had been unsuccessful and reiterated that due to staffing resource the action plan would be prioritised and implemented when possible.

**Action: LSp to implement a financial reserves policy.**

**The Board noted the report.**

#### **4.5. Terms of Reference 22/23 and Workplan 22/23**

DB presented the Corporation Board Terms of Reference and Workplan for 22/23, noting that only minor amends had been made in relation to consistency. Two versions of the workplan had been included, one reflecting the agreed meeting proposal.

**The Board approved the Corporation Board Terms of Reference and Workplan 22/23.**

##### **4.5.1. Committee & College Board Terms of Reference 22/23**

DB presented the Committee & College Board Terms of Reference for 22/23, noting that only minor amends had been made in relation to consistency.

**The Board approved the Committee & College Board Terms of Reference 22/23.**

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

##### **5.1. Minutes of the Previous Meeting – 18<sup>th</sup> July 2022 (Strategy Day Notes)**

The Chair noted that these minutes were a summary of the discussions held at the July 2022 Strategy day, rather than detailed minutes as per the usual Board meetings.

The Board **reviewed** the minutes of the 18<sup>th</sup> July 2022 Strategy Day and **agreed** that they were a true and accurate reflection of the meeting.

**The Board approved the minutes.**

##### **5.2. Minutes of the Previous Meeting – 19<sup>th</sup> July 2022**

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 the minutes.**

##### **5.2.1. Confidential Minutes of the Previous Meeting – 19<sup>th</sup> July 2022**

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

**The Board approved the confidential minutes.**

##### **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. Committee Minutes

The following Chair approved Committee meeting minutes had been shared for information within the files section of the Corporation Board Teams Channel:

- Search Committee – 10<sup>th</sup> June 2022 (main and confidential)
- HE Governance Committee – 29<sup>th</sup> June 2022
- Audit & Risk Committee – 13<sup>th</sup> July 2022

**The Board noted the Committee minutes.**

## 6. Evaluation of Meeting and Information Sharing

The Board **discussed** the items covered, noting the continued focus on key items and were encouraged by the progress made.

## 7. Any Other Business

### Fundraising

DB shared a fundraising opportunity linked to the Chair of Southwark Board.

### Change of Meeting Date – 14<sup>th</sup> November

DB noted that there was a Corporation Board meeting scheduled for 14<sup>th</sup> November, however this was the day before the AoC conference and suggested to bring the meeting forward to Monday 7<sup>th</sup> November.

DB confirmed that he would send a revised and updated meeting schedule following the meeting proposal being agreed (item 4.4.1).

**Action: Governance Team to confirm change of date along with revised meeting schedule.**

### Thanks and best wishes to the Vice Chair

**The Board noted their thanks for CR's work and commitment whilst involved with NCG and provided their best wishes for the future.**

The Vice Chair also noted his thanks to the Board, Executive Team and Governance Team, highlighting the high standard of support that governors received from the team to enable them to fulfil their responsibilities.

## 8. Time and Date of Next Meeting

Due to the agreed meeting proposal, the next meeting was due to take place in November 2022 (date and location to be confirmed – actions covered above).

## 9. Deferred Items

### 9.1. Information Flow

*No information flows to present.*

## **9.2. College Board Minutes**

*No College Board minutes to present.*

Approved: 7 November 2022