

Minutes of NSTA Board meeting on Thursday 23rd July 2026
09.00-14.00
GUH, Wincomblee Road, Newcastle upon Tyne, NE6 3PF

Directors	In attendance
Liz Ditchburn Chair	Andy Brooks, Director of New Ventures (interim Director for Corporate)
Stuart Payne Chief Executive	Tom Wheeler (items 3 and 4) Director of Operations
Ian Chisholm Non-executive Director	Pauline Innes (item 3) Director of Supply Chain and Decommissioning
Sara Vaughan Non-executive Director	Suzanne Lilley (item 3) Head of HR
Sarah Deasley Non-executive Director	Anand Samani (item 10 - via Teams) Head of Finance
Vicky Dawe Shareholder Director	Russell Richardson General Counsel and Company Secretary
Malcolm Brown Non-executive Director	Fiona Gruber Board Secretary
Mitch Flegg Non-executive Director	Russell Richardson Company Secretary
Rebecca Wiles Non-executive Director	Fiona Gruber Head of Governance and Board Secretary

1. Welcome and introductions

The Chair welcomed directors and Andy Brooks to the meeting, Andy attending as interim Director for Corporate.

2. Conflicts of interest

No conflict of interest with any agenda item, nor as a result of new appointments, was declared by any director.

3. Organisational restructuring

The Chief Executive presented the finalised organisational design for phase one, having received the remuneration committee's support for the outline plan in March. The directors of the restructured directorates presented their rationale for the proposed structure and set out the management of change process for moving affected staff into new positions by the end of October 2026. The Chief Executive detailed the phase two proposal to restructure the former CIFO role into a COO role and a Director of Digital and Data role, with both to be filled by the end of 2026.

The board discussed and tested the design principles of phase one and agreed the proposed design, noting that the new structure would be more tightly tied to delivering the corporate plan with accountabilities very clear. The board also noted that they wanted the structure to be kept under review, to ensure resources continued to be appropriately targeted, noting the potential for increased demands on decommissioning in the years ahead. The board noted that the desired outcomes would require cultural and behavioural change as well; the executive gave assurance that these were integral to the approach being taken. The board discussed and approved the phase two proposals, agreeing the proposed governance arrangements for the Head of Finance to engage with the ARC Chair and the Chief Executive.

4. Central North Sea emissions reduction update

The Director of Operations informed the board that the NSTA has been undertaking electrification reasonableness assessments (ERA) for several key hubs in the Central North Sea (CNS), and that key dependencies affecting CNS electrification have changed, including anticipated first power dates, delivery confidence and power prices. Assessments are expected to be finalised and communicated to operators from September/October 2026.

The Director of Operations assured the board that the NSTA will continue to apply all elements of the OGA Plan to maintain focus on emissions reductions where appropriate, including through alternative measures such as flaring and venting reduction, and operational efficiency. The board thanked the executive for the updated information and for the way they and their teams are applying the principles of the OGA Plan in changing circumstances.

5. Minutes and matters arising

The board discussed and approved the minutes of the 18th June meeting and reviewed the action log.

6. Chair's report

The board agreed that the previous day's programme with the supply chain had been very valuable and enlightening. The Chair asked the Chief Executive to feed back to the participants and let them know that he would share the board's observations with Ministers at the earliest opportunity.

The Chair is considering how to craft a more strategic rhythm for the overall board agenda and is discussing this with the Chief Executive. She outlined the planned programme for the September board and leadership event, including a dinner with industry leaders.

7. Shareholder update

The Shareholder Director updated the board on departmental business and the appointment of the Secretary of State and new ministers. Ministerial portfolios will be confirmed in due course.

8. Safety and environment report

The Chief Executive presented the safety and environment report, with updates from the HSE and OPRED. The board noted that OPRED is aware of industry's concerns about the liabilities and costs associated with derogations.

9. Chief Executive report

The Chief Executive confirmed that the NSTA continues to support DESNZ with analytical support and in the development of clauses for the Energy Independence Bill. The Chief Executive has discussed with DESNZ the impact on the NSTA of any future potential delays in the introduction of the Bill.

He briefed the board on the Cygnus FDPA, which could extend field life of the existing facilities. Engagement is taking place with the licensee, and work is underway with DESNZ to consider possible pathways to progress the development including appropriate consideration of impacts and implications of any solution.

He cautioned that commercial behaviours and infrastructure access are becoming a bigger issue within the basin and that the NSTA will be providing additional focus and resource in this area.

10. Quarterly finance report

The Head of Finance presented the Q1 summary forecast, with the income forecast reduced by £200k to reflect lower actual fees and charges. The forecast underspend is currently £1million, partly

due to the headcount buffer. He cautioned that the underspend may increase further if the ring-fenced legal budget is not used and if additional costs are refunded in the Nobel case.

11. Committee report

The remuneration committee met prior to the board meeting and discussed and approved the pay remit for Grade 6 and below, the SCS pay award and the NSTA's approach to the Cabinet Office Senior Pay Controls 2025 assurance process.

12. Agenda planning

The board discussed the agenda planner and, given the extent of the board's focus on risk in 2025 and 2026, agreed to move the next clean sheet review of the risk register to November 2027.

There was no other business.



Liz Ditchburn, Chair
24th September 2026