



**Minutes of the Norland Board of Directors Meeting held on
Wednesday 21st October 10.30-1pm
(remotely via Microsoft Teams)**

Present: Martin Clarke, Chair
Julie Davies, Director
Kate Dicker, Director
Roberta Edwards, Director
Rosemary Heald, Director
Peter Hymans, Director
Christopher Jerram, Director
David Timms, Director
Kriss Turner, Director
Tracey Worth, Director
Janet Rose, Principal

In attendance:

Elizabeth Harvey, Staff Representative
Alex Read, Head of Finance and Estates
Julia Gaskell, Head of Consultancy and Training. Acting Head of Agency and Alumni
Olivia Goulden, Governance Manager

- BOA211020.1** ***Welcome and Apologies***
Apologies were received from Mike Bray, Lucy Lovatt and Hannah Dray (new student representative) and Mandy Donaldson.
- BOA211020.2** ***Chairman's Communications***
The Chair commended the Norland staff for how well they had been dealing with the ramifications of the Covid pandemic. The Board wished all the staff well at what was a very difficult time for everyone.
- BOA211020.3** ***New declarations of interest***
There were no new declarations of interest.
- BOA211020.4** ***Minutes of previous meeting***
The minutes were confirmed as an accurate record of the meeting.

BOA211020.5**Action Status Report**

It was NOTED that all actions were completed bar one which related to prospective Board members. This would be discussed further at the upcoming Nominations and Governance Committee in November. It was also NOTED that the recent Board Effectiveness report had questioned whether or not there was a sufficient number of Board members with HE experience. Peter Hymans commented that three Board members had HE experience and that he felt this was sufficient. This would also be discussed further at the upcoming meeting. **Action JR/MC**

BOA211020.6**Risk Register**

The following risks were highlighted:

[REDACTED: confidential and sensitive information]

24 – Coronavirus (red)

A recent rise in infections in the UK following a decrease over the summer had led to a rise in residual risk status.

33 – Inability of potential students to meet fees (amber)

It was NOTED that Term 1 fee invoices had been raised but that only a small number of students seemed to be in difficulty.

65 – Recession and birth rate changes affecting application numbers (amber)

It was NOTED that the number of 18 year olds was now increasing again. It was NOTED that the words 'birth rate' should be replaced with the word 'demographic'. **Action AR**

It was AGREED that the approach whereby only the highest risks i.e. those with a significance of risk rating of 15 to 25 (red or amber) were brought to Board meetings was appropriate and should continue, with the full register placed on the Directors' Hub.

Action AR

BOA211020.7**Compliance Dashboard**

Janet Rose spoke to her paper. It was NOTED that the review of the dashboard was a standing item on both Finance and Audit Committees. The dashboard had not however gone to Finance Committee as very little had changed since June.

It was NOTED that the dashboard showed all return deadlines which had been met in the previous 6 months and the progress towards deadlines coming up in the next 6 months. The only update since the Finance Committee was that the OfS had required an interim finance return by 30 October 2020. This was complete and would be submitted ahead of the deadline.

BOA211020.8**KPI Dashboard**

Janet Rose spoke to her paper. It was NOTED that the dashboard replaced the Enhancement Plans and provided a shorter summary of key activities and progress. The following KPIs were highlighted (with a red RAG rating):

- **100 Students are recruited with a minimum of 2 applicants per place.**
- **Student applications will include at least 5% from under-represented groups –** it was NOTED that 2 men had started the course this year.

The remaining KPIs had either been completed or were on track.

Martin Clarke highlighted the KPI relating to the setting up of a charitable foundation. It was NOTED that currently the Norland Foundation had not established which projects/organisations should be supported, or the process involved in awarding grants. It was NOTED that the next Trustees' Board meeting in December would cover the process which should be adopted for dealing with grant applications.

Board members were invited to express their views at the upcoming Board Away Day (or to MC/JR) on the categories of activity (within the objects of the charity) which the Board might wish the Foundation to support. This would then be relayed to the Trustees in time for their next Board meeting in December. It was envisaged that out of the investments made by the charity (from the Gift Aid payments it received), the income would be used partly for expenses and partly to provide grants for local projects and research. **Action all**

BOA211020.9

Report from the Finance Committee

In Mike Bray's absence, Alex Read spoke to his paper and highlighted the following:

[REDACTED: confidential and sensitive information]

Financial KPIs – past, present and future KPIs had been reviewed.

Scenario Planning – Case scenario variables had been agreed in order to update forecasts and cash flows to prove Going Concern. Martin Clarke reminded the Directors that they were required to approve that the accounts had been drawn up on a Going Concern basis. This would not normally be a problem, but due to the current situation, the process was more stringent.

32 Year Forecast Update – This had been based on the assumptions of 100 students per year and full Gift Aid donations to the Norland Foundation.

[REDACTED: confidential and sensitive information]

Martin Clarke stressed that the Foundation's first priority would always be to support the College.

[REDACTED: confidential and sensitive information]

It was AGREED that the approach whereby only the summarised management accounts and Outturn update were brought to the meeting, rather than the full version, and the full version put on the Directors' Hub, was preferable. **Action AR**

BOA211020.10

Report from the Enterprise Committee

Rosemary Heald highlighted the following:

- Online Norlander CPD and the babysitting MOOC were proving very popular.
- Plans for the professional Norland alumni association were going well. The Committee had discussed in some detail how membership of the association would be structured and possible tiers of membership.

- Marketing activity was going very well. Particular mention was made of the increased numbers of visitors not only to the new Norland website but also to the College's Instagram page which was seeing approximately 200 new visitors every week.

It was NOTED that the Consultancy and Training, Agency and Alumni 3-year strategy, which had been approved by the Enterprise Committee, would be taken to the Board Away Day for further discussion.

BOA211020.11

Principal's Update

Janet Rose spoke to her paper and highlighted the following:

[REDACTED: confidential and sensitive information]

Two additional students had tested positive for Covid-19 (bringing the total to 4). The contagious period had now passed with no further infections.

The Outbreak Response Plan – it was NOTED that this was required to be produced following a directive from the Universities Minister and had been completed.

Students' travel over half-term – it was NOTED that students had been discouraged from going home at half-term especially if it would mean travelling to a high-risk area.

Janet Rose reported that the College's interpretation of Coronavirus government rules was that students on a family placement did not contravene the rule of not mixing with other households or the Rule of Six. This was because the placement was an integral part of the course and fell under the exemption of Education and Training. In addition, supervised childcare was allowed under the rules. The Board AGREED with this interpretation and agreed that the College was not in contravention of the rules.

It was NOTED that DfE reporting requirements in relation to Covid had increased and that this was being managed by the OfS. The College was also required to regularly report to Local Public Health England and Public Health England itself. The College was meeting all these requirements

(Martin Clarke left the meeting).

Students isolating - The 'Norland Angels' were proving very successful in providing well-being support. In addition, personal tutors were in constant contact with students isolating.

Board Away Day focus – this would now be a longer event due to additional topics. It was AGREED that the session should begin earlier and extend into the afternoon with a break for lunch. **Action JR/OG**

Coat of Arms and graduation gown design – the Board was shown the latest designs. Comments in relation to how the designs might be slightly improved were noted. The reaction, however, was overwhelmingly positive.

BOA211020.12**Board Terms of Reference – annual review**

It was NOTED that the only suggested amendment related to enabling the Board to recommend to the Nominations and Governance Committee the appointment of co-opted members to Committees. There were no other suggested amendments. The amendment was APPROVED. **Action OG**

BOA211020.13**Board survey – summary report**

In the Chair's absence, Janet Rose spoke to this paper and highlighted the following:

A requirement for a reduction in papers – it was NOTED that every effort had been made in the current meeting to reduce the amount of papers. However, it was acknowledged that this was a difficult balance to strike. If information was reduced to too great an extent, there was a danger the requirements related to the OfS governance requirements, for example, would not be met.

Executive Summaries should be more succinct – it was NOTED that the finance summary had been reduced to one page.

An increase in diversity – efforts had been made in this respect but candidates had not been forthcoming. It was NOTED that currently there was no requirement for additional Board members.

Committee Membership – Kriss Turner commented that she would like to understand how decisions were made in respect of committee composition. It was NOTED that the Nominations & Governance Committee took into consideration where there were skill gaps on committees and the annual skills audit of members. In addition, the Committee had a responsibility to ensure membership of committees was evenly distributed amongst members to ensure no-one felt over-burdened. It was NOTED that Directors might also be asked if there was a particular committee they were interested in becoming a member of.

It was NOTED that the summary Board Effectiveness report would be taken to the Nominations & Governance Committee meeting in November for further discussion.

BOA211020.14**Any other business**

It was NOTED that the decision had been made to postpone January's graduation ceremony, if necessary, for 2 years.

BOA211020.15**Date of next meeting: 4.12.20 10.30am**