



Minutes of the Norland Board of Directors Meeting
Wednesday 24th June 2020, 10.30am-12.30pm.
(meeting held remotely via Microsoft Teams)

Present

Martin Clarke, Chair
Michael Bray, Director
Kate Dicker, Director
Roberta Edwards, Director
Rosemary Heald, Director
Peter Hymans, Director
Christopher Jerram, Director
Lucy Lovatt, Director
Alastair Page, Director
David Timms, Director
Kriss Turner, Director
Tracey Worth, Director
Janet Rose, Principal

In attendance:

Julie Davies
Mandy Donaldson, Vice Principal
Elizabeth Harvey, Staff Representative
Eleanor Rose, Student Representative
Alex Read, Chief Financial Officer
Olivia Goulden, Governance Manager

BOA240620.1

Welcome and apologies

There were no apologies. The Chair proposed that Julie Davies be elected to the Board. The proposal was seconded by Rosemary Heald. All members agreed in favour of her appointment. Julie Davies was duly elected as a Director. **Action AR/OG**

BOA240620.2

New Declarations of Interest

There were no new declarations of interest.

BOA240620.3

Minutes of previous meeting held on 25th March 2020.

The Minutes were confirmed as a true and accurate record of the meeting.

BOA240620.4 **Action Status Report**

In relation to the establishment of a hardship fund by the Norland Benevolent Fund for students, it was confirmed that where a student applied for, and was granted £1000, this was in addition to the £1000 discount from their fees provided by the College. Since the pandemic, and to date, the College had not been aware of students being unable to return to College or start at the College due to financial difficulty.

It was NOTED that students had been asked if they had any IT needs. Only a very few students had taken up the offer of the loan of a laptop.

Janet Rose reported that overall, it did not appear that students had been adversely affected, in terms of financial difficulty or a deterioration in mental health.

BOA240620.5 **Chairman's Communications**

Martin Clarke commented that Norland College had adapted extremely well in terms of the crisis and had positioned itself ahead of other higher education institutions and businesses. The Board thanked all Norland staff for their sterling work.

It was NOTED that tuition fees had been frozen for two years. This had affected the forecast but not materially. Martin Clarke reminded the Board that the College was still absorbing the additional cost of the Teachers' Pension Scheme (TPS). Michael Bray commented that the Finance Committee had agreed to keep the TPS under review.

BOA240620.6 **Risk Register**

Alex Read spoke to his paper and highlighted the following areas with a high significance of risk:

10 - student numbers - It was NOTED that to date, the College had received 85 firm acceptances for September 2020.

19 - a rise in mental health issues. It was NOTED that there were two full-time Student Support officers in post and that six weeks of free counselling continued to be available to each student.

24 – Coronavirus - it was NOTED that although the College felt confident operationally and financially in its extensive adaptations and preparations for September, staff were aware that there was no room for complacency.

33/34 - Inability of potential and current students to meet the fees. It was NOTED that the impact of Coronavirus on students' and their families' finances, and their ability to pay fees, had not been as bad as was at first feared.

46 - risk of academic offences. It was NOTED that this had been updated following comments from the Audit Committee earlier in the month.

60 - operational demands leading to excessive workloads. It was NOTED that the likelihood of this risk occurring had been increased from 1 to 3 as a result of the impact of the Coronavirus on the College.

66 - further recession and birth rate changes affecting demand for courses. It was NOTED however that birth rate data showed improvements from the current year onwards.

BOA240620.7

Term 2 Management Accounts

Alex Read spoke to his paper and explained that the accounts covered the eight months from 1.8.19 until 31.3.20.

Alex Read highlighted the actual contribution for the 8-month period of about £526,000 compared with the expected contribution which was approximately £300,000. It was NOTED that this was due to a combination of an increasing income as a result of fewer students leaving than was expected, and higher Agency income. Most costs were also lower than expected.

BOA240620.8

2020/21 Budget

Alex Read spoke to his paper and highlighted the following:

2019/20 Out Turn - despite reducing fees by £1,000 for every student for the summer term (at a cost of approximately £270,000), a positive contribution line was expected for the end of the year.

2020/21 budget - it was NOTED that the anticipated income of £4.6 million was based on an assumption of 80 students, and therefore relatively prudent. Agency income was expected to rise slightly but Consultancy and Training income to fall. Staff costs were expected to drop. This was partly due to a non-replacement policy of staff.

It was NOTED that the report provided a summarised extract of the full draft 20/21 budget which was available on the Directors' Hub.

In terms of the forecast for the year ended 2022 and 2023, the assumption was that student numbers returned to 100 new students for each year.

Mike Bray commented that at its last meeting the Finance Committee had shown its support for all the work which had been done by the Finance Team and the assumptions made in the forecasts for 21/22 and 22/23. The Committee also agreed to keep the College finances under more regular review. This was especially important if student numbers did not seem likely to return to 100.

The Board commended the Executive Team for its hard work in enabling such a positive financial position in spite of current events.

The Board agreed to APPROVE the 2020/21 budget. **Action AR**

BOA240620.9

Annual Payroll Report

Alex Read spoke to his paper and highlighted the following:

CPI in April was 0.8% and was now 0.5%. The Bank of England was expecting inflation to be below 1% well into 2021.

It was hoped that staff would appreciate that the current situation dictated a more cautious approach to a pay increase.

In conclusion Alex Read commented that a 0.5% pay increase was recommended in the current economic conditions as it was affordable, was less than the increase in fees and within the general inflationary expectations for 20/21.

The Board was also reminded that as a gesture of support the Executive Team had elected not to progress to the next point in their pay bands for 20/21 but instead to receive the cross College cost of living rise only. This had resulted in a salary cost saving of £9,000.

The Board agreed to APPROVE a cross College annual pay rise of 0.5%. **Action AR**

BOA240620.10

Staffing Paper

It was NOTED that Chair's Action had been taken by Martin Clarke to APPROVE the appointment of 1 new fixed term 0.6 lecturer for the 2020/2021 academic year. This was required in order to support the smaller teaching groups introduced to implement social distancing in the lecture rooms. Another 0.6 lecturer was appointed to replace Anne Purdon who had retired.

Accordingly, the staffing proposal was for information purposes only, and was NOTED.

BOA240620.11

Prevent Risk Assessment & Action Plan 19/20

It was NOTED that the annual risk assessment and action plan demonstrated Norland's due regard for the Prevent Duty.

The risk assessment and action plan for 2019/2020 were APPROVED. **Action ST**

BOA240620.12

KPI dashboard

Janet Rose spoke to her paper. Due to the current exceptional circumstances, it was NOTED that Martin Clarke had agreed that any items not completed on departmental enhancement plans could be carried over to the following year.

Two items (24 and 26, in relation to student numbers) which were still under threat, were NOTED.

It was NOTED however, that as of 24.6.20, 88 students (pending grades) were now expected to start in September 2020.

In addition, it was NOTED that a special Q&A session had formed part of the recent online open day. During these sessions prospective students seemed confident and comfortable with the provision to be provided in September.

The KPI dashboard was APPROVED.

BOA240620.13

Principal's Update

Janet Rose spoke to her paper and highlighted the following:

No detriment policy - it was NOTED that the requirement for institutions to have such a policy was introduced by the OfS in order that no student be disadvantaged due to Covid. It was NOTED that the policy was warmly received by Norland students.

Norland Exam Board - it was NOTED that the first formal Exam and Award Board had been held. In terms of sustaining quality and standards, it was NOTED that module results for the current year, compared to the previous year, did not show a very great divergence. In addition, it was NOTED that the percentage of students getting Firsts and 2:1s was more or less in line with the past three years.

During the Exam and Award Board, comments had been made about how critically reflective the academic team were. It was NOTED that these comments would provide useful evidence for the forthcoming indefinite DAPs application.

September provision – it was NOTED that the planning document had been circulated to the Board. As a result of the government's recent relaxation of social distancing, the College felt comfortable with its planning and provision for September. Direct contact had been made with all vulnerable students and staff. Janet Rose commented that she was extremely proud of the staff who had been incredible and shown great examples of collaborative working.

Launch of research journal - It was NOTED that this was an initiative of Norland's Research Fellow and would address the gaps in research around home-based childcare. Adverts had also been posted for the appointment of research interns.

Alastair Page commented that as Julia Gaskell was now acting Head of Agency and Alumni and this was such a key position, consideration might be given to inviting her to Board meetings. **Action: JR to consider and discuss with MCC.**

New Norland website – this was progressing well and on target for launch in July.

Consultancy and Training - it was NOTED that courses that had to be cancelled had been rebooked.

Staff on furlough - It was NOTED that this had been extended for three members of staff who needed to care for their children at home. It was NOTED that the Executive Team was currently considering how best to balance being a family-friendly organisation against the operational needs of the College.

Black Lives Matter movement - a special task force on anti-discriminatory practice had been set up. Janet Rose commented that it was important for Norland to promote anti-discriminatory practice in a proactive, and not tokenistic way.

Special commendation sent to all students – it was NOTED that each Norland student had received a certificate for upholding Norland’s twin mottos of Love Never Faileth and Strengths in Adversity to acknowledge the incredible way the students had reacted to the unprecedented situation.

Outdoor area at Oldfield Park - it was NOTED that this was being re designed and developed.

BOA240620.14

Report from the Remuneration Committee

Mike Bray, as Chair of the Committee, reported the following:

The Principal’s appraisal was provided verbally by Martin Clarke at the meeting and had since been circulated to all Directors.

The Executive Team officially proposed not to take their annual increment. This was subsequently reviewed, discussed and agreed by the Committee.

Remuneration Policy for Executive Team - this was reviewed and APPROVED. **Action ST**

Annual statement paragraphs – It was NOTED that providing this additional information was a requirement of the OfS (to be included in Norland’s end of year financial accounts) and also a requirement of the HE Senior Staff Remuneration Code. The proposed wording had been reviewed by the Committee and subsequently some very minor adjustments had been recommended. The amended wording was presented to the Board and APPROVED. **Action ST.**

BOA240620.15

Report from the Finance Committee

Mike Bray, as Chair of the Committee, reported the following:

Insurance - Committee members had pointed out that costs were rising and could possibly be higher than those figures presented in the budget.

Market Sector Pay Review report – the Committee had been impressed with the report and felt that it highlighted Norland’s comparable position with the market.

Possible transfer of York Place to the Norland Foundation - although this had been a consideration, the Finance Committee had recommended to the Board that the transfer of York Place to the Norland Foundation was unnecessary and should not now go ahead. This was NOTED and APPROVED by the Board.

BOA240620.16

Report from the Audit Committee

Peter Hymans, as Chair of the Committee, reported the following:

Regulatory compliance - assurance was given that in terms of maintaining oversight of risk on behalf of the Board, the Committee was confident that suitable and adequate processes were in place.

Proposed amendments to the Audit Committee Terms of Reference - it was NOTED that the amendments gave the Committee responsibility for overseeing and reporting on the audit and accounts of the Norland Foundation as well as Norland College.

The amendments were APPROVED by the Board. **Action OG**

BOA240620.17

Report from the Nominations Committee

Martin Clarke as Chair of the Committee, reported the following:

Directors participation in external courses and internal visits - it was hoped that Director visits to the College would be possible once again soon. In addition, Directors were encouraged to attend a suitable course at least every two years. Any Directors who were interested in attending a particular course should contact the Governance Manager. Norland would continue to send out details of appropriate courses. Details of online core training courses undertaken by Norland staff, would also be circulated to Board members. **Action OG**

Succession of Directors - the Committee agreed that in order to be prepared for any sudden departure from the Board, a list of suitable candidates who were interested in joining the Board should be drawn up. Whilst reviewing the latest Directors' Skills Audit, the Committee concluded that the skill most lacking was in ICT. Janet Rose had commented that the husband of the Head of Marketing, Recruitment and Brand had a strong background in IT and might be interested in joining the Board. The Nominations Committee concurred that there did not seem to be an issue with this possible appointment. Discussion followed and it was AGREED that although conflict of interest was unlikely to be an issue, the issue of keeping confidentiality should be highlighted. The Board agreed that the appointment should be pursued. **Action JR/OG**

Committee membership - it was NOTED that the Nominations and Governance Committee had recommended minor changes to committee membership (as recorded in the minutes). These were APPROVED by the Board. **Action OG**

Proposed amendments to the Board of Directors Terms of Reference - it was NOTED that the amendments accommodated the ongoing requirements of the OfS during the Coronavirus, namely provision for who would act as Chair in the event that the Chair was unable to do so, and enabling Chair's Action.

The amendments were APPROVED by the Board. **Action OG**

BOA240620.17a

Report from the Enterprise Committee

Rosemary Heald as Chair of the Committee commented that the meeting had been held some time ago but that detailed updates had been provided by Marketing, Agency and Consultancy and Training, and as outlined in the minutes. It was NOTED

that the next meeting was due to be held in a few days' time on 29.6.20 and would involve a brainstorming of strategic ideas.

BOA240620.18

Report from the Academic Board

Janet Rose as Chair of the Committee explained that much of the meeting was taken up with provision for September. She also highlighted the following:

A new and more effective Occupational Health questionnaire had been introduced;

Adjustments had been made to academic regulations for example, the Misconduct Policy and the Mitigating Circumstances policy; and

Retention report - it was NOTED that this was encouraging and did not raise any particular concerns.

It was NOTED that Peter Hymans had attended this meeting and commented that the meeting had gone well.

BOA240620.19

Institutional Review Framework

Mandy Donaldson spoke to her paper and explained that the document's purpose was to demonstrate to the Board the ways in which the College was meeting OfS expectations in terms of quality and standards.

The framework was also an important operational tool to ensure that the College continued to meet all the required conditions.

The framework was NOTED by the Board.

BOA240620.20

Compliance Register – Covid

Janet Rose spoke to her paper and reminded the Board that the Register had been created in order to keep the Board informed of all compliance actions required to be taken by the College.

The Register was NOTED by the Board.

BOA240620.21

Board meeting dates – summer

It was agreed that the next Board update would take place in early September before the start of term. This would be followed by the first formal Board meeting of the academic year in October. If, in the meantime, any new developments arose, for example in terms of student numbers or in relation to budgeting alterations, Board members would be notified via email. **Action JR**

BOA240620.22

Any other business

It was NOTED that due to the workload created by the impact of the pandemic, the Executive Team had been unable to take time off work during this time. Alastair Page

stressed the importance of having a break from work, in order to be effective. He commented that he would like to encourage breaks from work and wondered if there was any way in which the senior team could be supported in this.

Martin Clarke concurred, adding that time off from work was important not only for the person concerned, but also for others. He also commented that too much attention to work did not always have a beneficial effect on the rest of the team.

Janet Rose confirmed that members of the senior team were all intending on taking some time off over the summer.

As staff representative, Elizabeth Harvey commented that the senior leadership team had been exemplary in their handling of the current situation, with clear and regular communication.

As student representative, Eleanor Rose commented that she had felt privileged to be student representative and to be part of Norland at this difficult time. Janet Rose and Martin Clarke thanked Eleanor for her invaluable contributions to Board meetings and for being a very diligent student representative.

It was NOTED that Alastair Page had made the decision not to be re-appointed as a Director at the end of his three-year term in October 2020. Martin Clarke thanked Alastair for his time as Director and in particular his valuable insights during various Board deliberations. Janet Rose thanked Alastair for his appreciation and affirmation of Norland's work.

It was NOTED that Alastair would continue as a co-opted member of the Enterprise Committee. This was welcomed by the Board and Executive. Alastair Page thanked the Board and commented that he was grateful for the opportunity to continue to be part of the Enterprise Committee.

BOA240620.23

Date of next meeting

- Board Update – 3rd September 2020 10-11am, remotely via Microsoft Teams.
- Formal Board meeting - 21st October 2020 10.30-12.30pm, remotely via Microsoft Teams