



**Minutes of the Norland Board of Directors Meeting  
held on Wednesday 23<sup>rd</sup> June 2021, 10.30-1pm  
(remotely via Microsoft Teams)**

**Present:** Martin Clarke, Chair  
Mike Bray, Director  
Julie Davis, Director  
Roberta Edwards, Director  
David Timms, Director  
Janet Rose, Principal

***In attendance:***

Mandy Donaldson, Vice Principal, Head of Quality & Standards & Registrar  
Alex Read, Head of Finance and Estates  
Julia Gaskell, Head of Consultancy and Training. Acting Head of Agency and Alumni  
Soo Rusher, EA and Principal's Office Manager  
Emma Blythe, Senior Administrator

**BOA230621.1**

***Welcome and Apologies***

Apologies were received from Peter Hymans, Rosemary Heald, Kriss Turner, Tracey Worth, Elizabeth Harvey, Hannah Dray, Christopher Jerram (internet problems). No apologies received from Lucy Lovatt.

**BOA230621.2**

***Chairman's Communications***

The Chair thanked Peter Hymans for his service to the Board. He has sent a leaving gift on behalf of everyone at Norland. Peter had initially joined to help with the DAP process, had been on the panel that selected Janet Rose as Principal and had served as an excellent Chair of the Audit Committee.

The Chair referred to discussions with the Principal about IT risks including cyber-attacks. He commended Mandy Donaldson upon the report written in response which has been circulated to the Board. The Chair suggested that the mitigations in this report should be incorporated into the Risk Mitigation document.

The Chair also commended an excellent letter received from Hannah Dray (a Head of Set and a director) exemplifying all the very best about Norland. The Board discussed the letter and agreed that extracts from it should be incorporated into the minutes which will then mean it is available as a public document for a period of time.

The Principal confirmed that Hannah has given permission for Norland to publish extracts.

**ACTION SR** to add the full letter to the minutes and put extracts on the website.

The Chair welcomed Emma Blythe as Senior Administrator, replacing Olivia Goulden in the Principal's Office team.

**BOA230621.3**

***New declarations of interest***

It was NOTED that there were no new declarations of interest.

**BOA230621.4**

***Minutes of previous meeting***

David Timms highlighted a note that he emailed regarding the complaints procedure. Mandy Donaldson supported David Timm's comments.

**ACTION SR** to amend the minutes.

The minutes were approved subject to amendments.

**BOA230621.5**

***Action Status Report***

This was reviewed and it was NOTED that all actions had been completed.

**BOA230621.6**

***Risk Register***

Alex Read spoke to his paper and noted that the register is reviewed at all committee and SLT meetings.

Alex Read highlighted 6 significant risks.

*[REDACTED: Confidential and sensitive information]*

Risk 24 – Coronavirus. Risk significance is high due to residual risk that Norland cannot influence. The risk is reducing but there is still some uncertainty about how the Coronavirus situation will develop.

Risk 34 – Ability to pay fees. Risk has increased slightly. Freezing the student fees for 2021/22 and 2022/23 goes some way to help this but this risk significance takes into consideration some concern around the high level of redundancies in the job market at the moment.

Risk 47 – Student Record System. The Finance Committee has approved a new Student Record System. The risk will reduce when the new System comes online.

Risk 50 – IT. Good level of support from IT and the outsourced company Systemagic.

Risk 66 – There has been a demographic dip in the number of 18 year olds but we are now in the first year of improvement, which will feed into Recruitment. We are still showing some residual risk, also accounting for COVID-19, but overall this risk is decreasing.

**BOA230621.7**

***Risk Register Committee Review of top risks***

Alex Read spoke to his paper, noting the importance of making sure that the right committee is monitoring the right risk and explaining the rationale for this report.

It was pointed out that although it was the original intention that one risk should be covered by one committee occasionally two committees are looking at the same risk. It was agreed to leave the allocation as it is as it might be beneficial for more than one committee to assess certain risks to gather all the relevant perspectives.

*[REDACTED: Confidential and sensitive information]*

The Board agreed with David Timms that this is an excellent paper, the likes of which he has not seen in other institutions. It was also agreed that the Audit Committee ought to look at it at its meeting in December.

**ACTION AR/EB** to ensure that this report goes to the Audit Committee meeting in December 2021.

#### **BOA230621.8**

##### ***KPI Dashboard***

The Principal highlighted that the Enhancement Plans are now finished for this year and, while many of the items are complete, COVID-19 has meant that some of the items will be carried forward to next year. She noted that the Enhancement Plans for next year will be briefer because Norland will be starting a new strategic plan, which will be more tailored and specific, concentrating on new enhancements rather than things Norland does as standard.

#### **BOA230621.9**

##### ***Principal's Update***

The Principal highlighted:

- *[REDACTED: Confidential and sensitive information]*
- **International Student Licence.** Norland is now licenced to accept international students and there has been press comment about this. The first official International student is coming to Norland.
- **Student Record System.** Finance approved the purchase of a new Student Record System. This was a big investment but one that was much needed.
- **New Uniform.** The new uniform has arrived and will be launched. There will be more information about this next term.
- **Staff Attrition.** There have been some changes to staff, including 2 Early Years Lecturer posts. The standard of applications has been the highest that she has known, including 2 Post-docs. Other new staff include Emma Blythe as Senior Administrator in the Principal's Office Team.
- **Working from Home.** Staff will be allowed to work 1 day a week from home in term time and 2 days a week from home outside of term time for wellbeing. This will not be a contractual right but will be a flexible arrangement, depending on the requirements of the College.
- **Research Fellow.** Norland's Research Fellow has been appointed a panel expert to the QAA Early Childhood Studies Degree Benchmark Review.

- **PAN.** Norland is continuing to explore setting up a Professional Association of Norlanders which may become a regulatory professional body and establishing post-graduate qualifications including an MA.
- **Virtual Open day.** She commended Dee and the marketing team for putting together a wonderful 'live tour' style virtual Open Day that received above average attendance.
- **Blue Plaque.** Norland has applied for a blue plaque for Emily Ward in Holland Place in London. It is hoped that this might coincide with the 130<sup>th</sup> Anniversary of Norland but this may not materialize because there is approximately a year's lag due to COVID-19 and many applications are successful.
- **Press.** Lots of press recently including a piece in the Telegraph.
- **Research Internships.** Research internships starting up again as well as funded projects by the Foundation, one on sleep and one on weaning. There will be a visit by Professor Colwyn Trevarthen next week. Norland is also launching its first research journal during the summer, in another historic moment for Norland.
- **Complaints Register.** The Board will receive an annual Complaints Register, noting informal and formal complaints at the next Board meeting in October. **ACTION JR/EB** to circulate this.
- **WhatUni Award.** Norland has won the WhatUni Enhanced Graduate Outcomes Award. This is an incredible achievement as Norland was competing with universities that have over 20k students and particularly considering what a year it has been. The Chair commented that this was a brilliant achievement and would be a great aid to recruitment and added that the WhatUni award comes with £10K bursary funding for students.

**BOA230621.10****Report from Finance Committee**

Mike Bray highlighted the Student Record System that Finance Committee approved because the existing system was out of date and this was essential to the benefit of students and the College going forward. The cost will be £89K with an annual maintenance charge of c£49K for a 5 year period.

He also reported on the Petty Cash theft, although he felt that it was unnecessary to dwell on the matter or add anything further to the report because all the recommended changes have been implemented.

Mike Bray noted that the Finance Committee have recommended for approval each of the following 5 papers which Alex Read presented.

**Term 2 Management Accounts**

Alex Read highlighted that Norland is only slightly behind budgeted contribution by £11K. Income has been higher than expected because there have been fewer student leavers than anticipated, but that is offset by a reduction in commercial income. Direct costs are over budget by £24k due to the unbudgeted Hardship Fund offset by bursaries not taken up. Pay costs were slightly over budget by £34K due to additional staffing to ensure that Norland could operate in a COVID safe way, such as having smaller student groups. Property costs have come in under budget this year, mainly because Norland has

been doing less work on its properties. Overheads, are £13K over budget due to spending on COVID mitigations such as screens etc. Alex Read noted that Norland remains within its 5%/10% strategic aims. There were no further comments

The Board APPROVED the Term 2 Management Accounts.

***Draft 2021/22 Budget\* (Including 22/23 and 23/24 forecasts)***

Alex Read noted that the full paper has been approved by the Finance Committee and was available to members on the Directors' Hub. He outlined the assumptions made in arriving at the budget for next year and the medium term forecast for the following two years.

The Principal noted that the Agency fully expects to meet their target in 21/22. Consultancy and Training, however, will not get a good sense of their prospects for another year.

The Board APPROVED the Draft 2021/22 Budget\* (Including 22/23 and 23/24 forecasts).

***Annual Payroll Report***

Alex Read presented the report which proposed a 0.5% pay increase for all staff to take effect from 1 August. This has been recommended by the Finance Committee.

There was considerable discussion about the need to make a change to the payroll at this time.

Factors included the likelihood of a rise in inflation, the range of benefits already enjoyed by the staff, the comparison that the staff would make with others in the sector where, nationally, universities are anticipating a minimum 1.5% increase, whilst teachers are getting a 3.1% increase, and salary comparisons made locally which show that Norland is in line with the market.

The Board APPROVED the Annual Payroll Report, including the proposed 0.5% pay rise.

***CMA Guidance***

Alex Read spoke to his paper noting that it is similar to the report that went to Finance Committee several weeks ago but with additional information added as requested at that committee meeting. Alex Read reminded the Board that fees are currently discussed at March board before the year after's September start, therefore there is a 15 month lead time. This report is in response to being asked if the fees could be set a little bit nearer to the time that the students actually start their course because it is particularly difficult to predict inflation so far ahead. Norland consulted lawyers and the Competitions and Marketing Authority (CMA) to find out what if anything would be possible. Alex would like to change the existing fee notification so that it says that fees may ordinarily increase by 5%, or CPI if higher.

Janet Rose noted that if this was approved Norland would be able to address inflationary fear without risking student recruitment.

Mike Bray commented that this gives the degree of flexibility that Finance Committee were looking for and thanked Alex Read for suggesting this amendment. Mandy Donaldson commented that she thinks CMA would be happy with the revised wording because it pegs it to something concrete.

The Board APPROVED the revision to the Student Fee Notification as set out in the paper.

***Staffing Paper***

Alex Read spoke to his paper, noting 10 minor changes, 3 have been approved by Chair's Action. The marginal cost of these changes is £25,000, and this is within the budget.

At this stage there is no requirement for approval for further cost as most of these changes were minor adjustments rather than significant new costs and that all were completely necessary.

The Finance Committee had pointed out that it will be necessary to be careful, moving forward, with regard to increases in staff and costs and to avoid overloading costs without considering fees. In recent times fees have been frozen whilst staffing costs have increased to meet the need to achieve academic success. This is important but a careful balance is needed and at the staff away day in September and in the new strategic plan it would be necessary to look carefully at income versus costs as it would not be possible to go on increasing costs if the income is not there.

Arising out of the discussions the point was made that the Board should not have to approve all staffing changes provided the College kept within the budget for staff salaries. That was a matter for the Principal to consider necessary in terms of academic standards and overall success. The Financial Regulations provide for the Board to approve staffing changes so they would need amendment, which can be dealt with in a future meeting.

The Staffing Paper was APPROVED.

**ACTION - AR** to amend the Financial Regulations dealing with staffing changes.

**BOA230621.11**

***Report from the Audit Committee***

Alex Read spoke to his paper.

The Report from the Audit Committee was APPROVED.

***(Prevent Risk Assessment & Action Plan 20/21)***

Alex Read spoke to this paper noting that the report shows active implementation of the Prevent Duty. This will be signed by the Chair.

The Board APPROVED the Prevent Risk Assessment & Action Plan 20/21

**ACTION – SR** to insert the Chair's digital signature

**BOA230621.12*****Report from Remuneration Committee***

Members of the Executive left the meeting whilst this was discussed.

Mike Bray noted that Peter Hymans and Kriss Turner were not at the Remuneration Committee meeting so the committee was not quorate. The meeting went ahead with Mike Bray and Martin Clarke present on the basis that any decisions at the committee must be ratified by the Board.

***Promotion of Alex Read***

The Principal was keen for the purposes of succession and growing complexity of Norland College and the Norland Foundation to have a second Vice Principal role, and therefore recommended the promotion of Alex Read to this role, with the title of 'Vice Principal, Finance and Estates'. The Remuneration Committee was supportive of it but regarded it as important for him to be seen as Chief Financial Officer of the organisation and for this to be retained in his job title.

*[REDACTED: Confidential and sensitive information]*

**ACTION ST*****Recommend bonus payment for the Executive Team***

*[REDACTED: Confidential and sensitive information]*

**ACTION – MC** to report back to the executive. And **ACTION ST** to ensure payment is made.

***Principal's Appraisal***

The Chair had carried out a very successful appraisal of the Principal. The full appraisal documents were circulated to the Board.

**BOA230621.13*****Report from the Nominations and Governance Committee******(Director Reappointments –MC/RE)***

The Chair noted that because the Nominations Committee was not quorate it was unable to recommend the reappointment of Martin Clarke and Roberta Edwards as directors.

Mike Bray proposed that Martin Clarke and Roberta Edwards are reappointed Directors for a further 3 years.

This was AGREED.

**ACTION – EB** to send letters.

**(Committee Membership 2021-2022)**

The Chair reported that Tracey Worth has agreed to become Chair of the Audit Committee in place of Peter Hymans.

The Chair noted that Lucy Lovatt has been asked to join the Finance Committee. She has not replied to her invitation but the Chair takes non reply as approval of the invitation. The Chair noted that Kriss Turner has come off the Finance Committee and joined the Enterprise Committee. Alistair Page has left the Enterprise Committee (after leaving the board) and Julie Davis and Tracey Worth have joined the Remuneration Committee.

***Change to the Articles of the Norland Foundation***

*[REDACTED: Confidential and sensitive information]*

**BOA230621.14*****Report from Enterprise Committee***

Janet Rose spoke to her paper.  
There were no further comments.

This was AGREED and APPROVED.

**BOA230621.15*****Report from Academic Board***

Janet Rose spoke to her paper and noted that there has been a change that states it is now necessary for students to have their degree before they can proceed with NQN year.

Janet Rose noted that 2 students achieved an average of 80 % for their degree.

The Board APPROVED the report from the Academic Board.

**BOA230621.16*****Compliance Dashboard***

The Principal spoke to her paper noting that Norland is meeting its regulatory requirements. This dashboard(summary) is particularly focused on returns because the Board is accountable for the returns. The full version was shown as at earlier Board meeting.

The dashboard was NOTED by the Board.

**BOA230621.17*****EDI Data Report***

Mandy Donaldson spoke her paper noting that it responds to a discussion in the last meeting and at SLT about how best to report to the Board about setting up and monitoring targets for widening participation for students and staff. She noted that this paper shows where we are now so this can be used as a baseline in terms of targets and pointed out that Norland was far off in lots of areas. However, it is important to bear in



mind the demographic of the early years sector, for example the gender balance, and make sure that any targets Norland sets are realistic. She will report back to the next Board how the targets have been set from this baseline data and how they will be integrated into the Enhancement Plans.

**ACTION - MD**

**BOA230621.18**

***Norland Foundation Insurance Update***

Norland Foundation is a separate entity from the College so needs separate insurance, Alex Read advised the Board that the Foundation holds a Management Liability Policy that has an Executive Policy of up to £1.5 million per claim and a Corporate Policy up to £250,000.

The Board NOTED this information.

**BOA230621.19**

***Any Other Business***

- IT Director Survey

Mandy Donaldson noted that Norland is looking at ways to improve the security of over access to documents and Board papers in particular and will be seeking directors' views through a survey. She noted that Norland is considering changing devices from iPads to one that is more Windows based to make accessing SharePoint easier.

Norland will be stricter about access and less flexible than currently, for example, ensuring that firewalls and anti-virus software etc in all devices with access to Norland are sufficient. Mandy will add questions to the survey about members' own devices.

**ACTION – MD** to add questions to IT Director Survey regarding use of own devices.

- Board/ Committee meetings 2021-2022

The assumption now is to go back to meeting in person the option to join via Teams as well.

The Chair prefers Directors should attend Board Meetings in Bath , noting that virtual meetings can be frustrating. There should also be the facility to join remotely for those who cannot attend in person.

The Board APPROVED a hybrid approach for all meetings noting the Chair's wishes about Board meetings.

**BOA230621.20**

***Date of next meeting***

Wednesday 20 October 2021; 10:30-13:00

Appendix