



**REDACTED Minutes of the Norland Board of Directors Meeting  
held on Wednesday 30 June 2022, 10.30-13.00  
Room 1.1, Oldfield Park, with a remote link to MS Teams**

***Present:***

Martin Clarke, Chair  
Rosemary Heald, Vice Chair (via Teams)  
Julie Davies, Director  
Kate Dicker, Director  
Roberta Edwards, Director  
Christopher Jerram, Director  
John Sykes, Director  
David Timms, Director  
Tracey Worth, Director

***In attendance:***

Janet Rose, Principal  
Elizabeth Harvey, Staff Member  
Mandy Edmond, Vice Principal, Head of Quality and  
Standards and Registrar  
Emma Lloyd, Chief Financial Officer, Head of Finance and  
Capital Projects  
Julia Gaskell, Head of Consultancy, Agency, Alumni and  
Training (CAAT)  
Emma Blythe, Senior Administrator (Minutes)

***BOA300622.01***

***Welcome and Apologies***

Apologies were received from Nancy Tier (Student Member), Mike Bray (Director) and  
Kriss Turner (Director).

John Sykes arrived at 10.47 due to a prior appointment.

***BOA300622.02***

***Chair's Communications***

The Chair welcomes suggestions regarding reducing the length of papers for the Board  
meetings.

***BOA300622.03***

***New Declarations of Interest***

There were no new declarations of interest made.

**BOA300622.04*****Minutes of the previous meeting***

The minutes were APPROVED as an accurate record of the meeting.

**ACTION EB** – to scan the signed minutes and add these to the Directors Hub.

**BOA300622.05*****Action Status Report***

The Action Status Report was reviewed and it was NOTED that all actions from the previous meeting have been completed.

**BOA300622.06*****Risk Register***

Emma Lloyd highlighted that this paper focuses on the risks with a rating of 15+ and noted that the complete Risk Register remains available to Directors on the Director Hub. SLT have been tasked by the Audit Committee to review/overhaul the Risk Register. The new Risk Register will go to the Audit Committee for comment prior to Board approval. Tracey Worth noted that the Audit committee recognised that it was a good time to review the Risk Register as there is now some repetition of risks. The review will help to ensure that the Risk Register is flexible, agile and relevant to all the committees.

Minor movements in the risk ratings were discussed, [REDACTED: Confidential and sensitive information] which had also been discussed at Finance Committee.

**BOA300622.07*****Finance Committee Executive Summary*****BOA300622.08*****Norland College Out Turn Paper*****BOA300622.09*****Draft Budget and Forecasts*****BOA300622.10*****Annual Payroll Report***

Emma Lloyd presented these papers and all agreed they had read the Executive Summary.

There are variances in all categories of the out turn paper but the bottom line is very close to the original budget. There will be a £212k surplus with a £374k donation to the Foundation. It was noted that the Agency has done very well as has NQN placement but Consultancy and Training has still been hampered by inability to travel during COVID this year. However, Norland is still able to make a good contribution to the Foundation. It was also noted that Norland was able to make a one-off staff bonus payment to each member of staff this year to thank them for their commitment and resilience during the pandemic. Staff were absolutely delighted with the bonus.

Emma Lloyd explained that the budget paper being considered here is the second draft following discussion at the Finance Committee to allow more scope for inflation. This version of the budget allows for 10% inflation, resulting in overall KPIs not being met. It was noted that this year to come is going to be particularly difficult year financially due to frozen fees, the last year of the small set (Set 44), economic uncertainty, potential of 10% inflation and catching up on works and staff development delayed due to COVID. [REDACTED: Confidential and sensitive information] The KPIs, for this coming year only, were acknowledged as being 8% and 2.9% before and after depreciation respectively.

The draft Budget and Forecasts were APPROVED.

Discussion ensued about the Consultancy and Training plan [REDACTED: Confidential and sensitive information]

It was noted that the Annual Payroll report was presented to the Finance Committee recently and they recommend to the Board a [REDACTED: Confidential and sensitive information] salary increase for all staff.

The Principal explained that OLT responded very positively to the suggested pay rise when it was discussed with them in April [REDACTED: Confidential and sensitive information]

The Annual Payroll report and [REDACTED: Confidential and sensitive information] salary increase for all staff was APPROVED.

**BOA300622.11**  
**BOA300622.12**  
**BOA300622.13**

***Audit Committee Executive Summary***  
***Prevent Risk Assessment and Action Plan 21/22***  
***Summary of Health and Safety Report***

Tracey Worth presented the executive summary noting that the Audit Committee are happy that Norland's procedures are good and that the external auditors are holding their prices for Norland. The Audit Committee wanted the Board to see the summary of the new Health and Safety Report to ensure thorough oversight of this process. Tracey Worth noted that Norland has trialled using a new consultant for this Health and Safety report and are happy with the result so want to extend their contract.

Tracey Worth reminded the Board that all directors need to complete the Prevent training as part of the Core Training/Director Induction.

**ACTION EB** – email individual Directors with reminder and support to complete the Prevent Training.

**ACTION EL** – consider rotating Auditors at some point as Norland has been with the current firm for several years.

**BOA300622.14**  
**BOA300622.15**  
**BOA300622.16**  
  
**BOA300622.17**  
**BOA300622.18**

***Nominations and Governance Committee Executive Summary***  
***Director Reappointments and Committee Membership 22-23***  
***Board and Committee Meetings Face to Face/Online, Director Events Timetable and sign up***  
***Staff Member Proposal***  
***IHE/CUC Code Mapping***

It was noted that the Nominations and Governance Committee would like Board approval for the decisions made at their meeting on 8 June 2022 that was not quorate, namely to reappoint Kate Dicker, Tracey Worth and Christopher Jerram for a further 3 years and to make small alterations to the committee membership for 2022-23.

The Board APPROVED the Director Reappointments and Committee Membership 22-23.

Discussion ensued about whether Board and Committee meetings should be online, face to face or hybrid. It was noted that from an operational perspective, uncertainty about the format of the meeting generated immense difficulty in terms of administrative challenges such as catering, parking, IT arrangements etc. From the college's perspective, it was therefore preferable that committee meetings were decided upon a year in advance rather than a month in advance by the Chair as suggested. It was agreed that individual Chairs would agree with the Principal whether their meetings would be online or in person for the next academic year.

**ACTION EB** - to email Chairs for their preference regarding face to face or Teams committee meetings.

Discussion ensued about diversity on the Board. The Skills Matrix should be used to identify skills that are currently missing and it was noted that there will be a review of the Skills Matrix process over the summer to ensure that the questions are clear and meaningful.

**ACTION EB** – send out the Skills Matrix to all Directors for reviewing their section again.

Discussion ensued about Director attendance at events, particularly that the Board should be more visible to students and staff. A timetable of events will be created for Directors to see and to sign up to attend; this will include new 'focused visits' for Directors to visit Norland to troubleshoot a particular issue about which they can then report to the Board for appropriate action to be taken. It was noted that Directors are also encouraged to attend a meeting of the Academic Board to shadow what happens there.

**ACTION EB and JR** – Create timetable of Director Events and focus visits for the next Academic Year and share via the Directors Hub for directors to use to sign up.

The Principal provided context about the Staff Member Proposal paper, explaining that the current staff member's term of office will soon be ending. Several people have come forward to replace her, which put Norland in a dilemma about whether an election was the appropriate way to find the most appropriate candidate. The paper sets out an alternative method of selection.

The Board AGREED that this paper was sufficiently transparent and to proceed as outlined in the paper.

It was noted that the Staff Member role should have clear terms of reference and that it should be made clear that the staff member taking up the position should regard the role as being a director and not simply as a representative of staff views alone. Elizabeth Harvey will do her last meeting in October to allow the new process to take place.

**ACTION EB** – put into action the proposal for the new Staff Member procedure.

The Principal contextualised the IHE/CUC Code Mapping paper and noted that the Nominations and Governance Committee have seen this and their recommendations have been incorporated into the actions highlighted in yellow.

The Board APPROVED the IHE/CUC Code Mapping actions in this paper.

**BOA300622.19**

***Enterprise Committee Executive Summary  
Annual Marketing Report Proposal***

Rosemary Heald explained the proposal for the Board to receive a marketing update presentation by the Head of Marketing, Student Recruitment and Brand once a year.

The Board AGREED that they should receive an annual marketing update as this is strategically very important.

Discussion ensued about Consultancy and Training and working with the Constellation Group. Julia Gaskell provided an update about prospective international clients, noting that the Enhanced Service model is attracting a lot of interest and there are a number of high net worth individuals and businesses that have expressed interest in working with Norland.

The Principal explained that Norland is keeping a close eye on Julia Gaskell's workload and that it may be necessary to make a rapid investment to get the ball rolling if the contracts start to come in.

There was a brief discussion about next steps for Consultancy and Training should this take off. Kate Dicker offered to help in any way she can and Julia Gaskell requested any directors who use LinkedIn to support her on that platform.

**BOA300622.20  
BOA300622.21  
BOA300622.22**

***Remunerations Committee Executive Summary  
Annual Statement Paragraph and Exec Salaries  
Principal's Appraisal***

It was NOTED that the Annual Statement Paragraph goes into the statutory accounts and is a requirement of the OfS.

The Board APPROVED the Annual Statement paragraph and Executive Salaries.

The Principal's appraisal by the Chair was reviewed and discussed [REDACTED: Confidential and sensitive information. The Principal noted that her job is made much easier by having a fantastic SLT.

**BOA300622.23**

***Academic Board Executive Summary***

The Principal outlined the meeting for the Board. It was observed that there had been a large number of policies to discuss/approve but it had been a fairly straightforward meeting with good discussion.

Rosemary Heald, who observed the meeting noted that it had been excellently chaired.

The Principal thanked Rosemary Heald for attending.

**BOA300622.24**

***Student Board Member Report on Student Experience***

The student member was unable to attend this meeting so no report was presented.

It was suggested whether having two student members that could take turns would be helpful. It was discussed that the student member is normally the Head of Students and the timing of this meeting happened to fall out of term time so it may be difficult for the student member to attend at all.

It was NOTED that the student member(s) is/are thoroughly prepared for the role regarding training and induction.

**BOA300622.25**

***Board Terms of Reference Amendments***

The amendments were all APPROVED.

**ACTION EB** – save new version of the Terms of Reference and ensure a copy is sent to HR/Marketing for the website.

**BOA300622.26**

***Unused Agenda Item Number***

**BOA300622.27**

***Principal's Update***

The Principal discussed aspects of her report, including that Norland has come second in the WhatUni awards, there are over 300 NQN Jobs meaning almost 4 jobs for every NQN and the Agency currently has 14 jobs for every Norlander looking. There are more Norlanders now signed up to the Agency. The Principal encouraged the Directors to look at the links to several videos that Norland has made. She explained that the NQN and Agency will be merging in September and that the staff are very positive about it. The Principal noted that the Finance Manager has resigned and thanked Emma Lloyd for managing this situation so well when new in the role of CFO. The Principal noted that the final draft of the Strategic Plan will be circulated by email for the Board to approve.

**ACTION EB/JR** – Circulate the final draft of the new Strategic Plan to the Directors for approval by email.

**BOA300622.28**

***KPI Dashboard & Enhancement Plans***

The Principal noted that some little things have been carried forward to the new strategic plan but most things have been completed.

The Board APPROVED the KPI Dashboard and the Enhancement Plans.

**BOA300622.29*****Compliance Dashboard***

The Principal explained that this item is for the Board to note and provided context about this document, informing the Board that Norland continues to meet the expectations of its regulators and is on track to meet all deadlines.

The Chair noted that this is a very useful document.

**BOA300622.30*****Consultancy, Agency, Alumni, and Training Business Plan***

The Principal explained that this item is for the Board members to note, particularly those who were unable to attend the away day in April. It was noted that this document will come back to the Enterprise Committee if any changes are made in light of new partnerships in the pipeline.

**BOA300622.32*****Norland Foundation Insurance Update***

Emma Lloyd noted that the insurance has all been set in place for the next year.

**BOA300622.32*****Norland Degree Classifications Over Time***

Mandy Edmond explained that this paper shows Norland's response to the OfS concerns about grade inflation and maps Norland to the report from the OfS. Grades at Norland have increased but not to the extent of other universities. It was noted that the increase in grades over time at Norland can be explained, by, for example effective feedback to students and effective student support.

It was noted that this year students have done exceptionally well and so the OfS may ask about this. The grades have been thoroughly scrutinised and the External Examiner has confirmed that assessments remain rigorous and appropriate and the grades awarded are entirely justified.

**BOA300622.33*****EDI Data Report (Students and Staff)***

Mandy Edmond explained that that OfS has recently published data around equality, diversity and inclusion and will be looking at achievement of all groups of students through the new B conditions. This EDI report will help Norland to prepare for this as it highlights some areas to focus recruitment and support on (noted in the paper), which will continue to be a focus over the next year.

**BOA300622.34*****Concerns, Complaints, Appeals and Disciplinary***

Mandy Edmond explained that the new Cause for Concern (CfC) procedure has been effective in addressing concerns from stakeholders before they become formal complaints. She summarised her paper which outlined the causes of concern for students, NQNs and Norlanders over the past year, along with the action taken.

The Principal added that this as this is a new system it is still being refined and it is particularly useful for quality control. It is a demanding job for the staff who are required to conduct the investigations so Norland is considering whether to outsource part of the process, at additional cost. The Principal noted that it may be preferable for the person who does the investigations to be an in house member of staff from a reputational point of view.

Analysis of the CfCs that have been dealt with this year have identified the main issues and these can now be addressed in student induction in order to try and prevent them re-occurring.

**BOA300622.35**

***Any Other Business***

The timetable of Board and Committee meetings 2022-2023 was NOTED as were the three videos, graduation; Heritage Day and the Leavers Video for Set 43.

**BOA300622.36**

***Date of Next Meeting***

Wednesday 19 October 2022 (10.30-13.00)