



**CONFIRMED Minutes of the Norland Board of Directors Meeting  
held on Wednesday 22 March 2023, 10.30-13.00  
(Room 1 York Place with a link to MS Teams)**

**Present:** Martin Clarke, Chair  
Rosemary Heald, Director  
Michael Bray, Director  
John Sykes, Director  
Roberta Edwards, Director  
Kriss Turner, Director  
Julie Davies, Director  
David Timms, Director  
Kate Dicker, Director (Teams)  
Christopher Jerram, Director (Teams)

***In attendance:***

Janet Rose, Principal  
Emma Lloyd, Chief Financial Officer, Head of Finance and  
Capital Projects  
Mandy Edmond, Vice Principal, Head Quality and Standards  
and Registrar  
Julia Gaskell, Head of Careers and Consultancy  
Alex Fereday, Staff Member  
Harriet Paterson, Student Member  
Emma Blythe, Senior Administrator

**BOA220323.01**

***Welcome and Apologies***

Apologies were received from Tracey Worth, Director.

The Chair welcomed Alex Fereday to the Board meeting as the new Norland Staff member of the Board of Directors.

**BOA220323.02**

***Chair's Communications***

The Chair explained that the ECA Contract with Abu Dhabi has increased pressure on staff but that the project is going well.

The Chair reflected that inflation is still high but is coming down and imagines that there will still be inflation for the next 18 months. The Chair also noted that Corporation tax is

currently at 25% and that capital allowances are 130% of expenditure so provide a bonus for investment.

The Chair clarified that late papers are not preferable but are understandable in the circumstances.

**BOA220323.03**

***New Declarations of Interest***

There were no new declarations of interest.

**BOA220323.04**

***Minutes of the previous meeting***

The Chair invited the Board to review the minutes and to ask any questions or call for amendments.

The Board APPROVED the minutes of the previous meeting and authorised the Chair to sign them as an accurate record of the meeting.

**ACTION EB** – add the Chair’s electronic signature to the minutes of the previous meeting.

**BOA220323.05**

***Action Status Report***

The Action Status Report was reviewed and it was NOTED that a meeting has been held between the Finance Team and Michael Bray (Chair of the Finance Committee) to discuss revising the management accounts. The draft of the revised management accounts will be presented at the next Finance Committee meeting on Thursday 25 May 2023.

It was NOTED that a number of Directors and Trustees have updated their SharePoint login details, however several are still outstanding to complete this. It was noted that SharePoint is sometimes slower to download documents and that using the browser version online does not always show all images within a document. The Chair NOTED that the instructions provided do work but advised the Directors and Trustees to follow the instructions carefully.

**ACTION DIRECTORS** – Directors with a Norland iPad can enquire with EB about getting a new device

**ACTION EB** – Complete updating the Directors’ and Trustees’ SharePoint Access.

**BOA220323.06**

***Risk Register***

Emma Lloyd highlighted the highest risks such as student support and the ECA Abu Dhabi contract but emphasised that there are various mitigations in place for each.

It was NOTED that there have been no changes to the residual risk status of any of the items.

There were no further comments regarding the Risk Register.

**BOA220323.07**

***Health and Safety Dashboard***

AF reported that there is no update to share at this time and that a full report will come to the June 2023 meeting.

The Board agreed that they would like to receive a report even if it has nothing on it in case there are any comments about things that are missing i.e. if there are periods of many incidents and periods of none. It was suggested that this report could include a running graph with use of different colours so that the Board can observe different trends.

**ACTION ST** – design a Health and Safety Dashboard with running graph that can be reviewed at each Board meeting.

**BOA220323.08**

***Finance Committee Executive Summary***

MB reported that there are a number of items that were discussed at the Finance Committee meeting that are separate papers for approval of the Board at the meeting today.

It was NOTED that John Sykes has not yet met with JR and EL to discuss the capital projects although two meetings had been arranged but JS was unable to attend both of these. An email had been sent to JS to discuss a way forward.

MB reflected that it was a very positive Finance Committee meeting, with lots of discussion about the items recommended for approval. There were some difficult discussions but the meeting was productive and the items are all recommended for approval.

The Chair explained that it is a very full agenda today but there is time for discussion.

**BOA220323.09**

***Y/E 31.7.23 Term 1 Management Accounts (including Outturn)***

[REDACTED: Confidential and sensitive information]

It was NOTED that this was a very clear report.

[REDACTED: Confidential and sensitive information]

The Chair explained to the new members the situation with the accruals and noted that this will add to Norland's contribution when they are reversed.

The Chair requested to see the department schedules with income and overheads by department that have been made for the Board in the past. The Chair also called for more focussed KPIs with key KPIs for each department.

**ACTION EL** – investigate department schedules and look into creating KPIs for each department.

It was NOTED that the new management accounts will be a good step towards this; although it is unlikely to be the final result, it will help.

It was NOTED that the salary ratios have gone up a lot and MB is keen to explore in the management accounts how this can be explained in the rationale.

The Principal NOTED that the salary ratio is relative – for an education institution the ratio is not high but perhaps in other areas it is.

**BOA220323.10**

***Proposed Fees for 2024-25***

It was proposed that fees be raised by 5% for 24-25 and the next year for both home and international students because it is unsustainable to keep the fees frozen at their current level. With the model proposed, Norland will be able to make contributions to the Foundation, education can be self-supporting and Norland can fulfil all obligations.

The Chair asked for comments on this paper.

The Principal explained that it is unfortunate that fees have to be raised but the economic situation makes it an inevitability. It is hoped that the ECA contract will create more profit that can be turned into bursaries.

There was discussion about the Lifelong Learning Bill that is calling for every person to be entitled to access a student loan c.35k per person. It is unclear if there will be different rules for independent HEI's such as Norland but this could be positive news.

There was discussion about the applications for 2023. It was NOTED that more people are applying but fewer people are accepting their offers at this stage. Anecdotal evidence suggest that pupils are being encouraged to delay their decision making this year to take some of the pressure away during the exam season.

Another possible explanation regarding the delay to the acceptance of offers was NOTED – namely that Norland now has a new process where students are required to sign a declaration to say that they will be able to pay the fees when they accept their place. This may account for at least some of the delay in firm acceptance.

It was NOTED that it is not straightforward to charge international students more in fees – an institution that wants to charge international students more has to have an infrastructure for the international students that justifies the higher fees.

It was NOTED that it is not that easy to partner with a bank to provide student loans because Norland would have to be able to guarantee that the students can repay the loans. Norland would also need a licence to do this.

The Chair commented that the inflation figure for 23-24 is likely to be a little too high but that Norland is lagging behind inflation regarding increasing fees, so 5% followed by 5% is necessary to catch up. Norland's fees are also not high compared to London day schools and London nurseries so it is important that Norland does not undersell itself.

The proposed fees 2024-25 were APPROVED.

**BOA220323.11** [REDACTED: Confidential and sensitive information]

**BOA220323.12** *Strategy for Additional Bursary Provision*

EL explained that Norland wants the additional contribution generated from the ECA Contract to be spent on bursaries but wants to make sure this is sustainable across three years. [REDACTED: Confidential and sensitive information]

There was discussion about bursary provision beyond Set 47 and it was NOTED that the situation will be reviewed at the end of Phase 1 before any figures are suggested for this.

The Principal presented a blue sky idea of what Norland would like to do but explained that Norland wants to be cautious. The main point of the additional bursaries is to help students through the economic crisis.

[REDACTED: Confidential and sensitive information]

**BOA220323.13** *Amended Financial Regulations and Procedures*

It was NOTED that this paper concerns the delegation of approval for some expenditure and also increasing the amount that can be approved by JR.

The amended financial regulations and procedures were APPROVED.

**BOA220323.14a** *Staffing Paper*

The Principal explained that this paper has been considered by the Finance Committee and the detail is within the additional papers on the Directors Hub. There is a clear rationale for each post. It was NOTED that the regulatory burden for Norland is considerable because Norland has to meet all the same conditions as a much larger institution. The Principal outlined the proposed new posts and clarified that this paper was recommended to the Board for approval by the Finance Committee.

The staffing paper was APPROVED by the Board.

**BOA22032314b** *Highly Confidential – Head of Department salaries*

The staff and student member were asked to leave the meeting during this discussion.

[REDACTED: Confidential and sensitive information]

It was NOTED that this paper has been recommended for approval by the Finance Committee.

It was NOTED that a paper is being prepared about regrading which will include longer notice periods, for example linking notice periods to the academic year.

The Board APPROVED the paper and it was NOTED that it will take immediate effect because it has been budgeted.

**BOA220323.15**

***Wellbeing Building (late paper)***

AF explained that the proposal is for a small building to be built on part of the green by the car park at Oldfield Park to be used for 1:1s, student wellbeing activities and storage. The structure will be in keeping with the F&N block. Norland has not yet applied for planning permission. It is difficult to get contractors post COVID but Total Project Solutions have been very responsive so far. The building mentioned in this paper is a sample building.

It was NOTED that Norland may need permission from the freeholder and may be charged more rent.

It was NOTED that the space inside will be designed so that it can be divided and there will be blinds to help with confidentiality.

It is hoped that there will be some space for F&N storage.

It was suggested that Norland could ask the Freeholder to charge no additional rent (if Norland pays for the building) or pay for the building (if Norland pays additional rent).

The Student member explained that this building will be invaluable for the students.

The Wellbeing Building paper was APPROVED.

**BOA220323.16**

***Audit Committee Annual Report***

The Chair NOTED that this was another excellent report.

The Board NOTED the Audit Committee Annual Report.

**BOA220323.17**

***Academic Board Executive Summary***

It was NOTED that this paper is for the Board to NOTE and anything essential will be covered in the Principal's Update (BOA220323.23).

This report covers the November 2022 meeting, which was very well attended. RH also noted that the March Academic Board was very positive and there was a good level of

student engagement. The visitors from Abu Dhabi who attended this meeting were very impressed.

The Academic Board Executive Summary was noted.

**BOA220323.18**

***Enterprise Committee Executive Summary***

The Chair of the Enterprise Committee (RH) noted that this was a very positive meeting and included discussion of the Kinderly online platform for Norlanders.

The Chair of the Board questioned whether student accommodation should be a consideration of the Enterprise Committee or a different committee.

**ACTION JR/ME** – decide if student accommodation should be a consideration of the Enterprise Committee or another committee/Academic Board.

**BOA220323.19**

***Annual Student Recruitment Report***

Dee Burn (DB), Head of Marketing, Student Recruitment and Brand attended the Board meeting to present this item.

DB explained that all figures are up on the previous years and is currently up 10% again this year.

Firm acceptances at this stage are behind previous years – it has been suggested that parents and teachers are advising Y13 to take their time before deciding what to do as this is the year that was particularly affected by COVID (they had no exams, no socialising etc).

The impact of Apple privacy setting changes regarding advertising was significant so Norland have worked hard to find alternatives which are being pursued.

It was noted that Marketing had a budget cut last year and now marketing have a ringfenced budget for student recruitment.

There were 50 school events last year, Norland is likely to complete 84 events this year.

The report records the first male participation at an all-boys school.

The marketing team are making weekly checks on progress and note that healthy bursary provision is the key.

Next year the plan is that Norland nanny career opportunities will be a focus.

The Principal commended the marketing team for being creative and innovative even though they are a small team with a relatively small budget. Applications are back to pre-COVID levels.

**BOA220323.20*****Norland Trademark Infringement in China***

DB explained that there is a copycat organisation in China that is claiming to be linked to Norland in the UK, which it is not. It will cost money to respond and the lawyers have suggested different levels of response. The British Embassy were also approached and were very helpful in their response.

The Chair asked the Board for their views.

It was NOTED that this could affect Norland's core business depending on how far it spreads.

The different levels of response were deliberated by the Board.

The Board AGREED to continue to monitor the situation and to pursue administrative enforcement to take action but not to commit too much money.

**ACTION DB** – pursue administrative action regarding the copycat organisation in China and request Norlands lawyers to continue to monitor the situation.

**BOA220323.21*****ECA Project Update***

It was noted that the team are working on a rota basis as they can only stay in Abu Dhabi for a maximum of 30 days at a time.

The Principal NOTED that the team are doing an amazing job - JG, KD and all the Norland staff are going above and beyond. It was NOTED that JG is working very long hours but this is being monitored. KD had also praised the work of Norland staff at Enterprise.

**BOA220323.22*****Norland annual Report 2021-22 (Link to the website)***

The Board were reminded that the link to the digital copy has been shared in the agenda and hard copies were distributed at the meeting.

**BOA220323.23*****Principal's Update (late paper)***

The Principal NOTED the OfS investigation regarding a B condition, specifically the progression benchmark that Norland does not meet because Norland Graduates are defined as Category 6 SOC code. The Principal explained that she and ME have met with the OfS and they have asked for more evidence. Norland has submitted TEF with a rationale which has been considered but sent some additional data. We are now waiting to hear whether the OfS consider Norland to be in breach of the condition. This would have serious implications but staff are quietly hopeful and confident the matter will be resolved without further consequences.

**BOA220323.24*****Strategic Plan Dashboard March 2023 Update (late paper)***



It was NOTED that progress is a bit slower than would be preferable but many projects are ongoing and other projects have had to take priority.

**BOA220323.25**

***Compliance Dashboard (late paper)***

It was NOTED that there has been 1 breach as a small invoice was not paid on time. It appears that the invoice was sent but was accidentally deleted with no reminder sent. It seems that other providers also appear not to have received reminders and so did not pay on time. The Finance Team have introduced a sub-compliance dashboard within the Finance Team to ensure that this does not happen again and to tighten up on quality controls even more.

ME explained that the compliance dashboard will be expanded in light of the Finance Team's additional dashboard.

**ACTION ME** – expand Compliance Dashboard to account for new quality controls in the Finance Department following delayed payment of a small invoice.

**BOA220323.26**

***KT Director Visit (verbal report)***

KT reported that she visited Norland on 7 February and was made to feel very welcome and that the visit was very well organised. KT had a lovely time and was very impressed.

The Principal NOTED that clarification of some of the observations had been made and feedback has been taken on board.

The Chair of the Board explained that in future visits will be instigated by the Principal who will invite a Director to visit to discuss a particular issue and then write a brief report for the Board about the most appropriate response. JR and EB will create a briefing paper for Directors for these visits.

**ACTION JR/EB** write a process for director visits to form a brief for the Directors.

**BOA220323.27**

***OfS Letters regarding Condition B3 Prioritisation***

It was NOTED that these were discussed as part of the Principal's update.

**BOA220323.28**

***Norland Culture Statement***

The Principal explained that Norland has gone on a journey to reach the statement at the bottom of the page and so now this is for the Board to consider and approve.

It was NOTED that an alternative word should be considered for 'driven'.

It was NOTED that it is unnecessary to have 'Consistent' next to 'embedded'.

The Norland Culture Statement was APPROVED subject to these minor revisions.

**ACTION JR** – make minor amendments to the Culture Statement as discussed then publish on the website.

**BOA220323.29**

***Student Rep Report on Student Experience***

HP NOTED that the mood in college is very nice at this time and elaborated that third years are finalising their dissertations, second years are going on residential placements and the first years are going on Placement too.

HP explained that the second payment has been made as part of the Hardship Fund and students are very grateful for this.

HP NOTED that the second years have had their ball and the first and second years will be having their ball in June.

It was NOTED that some students have sent in their responses to the NSS but there are still a number of students who have not done this.

**BOA220323.30**

***Any Other Business***

It was NOTED that the paper regarding capital projects, in particular York Place will be brought to the Board in the autumn.

**ACTION JR/EL** – Bring paper regarding capital projects, in particular York Place to the Board in the Autumn.

**BOA220323.31**

***Date of Next Meeting***

Date of next meeting: Thursday 29 June 10.30-13.00 OP