

External Governance Review

Action Plan: Action Status Report

Ref	Item	Action	Person	Status
		External Governance Review		
Recommendation 1	<i>Re. Articles of Association</i>	RH (Director) will investigate the legal situation around this and will write a report for the Board. The Board will decide what, if any, action to take based on the report.	RH	It was agreed to bring the Terms of Reference in line with the Articles of Association, rather than change the Articles. Completed.
Recommendation 2	<i>Re. Board Diversity</i>	Write a report on how much Remuneration of Directors would cost and whether it may help inclusion and diversity.	EB/Finance Team	Completed.
Recommendation 3	<i>Re. Maximum Terms of Office</i>	Discussed by Board and Nominations and Governance Committee who both decided that no further action was required.	N/A	No further action required.
Recommendation 4	<i>Re. Register of Interests</i>	Publish the Register of Interests annually.	EB	Completed – updated version available on Norland website. Added to annual forms for Directors.
Recommendation 5	<i>Re. Delegation Protocol</i>	Review and update Delegation Protocol.	JR	Completed.
Recommendation 6	<i>Re. Short Summary Report</i>	Publish the short summary report from this independent review with a short response.	EB	Completed.

Recommendation 7	Re. In Camera session (Audit Committee)	Introduce <i>in camera</i> sessions at end of Audit Committee meetings. Audit Committee to decide upon the order of people leaving the meeting.	Audit Committee	Completed. It was decided to make this an optional tool for the Audit Committee to call upon if necessary. The Board considered adding an <i>In Camera</i> meeting option to the ToRs for the each committee to call upon as necessary but this was decided unnecessary.
Recommendation 8	Re. Finance and Audit Committee Consideration of Financial Statements	Check Finance and Audit Committee Terms of Reference for clarity regarding role in reviewing the Financial statements.	EB	Completed.
Recommendation 9	Re. Compliance	Update the compliance register to include Norland's compliance with the OfS's ongoing condition of registration G3.	ME	Completed.
Suggestion 1	Re. New Director Briefing about College and Foundation Distinction	Re-check processes to ensure that discussion of the roles and responsibilities of the College and Foundation are included in the induction for each Director.	EB	Completed.
Suggestion 2	Re. Chair's Long Tenure	Implement effective succession planning to ensure smooth transition from one Chair to another and include a formal process for the current chair to have an advisory position should he so wish.	EB/JR/MC	Completed
Suggestion 3	Re. Staff and Student Member Not Full Company Directors	Explain rationale in relevant documentation.	ME/JR	Completed. ToR updated to reflect this.
Suggestion 4	Re. Improving Board Diversity	As per recommendation 2	EB/Finance Team	Completed.

Suggestion 5	<i>Re. Open Recruitment to Board</i>	Write a report about possible recruitment options and costs.	EB	Completed.
Suggestion 6	<i>Re. Remuneration of Directors</i>	Write a report as per recommendation 2 above.	EB/Finance Team	Completed.
Suggestion 7	<i>Re. Information for Students from Board Meetings</i>	Student member to report verbally to students interested in Board matters.	Student Member	Ongoing
Suggestion 8	<i>Re. Student/Board Engagement</i>	monitor Director's calendar of events and refine as appropriate.	EB	Completed.
Suggestion 9	<i>RE. Audit and Board ToR</i>	Audit Committee to review Terms of Reference and amend as appropriate to ensure compliance with equality and diversity obligations.	Audit Committee	Completed.
Suggestion 10	<i>Re. detail of discussion in Minutes</i>	Both the Board and the Nominations and Governance Committee agreed that time is made for sufficient discussion so no further action required.	N/A	No further action required.
Suggestion 11	<i>Re. Reducing the Number of Committees</i>	The Board and the Nominations and Governance Committee agreed that this is unnecessary and not appropriate for Norland and that the rationale should be explained in relevant documentation.	ME/JR	No further action required.
Suggestion 12	<i>Re. Audit Opinion of Value for Money</i>	Chair of Audit Committee to assess the documentation and discuss with the committee and instruct any clarifications to be made.	Audit Committee	Completed.
Suggestion 13	<i>Re. Remuneration Committee Terms of Reference</i>	Amend Terms of Reference for Remuneration Committee to add clarity regarding the status of college officers, particularly regarding quoracy.	EB	Completed.
Suggestion 14	<i>Re. Enterprise Committee Terms of Reference</i>	Amend Terms of Reference for Enterprise Committee to add clarity regarding the status of college officers, particularly regarding quoracy.	EB	Completed.
Suggestion 15	<i>Re. External Review of Academic Governance</i>	The Board and the Nominations and Governance Committee agreed that external advisors already sit on the Academic Board and Academic Governance is externally reviewed through QAA, IDAP etc so no further action is required.	N/A	No further action required.

Suggestion 16	<i>Re. Academic Board Reports to Board of Directors</i>	More specific attention will be given to demonstrate compliance with B, C and E Conditions of registration in the annual report submitted to the Board.	ME/JR	This will be included from 2022/23 report. Completed.
Suggestion 17	<i>Re. Compliance Register</i>	Include references to data returns, outcomes and behaviours in the Compliance Register.	ME/JR	Completed.