



**CONFIRMED Minutes of the Norland Board of Directors Meeting  
held on Wednesday 06 December 2023, 10.30-13.00  
(Room 1 York Place and MS Teams)**

**Present:**

Martin Clarke, Chair  
Rosemary Heald, Vice Chair  
Mike Bray, Director  
Tracey Worth, Director  
Roberta Scutt, Director  
David Timms, Director  
Richard Maccabee, Director  
Julie Davies, Director (Teams)  
Kate Dicker, Director (Teams)

***In attendance:***

Janet Rose, Principal  
Mandy Edmond, Vice Principal, Head of Quality and Standards and Registrar  
Emma Burns, Chief Financial Officer, Head of Finance and Capital Projects  
Julia Gaskell, Head of Careers and Consultancy  
Alex Fereday, Staff Member  
Lucy Morell, Student Member (Head of Students)  
Emma Blythe, Senior Administrator

**BOA061223.01**

***Welcome and Apologies***

The Chair welcomed everyone to the meeting, this is the fullest Board meeting for some time. Richard Macabee (new director) and Lucy (student member/head of students) were welcomed to their first Board meeting.

**BOA061223.02**

***Chair's Communications***

MC reported that this is historically a very short meeting but the agenda today is larger than usual due to removing the October Board meeting from the schedule and moving the Board Away Day to the spring. Every effort will be made to address the business promptly.

**BOA061223.03**

***New Declarations of Interest***

Directors were asked to declare any interest in items of business on the Agenda. No declarations were made.

**BOA061223.04**

***Minutes of the Previous Meeting***

The Board were asked for their comments.

The fundraising strategy was discussed. A fundraising strategy has been written and the newly appointed Alumni Relations and Engagement Manager has been working on this. A meeting with an external advisor has been arranged. More information will come to the Foundation and the Board Away Day in April.

The Minutes of the Previous Meeting were APPROVED.

**ACTION EB** – Append the Chair’s electronic signature to the minutes and ensure they are published on the Norland website.

**BOA061223.05**

***Action Status Report***

The Principal noted that most of the actions have been completed and the others are in progress, as is self-evident in the report. Information about the new directors will be shared when the recruitment process is complete.

There were no questions so the ASR was noted.

**BOA061223.06**

***Risk Register***

EBu explained that there have been no major changes since the last Board meeting. Student mental health and affordability are still relatively high risk. The top risk (16) has been amended to include mitigations.

[REDACTED: Confidential and sensitive information].

RH queried Risk 30 regarding affordability still being a high concern even though there are currently no bad debts. It was noted that lots of students pay by direct debit so it would be flagged very quickly if they were having difficulty paying. However, it is coming through in applications that lots of potential students are having to defer because of difficulty meeting the fees. The days of parent/grandparents financially supporting students is diminishing as 75-80% of students are from non-independent backgrounds so they do not have those kinds of financial resources behind them. Therefore, Risk 30 is being observed very closely.

**BOA061223.07**

***Health and Safety Dashboard – Nov 2023***

The Principal reported that the dashboard is self-evident and there is nothing alarming to report.

The staff member noted that Health and Safety is being monitored closely.

**BOA061223.08*****Executive Summary from Enterprise Committee – Nov Meeting***

The Chair of the Enterprise Committee noted that this is a very good summary of the meeting and reported that JG was in China and JR was in America so other staff stood in and it was interesting to get their perspectives. Applications are up 59% but a higher than usual number are deferring. [REDACTED: Confidential and sensitive information].

The Chair of Enterprise Committee noted that the Marketing Team have won an award. Enterprise Committee discussed the Norland trade mission to China [REDACTED: Confidential and sensitive information].

JG has written a report on the trip which will be discussed by SLT in the first instance.

Enterprise discussed the Customer Relationship Management (CRM) system, observing that it is archaic but Norland has a plan to bring this into one app, as the current system needs improving. Norland needs to become more technologically savvy with CRM to keep up with competitor agencies. The plan for app development will go through a full process and will go to tender. It is anticipated that this will be a capital project. The timescale is to make progress with this from January 2024 and to have the plan ready for Board approval by the summer. It will then take a year to write the software and set up the system.

[REDACTED: Confidential and sensitive information]

**BOA061223.09*****Report from Audit Committee – Nov Meeting***

The Chair of Audit Committee reminded the Board that this committee meets twice a year. [REDACTED: Confidential and sensitive information]. All work allocated has been completed on time. The high risks were discussed, acknowledged and are being monitored. A new style risk register will be introduced soon. A review has been carried out to benchmark the current auditor with others. The Committee reviewed the results and agreed that the current auditor is competitive and understands Norland. The external auditor will be periodically reviewed by the Audit Committee.

JR noted that she has met someone at IHE that provides specialist Audit for HE, particularly small and specialist IHEs and will pass details to EBU.

There was discussion about at which point Norland should look to change partner even if Norland continues to use the same audit company, although it was noted that there has been some change to staff at the Audit company in recent years.

**ACTION JR** – share details of Audit for HE specialist with EBU.

**ACTION EBU** – check audit partners position to see if rotation is due.

The Audit Committee discussed the college and Foundation documents.

All documents checked and correlated with the agenda for today.

There were no further questions about the Audit Committee November meeting.

**BOA061223.10**

***Executive Summary from Nominations and Governance Committee – Nov Meeting***

Two individuals are being considered to be Norland Directors, both are subject to interview meetings with the Principal and a member of Nominations and Governance Committee. Meetings are being planned. The Board will receive the CVs once a member of the Nominations and Governance Committee has met with them. The Committee made some suggestions about how to boost membership of the committees with the new directors. The suggestion of floating directors was discussed but the Chair hopes that with more members on the Board it will be unnecessary to also have floating directors. RS offered to be a floating director at least until Board numbers increase.

**ACTION EB** – note that if a meeting is not going to be quorate the Board are happy for the administrator to ask another director to step in at short notice to enable the smooth running of committee meetings.

[REDACTED: Confidential and sensitive information]

The Board agreed that the election for Chair, Vice-Chair and Board representative to the Norland Foundation should go ahead with the current process in place [REDACTED: Confidential and sensitive information].

[REDACTED: Confidential and sensitive information].

**BOA061223.11**

***Executive Summary from Academic Board – June 23 and Oct 23 mtgs***

JR gave a brief summary of the meeting. It was highlighted that Norland is introducing a zero tolerance policy to drugs. Norland has a new external examiner and HEFCE Wales have approved the Norland degree again for student finance. Members were directed to the paper and minutes for further details.

**BOA061223.12**

***Executive Summary from the Finance Committee – Nov Meeting***

The Chair of Finance Committee noted that the Committee were delighted with the financial statements and Audit. There are a number of decisions to be validated by the Board. The Finance Committee recommend all their papers to the Board for approval.

**BOA061223.13**

***Statutory Financial Statements FY23***

The Chair asked if the directors had any questions but there were none. The Chair drew attention to the director's responsibility statement (p. 39/11) and the 'Going Concern' principle.

EBu emphasised that Norland must show that the college is a going concern or two years from the signing date. There is the forecast, a worse case and a worst case scenario to show how Norland meets the 'Going Concern' criteria.

TW left the meeting at 11.55.

The Board were satisfied with this process and with the financial statements.

It was noted that any work done by directors that is additional to their Board role, goes in the 'related party transaction' notes.

The Board APPROVED the Statutory Financial Statements 2023.

**BOA061223.14**

***Audit Findings Report FY23***

It was noted that TW referred to this in her summary from the Audit Committee meeting. There were no matters or adjustments required by the auditors. The Chair noted that this was a remarkably clean report and that Letters of Representation should follow, these would be very similar to last year so directors could look back if they were unsure about the content.

**ACTION EBU** – ask the auditor for the Letters of Representation that require signing by the Chair. The Chair authorised for his electronic signature to be added once received.

There was a discussion about the Teachers Pension Scheme (TPS). It was observed that the newest figures have only recently been published so these will be considered by SLT and the Finance Committee in the first instance. The new TPS figures are not part of the financial reports presented today. It was observed that many businesses are not offering TPS to new entrants. The Principal noted that teaching staff do not make up the bulk of salaries or pensions at Norland. The Chair of the Finance Committee anticipates that this will be discussed by the Finance Committee in 2024.

The Chair asked for a proposer of the statements – MB, seconded by RS, all agreed.

The Audit Findings Report FY23 was APPROVED.

**BOA061223.15**

***Gift Aid Transfer***

The Chair provided the context for this paper and noted that the details are in the paper itself. It was noted that this is the final payment of the FY23 overall payment.

The Gift Aid Transfer was APPROVED.

**BOA061223.16**

***Forecast for FY24***

It was explained that this has been presented to the Finance Committee already. The forecast is looking relatively favourable considering the financial challenges being faced by the country. This is also good considering that Norland is bearing the additional

bursaries awarded on the basis of the ECA project, and that this budget has been prepared based on 94 students in case deferrals are high again. There are currently 107 applications (including deferrals). The financial situation is also forecast to improve after the additional bursaries have passed through. The forecasts will be revisited at the Away Day to focus on what surplus is needed.

It was suggested that the additional bursaries may help with student retention because it will take some of the financial burden off students in receipt of those bursaries.

It was noted that the new living wage has been incorporated into this forecast but the lowest Norland salaries are far above this anyway. Student helpers are the only paid roles that might be affected but this is unlikely because of their age.

The Board APPROVED the Forecast for FY24.

**BOA061223.17**

***OfS Annual Workbook and Commentary***

This is based on the figures that have just been considered by the Board, 5 years' worth of figures all together. The Board have already considered the historical figures and the forecast, for the fifth year, basic assumptions have been made. The draft workbook was submitted after the Finance Committee meeting.

The OfS Annual Workbook and Commentary were APPROVED.

**BOA061223.18**

***Managing Contractors – Day to Day Policy***

This has gone through due process and has been discussed by the relevant committees.

The Managing Contractors – Day to Day Policy was APPROVED.

**BOA061223.19**

***Lone Working Policy***

This has gone through due process and has been discussed by the relevant committees.

The Lone Working Policy was APPROVED.

**BOA061223.20**

***Board Schedule of Business (SoB)***

The Principal noted that the Directors will have seen committee versions of this at committee meetings this autumn. It is part of the internal governance review process to ensure that Norland follows best practice. This SoB is specifically for the Board meetings. There will be an update on the SoB at the end of the Academic Year. This is useful for the Board to assure itself that it is meeting its obligations as outlined in its Terms of Reference.

EB was thanked for putting these documents together.

The Board APPROVED the Board Schedule of Business.

**BOA061223.21**

***Board Terms of Reference – Annual Review***

The Board requested that paragraph 4 be reviewed and, for clarity, to consider dropping the word ‘determined’ or clarify what is meant by ‘membership’.

Regarding point 6, it was suggested to change to ‘...a minimum of three meetings per year plus other meetings as required.’

**ACTION EB** – review paragraph 4 for clarity (consider dropping ‘determined’ or clarify ‘membership’. Change Point 6 to ‘...a minimum of three meetings per year plus other meetings as required’.

The Board Terms of Reference were APPROVED subject to these minor amendments.

**BOA061223.22**

***Succession Planning – Final Sign Off***

The Board NOTED the minor amendments that have been made and APPROVED the Succession Planning document.

**ACTION EB** – publish Succession Planning Document on the Directors’ Hub.

**BOA061223.23**

***Prevent Risk Assessment – 2023/24 Action Plan***

This is a regular document presented to the Board for their oversight. There is nothing particular of note. There was an issue with a student who was concerned about the online content that a parent was posting. However, this was indirect so was resolved and passed on and not something that Norland needed to be concerned about.

It was noted that all Jewish and Muslim students were contacted to check on their wellbeing after the recent difficulties in Gaza.

The Board NOTED the Prevent Risk Assessment – 2023/24 Action Plan.

TW returned to the meeting at 12.30.

**BOA061223.24**

***Freedom of Speech Update***

This paper was NOTED by the Board.

**BOA061223.25**

***Martyn’s Law Update***

This paper was NOTED by the Board.

**BOA061223.26**

***Principal’s Update***

The Principal noted the draft version of the Annual Report, tabled here for the directors in hard copy. The consultancy fee regarding the ECA contract is now due to be paid as

the accounts have been finalised. The marketing team have received an award and are awaiting the outcome of another award. Open Days have been well attended, in person and virtually. The Agency is halfway to target already. There is a meeting with a Capital Project manager to discuss capital projects. A proposal regarding international student recruitment, particularly America, is being planned for the attention of the Board in due course. The Board were notified that JG is retiring, this will be a huge loss to Norland. JG is due to retire at the end of February but will continue to meet existing commitments if the post is not filled by then. Norland are considering altering the post to separate Consultancy and Training again and having a designated role for this within the PO Team. The Research Fellow and the Admissions Manager are also retiring. Norland Foundation are match-funding a PhD studentship with Bath Uni, which is good for externality. Further information/updates about capital projects will come to the Away Day if they are ready. An update was provided about the Wellbeing Hut – work for this is unlikely to start until the summer and may be reconsidered because permission has only been granted for it to be in place for two years. [REDACTED: Confidential and sensitive information].

**BOA061223.27*****Report from Student Member re. Student Experience***

Feedback is overwhelmingly positive. The SSLC ran a feedback session this week for 3<sup>rd</sup> year students and they were very positive about student support and the academic team. 2<sup>nd</sup> year students are returning from placement and have assignments due. They enjoyed their wellbeing breakfast. 1<sup>st</sup> year students all reported they are happy with their placements. The Norland Bake Off was a huge success and it and was judged by the mayor again. Students are looking forward to the carol service. There are lots of wellbeing initiatives happening or planned for next term – wellbeing breakfasts, quiz with student jobshop, winter BBQ and a donation from the agency of £100 per student towards their ball.

The Staff member reported that students are much more interactive this year, 1<sup>st</sup> year students are more forthcoming than previous years. Staff are looking forward to the Christmas party next Friday.

**BOA061223.28*****Strategic Plan Dashboard and Full Enhancement Plans***

This is the usual report that comes to the Board each autumn. At this stage of the year lots of things are underway. The full enhancement plans are in the additional papers.

**BOA061223.29*****Compliance Dashboard***

This is the usual update that comes to the Board – all items are on track. Returns are being done in good time, particularly now that the Quality and Standards Team has additional staffing.

**BOA061223.30*****Annual Report from Academic Board (inc. NASS and NSS results)***

ME explained that this report is going to be an annual feature as recommended in the External Governance Review.



**ACTION EB** – prepare a paragraph about governance and meeting OfS regulation and compliance. This will then go to Martin for Chair’s action.

The Chair noted that there is lots of useful information in this paper.

RH commented that she has found Academic Board meetings very interesting and encourages all directors to attend at some point.

***BOA061223.30a Ac Bd Schedule of Business Mapping***

ME explained that SoBs are being produced for all internal meetings including Board and Board committees, these are mapped against the Terms of Reference in each case to ensure that each committee is fulfilling its remit. It was NOTED that Academic Board met all the responsibilities of the Terms of Reference in the last Academic Year.

***BOA061223.30b TEF Outcome and Letter***

Norland achieved a Gold Award and is currently in the top 11%. The Chair noted that the TEF report is very interesting and very thorough and recommended the directors to read it in full if they had not already done so. This award will stand for four years. The Chair observed that Norland has had to work exceptionally hard to achieve this and so should be highly commended for this.

The Principal wanted to offer special commendation to Mandy for all of her work regarding the TEF application. Although it was a team effort. Mandy oversaw the process.

ME left the meeting at 11.40.

***BOA061223.30c NSS 2023 Results***

This is a national survey, run externally, completed by all final year students in the country. The overall satisfaction score has been removed for English universities. Norland was rated above or significantly above average for all areas except Freedom of Expression, however, it was noted that this was a new question and seems to have been poorly understood. Norland has noted that more information about what academic freedom of expression means is required. Norland is taking action to resolve this.

***BOA061223.30d Norland’s Annual Student Survey (NASS) Report 2023***

This is an internal survey that is carried out annually for the first and second year students to iron out any problems before they grow. This is a great way to address concerns and rumour mongering and to put additional support in place for the students if needed.

The student member said that students in her year really liked it and the fact that Norland answered all the queries.

The Principal reported that Norland has improved the way that responses to student feedback is shared such as distributing information through various mediums, including the new digital noticeboards.

There was a discussion about the level of student satisfaction/dissatisfaction with landlords. There is now a Student Accommodation Officer in place directly dealing with these issues and concerns, whereas it used to be managed by the admissions team. Norland also sits on the Student Community Partnership and the Principal has been the Vice Chair and Chair of this committee.

The Student Member was asked about her experience of accommodation in Bath. LM reported that she had a good experience in her first year in accommodation provided by Norland through Norland's preferred landlords, however, second and third year has been trickier due to moving to other landlords.

***BOA061223.30e Degree Outcome Statement***

It is a requirement of OfS that the Board see this and have an opportunity to comment/question the findings. Norland has noticed a drop in First Class degrees and has included a rationale for this in the report - this is largely related, it seems, to the no-detriment policy applied during COVID, no longer existing. The drop is understandable due to context and is not alarming. It bodes well that Norland's academic standards are appropriate.

***BOA061223.30f Validation Report 2023***

Norland was congratulated on the validation of the new degree and diploma and for achieving this with no conditions. The panel were full of praise for the new programmes and there were a number of commendations. It was noted that free CPD will be offered to Norland students who will finish before the new degree begins. There will be a short presentation on the content of the new degree and diploma at the Board Away day. Validation is approved for 5 years, so two years before this time is up Norland will start the process again. Validation must be done periodically, this is usually every 5 years for the full degree and diploma.

***BOA061223.31***

***Director Skills Audit***

The Board discussed the spread of skills on the Board and the areas where further skills would be beneficial. It is hoped that the two potential new directors will help strengthen the skill set of the Board further.

JD noticed that she had misread the scale and so will resubmit her Skills Audit form.

**ACTION EB** – resend the Skills Audit form to JD and update the skills matrix on return.

***BOA061223.32***

***Director Attendance***

The Board discussed the attendance graph in the papers and noted that attendance is generally very good but full attendance was encouraged.

KD apologised for not attending the recent Audit Committee due to date confusion.

**BOA061223.33**

***Volunteer Directors to be 'floating' directors***

The Board noted that this had been discussed as part of item **BOA061223.10** and that no further discussion was required.

**BOA061223.34**

***Remuneration of Directors***

The Board noted that this had been discussed as part of item **BOA061223.10** and that no further discussion was required.

**BOA061223.35**

***Chair and Vice Chair and Board Rep to Foundation Elections***

The Board were shown the paper, which is also in the paper pack.

EB highlighted the key points and the key dates to consider.

The directors acknowledged that that understood the process.

**BOA061223.36**

***Any Other Business***

The Board were reminded of the new date for the Board Away Day – 19 April 2024 at Oldfield Park. The programme will be sent out in due course.

The Board were notified that the Board Annual Internal Effectiveness Review will be sent out in due course – please respond promptly to this.

The Board were notified that there is a [TEF Gold video link](#) in the agenda for their information to view at a time that suits them.

The Board were thanked for their contribution this year.

**ACTION EB** – add page numbers to the agenda once the papers have been combined.

**BOA061223.37**

***Date of Next Meeting***

Wednesday 13 March 2024, 10.30-13.00