



NCHNL Board Meeting

29 April 2021 – via online meeting

MINUTES

1. Attendance and apologies

1.1. Attendance:

Darren Campili (DC)

Rob Farquharson (CEO, Secretary)

Prof Andrew Ginger (Dean of Faculties (DoF), in attendance)

Prof A C Grayling (Founder and Principal)

Dr Kenneth Henderson (KH)

Camille Kluttz-Leach (CKL, in attendance)

Phi Mackness (PM, in attendance)

Ralph Martin (RM, Chair)

Thomas Nedell (TN)

Dr Deanna Raineri (DR, Vice Chair)

Martin Smith (Assistant Vice President for Recruitment and Marketing for Global Campuses (AVP), in attendance)

Patricia Wood (PW)

1.2. Notice of meeting:

1.2.1. Notice of this meeting had been given to all Governors

1.2.2. All the Governors present confirmed that they had no personal interests to disclose matters to be transacted in the meeting in accordance with sections 177 or 182 of the 2006 Act and the Company's articles of association

1.2.3. The meeting was quorate.

2. Minutes of last meeting

The previous minutes from the 21 January 2021 were **APPROVED**.

3. Matters Arising
 - 3.1. The matters arising from the previous Board meetings were all reported as complete.
 - 3.2. It was reported by RM that the search for an Independent Governor was looking positive.
4. Chairs Action
 - 4.1. There were no Chairs actions to report.
5. DoF's Update.
 - 5.1. The DoF updated the Board on the work of Academic Board (AcB). The AcB had busy in the areas of interoperability with Northeastern, financial sustainability and providing clarity to the faculty. This meant in practice the alignment of academic years from 2022/23, an evolution of the teaching model, ongoing work on curriculum reform, a clearer academic career path and planning around workloads as well as working with UCU on improving relations.
 - 5.2. In addition to the work listed above the had been a review of the Economics faculty as an exemplar of a larger piece of work on cost control across Faculties, work on the research strategy in conjunction with Boston (at this time the first competitive bid for external research funding had been submitted).
 - 5.3. As at the last Board the effects of the pandemic were still affecting students. The College's teaching had all been online since November and the College was in the lessons learnt phase as we transitioned from teaching to assessment. One point to note was the risk to delivery due to the small size of the College if individual faculty were absent.
 - 5.4. PM added that she had received good feedback from the student body and felt that the overall experience had been as good as could be expected down to lots of hard work from Faculty and Professional staff.
6. CEO Update
 - 6.1. The CEO started with an operational update and reported that the campus was open for study space for student and would be open for examinations. All teaching had been online since November and that was likely to continue for the rest of the year and government guidelines mentioned May 17th as the earliest date for face to face teaching (for NCH subjects) and by them the exams would have started.

- 6.2. The Devon House project still seemed to be going well with currently no reported risk to the timetable.
- 6.3. The CEO then covered the regulatory area:
 - 6.3.1. The agreed application for university title (Northeastern University – London) had been made at the end of January and was ongoing.
 - 6.3.2. The Board noted the re-appointment of the NU governors by the shareholder (Northeastern University).
 - 6.3.3. The re-appointment of Darren Campili as an Independent Governor was proposed for a term of a year.

The reappointment of Darren Campili was approved.

- 6.3.4. A revised Risk Management Strategy was introduced to the Board by the CEO and the changes from the existing strategy were reviewed and discussed.

The revised Risk Management Strategy was **APPROVED**.

ACTION: CEO to inform approval to Quality Team

- 6.3.5. The future of New College of the Humanities Limited (NCHL) and New College of the Humanities Trust (NCHT) were discussed. Their history and use and the possible future of them were all reviewed. NCHNL's preferred course of action would be for NCHL to become dormant and for NCHT to be wound up and its assets transferred to NCHNL. These would need to be reviewed and actioned by the relevant officers of NCHL and NCHT.

The preferred future states of NCHL and NCHT were **APPROVED** from NCHNL's perspective.

ACTION: CEO to liaise with officers of NCHL and NCHT

- 6.3.6. The CEO then gave an update on EDI action plan. In terms of policies, marketing and awareness of issues.
 - 6.3.6.1. There are new policies in development namely Relationships at Work and Communications as well as a review of existing policies and procedures. These should be introduced or revised by the start of the next academic year
 - 6.3.6.2. In terms of marketing a new databased to manage imagery is being used and a review of all imagery is ongoing

6.3.6.3. From an awareness perspective the College is putting on events to promote key issues such as Black History Month, Universal Human Rights Month, Mental Health awareness Month, etc.

6.3.7. KH shared the importance of this area to NCH and Northeastern and there was a discussion on the similarities and differences between the US and UK and there was a commitment to ensure this is an agenda that is pursued.

6.3.8. The Quality Assurance Update was noted as was the Consumer Protection Review Report which as the CEO explained was a requirement from the OfS on all HEPs.

7. AVP Update

7.1. The AVP started by explaining the restructuring that had taken place in the marketing, recruitment and admissions teams to take into account his new role across the global campuses.

7.2. He then went on to report that an application had been made to the Ministry of Education in China to get NCH on their list of recognized UK institutions.

7.3. In terms of recruitment numbers for NCH UG and PG degrees are currently trending in line with last year with UG lagging but PG overperforming. The UG lag may be due to the delayed UCAS acceptance deadline which has been pushed back due to the pandemic. In addition, Continental Europe was down due to Brexit

7.4. Another unknown is the move to Devon House and how prospective students would react to that. So far, the reaction had been positive, and it may have helped that other institutions had not been able to show students around their campuses.

7.5. Lastly, he raised the decision around clearing grades that would be taken at Academic Board soon. Last year had been a good clearing for NCH and the hope was to repeat that this year.

8. Any other business (open agenda).

8.1. There being no other business the Chair declared the open agenda had been covered and that the reserved agenda would now be covered.

9. Date of next meeting was noted as June 24th.
10. PM left the meeting

Reserved Agenda

11. CEO financial and HR updates

11.1. The CEO started with the FY22 draft budget and FY21 reforecast.

11.1.1. *Redacted – restricted information*

11.1.2. As previously noted the focus for next year was to grow across a broad base of programmes to diversify our portfolio, to build resilience into our model and also to allow for consistent demand over an academic year.

- NCH programmes - continued growth in the UG and PG programmes with an evolved method of delivery to improve the economics.
- Mobility programmes - broad spread of programmes (NU Bound / NU.in /GEP / Global Quest / Spring in London) to build equal semesters.
- 'NU' Masters - Masters in CS for 2021 and add another Masters in following years.
- EDGE - Apprenticeships / B2B - grow both the regulated degrees and non-regulated training revenues.

The numbers put forward in the draft budget relied upon recruitment from the Boston based enrollment team especially for Spring semester mobility programmes as well as in the EDGE team which were both largely untried.

The next step would be to reforecast the budget for October board with more concrete student numbers.

There was a discussion about the key risk to the budget which were highlighted in the slides sent in the Board papers.

11.1.3. FY 21 reforecast – *Redacted – restricted information*.

The FY22 budget was **APPROVED**.

ACTION: CEO to communicate that internally as required

12. Professor Scott Wildman joined the meeting to give the Board some background on the expected inspection by Ofsted.

12.1. He set out the likely context for the inspection and the areas for focus

12.2. There was a discussion as to how to ensure the inspection was a success and Professor Wildman was happy that the Board understood the Apprenticeship provision and the policies and procedures were in place to ensure its quality and that the oversight was also functioning.

13. Revised terms of reference for the Remuneration Committee (Exco) were reviewed and discussed.

The Remuneration Committee (Exco) terms of reference were **APPROVED.**

ACTION: CEO to communicate approval to the Quality Team

14. The CEO, Founder, DoF, AVP and Professor Wildman left the meeting.

15. *Redacted – restricted information.*

ACTION: TN to communicate this to the CEO

16. There being no other business the Chair declared the reserved agenda had been covered and the meeting closed.

MATTERS ARISING

21 JANUARY 2021

Action Number	Action Item	Action Owner	Expected Completion Date	Progress/Update
1	Inform Director of Apprenticeships of programme approvals	CEO	ASAP	COMPLETED
2	Ensure accounts are signed and filed and auditors reappointed	CEO	ASAP	COMPLETED
3	Inform Andrew Ginger about academic titles	CEO	ASAP	COMPLETED

29 APRIL 2021

Action Number	Action Item	Action Owner	Expected Completion Date	Progress/Update
1	Communicate approval of Risk Management Strategy	CEO	ASAP	
2	Liaise with officers of NCHL and NCHT on NCHNL views on their status	CEO	Ongoing	
3	Communicate approval of FY22 Budget	CEO	ASAP	
4	Communicate approval of Remco (Exco) terms of reference	CEO	ASAP	
5	<i>Redacted – restricted information</i>			