

NCHNL Board Meeting

21 June 2022

Via Zoom

Minutes

1. Attendance and apologies

1.1. Attending:

Dr Gregory Abowd (GA)

Darren Campili (DC)

Rob Farquharson (CEO, Secretary)

Diane MacGillivray (DM)

Thomas Nedell (TN, Chair)

Dr Deanna Raineri (DR, Vice Chair)

Patricia Wood (PW)

Saxony Anders (SA, invited to attend)

Dr Naomi Goulder (Interim Dean of Faculties (DoF), invited to attend)

Prof A C Grayling (ACG, Founder and Principal, invited to attend)

Camille Klutz-Leach (CKL, invited to attend)

1.2. Apologies:

Julietta Dexter (JD)

Jonnie Goodwin (JG)

Martin Smith (AVP)

1.3. Notice of meeting:

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

1.3.2. 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

1.3.3. The meeting was quorate.

2. Minutes of last meeting

The previous minutes from the 26 April 2022 were APPROVED.

3. Matters Arising

The matters arising from the previous Board meetings were all reported as complete.

4. Chairs Action

There were no Chairs actions to report.

5. DoF's Update.

5.1. The DoF updated the Board on academic matters.

5.2. There had been lots of work on the double degrees under the Project 23 banner. This included curriculum development workshops with Boston colleagues.

5.3. The NCH on ground students' exams had happened and there had been Collegium, which GA had attended remotely, and Prize Giving.

5.4. The apprenticeship programs were running smoothly and the majority of KPI's were tracking and there were no issues to report to the Board.

5.5. Research was progressing with a research day due to happen soon to support London Faculty looking to pursue research funding. The recruitment of Institute of Network Sciences hires in London moving forward.

5.6. With the forecast growth in enrolments, research activity and the size of the London campus generally there had been recruitment on the academic management side with an Associate Dean of Faculty Affairs and an Associate Dean of Teaching and Learning having been appointed.

6. CEO Update

6.1. The CEO started the operational update with an update on facilities. The work on the second floor of Devon House was on track for delivery in time for 2022/23. He went on to add that the planning applications for Devon House and Marble Quay

change of use had been submitted to Tower Hamlets with a mid August decision date.

- 6.2. Echoing the update from the DoF there was a lot of recruitment ongoing to support the forecast increase in student numbers in 2022/23. Redacted – restricted information.
- 6.3. The CEO then covered the regulatory area.
 - 6.3.1. The College had had an Ofsted inspection in respect of its apprenticeship provision.
 - DR gave the Board the detail around the inspection and reported that the College had passed and that she was interviewed as a representative of the Board. Congratulations was sent to the EDGE team who led the inspection response.
 - 6.3.2. The CEO next reported that the audit for FY22 had been brought forward as the OfS was asking for this to be completed by December so there would be accounts prepared for the October Board meeting.
 - 6.3.3. Lastly the CEO updated the Board that the College had been granted University title but the exact name it could use was still being discussed with Companies House. It was either Northeastern University – London or Northeastern University – London Limited. The agreed name had to be registered with Companies House once agreed before any external announcement was made and for that to happen the Board has to resolve a number of things.
- 6.4. IT WAS NOTED that the Company had been successful in its application for university title and had recently received formal consent from the Department for Education to use the word “University” in its company name.
- 6.5. There was produced to the meeting a form of written resolution of the sole member of the Company to change the name of the Company to “Northeastern University - London”. IT WAS NOTED that as the Company is a registered charity and the New Articles met the requirements set out by Companies House, the Company should benefit from the exemption to omit the word “Limited” from its new company name.

- 6.6. After careful consideration, IT WAS RESOLVED to approve the circulation of the Written Resolution – Change of Name in the form produced to the meeting to the Company’s sole member.
- 6.7. After careful consideration, IT WAS RESOLVED that subject to the passing of the Written Resolution – Change of Name and approval of the New Articles (defined in paragraph 3.1 below), the name of the Company be changed to:
 - 6.7.1. “Northeastern University - London”; or to
 - 6.7.2. “Northeastern University – London Limited” in the event that Companies House does not agree to the use of the exemption to omit the word “Limited” from new company name.
- 6.8. IT WAS NOTED that a new set of Articles of Association (“New Articles”) had been drafted for the Company to allow the Company to make use of the exemption to include the word “Limited” in its company name.
- 6.9. The following were produced to the meeting:
 - 6.9.1. a final draft of the new articles of association (“New Articles”); and a final draft written resolution (the “Written Resolution”) to be circulated to the members of the Company (“Members”) to consider and if deemed fit, pass as a special resolution to adopt the New Articles as the articles of association of the Company.
- 6.10. After careful consideration, IT WAS RESOLVED to approve the circulation of the Written Resolution in the form produced to the meeting.
- 6.11. After careful consideration, IT WAS FURTHER RESOLVED that, subject to the passing of the Written Resolution, the New Articles be ratified and adopted by the Company.
- 6.12. The Chair to instructed Eversheds Sutherland (International) LLP, the solicitors to the Company, to arrange for the following to be delivered to the Registrar of Companies as soon as practicable: the print of the written resolution approving the change of name, Form NM01, Form NE01 and the relevant payment in respect of the change of name fee; and the print of the written resolution approving the new articles of association and new articles of association.

ACTION: CEO to work with Eversheds to effect the change of name and other associated filings including, but not limited to, Companies House, Charity Commission and other regulatory bodies.

7. AVP Update

As the AVP was on holiday the CEO read the update below from the AVP.

7.1. NCH 'Legacy' Programmes – Autumn 22

7.1.1. Undergraduate

- 9th June UCAS deadline now passed
- Redacted – restricted information.

7.1.2. Postgraduate

- General:
- Redacted – restricted information.

7.1.3. Computer Science:

- Redacted – restricted information.
- UT award will significantly help for the remainder of this cycle and for future cycles.

7.2. NCH 'Legacy' Programmes – Autumn 23

7.2.1. Undergraduate (Project 23) - Northeastern University London u/g offering will be an option on the Common App and will go live on 1 August 2022. This will provide us with an early indication of the appetite for the double degree.

7.2.2. Postgraduate – as indicated above the award of UT will positively impact on all aspects of the Autumn 23 (and future) intake(s). This is particularly relevant, as the portfolio development at both u/g and p/g levels is heavily towards Business and STEM programming.

7.3. NCH Degree Apprenticeships

7.3.1. General

- 6-degree apprenticeships (UG = DTSP, Data Science, Bioscience, Project Management; PG = DTSS, AI & Data)
- As of 1st June, 147 degree apprentices in total.

- Redacted – restricted information.
- Repeat business remains buoyant.
- 2-online degrees (for EMEA B2B market; UG: DTSP; PG: AI & Data)
- Launching October 22.
- Push on marketing required, especially if we can launch on a B2C basis.

7.4. Tenders

Redacted – restricted information

7.5. DfE-funded Skills Bootcamps in collaboration with ServiceNow

Wave-1 now complete, with 84% completion, 59% BAME, 50% female, praised as 'best-practice' example by DfE.

Redacted – restricted information

7.6. Awards

7.6.1. First ever Tech Industry Gold accreditation for a Data Science programme.

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 October 19th.

10. SA left the meeting

Reserved Agenda

11. CEO financial update

Redacted – restricted information.

12. HR update

12.1. The CEO reported that the search for the Dean of the London College had been unsuccessful and that next steps were being discussed with the Provost.

12.2. The NCH members of staff (CEO, DoF, ACG) then left the meeting and the Remuneration Committee met.

12.3. The remuneration committee reviewed the work prepared for the Board that benchmarked the roles of the Executive Committee and ACG with data supplied by UCEA.

Redacted – restricted information.

- 12.4. The Remuneration Committee approved the recommendations and designated the Chair to communicate it back to the NCHNL team to effect.

ACTION: Chair to share Remuneration Committee findings with NCHNL management.

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

Matters Arising

26 April 2022

Action Number	Action Item	Action Owner	Expected Completion Date	Progress/Update
1	Share details of Graduation	CEO	ASAP	COMPLETED
2	Respond to the Governor rising the question about support to students around sexual violence allegations	CEO	ASAP	COMPLETED

21 June 2022

Action Number	Action Item	Action Owner	Expected Completion Date	Progress/Update
1	Work with Eversheds to effect the change of name and other associated filings including, but not limited to, Companies House, Charity Commission and other regulatory bodies	CEO	ASAP	

Action Number	Action Item	Action Owner	Expected Completion Date	Progress/Update
2	Share details of Remuneration Committee deliberations	Chair	ASAP	