

Northeastern London Board Minutes

18 January 2023

16.00 – 18.00 (GMT) / 11:00 – 13:00am (EST)

Hybrid online/face to face meeting

Note:

Members are reminded that any conflict or potential conflict of interest should be declared to the Chair and the member involved will be asked to withdraw whilst that item is being discussed.

Invited Guests:

- Scott Wildman, Interim Dean of Northeastern University London
- James Heard, NCHSU President - Student Representative
- Camille Klutz-Leach, NU Board Secretary
- Martin Smith, Assistant Vice President for Recruitment and Marketing for Global Campuses

Agenda

No	Action	Item	Item Owner	Document Reference (if applicable)
1	To Note	Welcome and Apologies (incl. declaration of conflicts)	Chair	
2	To Approve	Reappointment of J. Goodwin and J. Dexter as Independent Governors for a period of 2 years	Chair	
3	To Note	Resignation of Dee Raineri as a Governor	Chair	

	To Approve	Resignation of R. Farquharson as Secretary and appointment of C. Klutz-Leach as Secretary	Chair	
3	To Approve	Minutes of the Last Meeting – 19 October 2022	Chair	22/23/MINUTES
3	To Note	Matters Arising	Chair	22/23/MATTERS
4	To Note	Chairs Actions	Chair	
5	To Discuss / Note / Approve	<p>Update from the Academic Dean</p> <ul style="list-style-type: none"> • Academic Board update and general academic matters <ul style="list-style-type: none"> ○ Draft MoA with University of Kent ○ Draft TEF submission ○ NPP x 2 • Student experience update 	Academic Dean	4 x documents sent separately
6	To Discuss/ Note / Approve/	<p>Update from the Chief Executive Officer:</p> <ul style="list-style-type: none"> • Operations update <ul style="list-style-type: none"> ○ Draft Heads of terms for new space • Governance / Regulatory update <ul style="list-style-type: none"> ○ Minor update to Student Protection Plan ○ Quality standards update ○ Governance update (Audit and Regulatory) 	CEO	<p>1 x document sent separately</p> <p>22/23/CEO</p>
7	To Discuss/ Note	<p>Update from the Assistant Vice President for Recruitment and Marketing for Global Campuses</p> <ul style="list-style-type: none"> • Marketing / Recruitment / Admissions update 	AVP for Recruitment and Marketing	
8	To Discuss/ Note/ Approve/ Receive/	Any Other Business	Chair	

	Recommend/ Endorse			
9	To Note	Date of Next Meeting: 19 April 2023	Chair	

Reserved Agenda

10	To Discuss / Note / Approve	HR Update (including) <ul style="list-style-type: none"> • Appointment of S. Wildman as Academic Dean • Benefits Review 	CEO	1 x document sent separately
11	To Discuss / Note / Endorse	Financial Update (including) <ul style="list-style-type: none"> • FY24 budget and FY23 reforecast • Internal Audit plan of work • Reappointment of the auditors (Audit Committee) 	CEO PW	2 x documents sent separately
12	To Discuss / Note	Any Other Business	Chair	

Minutes

1. Attendance and apologies

1.1. Attendance:

Governors

Dr Gregory Abowd (GA)

Darren Campili (DC)

Julietta Dexter (JD)

Rob Farquharson (CEO, Secretary)

Diane MacGillivray (DM)

Thomas Nedell (TN, Chair)

Patricia Wood (PW)

Guests in Attendance

Prof A C Grayling, Founder and Principal (ACG)

Camille Kluttz-Leach (CLKL)

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

Dr Scott Wildman, Academic Dean (SW)

1.2. Apologies:

Jonnie Goodwin (JG)

James Heard (JH), Student Representative

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. Election of the Independent Governors

ACTION: The reappointment of J. Goodwin and J. Dexter as Independent Governors for a period of 2 years was APPROVED

3. Directors

3.1. The Chair reported that D. Raineri resigned and is no longer a Governor. Resignation of Dee Raineri as a Governor

3.2. The Chair reported that R. Farquharson tendered his resignation as Company Secretary, and C. Kluttz-Leach had been nominated as Company Secretary.

ACTION: The resignation of R. Farquharson was APPROVED.

ACTION: The appointment of C. Kluttz-Leach as Company Secretary was APPROVED.

4. Minutes of last meeting

ACTION: The previous minutes from the 19 October 2022 were APPROVED.

5. Matters Arising

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

6. Chairs Action

- 6.1. Chair reported that he approved an adjustment in the remuneration for both Rebecca Morrison and Martin Smith between board meetings commensurate with changes to their respective positions and scope of duties.
7. Update from Academic Dean
 - 7.1. The Academic Dean updated the Board on academic matters.
 - 7.1.1. Dual-validated degrees are on track for September 2023.
 - 7.1.2. Teaching excellence framework is a priority for the academic team with plans to submit it the following week.
 - 7.1.3. An enhanced focus on delivering *Experientially London*.
 - 7.1.4. Launched Master of Science in Computer Science, which will enhance offerings at the Masters level.
 - 7.1.5. Redacted information.
 - 7.1.6. A number of courses for mobility students for Fall 2023. RF noted that Global Scholars will be the new name for “NU Bound.” Of the course offerings, eleven (11) will be dual-validated degrees, and two (2) other programs not dual-validated for undergraduate portfolio. There will be seven (7) apprenticeships programs across undergraduate and post-graduate, several Masters and eight (8) new post-graduate courses. Lifelong learning needs more development as there is currently only one (1) dedicated course.
 - 7.1.7. Current emphasis is to increase research productivity and structures in order to award degrees in post-graduates programs, and qualify for government research funding and UKRI funding.
 - 7.1.8. An Associate Dean for Research was appointed since last board meeting. Ph.D. studentships will launch in April 2023. Redacted information.
 - 7.1.9. Forty-four book chapters were published and a notable number of television appearances.

- 7.1.10. A review of the salary structure and academic structure is underway with the faculty.
- 7.1.11. There has been an increase in the number of individuals with teaching qualifications. There were four promotions to associate professor and a new head of EDI, which will be a strategic priority across the university.
- 7.1.12. Redacted information.
- 7.1.13. Draft memorandum of agreement with Northeastern University London and University of Kent was presented for approval. The goal of the collaboration is to attain degree awarding powers to increase research productivity. The campus must partner with another university and take at least 30 students through a Ph.D. programming process and University of Kent has agreed to partner with the Northeastern University London. The final degree will be awarded from University of Kent but the students will be on our records. Once Northeastern University London has completed the process then it will be able to apply for degree awarding powers.

ACTION: The memorandum of agreement between Northeastern University London and University of Kent is APPROVED, and further the Academic Dean is authorized to finalize the document with input from legal counsel.

- 7.1.14. The draft Teaching Excellence Framework (TEF) document was presented to the board for approval.

ACTION: The Teaching Excellence Framework document is APPROVED, and further the Academic Dean is authorized to finalize and submit it.

- 7.1.15. New Taught Program Proposal (NPP) for 2 programs were submitted for approval. Approval request for 2 new programs was presented for approval: Master of Arts in Creative Writing and Master of Science in Global Investment Banking.

ACTION: The Master of Arts in Creative Writing and Master of Science Global Investment Banking programs are APPROVED.

- 7.1.16. The Apprenticeship programme was recruiting well and the actions out of the NPMV were

bedding in, nothing to report in terms of KPI's or operationally.

8. CEO Update

- 8.1. The CEO started the operational update with an IT operations update. Emails now reflect nulondon.ac.uk as part of the brand integration. There is an effort to automate and integrated IT services. HR is working to recruit faculty for the next academic year. The lease for Marble Quay was signed and contractors are on site, which will be office space and free up Devon House spaces for teaching. CEO explained the approval process for converting office space to teaching space in response to a question
- 8.2. He anticipates that by next September, Devon House will reach capacity. Redacted information.
- 8.3. The CEO then covered the regulatory area.
 - 8.3.1. The CEO updated the Board on a requested a minor update on the university's student protection plan from the Office of Students to reflect how they describe the OfS's approach and requirements.

ACTION. The proposed modification of the student protection plan highlighted in red below was APPROVED.

- 8.3.2. 40. The University has robust strategies, policies and procedure to be compliant with the Office for Students' requirements, but in the event of the University's registration being suspended or withdrawn or not successfully renewed and depending on the circumstances of de-designation, the University will appeal the decision and/or make a new application for designation registration with a view to the restoration of its registration for the next academic year. The University would also work with the OfS to ensure that current students were able to continue their studies.
- 8.3.3. The CEO provided the Quality Standards update. He noted that there is work to do on the student information system. He noted that the university is considering other systems such as BANNER.

- 8.4. The CEO noted that he has received a request from the auditors regarding a review of governance structures and procedures as a charitable organization and higher education provider. He requested that the board approve the hiring of an external consultant to review it.

ACTION: The request to hire an external consultant is APPROVED.

9. AVP Update

- 9.1. The AVP reported that on the three main offerings: NU London traditional degrees (UG and PG), NU London Apprenticeships degrees and mobility programmes.
- 9.2. Redacted information.
- 9.3. The undergraduate application pool looks very positive for the spring semester based on application volume.
- 9.4. Redacted information.
- 9.5. AVP reported that there continues to be a challenge with post-graduate student enrollment. There is a strategy to fill the gap by leveraging the global campus network and a collaboration with the Khoury College of Computer Science.
- 9.6. The last point the AVP made was that there are changes to the application process to direct students across the global campus network that is being managed by the Northeastern University main campus admissions process. The Chair noted that the teams has been productive at opening up opportunities and thinks it will deliver significant results for NU London.

10. Other business (open agenda).

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

11. Date of next meeting was noted as April 19, 2023.

Reserved Agenda

12. HR Update

Redacted information.

- 12.1. The CEO presented a benefits review regarding how to maintain the university as an attractive employer during a tight labor market. The report indicates one red item where the university lags behind in family leave and paternity. He has

been in conversation with VP Grazulis to develop a proposal regarding the alignment of annual leave between the campuses. He proposed that the paternity leave be increased to two weeks with full pay and increase maternity leave to 6 weeks of full pay, 6 weeks of 50% pay, and statutory maternity leave for the remaining weeks. He noted that maternity leave in UK is 39 weeks. JD suggested that we evaluate the impact of diversity on family leave, and adoption, and that the university takes a more progressive approach to these benefits.

ACTION: The action to increase paternity leave to two weeks with full pay and to increase maternity leave to 6 weeks of full pay, 6 weeks of 50% pay, and statutory maternity leave for the remaining weeks is APPROVED.

13. CEO financial update

13.1. The CEO started by inviting TW, as chair of the audit committee, to report on the internal audit plan.

13.2. TW Reported that she had spoken to Crowe, the audit firm, and that she has worked with them closely and is impressed with their knowledge. She asked that the board approves Crowe for the FY23 financial statements audit.

ACTION: The action to approve Crowe as the FY23 financial statement auditors is APPROVED.

13.3. TW indicated that the last report recommended an internal control function for the London campus. She advised that the Audit and Advisory Services of Northeastern University was in the process of conducting a risk assessment and evaluating the internal control environment. She thinks the results will help create a three year plan. The team also reviewed travel expenses and procurement card usage. This will be continued on an annual basis. TW anticipates that payroll, student billing, and IT systems and controls will be the focus items over the next few years. She thanked CEO and Vanessa Carreras for their attention and cooperation.

13.4. TN noted that the desire for consistency, to the extent possible, between the campuses will help with student mobility and enrollment.

13.5. Redacted information.

13.6. The reforecast for FY23 was presented and the proposed budget for FY24 was NOTED with understanding that additional activities could occur prior to final approval at the April Board.

ACTION: CEO to communicate this internally

14. Other Business

14.1. There being no other business the Chair declared the meeting adjourned with thanks and appreciation to the board and staff.

Matters Arising

19 October 2022

Action Number	Action Item	Action Owner	Expected Completion Date	Progress/Update
1	Ensure Audited Accounts are signed	CEO	ASAP	COMPLETED

18 January 2023

Action Number	Action Item	Action Owner	Expected Completion Date	Progress/Update
1	Arrange required filings and inform relevant teams internally re change to Company Secretary and Governors	CEO	ASAP	
2	Finalize agreement with University of Kent	SW	ASAP	
3	Finalize and submit the Teaching Excellence Framework	SW	ASAP	
4	Continue to work on new approved programs	SW	ASAP	
5	Redacted information	CEO	ASAP	

6	Publish revised student protection plan	CEO	ASAP	
7	Hire external consultant for review	CEO	ASAP	
8	Document appointment of SW as Academic Dean	CEO	ASAP	
9	Enact benefit changes	CEO	ASAP	
10	Reappoint Crowe	CEO	ASAP	
11	Communicate approval to start recruiting for FY24	CEO	ASAP	