

<u>NORTHERN SCHOOL OF CONTEMPORARY DANCE</u>		
<u>BOARD OF GOVERNORS</u>		
Minutes of the meeting of the Board of Governors held at 3pm on 25 October 2022 in the Meeting Room.		
Present:	Peter Moizer (Chair), Sharon Watson (Principal), Mark Baker, Theresa Beattie, Vinny Leach, Cathy Myles, Phil Sanger, Peri Thomas	
In attendance:	Vice-Principal and Director of Studies, Director of Finance and Resources, and Clerk to the Governors	
Apologies:	Kate Buckham, Gary Clarke, Ben Mitchell, Jonathan Pryor	
		Action
<u>DECLARATIONS OF INTEREST</u>		
B22/01	There were no declarations of interest. The Chair congratulated Cathy Myles on her promotion to Chair at the University of Leeds.	
<u>MINUTES OF THE LAST MEETING</u>		
B22/02	The minutes of the meeting held on 19 July 2022 were reviewed and approved as an accurate record.	
<u>MATTERS ARISING ON THE MINUTES</u>		
B22/03	The action log was received and the contents noted.	
<u>GOVERNANCE MATTERS</u>		
B22/04	The Board had received a paper containing a number of recommendations in relation to governance which was presented by the Clerk to Governors.	
B22/05	<p>RESOLVED:</p> <ul style="list-style-type: none"> i. That David Jones be appointed as an independent Governor for a 4-year term, with immediate effect. ii. That Peri Thomas be appointed as Chair of the Remuneration and Staffing Committee and Kate Buckham be appointed as a member of the Committee. iii. That Vinny Leach be appointed as a member of the Nominations and Governance Committee. iv. That the end of the second term of office of Tamsin Cooper be noted and the Board expressed its thanks to her for her work and support for the School. A card and flowers had been presented at the recent Away Day. v. That Peter Moizer be reappointed as Chair of the Board for a second 2-year term, with effect from 15 December 2022. vi. That a pay award of 3% for all staff be approved, with effect from 1 November 2022, on the recommendation of the Remuneration and Staffing Committee. Lowest paid staff would also receive an additional increment. vii. That the updated terms of reference for the Academic Board, as recommended by that committee, be approved. 	
<u>PRINCIPAL'S REPORT</u>		
B22/06	<p>The Board considered the Principal's Report which included:</p> <ul style="list-style-type: none"> • NPO update • CDD transition update • Staffing update 	

	<ul style="list-style-type: none"> • Capital/estates update • Leeds 2023 • Leeds Dance Partnership • Learning & Participation Update • Centre for Advanced Training • Events and Projects update • Access and Participation Plan • Student recruitment • Marketing <p>Governors agreed that the Away Day at the end of September had been very productive and the Principal reported that they had a follow up meeting with the facilitator, Keith Bartlett, at the beginning of December.</p> <p>It was noted that announcements were still awaited in relation to both World-leading and NPO funding.</p> <p>It was reported that the deed of agreement for the distribution of remaining CDD funds would require application of the School's seal since it was to be executed as a deed. The Board approved application of the seal for that purpose and to release remaining funds held by CDD.</p>	
B22/07	<p>RESOLVED:</p> <p>i. that the Principal's report be noted.</p> <p>ii. That the School seal be applied to the deed of agreement for the distribution of remaining CDD funds and that the Chair and Principal be authorised to sign the document.</p>	
	<u>VICE-PRINCIPAL'S ACADEMIC REPORT</u>	
B22/08	<p>The Vice-Principal presented his Academic Report which included:</p> <ul style="list-style-type: none"> • OfS updates • Degree awarding powers • Teaching Excellence Framework • Review of course provision • Admissions • NSCD Conference <p>A question was asked about why Norway had been identified as a priority for international student recruitment and it was reported that the School had always had good relationships there and a strong alumni presence. It was suggested that there might be an opportunity to expand that further within Scandinavia.</p>	
B22/09	RESOLVED: That the Vice-Principal's Academic Report be noted.	
	<u>NATIONAL STUDENT SURVEY REPORT</u>	
B22/10	<p>A report on the National Student Survey had been circulated and congratulations were expressed to staff for such a positive outcome. The School achieved 91% overall satisfaction, which was 22% higher than the sector average for creative subjects. Engagement with the survey had also been very good, at 96%.</p> <p>A question was asked about whether any thought had been given to changes in the methods of assessment, and the Vice-Principal reported that a consultation was taking place on whether feedback should be separated from the marks, as there had sometimes been critical feedback given which did not correlate with the grade.</p>	

	Clarification was sought about the rationale for the comparator institutions and it was reported that they were the closest fit, and that the School was very small compared to others.	
B22/11	RESOLVED: That the National Student Survey Report be noted.	
	<u>ANNUAL COURSE MONITORING REPORT</u>	
B22/12	The Board received the Annual Course Monitoring Report and noted that given the timing of the Academic Board meeting, it had not been possible to include feedback from student representatives before circulating the paper to the Board. That information would be added before the report was finalised. The Board agreed that it had been a good process and scrutiny had been robust, leading to an appropriate action plan.	
B22/13	RESOLVED: That the Annual Course Monitoring Report be noted.	
	<u>OFS REGISTRATION</u>	
B22/14	A copy of the letter from the Office for Students (OfS) confirming the School's registration in the register of higher education providers had been circulated, along with associated appendices, and the Board noted its responsibility to ensure that the School continued to satisfy all its ongoing conditions of registration.	
B22/15	RESOLVED: That the letter from the OfS confirming the School's registration in the register of higher education providers be noted.	
	<u>ACCOUNTABILITY</u>	
	<u>Annual Accountability Statement 2021-22</u>	
B22/16	The Board considered the Annual Accountability statement for 2021-22 which was required by the OfS, and submitted on the School's behalf by CDD, along with the Letter of representation to CDD. It was noted that this had been reviewed by both the Finance and Resources and Audit Committees for assurance.	
B22/17	RESOLVED: That the Accountability Statement 2021-22 be approved for signature.	
	<u>Audit Committee report to the Board 2021-22</u>	
B22/18	The Board considered the Annual Audit Committee Report to the Board for 2021-22 and noted that the purpose of the report was to provide the Board with the committee's assurance that reliance could be placed on the School's internal control systems and the work undertaken to promote economy, efficiency and effectiveness. The Chair of the Audit Committee highlighted the particular risk relating to the staffing of the finance team.	
B22/19	RESOLVED: That the Audit Committee report to the Board 2021-22 be noted.	
	<u>FINANCIAL MATTERS</u>	
	<u>Financial Statements 2021-22</u>	
B22/20	<p>The following statutory year end items were considered by the Board:</p> <ul style="list-style-type: none"> • Financial statements for the year ended 31 July 2022. • Audit Closing Report and Management Letter. • Management Letter of Representation. <p>The Annual Accounts showed a positive operating position for the School, with an operational surplus for the year of £12K compared with £214K in the previous year and a closing reserves balance of £4,924K compared with £2,626K the previous year. The increase in the overall level of reserves was due to a reduction in the</p>	

	<p>pension fund liability of £2,286K, compared with an increase of £549K in the previous year. This was primarily due to the investment market bounce back after the impact of Covid19 and was a non-cash adjustment which did not impact on the day to day operation of the School.</p> <p>Governors recognised that there was a good underlying operating performance despite the recent economic circumstances and recorded their thanks for such good results.</p> <p>It was noted that the Auditors had issued an unqualified Audit Report, and they had highlighted two amber issues, with associated recommendations, in their Audit Closing Report and Management Letter, all of which the School had accepted.</p> <p>It was agreed the strategic report section would be reviewed and updated once the new strategic plan had been approved.</p>	
B22/21	<p>RESOLVED:</p> <ul style="list-style-type: none"> i. That the Financial Statements for 2021-22 be approved for signature by the Chair of the Board of Governors ii. That the Letter of Representation be approved for signing by the Chair on behalf of the Board of Governors iii. That the Audit Closing Report and Management Letter be noted. 	
	<u>Budget update 2022-23 and Going Concern</u>	
B22/22 – 23	CONFIDENTIAL MINUTE	
	<u>SAFEGUARDING POLICY</u>	
B22/24	The updated Safeguarding Policy had been circulated and it was noted that it had been reviewed by both the Safeguarding Governor and the Safeguarding Committee. It was agreed that the Chair's name should be updated.	
B22/25	RESOLVED: That the Safeguarding Policy be approved, subject to updating of the Chair's name.	
	<u>STRATEGIC RISKS</u>	
B22/26	The strategic risks had been circulated and the contents were noted.	
B22/27	RESOLVED: That the Strategic risks be noted.	
	<u>MANAGEMENT ACCOUNTS – QUARTER ENDED 31 JULY 2022</u>	
B22/28	The Board received a copy of the management accounts to 31 July 2022 that had previously been scrutinised by the Finance and Resources Committee.	
B22/29	RESOLVED: That the management accounts to 31 July 2022 be noted.	
	<u>COMPLIANCE</u>	
B22/30	The Board received copies of the Health and Safety Annual Monitoring Report 2021-22 and the Safeguarding Annual report 2021-22, along with the Annual Remuneration Report 2021-22 and the HR Data report 2021-22.	
B22/31	<p>RESOLVED:</p> <ul style="list-style-type: none"> i. That the Health and Safety Annual Monitoring Report 2021-22 be noted ii. That the Safeguarding Annual Report 2021-22 be noted. iii. That the Annual Remuneration Report 2021-22 be noted. iv. That the HR Data Report 2021-22 be noted. 	

	<u>MINUTES</u>	
B22/32	<p>The Board received and noted the following Committee minutes:</p> <ul style="list-style-type: none"> i. Finance and Resources Committee – 5 July 2022 ii. Audit committee – 14 June 2022 iii. Remuneration and Staffing Committee – 19 October 2021 and 15 March 2022 iv. Academic Board – 5 April 2022 v. Nominations and Governance Committee – 28 September 2021 	
B22/33	<p><u>ANY OTHER BUSINESS</u></p> <p>The Principal provided an update on the work taking place on equality, diversity and inclusion in the School and it was noted that a full audit would be undertaken, with the first meeting of the Committee to be held the following week.</p>	
B22/34	<p><u>DATE OF NEXT MEETING</u></p> <p>It was noted that the next meeting was a special meeting to consider the Annual Financial Return and five-year financial plan to be held on Tuesday 22 November at 6pm.</p>	
	The meeting closed at 4.35pm	