

Joint Board of Directors and Board of Governance

Date: 16/04/2025
Time: 11:00 – 13:00
Location: Online (MS teams)

Attendees:			
Present:	Name	Position	Initials
	Aaron Porter	Chair of the Board of Governance	AP
	Nazim Uddin	Chair of the Board of Directors/ Director/ Head of Quality Assurance	NU
	Athiqul Islam	Director/ Head of HR and Finance	AI
	Shiraj Islam	Director/ Head of Marketing and Work-Based Learning	SI
	Roger Bradburn	Principal / Chair of Academic Board	RB
	Andreea-Alexandra Burlan	Student Member	AaB
	Fateh Hussein	Student Member	FH
	Ashur Banipal	Student Member	AB
	Sarah-Jo Loveday	Director/ Non-Executive member	SJL
	Helen Pickering	Non-Executive member/ Chair of Audit, Risk Management and Remuneration Committee (ARMRC)	HP
	Elizabeth Williams	Non-Executive member - from item 6	EW
	Carl Stychin	Non-Executive member	CS
	Sarah Ryan	Non-Executive member	SR
	Dr Shorful Islam	Non-Executive member	SHI
	Linda Felton	Non-Executive member	LF
In Attendance:	Kate Stoneman	Academic Project Manager (DAPs)	KS
	Dawn Turpin	Governance Advisor (External)	DT
	Sumaiyah Mehnaz	Quality and Governance Administrator	SM
Apologies:	Aleksandra Osiniagova	Head of Academic Services and Vice Principal (Observer)	AO
	David Douglas	Head of Programme Delivery (Observer)	DD
	Aamir Mehmood	Head of Data Management and Compliance (Observer)	AM

Note Taker: Sumaiyah Mehnaz (17/04/25)

Reviewed by: Dawn Turpin (30/04/25) / Nazim Uddin (19/05/25) / Aaron Porter (20/05/25)

Part A Board of Governance (BoG)

0. Welcome and Introductions

The Chair of the BoG welcomed all members of the Board, particularly the student members who were attending their first meeting and the external governance advisor, Dawn Turpin, who was attending to contribute to discussions regarding the Governance Framework (Items 14 and 21c). The meeting was being recorded for the purpose of the minutes.

1. Apologies for Absence

Apologies for David Douglas and Aamir Mehmood were noted.

2. Declaration of Interests

The Chair noted he had been invited, in his role as Chair of BPP University, to sit on a Steering Group being set up at the request of the Department for Education by the Committee of University Chairs to review the governance of the higher education sector.

3. Minutes of the previous meeting

The minutes of the meeting held on 28 November 2024 were approved as an accurate record of the meeting.

a. Review all actions points (AP) from the last meeting

AP1: Complete

AP2: Work in progress

AP3: Work in progress

AP4: Complete

AP5: Complete

AP6: Complete

AP7: Complete

AP8: Complete

AP9: Complete

AP10: Ongoing

4. Matter arising not elsewhere on the agenda

None noted.

5. Report from Principal

The Principal provided a brief oral update, highlighting the following key areas:

New Degree Programmes:

Two new degree programmes – one in Business and Entrepreneurship, the other in Hotel Management – have been fully developed, including all core documentation such as module specifications and course handbooks. The College was operationally ready to deliver these programmes in principle, subject to a successful validation event and formal external approvals. This marked important progress towards NDAP readiness.

Operational Restructuring:

Following a recent leadership change in the employability and progression department, the Head of Programme Delivery, with the support from the Principal, made some operational improvements including enhanced student voice mechanisms and alignment with the Office for Students (OfS) expectations.

University Partnership:

The Principal confirmed that the relationship with University of West London (UWL) was strong and productive. UWL's higher expectations were driving internal improvements. The College had been

encouraged to apply to deliver UWL courses at the Broadstairs campus, with the offer of further support. The Principal noted the partnership remained valuable and largely issue-free.

Members welcomed the Principal's report noting its transparency regarding the challenges the College was managing alongside its achievements.

6. Student Course Experience

The Chair invited the student members to comment on the student experience.

Academic and Teaching Support:

The Student President and Vice-Presidents praised the quality of teaching, practical learning opportunities, and supportive staff.

Student Engagement:

Suggestions were made to increase student events and encourage wider participation, as many students were reserved or not engaged.

Campus Facilities and Structure:

Positive feedback was given on recent improvements such as the student cafe, however, it was commented that the layout of the Ilford campus building was confusing for new students. The Head of Quality Assurance advised that the College has been actively seeking a dedicated campus site in Ilford for many years, although the availability of suitable educational premises in East London were limited.

Communication Issues:

A member invited the students to comment on the quality of teaching in classrooms. One of the Student Vice-Presidents noted some students had difficulty in understanding lecturers with strong accents. It was acknowledged that engaging with diverse forms of spoken English is a valuable skill.

Teaching Delivery:

To improve teaching delivery, the College had implemented the NCL Teaching and Practice Framework and formed a team dedicated to pedagogical development. As referenced in the Principal's report, proposals to enhance collaboration between academic and administrative staff were expected to further improve course delivery and the overall student experience.

7. Academic and Prevent Duty Risks

a. Academic Risk Register

Members were informed that the Academic Risk Register had been streamlined to focus on nine key risks. It was noted that the College was in the process of migrating the register to a digital risk management platform, which would be in use by the next meeting. No major academic risks were identified at present, and members were reassured that the mitigation strategies currently in place appeared effective.

Two minor errors in the register were noted to be amended (AP1):

- Risk 7 to be reclassified as 'minor' (green), rather than 'moderate' (yellow).
- Risk 9 to remain 'moderate' but should be colour-coded yellow for consistency.

b. Prevent Duty Risk Register

The Principal confirmed that the College maintained a robust and compliant approach. The Prevent system was well-managed, with timely submissions and regular training provided to staff, both in-person and online. No specific issues had been raised.

c. Corporate Risk Register

The Chair of the ARMRC confirmed that the committee recently reviewed the Corporate Risk Register and suggested minor improvements, particularly regarding the presentation of IT-related risks. These updates would be reflected in the next iteration and were detailed in the ARMRC meeting minutes (item 20a).

Members emphasised the need for improved presentation of information on corporate risk. In response, the Head of Quality Assurance explained that a separate Risk Management Framework policy provided a key to the risk categories and the scoring methodology and would be circulated to all members after the meeting. (AP2) The new software supported the RM Framework operationally, but the reporting functionality was limited. Members noted that information on the mitigating actions being taken in response to identified risks was essential for effective risk assessment.

The Chair concluded that the current presentation of the corporate register should be considered a work in progress, with further refinement required to ensure the information provided enabled the ARMRC and the BoG to meet its risk oversight responsibilities. (AP3).

8. New Degree Awarding Powers (New DAPs)

a. Progress Report for Joint BoG-BoD on the New DAPs Application

The DAPs Academic Project Manager provided an oral update on the new DAPs application and reported the following:

DAPs Steering Group:

The DAPs Steering Group remained active with themed monthly meetings. Leadership had passed to the Principal, supported by the Head of Quality Assurance.

Action Plan:

The nine-point action plan had seen strong progress. Remaining tasks were largely refinements, with ongoing staff training planned to ensure readiness.

Staffing and Resources:

Plans were in place for staff training and development, with improvements underway to learning resources. Transitions would be managed to retain current staff.

Policies:

A phased policy review was ongoing, informed by a gap analysis against UWL's policy framework.

Next Steps:

The DAPs Academic Project Manager proposed reinstating the Project Board to finalise DAPs preparations, including agreement on actions during probationary period. The College would continue HE development and update the OfS when appropriate.

The Chair enquired about application readiness. The DAPs Project Manager confirmed the College intends to be ready to submit the application immediately once the temporary hold was lifted.

- b. **Minutes of NDAP Steering Group Meeting (21.11.2024)**
Noted.

- c. **Minutes of NDAP Steering Group Meeting (12.12.2024)**
Noted.

- d. **Minutes of NDAP Steering Group Meeting (15.01.2025)**
Noted.

- e. **Minutes of NDAP Steering Group Meeting (27.02.2025)**
Noted.

9. College Review and Enhancement Report (CRER) 2023-2024

The Principal reported that most programmes were performing well, with strong retention and success rates. However, concerns remained around attendance, student drop-out rates, and graduate progression.

Members raised queries regarding enrolment-to-completion ratios, attendance, and employability. In response, the Principal and Head of Quality Assurance acknowledged these were ongoing challenges, particularly with mature learners, and outlined interventions including Individual Learning Plans (ILPs), one-to-one support, and a structured teaching model for adult students.

While the College exceeded OfS benchmarks for retention and completion, progression into employment remained below sector expectations and was a key focus for the College.

10. Academic Board Meeting Minutes

a. Annual Report of the Academic Board to the BoG – 2023-2024

The Principal reported that the Academic Board was operating effectively overall, with appropriate coverage of academic matters. Recent efforts had focused on streamlining meetings to prioritise key strategic areas such as recruitment, retention, and graduate progression.

It was noted that meeting agendas could be further focussed and members more engaged to ensure the Academic Board was effective in supporting academic governance and the academic priorities of the College. (AP4)

- b. **Academic Board Meeting Minutes (27.03.2025)**
Noted.

11. Strategic Development/Estate/Resources

a. Key Performance Indicators (KPI) Report – November 2024

The Principal presented the KPI report. Members asked what impact the failure to meet targets, specifically the POLAR4 area based targets might have for the College. The Chair clarified that these targets were part of the Access and Participation Plan submitted to the OfS. While progress is monitored, there were no immediate consequences if the College could demonstrate active efforts to achieve them. Sanctions would only arise if there were both failure and inaction, which was not the case for the College.

b. Strategic Plan 2025-2030

The Principal highlighted progress on the Strategic Plan, noting the need to align sub-strategies and refine the document. The Away Day would support further development.

Members advised creating a concise, high-level version with clear KPIs and a defined audience. The Chair and Principal noted that the current version met regulatory needs, but agreed that a shorter summary would improve engagement when presenting for other purposes. See item 21b for appointed action.

12. Student Recruitment Update

The Head of Marketing and Work-Based Learning provided an update on student recruitment and confirmed that targets for the April intake were met across all campuses. There was no April intake at the Gants Hill campus.

It was emphasised that marketing and admissions teams applied rigorous eligibility checks and interviews to ensure candidates met entry requirements. Referrals from current and former students had also contributed significantly to recruitment success. A more complex recruitment landscape is anticipated for the September intake, and the Marketing and Recruitment Manager will provide detailed reports to support proactive planning and informed decision-making. (AP5)

13. Access and Participation Plan Progress Report

Noted and approved by the Board.

14. Governance Framework and Quality Assurance Response

The governance advisor was invited to comment on the Governance Framework. It was noted that the previous version had been reviewed during the course of the Governance Review undertaken in 2024. The latest version reflected these recommendations; however, it was unclear whether some had been fully implemented. The governance advisor suggested the Framework document not be presented for approval until completion of a further review. The ARMRC had yet to review some documents included within the Framework as had been noted during the meeting. The document would be brought forward at the next meeting in July for approval. See item 21c for appointed action.

15. Financial Performance

a. Nelson College London (NCL) Financial Statements

Noted.

b. OfS Financial Returns

Noted.

16. Away Day 2025

The Chair noted the Board Away Day set for 20th May 2025. The agenda and timings were to be finalised and circulated to members.

17. Any Other Business

None noted.

18. Date and time of the next meeting(s):

23/07/2025: 2-4pm

26/11/2025: 11-1pm (in-person)

Noted.

Part B – Matters Reserved for the Board of Directors (BoD)

19. Financial Performance

a. NCL Financial Statements

The Chair of the BoD confirmed that, in line with the delegation of authority recorded in the previous BoD meeting, the Director/Head of HR and Finance had signed and submitted the financial statements to Companies House and the Office for Students (OfS). These submissions had been completed, and the Board formally ratified the submissions.

b. OfS Financial Returns

Approved by the Board of Directors.

20. Audit, Risk Management, and Remuneration Committee (ARMRC)

a. ARMRC Minutes

The ARMRC minutes were presented subject to approval by the ARMRC. The minutes were noted by the Board of Directors.

b. P059 Career Development Opportunities and Pay Structure Policy

The Chair of the BoD noted that this policy was reviewed by the ARMRC to support their deliberations on remuneration arrangements. No changes had been made to the policy and it was presented for noting only. The Chair of ARMRC, noted that during their review, the Committee recommended that HR revisit the language used in the policy, particularly regarding the criteria and references to intellectual aptitude, to ensure alignment with current organisational practices, this action to HR has been recorded in the ARMRC minutes.

c. P031 Performance Appraisal Policy and Procedures

The Chair of the BoD introduced the Performance Appraisal Policy and Procedures. The policy had not been modified and was to be reviewed by the ARMRC. The Chair of ARMRC, confirmed that the Committee was responsible for the policy and for ensuring the procedures were being carried out. ARMRC had requested a report from HR confirming that the appraisal process has been followed, this action has been recorded in the ARMRC minutes.

d. P077 Anti-Bribery and Corruption Policy

The Chair of the BoD introduced the Anti-Bribery and Corruption Policy, noting that it had been drafted following a recommendation from the 2024 governance review but had not yet been approved by the ARMRC. The policy was presented for noting.

The Chair of ARMRC, confirmed that the Committee had discussed the recommendation to introduce a threshold for gift registration and to establish a mechanism for reviewing reported gifts. It had been suggested that the Principal and Vice Principal oversee this process. It was agreed that the policy be redrafted to incorporate the recommendations made by the ARMRC, for review by the Chair of ARMRC before it was submitted to the BoD for approval. (AP6)

e. ARMRC Terms of Reference

The Chair of the BoD introduced the revised ARMRC Terms of Reference (ToR), noting that the document had been updated to reflect recommendations in the governance review and prior discussions. Key changes included the Chair of BoD to be 'in attendance' at the meeting rather than a member in line with good governance practice, clarification on the role of ARMRC and the BoD/BoG, and the addition of oversight of specific policies and procedures for ARMRC. The revised ToR had not been reviewed by the ARMRC and was presented for noting.

It was agreed that the ToR should be submitted to ARMRC for endorsement before it was presented to the BoD for formal approval. (AP7)

21. Academic and corporate governance, risks, and value for money

a. NCL Value for Money Report 2024-25

The Board of Directors had approved the Value for Money Report and recommended that it was published onto the College website. (AP8)

b. Strategic Plan 2025-30

Following on from the discussions noted in item 11b, the Board agreed to approve this document as a detailed Strategic Plan, and to receive an abbreviated, public version (condensed into one or two pages). (AP9)

c. Governance Review Recommendations Update

The Chair introduced the Governance Framework and the response to the Governance Review recommendations, noting that the Governance Framework required further review by the governance adviser as recorded in minute 14 above. It was agreed that a meeting of the Steering Group to discuss the recommendations relating to the role of the BoG, the appointment of an additional independent non-executive director to the BoD and the governance code to be adopted by the College needed to be scheduled to enable finalisation of the documents. (AP10)

It was also agreed that the College's governance advisor and the Chair of ARMRC would discuss the documents requiring ARMRC review prior to submission of the Framework for approval. (AP11)

d. Proposal for College-wide Departmental Budgeting Process

The Chair noted that the proposal for a college-wide departmental budgeting process had arisen from discussions at the last meeting and remained an outstanding action. The Principal was asked to prepare a proposal for review at the July meeting. (AP12)

Action Plan

Action point	To Do	Person Responsible	Deadline	Status	Comments
AP1	To amend the academic register to correct two minor errors: <ul style="list-style-type: none"> Reclassify Risk 7 as 'minor' (green) instead of 'moderate' (yellow). Risk 9 to be colour-coded yellow in line with its 'moderate' assessment. 	AM	15.07.25	Complete	
AP2	To circulate the Risk Management Framework to all members.	SM	15.07.25	Complete	
AP3	To review the format for the presentation of corporate risk management information to the ARMRC and the BoG to enable it to meet its oversight responsibilities	AM	15.07.25	Complete	
AP4	To review the agenda of the Academic Board and make it more streamlined.	RB	15.07.25	WIP	
AP5	To provide reports on the upcoming September intake regarding student recruitment.	SI	15.07.25	Complete	See item 11 on agenda
AP6	To redraft the Anti-Bribery and Corruption Policy to incorporate the feedback and recommendations provided by ARMRC and send to the ARMRC Chair for review before re-submitting for BoD approval.	TR	15.07.25	WIP	
AP7	ARMRC to endorse the Terms of Reference and submit to the BoD for approval.	SM	15.07.25	Complete	
AP8	To publish the Value for Money Report onto the College website.	SM	15.07.25	Complete	
AP9	To produce an abbreviated, public version of the Strategic Plan 2025-30	RB	15.07.25	Complete	
AP10	To arrange a meeting of the Governance Review Steering group to discuss how recommendations from the Governance Review were to be implemented.	SM	02.07.25	Complete	See item 14 on agenda
AP11	The Governance Advisor and the Chair of ARMRC to review the latest version of the	DT/HP	15.07.25	Complete	

Action point	To Do	Person Responsible	Deadline	Status	Comments
	Governance Framework and Governance Review recommendations.				
AP12	Principal to present the proposed college-wide departmental budgeting process for review and approval.	RB	15.07.25	Complete	See item 18 on agenda

Previous Action Plan:

Action point	To Do	Person Responsible	Deadline	Status	Comments
AP3	To develop an action tracker to monitor updates and progress on the Governance Review and include this as an agenda item for future meetings for oversight and follow-up.	DT	15.03.25	WIP	
AP10	To contribute to the College-wide budgeting process at departmental level for all Operational activities and forward planning for key projects/activities.	RB	15.03.25	Ongoing – refer to AP12 above	

Action Plan from 2 meetings ago:

Action point	To Do	Person Responsible	Deadline	Status	Comments
AP5	The proposal for delegated budgets covering Non-structural expenditures to be decided by BoD/ BoG, possibly in the next meeting, after consulting with the new Principal.	BoD/ BoG members	14.11.24	WIP - Refer to AP 10 above	