

<u>NORTHERN SCHOOL OF CONTEMPORARY DANCE</u>		
<u>BOARD OF GOVERNORS</u>		
Minutes of the meeting of the Board of Governors held at 5pm on 8 July 2025 held online via TEAMS		
Present:	Peter Moizer, (Meeting Chair), Vinny Leach Sharon Watson (Principal), Jo Nicol, Theresa Beattie, Marc Ireland, Paul Brennan, Griselda Togobo, Catherine Thristan and Gary Clarke	
In attendance:	Vice-Principal and Director of Studies, and Clerk to the Governors	
Apologies:	Nina Lewis, Kate Buckham, David Jones, Isaac Lewis,	
Absent:	Jawad Ashad, Jonathan Pryor	
		Action
<u>DECLARATIONS OF INTEREST</u>		
B24/109	There were no declarations of interest.	
<u>MINUTES OF THE LAST MEETING</u>		
B24/110	<p>The minutes of the meeting held on 6 May 2025 were reviewed and approved as an accurate record.</p> <p>A verbal update was provided following questions on the progress of lobbying of government and relevant agencies around funding for the arts.</p>	
<u>MATTERS ARISING ON THE MINUTES</u>		
B24/111	<p>The action log was received, and the contents noted.</p> <p>The Clerk outlined that all items which had been completed would be moved off the action log for the start of the new academic year.</p> <p>It was requested that a new column be added to outline the deadline date and the actual date that actions were completed.</p>	
<u>PRINCIPAL'S REPORT</u>		
B24/112	<p>The Principal had provided a written update as part of the Board papers and summarised as follows.</p> <ul style="list-style-type: none"> Acknowledged the ongoing conversations with OfS to achieve FDAP and that we are still awaiting final written confirmation of the decision. Estates strategy work has recently gathered pace and there are now two sites under consideration. The Board were requested to consider the appointment of Atam Verdi of Aspinall/Verdi – Property Regeneration Consultants to support with the process to bid / acquire sites and potential design and usage of sites. The initial fee for this work is £1850 +VAT. There is an allocation for Estate Development within the 25.26 budget. Outlined that applications would be submitted to OfS and ACE both of whom have opened Capital Development Funds. A working party of Peter Moizer, Vinny Leach and Paul Brennan to work with the Principal with delegated authority from the Board to progress and review estates-based development options and submissions. 	Principal & CEO
B24/113	RESOLVED: the Principal/CEO's update be noted, and that the Principal/CEO will continue to progress the Estates strategy by circulating full details of the two options for estate development to the Board. It was noted approval to be given for the engagement of Atam Verdi of Aspinall/Verdi to support NSCD in progressing the options and feasibility for the estate development.	
<u>VICE PRINCIPAL'S REPORT</u>		
B24/114	The Vice-Principal had provided a written update as part of the Board papers and summarised as follows.	

	<ul style="list-style-type: none"> • He acknowledged that the process for the FDAP decision continues, and the QAA report was being finalised. NSCD had provided further detailed responses to OfS for QAC and it was unusual for two submissions to be made to QAC. • The VP would provide any correspondence to the Clerk for circulation to the Governors in relation to FDAP. • It was noted there are practical implications around a later than anticipated notification of FDAP but NSCD are aware of these and have a contingency plan in place which will require formally notifying students who have accepted an offer of the change of Awarding Body and the students needing to reaccept their offer. It is not anticipated that students will decline their offer with a change of Awarding Body. • Year 2/ 3 students will continue their studies with University of Kent as their awarding degree body but there is some potential option for the release of Year 2 students once a decision is communicated and formal discussions with University of Kent can commence. • Changes have occurred at the Quality Office at University of Kent and the VP is in close communications with them regarding our position. • 5 partners have been validated from September including Bristol Old Vic and Central School of Ballet. • Student showcases had been undertaken with very positive feedback • The Student Survey results would be released within 24hrs. <p>It was outlined that recruitment for the BA programme for 25.26 had increased significantly. This can be accommodated because of one of the Cert HE programmes no longer running and allocating the teaching resource and space to BA programmes. Space at RJC has also been secured for a year to provide additional studio space.</p> <p>It was noted that with further work being undertaken on the course costings the Board will need to review the sustainability of the postgraduate offer moving forward and this may reduce to accommodate an increase in BA provision. There are plans for new courses to come on board in 2026.27 academic year.</p> <p>The VP reported NSCD were successful in being awarded £75k of funding from the Wolfeson Foundation for upgrades to the Riley Theatre and this work would commence in the coming months.</p>	
B24/115	RESOLVED: the Vice-Principal updated was noted.	
	<u>GOVERNANCE MATTERS</u>	
B24/116	<p>The Board received a paper outlining several proposals in regard to the membership of the Board of Governors and the sub committees.</p> <p>It was noted that two applications for the role of Independent Governor had been received, and interviews would be set up for the beginning of August. A panel of PM, VL and TB was agreed.</p> <p>There had been two applications received from NSCD Staff to fulfil the role of Staff Academic Rep and Non-Academic Staff rep. It was agreed that Dr Helen Kindred and Hannah Shields be approved to join the Board from the start of the 25.26 Academic Year.</p> <p>The membership of sub committees was discussed alongside the appointment of Chairs of Committees following on from changes at Board level.</p>	
B24/117	RESOLVED: that the following be approve	Clerk to the Governors

	<ul style="list-style-type: none"> i. Approving the appointment to the Board of new NSCD Non-Academic Staff Governor Hannah Shields and Dr Helen Kindred as Academic Staff Governor ii. Approving the appointments of Sub committee Chairs as follows Finance and Resources – Peter Moizer Remuneration and Staffing – Catherine Thristan Audit – Jo Nicol Nominations and Governance – Vinny Leach iii. Approving the appointments to sub committees as follows Marc Ireland joins the Audit Committee leaving one remaining vacancy Paul Brennan joins the Remuneration and Staffing Committee iv. A vacancy remains on the Audit Committee and will be filled once the Governor recruitment process has been concluded. v. A new Student Rep will join the Board once Student Elections for a President have been concluded. 	
	<u>NPO PAPERS, FINANCE AND RISK REGISTER</u>	
B24/118	<p>The Board received a range of papers and updates relating to the NPO funding received by NSCD from Arts Council England (ACE).</p> <p>The NPO specific risk register was noted and confirmed that there is an overall risk for ACE / NPO funding as part of the overall Strategic Risk Register.</p> <p>It was noted and agreed that to improve NSCD reporting to ACE around NPO funding that changes be made to the order and presentation of update information. It was agreed from the next Board meeting that an overall summary report of ACE / NPO/ L&P would be a stand-alone item and no longer included as part of the Principal / CEO update. The report would section out progress under clear headings.</p> <p>It was noted that a copy of Board papers would be made available to Desiree Cherrington – ACE Relationship Manager Dance – North when issued to the Board.</p> <p>The Board reviewed and approved the contents of the 25.26 Outcomes Activity Plan and the NPO Investment Principles Plan.</p> <p>The NPO finances were tabled at the meeting and reviewed. It was noted that the grant from ACE works on a financial year from April- March and the relevant proportional information is included in the wider NSCD Budget being drafted for the 25.26 Academic year. The Finance Department will continue to support with the submission of information required.</p> <p>PM confirmed he has attended various meetings and has been included in correspondence from ACE. It was noted that the change in Chair would be notified to the relevant personnel at ACE so that Vinny would assume this function moving forward.</p>	
B24/119	<p>RESOLVED: that the NPO papers, updates, finances and Risk Register be approved and approval granted for these to be uploaded to Grantium. The Board agreed the reorganisation of where NPO information is presented so it appears all under one agenda item.</p> <p>NPO will be included at every NSCD Board meeting and positioned at the start of meetings to allow for enough review and scrutiny.</p>	Clerk / NPO Manager
	Emma Bird from Harris, Lacey and Swain who have been appointed to support NSCD with financial matters on an interim basis joined the meeting to support the presentation of papers around the management accounts and budget preparation.	
	<u>FINANCIAL MATTERS</u>	

B24/120	<p><u>9 monthly management accounts</u></p> <p>The Board received the 9-month management accounts, and the position was noted. The Board approved the accounts and noted they had been shared with the External Audit Partner.</p>	
	<u>May 2025 monthly management accounts</u>	
B24/121	<p>A copy of the May 2025 monthly management accounts was received by the Board. This marked the first time monthly accounts were being shared and enabled the Board to have insight into a more current financial position of the organisation.</p> <p>The May accounts presented a current deficit of (£23k) against a budgeted loss of (£447k). Overall, it was estimated that the end of year position would be circa (£200k) loss. Some debate took place around how realistic this figure was. It was noted this was based on current information, but greater analysis of monthly trends is being gathered as accounts are now produced on this basis. With greater visibility of figures and approaching the year end greater insight will be gathered.</p> <p>The Board approved the accounts and noted they would now be shared with the External Audit Partner.</p>	
	<u>Draft 2025.26 NSCD Budget</u>	
B24/122	<p>The Board received a presentation on the process applied to date in the development of a budget for the 25.26 Academic year.</p> <p>The process was being led by the Clerk to the Board alongside resource from HLS. Previous budgets had been assessed and a new template created that allows for costings to be presented on academic course basis and business areas. This has allowed for better insight on decisions to be made and will allow the Board to see a true costings exercise.</p> <p>It was noted that the new accounting software would be introduced in August switching from Sage 200 to Xero and an external company have been contracted to manage the migration of historical data. Using Xero will allow for greater insight and analysis into the organisation's finances and increased reporting functionality.</p> <p>Emma Bird confirmed that once the budget has been completed and approved this will be entered into Xero and will enhance the production and timescales for monthly management accounts.</p> <p>Moving forward greater analysis of performance vs previous year can be presented to the Board to see where there are changes occurring in income and expenditure.</p> <p>It was requested that a working party be established to examine the budget in greater detail and for a delegation of authority to approve the budget. This would allow for budgets to be in place and signed off for the start of the academic year in order to allow the staffing to commence planning and booking of external services and support.</p> <p>A detailed summary to be presented to the November Board reviewing the final end of year position and the first quarter of the new academic year budget.</p>	
B24/123	<p>RESOLVED: that the April and May monthly management accounts be approved.</p> <p>A working party consisting of Peter Moizer, Jo Nicol and Vinny Leach to be formed to review the budget in detail and approve.</p>	Clerk
	<u>POLICY SUMMARY</u>	
B24/124	<p>Two policies were presented to the Board for approval. These being</p> <ol style="list-style-type: none"> Related Parties Transactions Policy Freedom of Speech Policy 	

	Discussion took place in regard to both policies.	
B24/125	<p>RESOLVED: that the Governors review the final draft of the Related Party Transaction policy and provide any further feedback by end of August. If there are no further amends this policy will be adopted and form part of the staff handbook.</p> <p>The Freedom of Speech Policy was approved and will now be published on the NSCD website in order to be compliant with regulations as outlined by OfS.</p>	Clerk / VP
	<u>STRATEGIC RISKS</u>	
B24/126	The strategic risks had been circulated, and the contents were noted.	
B24/127	RESOLVED: That the Strategic risks be noted.	
	<u>MARKETING AND COMMUNICATIONS UPDATE</u>	
B24/128	The Marketing and Communication report was shared for information. The	
B24/129	RESOLVED: That the Marketing and Communications update be noted.	
	<u>MINUTES</u>	
B24/130	<p>The Board received and noted the following minutes:</p> <ul style="list-style-type: none"> a. Finance and Resources Committee – 20 May 2025 b. Audit Committee – 10 June 2025 c. Remuneration and Staffing Committee – 17 June 2025 d. Finance and Resources Committee – 19 June 2025 e. Nominations and Governance meeting – 7 July 2025 f. EEDI meeting – 13 March 2025 	
B24/131	RESOLVED: that the minutes from all the various meetings were received and approved.	Clerk
	<u>PROPOSED MEETING DATES FOR BOARD AND COMMITTEES 2025.26</u>	
B24/132	A schedule of meeting dates for the Board and sub committees for the 25.26 Academic year was presented.	
	RESOLVED: That the meeting schedule was noted and approved. The Clerk to the Governors would issue diary invites for all meeting to the relevant personnel.	Clerk
	<u>AOB</u>	
B24/133	<p>Peter Moizer as Chair wished to place on record his and the Board's thanks to Kate Buckham who will retire from the Board in October 2025. She has made a significant contribution during her 8 years of service and provided invaluable advice in particular areas.</p> <p>Peter Moizer also recorded the Board's thanks to the two staff Governor reps who have stepped down in recent months. Amaury Lebrun and Mark Baker had acted in a bridging role to ensure staff views were well represented at Board level.</p> <p>Peter Moizer finally thanked Nina Lewis for her contribution as a Student Governor over the past two years. She had ensured the voice and needs of the students were central to decisions taken by the Board.</p> <p>Sharon Watson paid tribute to Peter's leadership of the Board of Governors over a period of 5 years. He has steered the organisation through a period of change and development and while initially the role was reluctantly accepted, he has executed the role to a high standard.</p> <p>Peter thanked the Board for their kind words and congratulated Vinny on her appointment as Chair.</p>	
B24/134	The meeting closed at 6.40pm.	
	The next meeting will take place on Tuesday 18 November at 3.00pm in person at NSCD meeting room.	

