

BOARD OF GOVERNORS

Confirmed

**Minutes of the Board of Governors meeting held on
Friday 8th June 2018 at 2.15 pm in the Joseph Tucker Room**

Attendance

Mr P Van Damme (Acting Chair)	
Ms S Aitken	Prof D Church
Ms S Davis	Mr D Carr (SU President),
Ms P Judd	Mr F Howie
Dr A Perera	Mr B Morris
Mr N Spenceley	Prof T Middleton (Vice-Chancellor)
Mr A Radford	Mr J Swan
Mr P Swan	Mr I Hutton-Jamieson
Ms S White	

In Attendance: Mrs R Leno (Clerk), Mrs Catriona Wood (Director of Business & Finance), Mrs Janine Rusbridge (Director of HR) until 3.30 pm, Ms Lesley Graham (Pro Vice-Chancellor (Academic)), and Mr Patrick Kennedy (Collective Intelligence Consulting Ltd).

GB/18/47 **APOLOGIES FOR ABSENCE AND WELCOME**

Noted Apologies for absence were received from Mrs J Smith, Mr A Creed, Mr P Downer, Mr S Brice, Prof D Church, Mr R Eveleigh, and Mr G Page. In the absence of the Chair, it was agreed that Mr P Van Damme (Vice-Chair) would be appointed as Acting Chair for this meeting.

GB/18/48 **STARRING OF AGENDA ITEMS**

Agreed The starring of agenda items was noted and agreed.

GB/18/49 **DECLARATION OF INTERESTS**

Noted No new Declarations of Interest received.

GB/18/50 **NOTIFICATION OF ANY OTHER URGENT BUSINESS**

None received.

GB/18/51 **BOARD OF GOVERNORS MINUTES**

Agreed The Board received and confirmed the minutes of Board of Governors meeting held on 23rd March 2018.

GB/18/52 **MATTERS ARISING FROM THE MINUTES**

Noted The following matters arising were considered:

52.1 **Students' Union Constitution (Minute GB/18/33.3)**

Considered The Board noted that the Chair had taken Chair's action to approve some changes to the structure of the SU's elected posts.

**SU President
to update
Board,**

Members asked for an update about the proposal to register the Students' Union for charitable status. It was reported that WUC is working with the NUS towards attaining "Quality Students' Union" status. Once this is achieved, the SU will apply to become a charity, which will involve appointing Trustees. It was hoped that this would take place over the summer in time for the next academic year.

52.2 **GDPR (Minute 18/37)**

Considered

The Board received an update on GDPR compliance, as produced by the University College Secretary. It was noted that Essex County Council's information governance team had been supporting colleagues at WUC with the development and implementation of an action plan. WUC had focussed on reconfirming permissions with stakeholders and was continuing to map data processes and where data was held. WUC had purchased a staff training module which would be made available to staff to undertake online. Governors requested that they could also access this training module.

Considered & Agreed

Members asked about the appointment of a Data Protection Officer (when the University College Secretary leaves at the end of July). It was felt that the post holder should be independent and have a direct reporting line to the Board or the Chair of the Audit Committee (which was the case at the University of Essex).

Considered & Agreed

It was noted that Scrutton Bland had undertaken a progress review, and that this report should be submitted to the next meeting of the Audit Committee. It was agreed that the Audit Committee should receive an updated action plan and details about the overall approach at WUC, including a review of the risks.

**UCS/
Director
Business &
Finance,
Audit
Committee**

GB/18/53 **VICE-CHANCELLOR'S UPDATE**

Considered

The Board received an update by the Vice-Chancellor. The main items of discussion are summarised below:

Noted

53.1 It was reported that consultation regarding the strategic change agenda had been extended, and would close today. [REDACTED]

[REDACTED] It was reported that the Personnel & Remuneration Committee had discussed this in detail earlier today, and that SLT would be meeting soon to reach decisions. It was reported that although WUC did not formally recognise the Trades Unions, there had been communication and cooperation with them during this process.

Noted

53.2 It was reported that governors had attended meetings with student representatives of courses that were being phased out. Students had been reassured those courses would be taught out appropriately and that students' interests would be protected. The Board thanked the Students' Union President for his role in these discussions and for his support in communications with students.

Agreed

53.3 It was noted that some HEIs had reapplied for the TEF this summer. It was agreed that WUC needed to work towards progressing from Bronze to Silver, and the Board asked SLT to prepare an action plan for a future meeting.

Noted

53.4 [REDACTED]

Considered 53.5



It was noted that there was subject variation at WUC, and that vet and equine programmes were experiencing more positive recruitment than other subject areas. It was reported that WUC is focusing on increased marketing of HE provision (for 2018 and also the 2019 intake) and has engaged a digital agency to run a social media campaign, as well as a new initiative involving posters outside schools and leisure venues. There was an increased focus on marketing provision to local schools. It was hoped that apprenticeship provision could be further expanded.

Note4d 53.6

It was reported that Eastern and Otley College was ending the delivery of HE provision on the Otley campus, and that some HE students had been contacting WUC to inquire about moving to WUC. Staff had held a special event for these interested students and it was hoped that some may choose to transfer to WUC.

Considered 53.7

Members asked about FE to HE progression, and it was reported that FE students were invited to HE taster/experience days. It was reported that work is ongoing to improve progression rates, which varies across subject areas. Progression was said to be better in areas with shared facilities where the staff worked more closely together. It was hoped that the new PAM/CAM structure would facilitate closer working and more progression. Members asked whether SLT could consider financial incentives to progressing students, including discounts on accommodation, bursaries, cash etc.

SLT to consider incentives

GB/18/54 **STRATEGIC VISION**

Considered

Mr Patrick Kennedy (Collective Intelligence Consulting Ltd) gave a presentation to the Board regarding progress with developing the new strategic vision. It was reported that the aim was to consult and engage with a range of stakeholders, which meant that the approval of the final strategic vision had been postponed until the autumn. The plan was to hold meetings with stakeholders during June, July and September, focussing on the curriculum portfolio, income generation and financial sustainability, the student experience, strategic partnerships and organisational culture, as well as looking at building links with our alumni. Work was also underway to look at the potential market for our provision and our market share in comparison to other institutions, and how our provision is marketed. Discussions were also ongoing regarding the estate and it was agreed that there should be a new estates master plan, focussing on the student experience.

Considered

There was some discussion regarding the management information and data governors received, and whether this was sufficient for the Board to identify risks and opportunities. It was noted that Scrutton Bland had undertaken an audit of management information and that this had felt that not all KPIs were being presented to the Board.

Agreed

The Board welcomed the development of the new strategic plan and felt it was important to look to the future and to rally the staff with a new sense of what WUC stood for and was trying to achieve. This needed to be ambitious and student focussed, defining WUC's culture and values.

GB/18/55 **AREA REVIEW AND COLLABORATION WITH CHELMSFORD COLLEGE**

Considered

The Board received and considered the notes of the joint meeting of representatives of WUC's Board with the Board of Chelmsford College, held on 26 April 2018. It was reported that the Vice-Chancellor is continuing to liaise with the Principal of Chelmsford College, and that a further report will be submitted to the Board for

Clerk July Agenda

consideration in July.

GB/18/56 **FINANCIAL**

56.1 **Management Accounts**

*Considered
and Agreed*

The Board received and considered the management Accounts for the 9 months to end April 2018. Discussions focussed on the income and expenditure, and it was noted that the deficit of £1.3 million was larger than had previously been forecast. [REDACTED]

The Board agreed that staff costs were still too high, while income had fallen. It was reported that some staff costs would be removed by the end of this financial year, but that WUC would not achieve its target of saving £1.5 million on staff costs. It was noted that the exceptional costs of the redundancies were not yet included in the accounts (as the process had not been completed).

It was noted that the budget for 2018/19 was being produced and would be considered by the Finance & General Purposes Committee on 14th June. [REDACTED]

GB/18/57 **STUDENT MATTERS**

57.1 **Students' Union Update**

Considered

The Students' Union President provided a verbal update and confirmed that Emma-Jane Murray had been elected as the new SU President, with effect from the end of July 2018. It was reported that the current President would stay on at WUC as the SU Sabbatical officer and that together, the 2 post holders hoped to enhance the feeling of student community on campus, with more events and activities available for students. It was reported that the recent May ball had been very successful, with 353 tickets sold and it was hoped to make this even better in 2019.

Considered

It was reported that a student survey had been undertaken, and while only 39 students and 10 staff had responded, the results had suggested that more students were happy with the SU at WUC, and that the situation had improved since the score in the 2017 NSS. It was reported that the SU is working with the NUS on achieving "Quality SU" status and plans to further improve the SU at WUC.

Considered

There was some discussion about students' mental health and the fact that this issue was gaining more attention across the sector. It was noted that the SU Welfare Officer post was currently vacant and that an election would be held shortly. In the meantime, the SU was working to raise awareness and to hold events to support and inform students.

GB/18/58 **FE & HE UPDATE**

58.1 **FE Issues**

Considered

The Pro Vice-Chancellor (Academic) provided a further update on the outcome of the Ofsted inspection, as the official report had been received since the update to the last meeting of the Board. It was reported that the marketing team were running a targeted campaign to promote WUC's Ofsted Good, with a press release, newsletters to local schools, adverts in local press, and a social media campaign. High street recruitment events were also planned for June and July in Chelmsford and Colchester. It was believed that the Ofsted Good would further boost FE recruitment. It was reported that the Ofsted result had not yet been celebrated at WUC, due to the timing with the consultation process. It was agreed that an event should be held in September and that staff should be thanked for their contributions and hard work.

Considered

An update was provided on key data, including retention [REDACTED]



It was reported that work was underway to produce the SAR, and it was hoped to validate this at the end of October. Governors, particularly members of ASQC, were invited to attend the SAR validation event scheduled for 26th October, and it was noted that colleagues from Chelmsford College had also been invited.

Clerk's Note: The SAR validation event was subsequently changed to Friday 2nd November 2018.

58.2 Academic Board minutes

Considered The Board received and considered the minutes of the Academic Board meeting held on 9th May 2018. There were no particular items of note.

GB/18/59 HUMAN RESOURCES UPDATE

59.1 HR Issues

Considered It was noted that the Personnel and Remuneration Committee meeting held earlier in the day had considered in detail the strategic change process and the staff survey results.

59.2 Staff Survey

Considered & Agreed The Board received and considered the results of the staff survey. The Board requested a summary and analysis of the results be presented to the next meeting. It was reported that the next step was that UCEG would be asked to consider the findings and to work to agree actions, before the results were shared with the wider staff. The outcomes would also be used to inform the development of the new strategic plan.

Clerk July agenda

There was some discussion regarding the comments made about the visibility of the Board and it was agreed that the Board would consider this issue further as part of the planned governance effectiveness review. It was noted that governors are regularly invited to attend WUC events, as appropriate, and it was agreed that the Clerk should continue to invite members in order that governors had opportunities to engage with the wider staff at WUC.

GB/18/60 INTERNAL AUDIT

Considered The Board received and considered for information Scrutton Bland's Risk and Assurance Progress Report, 2017-18. It was noted that the Audit Committee meeting scheduled for 8th June (today) had been deferred until July, in order to receive and consider the internal audit reports which were not yet available.

GB/18/61 HEALTH AND SAFETY

Considered The Board received and considered the minutes of the Health, Safety and Welfare Committee meeting held on 12 March 2018. It was noted that health and safety had been considered in detail by the Personnel & Remuneration Committee meeting held earlier in the day. There were no significant items to highlight.

GB/18/62 RISK MANAGEMENT

Considered & Agreed The committee received and considered the risk matrix, which had not been updated since the February 2018 meeting of the Audit Committee. The Board asked that SLT update the risk matrix for consideration at the 13 July meetings of the Audit Committee and the Board, and that consideration be given to updating the

SLT to update for July Board

risks relating to HE recruitment, OfS registration and GDPR.

GB/18/63 **MEMBERSHIP OF THE BOARD AND ITS COMMITTEES**

The Acting Chair was asked to leave the room for the consideration of this item.

63.1 Term of Office of Mr P Van Damme

Considered & Agreed

The Board considered for approval the proposal that Mr Paul Van Damme is re-appointed for a further one year term of office, with effect from July 2018. Mr Van Damme was first appointed in July 2010 and has served two 4 year terms, which is the normal maximum term of office. However, the Search and Governance Committee had recommended that he is reappointed for one extra year, due to exceptional circumstances. The Board agreed this appointment.

GB/18/64 **HONORARY AWARDS**

Considered & Agreed

The Board received and considered for approval a confidential proposed honorary award, which had been considered and approved by the Academic Board and which the Search and Governance Committee had recommended for approval. The Board was pleased to approve this nomination, which will be WUC's first honorary award since gaining TDAP.

Clerk/VC's Office to invite nominee

Considered

Members queried whether the Board should reconsider the nomination of a WUC alumni, which had been proposed some years ago but which did not fulfil the University of Essex Criteria. It was agreed that the Clerk would investigate this nominee and refer the issue to the Search and Governance Committee for consideration.

Clerk to refer to Search & Governance Committee

GB/18/65 **COMMITTEE MINUTES**

Noted

Members received and noted the minutes of the following meetings:

- 65.1 Finance & General Purposes Committee meeting held on 15th March 2018.
- 65.2 Audit Committee meeting held on 23rd March 2018.

GB/18/66 **PROGRAMME OF WORK**

Noted

The Board received and noted the Programme of Work for the Governing Body.

GB/18/67 **USE OF THE COLLEGE SEAL**

Noted

The Board noted that the following documents were sealed during the period 17th March 2018 to date:

- 67.1 Leases and power purchase agreements for solar panels, with Daytime Power Ltd.

GB/18/68 **NOTIFICATION OF CHAIR'S ACTION**

Noted

The Board noted that the Chair had taken Chair's Action to approve the following large spends:

- 68.1 [REDACTED]
- 68.2 [REDACTED]
- 68.3 [REDACTED]
- 68.4 [REDACTED]

GB/18/69 **ANY OTHER URGENT BUSINESS**

Noted

None received.

GB/18/70 **FORTHCOMING MEETINGS**

Noted It was noted that the next meeting of the Board of Governors is scheduled for **Friday 13 July 2018 at 1.30 pm**, and that a governor Development Day has been scheduled for **10 September 2018**.