

BOARD OF GOVERNORS

Confirmed

**Minutes of the Board of Governors meeting held on
Friday 23rd March 2018 at 1.00pm in the Joseph Tucker Room**

Attendance

	Mrs Julia Smith (Chair)
Mr S Brice	Prof D Church
Ms S Davis	Mr R Eveleigh
Ms P Judd	Mr F Howie
Dr A Perera	Mr B Morris
Mr K Moule	Prof T Middleton (Vice-Chancellor)
Mr A Radford	Mr J Swan
Mr P Swan	Mr P Van Damme
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), Ms Lesley Graham (Pro Vice-Chancellor (Academic)), Mr Andrew Thomson from ACER (for item 5: Area Reviews, only), and Mr Patrick Kennedy (Collective Intelligence Consulting Ltd).

GB/18/24 APOLOGIES FOR ABSENCE AND WELCOME

Noted The meeting commenced with a lunch with representatives of the Students' Union. The Student Officers remained for consideration of item 10 (which was moved to the start of the meeting). The Chair welcomed Mr Andrew Thomson (ACER) and Mr Patrick Kennedy to the meeting.

Noted Apologies for absence were received from Mr A Creed, Ms S Aitken, Mr P Downer Mr D Carr (SU President), Mr N Spenceley, and Mr G Page.

The Board congratulated Mr Fergus Howie on his farm, Wicks Manor, being awarded the East of England Co-op Producer of the Year, 2018.

GB/18/25 STARRING OF AGENDA ITEMS

Agreed The starring of agenda items was noted and agreed.

GB/18/26 DECLARATION OF INTERESTS

Noted The Clerk reported a declaration of interest relevant to the agenda: that one of her cousins is married to the Clerk at Chelmsford College.

GB/18/27 NOTIFICATION OF ANY OTHER URGENT BUSINESS

Agreed The Chair reported that the intention was to hold a closed meeting after the general business of the Board meeting was concluded at 3.30pm. This meeting was for independent board members only, and staff members would be asked to leave the meeting.

GB/18/28 AREA REVIEWS

Considered Mr Andrew Thomson (ACER) attended the meeting to give a presentation about the conclusions of the Area Review and proposed future collaboration with Chelmsford College. Members had received and considered the report of The Greater Essex Further Education Area Based Review (March 2018).

It was noted that collaboration had to be mutually beneficial to be worthwhile, and that collaboration would mean aligning the mission and values of both institutions. It was reported that the most likely areas for collaboration were apprenticeships and technicians to serve the local employment market. There might also be scope to collaborate on supporting students with mental health issues, and to seek funding for this from the Big Society Project. Collaboration could also involve closer working of staff, students and sharing of resources. Another area for collaboration could be engineering, with the Crawfords development and Chelmsford College's provision in this area. It was reported that plans for collaboration will be considered during the development of WUC's new strategic plan.

Clerk's Note: It was subsequently agreed to hold a joint meeting of representatives of WUC's Board of Governors, and the Board of Chelmsford College. This meeting is scheduled for 4pm on Thursday 26th April 2018.

Mr Andrew Thomson left the meeting after this item (at 2.15).

GB/18/29 **BOARD OF GOVERNORS MINUTES**

Agreed The Board received and confirmed the minutes of Board of Governors meeting held on 24th November 2017.

GB/18/30 **MATTERS ARISING FROM THE MINUTES**

Noted The following matters arising were considered:

30.1 **Writtle in a Page (Minute GB/18/14.3)**

Considered The Vice-Chancellor tabled a draft Writtle in a page infographic. Members were asked to pass on any comments on the draft to the Clerk before this document is finalised and then circulated to all members.

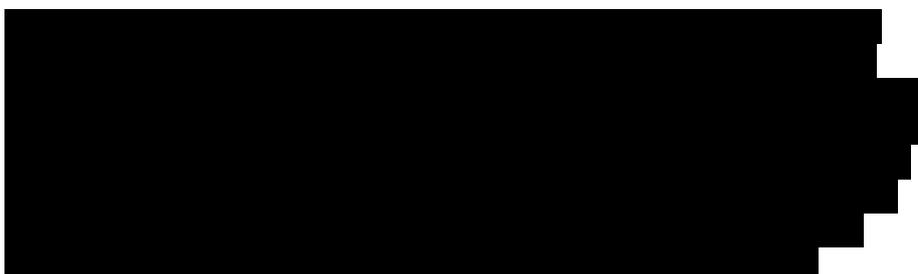
GB/18/31 **VICE-CHANCELLOR'S UPDATE REPORT**

Considered The Board received a presentation by the Vice-Chancellor, which outlined some of the developments and actions that had been undertaken since the last meeting of the Board. The main items of discussion are summarised below:

31.1 **External regulators**

Noted It was reported that the Ofsted Inspection (13 & 14 March 2018) had been positive, although the outcome remained confidential. The Vice-Chancellor and the Chair congratulated and thanked the FE team for their work in supporting this inspection. It was noted that no provider in the Eastern Region had been awarded an Outstanding and that this remained the goal of WUC moving forward.

Noted



Noted It was reported that WUC has employed a consultant to produce the application to register with the OfS, due by 23 May. The application will include an evaluation WUC's Access Statement, details of the financial position and the action taken regarding the NSS outcomes.

31.2 **Student Recruitment**

Noted

[REDACTED]

As a whole, HE recruitment is around 2% down across the sector. Members asked about the sector trend and it was reported that there was a falling demographic with fewer 18 year olds, that there were increased financial pressures on students that were deterring some school leavers from progressing to further study, and that apprenticeships were now a competitive alternative. It was also reported that WUC's HE recruitment is largely regional and that it was important to gain a greater understanding of this market in order to grow recruitment. Some competitors e.g. Harper Adams University, had experienced an increase in recruitment, and in order to compete, WUC needed to focus on its strengths and ensure it was offering what students wanted.

Considered and Agreed There was a discussion regarding the need to invest in facilities to attract students. The new equine facility was welcomed, but it was noted that more investment was needed for some other areas. It was agreed that funding should be sought from outside sources including asking employers and the LEP. It was agreed that it was important to align capital spending with curriculum planning and to invest in priority areas.

SLT

Agreed WUC is focussing on Open Days and conversion, as well as plans to launch new programmes in September 2018 in canine therapy and a new level 5 apprenticeship and HNC and HNC in business. It was noted that the business courses would provide progression opportunities for students completing business courses at Chelmsford College. Governors asked if in future recruitment data for the board could cover 3 years, to allow for greater comparison.

**Vice-Chancellor
June agenda**

31.3 **Strategic Vision**

Considered It was reported that Mr Patrick Kennedy and colleagues would be supporting the development of the new strategic vision and that this would be considered in detail at the governor development day scheduled for 26th April. It was reported that the development day would include a tour of some parts of the campus, to allow governors to gain an insight into the student experience. It was reported that WUC is holding a Marketing Strategy Day on 11 May, and volunteers were asked to attend this. It was also reported that the Finance & General Purposes Committee was seeking to establish a group to look at food and farming and how to use the estate.

GB/18/32 **FINANCIAL**

32.1 **Management Accounts**

Considered and Agreed The Board received and considered the management accounts for the period ending 28th February 2018. [REDACTED]

Operating expenditure was underspent, but further spending was planned to tackle property maintenance and compliance issues.

Considered and Agreed

[REDACTED]

32.2 **Annual Review of the appointment of legal advisers**
The Board received and considered the annual review of the appointment of WUC's legal advisers. It was noted that this had been considered by the Finance & General Purposes Committee meeting held on 15th March 2018, and that the committee had agreed to recommend to the Board the approval of this review. The Board approved this review.

Considered
and Agreed

32.3 **Issues arising from the Finance & General Purposes Committee**
There were no other issues to report from the committee's meeting held on 15 March 2018.

Noted

GB/18/33 **STUDENT MATTERS**

33.1 **Students' Union Update**
The Board received and considered the Students' Union update report. It was noted that the summer ball was scheduled for 18th May 2018. The Vice-Chancellor confirmed that the new HE Study Centre would be open shortly just for Year 3 students studying over Easter, and would then open for all HE students after the Easter break.

Considered

33.2 **Students' Union Accounts**
The Board received and considered the Students' Union Accounts, which were approved.

Considered
& Agreed

33.3 **Students' Union Constitution**
It was noted that the October 2017 Board meeting had considered the revised SU Constitution and that a query had arisen regarding the legal status of the Students' Union. It was reported that the SU has been working with the NUS to find the best model for its status, and as a result of this consultation it was proposed that the SU should be established as a charity. The Board agreed in principle to this proposal, but requested further information. It was agreed that the Chair, Vice-Chancellor and Student Link Governor (Mr F Howie) consider this issue further outside of the meeting.

Considered
& Agreed

**Chair, Vice-
Chancellor
and Student
Link
Governor**

GB/18/34 **FE & HE UPDATE**

34.1 **FE OFSTED INSPECTION**
The Board received and considered an update on the Ofsted Inspection, 13 & 14 March 2018. It was noted that the inspection focussed on 8 lines of enquiry, devised from the previous inspection report (January 2014) and the Self-Assessment Report. The outcome was reported, but it was noted that the outcome of the inspection remained confidential until the formal outcome letter is received. It was reported that an action plan has been drawn up to address any issues arising from the inspection, and that this will be considered by the Academic Standards & Quality Enhancement Committee at its meeting scheduled for 17 April 2018.

Considered
& Agreed

**Clerk, ASQEC
agenda**

The SLT wished to thank governors for their support, particularly the Chair of the Board who had been interviewed by Ofsted inspectors as part of the inspection.

Agreed

34.2 **Academic Board minutes**
The Board received and considered the minutes of the Academic Board meeting held on 14 February 2018. There were no particular items of note.

Considered

GB/18/35 **HUMAN RESOURCES UPDATE**

35.1 HR Report

Considered The Board received and considered the confidential HR report, which had been considered in detail by the Personnel and Remuneration Committee meeting held on 2nd February 2018, together with an update of matters arising since that meeting. It was noted that Gender Pay Gap reporting would be made by 30 March. It was reported that it was in line with the sector average, but that SLT would consider the report and agree any action necessary, if appropriate. It was confirmed that there were no equal pay issues arising from this.

Noted It was reported that the Staff Survey had been undertaken and that there had been a 61% return, which it was agreed was disappointing. It was reported that the Director of HR was examining the results and a report would be presented to the next Personnel & Remuneration Committee meeting and the Board, for consideration.

Director of HR, June meeting

35.2 Issues arising from the Personnel & Remuneration Committee meeting held on 2nd February 2018.

35.2.1 Membership of the Committee

Considered & Agreed The Board considered for approval the recommendation of the Personnel and Remuneration Committee that the membership of this committee should be changed, in line with emerging sector best practice and the draft CUC Remuneration Code (December 2017). Namely, that the Vice-Chancellor ceases to be a member of the committee and instead, would be invited to attend meetings as appropriate (but excluding meetings that consider the remuneration of the Vice-Chancellor). The Board agreed this change to the membership.

35.2.2 PDR system

Considered & Agreed The Board considered the concern of the Personnel and Remuneration Committee that the mandatory PDR system is not being completed in line with the agreed KPIs. It was reported that PDRs are often undertaken, but the paperwork is not then completed and submitted to HR. The Board asked SLT to look into how to improve the PDR return rate and asked that the committee return to this issue at the next meeting.

SLT to consider

GB/18/36 **RISK MANAGEMENT**

Noted The Board received and considered the revised risk register as reviewed by the Audit Committee meeting held on 23 March 2018. [REDACTED]

GB/18/37 **INTERNAL AUDIT**

Considered The Board received and considered for information Scrutton Bland's Risk and Assurance Progress Report, 2017-18, as considered by the Audit Committee meeting held on 23rd March 2018.

The Chair of the Audit Committee reported that the committee had considered in detail the Internal Audit Report of Student Satisfaction and that there were a number of issues that needed to be actioned.

Considered & Agreed The Chair of the committee also reported that the committee had discussed GDPR and noted that the Scrutton Bland audit of this area had been delayed. The

Clerk, June agenda. SLT update

committee had agreed to refer the issue of GDPR to the Board for consideration and asked that SLT provide reassurance that actions were in place to address the implementation of GDPR in May 2018. The Vice-Chancellor reported that support had been provided by Essex County Council and as a result, an action plan was in place. It was agreed that SLT would update the Board further at the next meeting.

GB/18/38 **HEALTH AND SAFETY**

Noted The Board received and considered the minutes of the Health, Safety and Welfare Committee meeting held on 3rd October 2017. It was noted that resources had been allocated to progress maintenance and compliance issues on campus.

GB/18/39 **MEMBERSHIP OF THE BOARD AND ITS COMMITTEES**

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

39.1 Appointment of Chair

Considered & Agreed

The Board considered for approval the nomination for the appointment of Chair of the Board. It was noted that following a call for nominations, the current Chair had been nominated for a second term. The Board agreed to appoint the Chair, Julia Smith, for a second 3 year term of office, with effect from May 2018.

Mr Howie was asked to leave the room for the consideration of this item.

39.2 Appointment of Fergus Howie

Considered & Agreed

The Board considered for approval the proposal that Fergus Howie is appointed for a second four year term of office, with effect from June 2018. The Board agreed this appointment.

39.3 Other membership issues

Considered & Agreed

The Vice-Chancellor reported that consideration was being given to making changes to the structure of the Board, to allow for smaller meetings. Consideration was also being given to establishing a new Chancellor's Court, which might include stakeholders such as employers. Members urged caution that the Chancellor's Court would need to be a stakeholder group and not a governance group, in order to avoid any ambiguity with decision making (as the Board needed to remain in charge, in line with the Instruments and Articles of WUC). It was noted that the Chancellor's Court would also require resources to establish and maintain it.

Chair & Vice-Chancellor to consider

GB/18/40 **HONORARY AWARDS**

Noted There were no issues of note.

GB/18/41 **COMMITTEE MINUTES**

Noted Members received and noted the minutes of the following meetings:

- 41.1 Finance & General Purposes Committee meeting held on 10th November 2017.
- 41.2 Audit Committee meeting held on 10th November 2017.
- 41.3 Joint Finance & General Purposes and Audit Committee meeting held on 10th November 2017.
- 41.4 Academic Standards & Quality Enhancement Committee meeting held on 24th November 2017.
- 41.5 Personnel & Remuneration Committee meeting held on 2nd February 2018.

GB/18/42 **PROGRAMME OF WORK**

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

GB/18/43 **USE OF THE COLLEGE SEAL**

Noted The Board noted that the following documents were sealed during the period 24th November 2017 to date:

- 43.1 11 December 2017: Transfer of land to the rear of Lordships Stud to Stonebond properties Ltd.
- 43.2 8 January 2018: Transfer of land from joint ownership of Essex County Council and WUC to WUC. Land is Lawford Lane Sports Field (no sale or fee involved).

In addition, the following document was signed (but not sealed):

- 43.3 March 2018: Consent to the assignment from Green Nation Energy Ltd to Stellar Sixth (Green nation) Partnership of the lease over the airspace at Baroness Platt (for solar panels).

GB/18/44 **NOTIFICATION OF CHAIR'S ACTION**

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

- 44.1 Caterlink invoice dated 24th January 2018
- 44.2 Caterlink invoice dated 27th December 2017
- 44.3 Elmtree Construction invoice dated January 2018
- 44.4 Farm & Country Supplies invoice for fencing
- 44.5 Caterlink invoice dated 21 February 2018

GB/18/45 **ANY OTHER URGENT BUSINESS**

Noted None received.

GB/18/46 **FORTHCOMING MEETINGS**

Noted It was noted that the next meeting of the Board of Governors is scheduled for **Friday 8th June 2018 at 2.00pm**, and that a governor Development Day has been scheduled for **26th April 2018**.