

BOARD OF GOVERNORS

Confirmed

Minutes of the meeting of the Board of Governors, held on Thursday 21 January 2021 at 9.30 am via MS Teams

Attendance

Mr D Hewitt (Chair)	
Mr A Bols	Mr F Howie
Mr P Marshall	Mrs C Flanagan
Miss E-J Murray*	Prof T Middleton (Vice-Chancellor)
Mr M Pragnell	Mr A Radford
Mr N Spenceley	Mr S Spencer
Ms S White	Mr P Swan
	Mrs B Rigg

In Attendance: Mrs R Leno (Executive Governance Officer), Mr D Holmes (CFO), Mrs J Rusbridge (Director of HR & SS), Mrs R Meads (Head of Recruitment and Marketing), and Ms F Burrage (Director of FE). Miss Murray attended from 10.15 am.

GB/21/1 **APOLOGIES FOR ABSENCE AND WELCOME**

Noted Apologies for absence were received from Miss K Flude (SU President), and Ms T Coop (staff governor).

GB/21/2 **DECLARATION OF INTERESTS**

Noted No new declarations were received.

GB/21/3 **NOTIFICATION OF ANY OTHER URGENT BUSINESS**

Noted None received.

GB/21/4 **ENDURANCE ESTATES PROPOSAL**

Considered The Board received and considered for approval the recommendation of the Finance & General Purposes Committee meeting held on 12 January 2021, to approve in principle the appointment of Endurance Estates as the promotions partner for WUC's strategic asset sales and development, subject to contract. It was reported that the committee had held several meetings to consider the appointment of a development partner and that Strutt & Parker had supported the selection, shortlisting and interview process. It was noted that WUC had received nine expressions of interest and had interviewed three potential partners before shortlisting Endurance as the preferred partner. The committee had queried some of the proposals from Endurance (via colleagues at Strutt & Parker) and had negotiated an improved proposal.

*Considered &
Agreed*





Considered & Agreed

There was discussion concerning the task group membership. It was agreed that the membership should include a member with appropriate estates and planning experience. It was agreed that this person could be either a new governor recruited as part of the current governor recruitment drive, or a co-opted member appointed to this committee (and not a member of the Board). It was agreed to pursue this further and to make proposals to the next Board meeting.

Agreed

The Board agreed to approve in principle the appointment of Endurance as the development partner for WUC, subject to agreement of the Heads of Terms and contract. It was agreed that Endurance should be informed of this agreement in principle.

GB/21/5

STUDENTS' UNION CONSTITUTION

Considered

The Board received and considered for approval the revised Students' Union Constitution (covering both FE and HE), which was due for an annual review, as recommended by the UCLG. It was noted that the Students' Union was not a separate legal entity and that it had not been considered appropriate to pursue adopting charity status at this stage. It was reported that Board approval was needed now in order to facilitate the SU elections in February (which had been delayed from last summer due to COVID). It was also noted that the SU needed to appoint a Treasurer. It was noted that the SU President had agreed to continue to cover the post pending these elections but that it was important for the elections to go ahead in February and to appoint a new SU President and elected officers.

Governors felt that the document needed simplifying and further editing and rewriting in parts and it was agreed that Mr M Pragnell would liaise with the Director of HR & SS concerning recommended changes to the document. The Board also agreed it would be helpful for the SU Constitution to refer to free speech issues and equality, diversity and inclusion policies. Governors agreed to share best practice SU Constitutions from other institutions with the Director of HR & SS for reference.

Considered & Agreed

It was agreed to approve the SU Constitution, subject to amendments, in order to allow the SU Elections to occur as planned in February 2021. It was agreed to then review the constitution again in summer 2021 and to produce a five-year plan for the SU in line with WUC's new strategic plan, in summer 2021.

GB/21/6

REPORT AND FINANCIAL STATEMENTS 2019-20

Considered

The Board received an update from the CFO concerning the report and financial statements 2019-20, as approved by the Board at the meeting held on 19 November 2020. It was noted that Deloitte had been delayed from signing off the accounts after the Board meeting as a communication from Essex Pensions (including a Barnett Waddingham actuarial report) prior to completing the external audit process had raised a potential material issue regarding the valuation of WUC's Essex LGPS net liabilities at 31/07/20 as a result of the outsourcing of WUC's catering to Caterlink in 2014 and the subsequent transfer to Aramark in 2019. This situation had now been resolved with no adjustments necessary. The OfS extended the

national deadline for submission and publication of the financial statements and therefore this delay has not created any difficulties.

However, due to the passage of time since that date, Deloitte have undertaken further going concern review work (including reviewing the period five 2020-21 management accounts and the January 2021 Cash Flow Risks and Opportunities Report). There have been some minor changes to the narrative in the 2019-20 Financial Statements.

*Considered &
Agreed*

The Board agreed to re-confirm the approval of the report and financial statements 2019-20 and agreed that the Chair and Vice-Chancellor could sign these documents for submission to the OfS, once the Audit, Risk and Compliance Committee has undertaken a final check of the amended version of the document at its meeting scheduled for 28 January 2021.

GB/21/7 **PROGRESS WITH STRATEGIC PLAN DEVELOPMENT**

Miss Murray joined the meeting

Considered

The Vice-Chancellor provided an update concerning the development of the strategic plan. It was reported that the impact of COVID on the priorities and workload of the UCLG and wider staff had delayed progress with the strategic plan. The strategy was also contingent on WUC appointing a promotions and development partner, as discussed earlier in the meeting. However, the strategic intent document had been presented to all staff on 16 December 2020 as planned and progress was being made with the three enabling strategies: estates and facilities; learning and teaching; and people strategy.

It was reported that WUC had offered students a rebate on the halls of residence fees during the national lockdown, which had reduced WUC's planned income for 2020-21. WUC had also incurred additional costs for consultants for the FE and HE curriculum development work.

The Board welcomed the direction of travel and supported the ongoing work to develop partnerships and opportunities. It was noted that Board approval of the final strategic plan would be sought at the July 2021 meeting.

GB/21/8 **ANY OTHER UGENT BUSINESS**

Noted

None received.