

## BOARD OF GOVERNORS

Confirmed

Minutes of the Board of Governors meeting held on  
Friday 13<sup>th</sup> July 2018 at 1.30 pm in the Joseph Tucker Room

### Attendance

Mr P Van Damme (Acting Chair)	
Ms S Aitken	Prof D Church
Mr I Hutton-Jamieson	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
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)), Mr Patrick Kennedy (Collective Intelligence Consulting Ltd) and Mr Andrew Thompson (ACER) for item 9 only.

#### GB/18/71 **APOLOGIES FOR ABSENCE AND WELCOME**

*Noted* Apologies for absence were received from Mrs J Smith, Mr A Creed, Ms S Davis Mr P Swan, 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/18/72 **STARRING OF AGENDA ITEMS**

*Agreed* The starring of agenda items was noted and agreed.

#### GB/18/73 **DECLARATION OF INTERESTS**

*Noted* No new Declarations of Interest received.

#### GB/18/74 **NOTIFICATION OF ANY OTHER URGENT BUSINESS**

None received.

#### GB/18/75 **BOARD OF GOVERNORS MINUTES**

*Agreed* The Board received and confirmed the minutes of Board of Governors meeting held on 8<sup>th</sup> June 2018.

#### GB/18/76 **MATTERS ARISING FROM THE MINUTES**

*Noted* The following matters arising were considered:

##### 76.1 **GDPR (Minute 18/34.3)**

*Noted* It was reported that the Audit Committee had discussed this issue in detail at the meeting held earlier in the day and there were no issues of concern to raise with the board.

76.2 **Honorary Degree (Minute 64)**  
The Clerk reported that the Search and Governance Committee had discussed the confidential nomination raised at the last meeting, and had felt that there could be a reputational risk if this nomination was pursued. The Board agreed not to pursue this nomination.

Considered  
& Agreed

GB/18/77 **VICE-CHANCELLOR'S UPDATE**

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

Noted 77.1 It was reported that WUC had applied for OfS registration on 23 May 2018, and the application had included a revised approach to access and participation. WUC hopes to receive confirmation of our registration in September, [REDACTED]  
[REDACTED]  
HEFCE had asked that WUC returned to surplus as soon as possible and it is hoped that WUC could break even after 3 years, via reducing costs and by further growth (and WUC is changing marketing and recruitment processes to try to increase recruitment). [REDACTED]  
[REDACTED]

Noted 77.2 Reported that WUC had undergone a strategic change process designed to reduce staff costs (which were 62% of WUC's income). This focussed on reducing professional service staff costs. Some progress has been made to reduce costs through voluntary redundancies last year, but more needed to be done, so SLT agreed a restructuring plan which was announced at Easter. The consultation period was extended, as dialogue was effective. SLT had engaged with students affected by changes, supported by the Students' Union and governors. The final outcome was that restructuring had only achieved half of the savings sought, as SLT had agreed to retain some posts for operational reasons, to safeguard the student experience and for income generation. The desired savings were also not achieved as eligible staff had voted to keep the incremental pay rise.

77.3 Governors asked about staff morale. It was reported that the consultation has had affect on morale, but the consultation had also had some positive consequences.

Considered & Agreed 77.4 There was some discussion concerning the 2017 cost of living pay award, which has not yet been paid, and is due at the end of July 2018 (deferred but not backdated). It was felt to be a difficult position to try to withhold this, although it would cost £200,000 next year if implemented. SLT had sought legal advice about this as is a contractual obligation and it was agreed that if WUC did not honour this contractual obligation, there would be a risk of challenge by staff and UCU, and it could also damage staff morale.

The Board discussed this situation and supported SLT's recommendation that WUC should not break its contractual obligations and should honour the 2017 pay award. The Board agreed this award.

**HR to  
implement  
2017 pay  
award**

It was reported that WUC had resolved to withdraw from UCEA pay negotiations regarding the 2018 pay award.

Noted 77.5 It was agreed that WUC should make further savings elsewhere, in particular, the Board recommended reducing uncontracted/flexible staff spending to keep the total pay bill lower [REDACTED]  
[REDACTED] It was hoped to achieve some savings in short courses by using more of WUC's own staff for delivery.

77.6 It was acknowledged that WUC was currently facing a difficult financial position, and that a key priority of Governors as trustees was to safeguard the financial viability of the institution. It was reported that there is continuing dialogue with Chelmsford College regarding shared services, following the Area review process. It was noted that the Board will need to meet in August to approve the financial forecasts prior to OfS submission by 17 September 2018.

Agreed 77.7 The Board agreed that the focus should be income growth through recruitment, with more targeted marketing work to help achieve this. It was reported that WUC is working with external agencies to try to grow enrolment and that there has been some success in apprenticeship growth, and through starting new business and management programmes (a subject area with a high number of applicants nationally). WUC had also taken 15 HE students who were no longer able to study at Eastern and Otley College, and discussions with the Principal were continuing about further collaboration. WUC is also working to develop levels 6 & 7 apprentices.

77.8 It was noted that the successful Vet phys is now entering year 3 which is more clinical. WUC would like to claim band A funding for this provision, but can only qualify if we deliver the programme in a clinical situation (vet hospital), which we do not yet have. It was agreed that the Vice-Chancellor should discuss this with Prof David Church. It was noted that there is a growing US market for pre vet programmes, but WUC would need an articulation agreement (and it was hoped that Essex County Council may fund visits to the USA in autumn 2018 to progress this). It was reported that there was a proposal to develop a vet hospital on campus and that discussions were ongoing.

## GB/18/78 **STRATEGIC VISION 2018 AND PERFORMANCE REPORT**

Considered It was reported that workshops had been held to consider ideas for growth, including the future of the farm, use of the estate, and development of the curriculum portfolio etc. It was noted that WUC has a distinctive offer, local recruitment in an area with a growing demographic profile and proximity to London and population growth. It was reported that a decision had been taken to extend the strategic planning process to allow more time to engage with staff and students.

Noted It was noted that WUC is in a small pool of institutions with a TEF bronze. Some institutions have moved up to silver or gold in 2018, and few land based institutions are bronze. WUC is working to improve our TEF data, and has already improved our graduate destinations data and it was hoped to improve progression and retention data. It was reported that WUC will reapply in 2019 with the aim of achieving TEF Silver.

Considered It was reported that WUC needs collaboration with ARU (for PhD work & research grants), and Chelmsford College for FE work and FE to HE progression. WUC is also in liaison with Chelmsford City Council about an opportunity that businesses could be based here that link with our provision, similar to the Crawfords model with related growth in engineering provision.

Noted It was noted that the bulk of our income is from HE enrolments. WUC is good at conversion, but does not have enough initial applications. It was stated that this is due to our difficulties with our marketing and recruitment activities. It was stated that WUC needs to change its KPIs and management information so the board can monitor recruitment more effectively.

Patrick Kennedy highlighted page 3 of the strategy paper, a chart covering 2012-

2015 growth at our competitors. Agreed that we need to be better at selling ourselves to achieve critical mass.

Sessions with colleagues around portfolio development have highlighted some things we could change, such as the way we present courses in our prospectus, and that we could have more separate named pathways. It was noted that WUC is reintroducing business provision, as nationally (and internationally) there is a big market and it is also good for graduate attributes. It was reported that we have inherited the University of Essex validation process, but need to act quicker and change the culture at WUC to be more agile.

Considered It was noted that on 27th July we will receive our NSS results, and that the data will be published nationally in August. WUC will need to analyse the results and take action, and we will then have meetings with students in September. WUC needs to do more to respond to student feedback e.g. the HE student hub. The new HE student council next year could be a way to work more closely with students to obtain feedback and inform students of actions taken. It was noted that an update on the 2018 NSS results would be submitted to the October Board meeting.

**VC/Clerk  
October  
agenda**

It was reported that there is a January deadline for the 2020/21 prospectus, so if WUC wishes to change courses and course titles we will need to agree this by January 2019. It was reported that WUC is recruiting an interim marketing post for a new digital marketing campaign from 1 August.

It was stated that in the 2019 prospectus, modules sound fascinating, but the way programmes are presented does not make them as exciting or reflect that content. The example of Chester College was quoted as being much better at this. For example, in Animal science we have removed bracketed titles e.g. animal science zoo. Our applications dropped when the bracketed titles got removed. It could be achievable to reinstate these titles to boost recruitment. September's Academic Board will approval new course approval process to allow speedy changes to programmes.

It was reported that the timescale for the development of the new strategic plan was as follows: Governor development day on 10<sup>th</sup> September considers draft, and then Board final approval by November/December 2018.

Governors also received and considered the Performance Paper. The Vice-Chancellor asked for feedback from the Board about this overview of performance, including what management information would be useful to the board to allow comparison with our competitors.

#### **GB/18/79 AREA REVIEW AND COLLABORATION WITH CHELMSFORD COLLEGE**

Considered The Board received and considered the Phase 2 report (May 2018) and also a presentation by Andrew Thomson regarding collaboration with Chelmsford College. It was reported that the aim is to enhance the student experience, as well as to reduce costs and be more efficient.

It was reported that Phase 1 report was about sharing procurement and staff development services and premises contracts, while the Phase 2 outcomes propose IT and MIS main areas for shared working to save costs. Softer collaboration for HR could include shared staff development and mandatory training, and payroll functions. Premises would need more space utilisation data across two institutions.

Conclusions: The Board agreed that we should collaborate only if for mutual benefit and part of our vision. It was noted that Principal at Chelmsford and Vice-Chancellor are meeting regularly and also meeting with ARU to talk about

Chelmsford provision as a whole. Looking at formal progression for business and management and engineering provision, and conversations around sport involving sharing our facilities etc. WUC could help expand their HE provision.

**Vice-Chancellor & Principal to continue discussions**

The Board agreed to recommend a more ambitious plan for closer collaboration, and endorsed the Vice-Chancellor and Principal to continue discussions.

GB/18/80 **FINANCIAL**

80.1 **Management Accounts**

*Considered and Agreed*

The Board received and considered the Management Accounts for the 10 months to end May 2018. Feedback from F&GP Committee was that restructuring had failed to deliver the required financial savings and so WUC is facing a potential £1.3 million deficit (subject to LGPS and redundancy costs, which will go in the July costs for this year's budget). Noted that consultancy costs are included in here, but not costs relating to the strategic plan.

80.2 **Budget for 2018/19**

*Considered*

The Board received and considered the summary sheet for the 2018/19 budget, [REDACTED]

[REDACTED] It was noted that the F&GP Committee had considered this in detail on 5<sup>th</sup> July.

The budget assumptions show projected HE recruitment and income, based on historic numbers and conservative data which anticipate 15% fewer students for 2018, as applications down. It was noted that WUC anticipates growth for future years, as WUC will have new business provision and other curriculum changes.

*Noted*

It was reported that FE student numbers are better than shown in this budget with a 23% rise in acceptances (applications flat).

*Considered*

It was reported that WUC is looking at halls fees and accommodation costs and hopes to introduce self-catering accommodation in future. The catering contact is up for renew in 2019 and there is student demand for self-catering so it would be good for recruitment and the student experience if WUC can achieve this. It was noted that Dent been mothballed, but there is a 4 month booking by a film company which is positive.

*Agreed*

The Board agreed to approve the draft 2018/19 budget for internal use, but agreed to consider this again prior to the OfS submission.

**Director of Business & Finance**

GB/18/81 **RE-APPOINTMENT OF WUC'S INTERNAL AND EXTERNAL AUDITORS**

*Agreed*

It was reported that the Audit Committee had agreed at the meeting earlier to defer this item [REDACTED] The Board also agreed to defer this item to a later meeting.

**Clerk, next agenda**

GB/18/82 **STUDENT MATTERS**

82.1 **Students' Union Update**

*Noted*

The Students' Union President provided a verbal update of matters since the last meeting. It was noted that the SU is currently working towards events planned for September and as part of this, the SU is increasing the focus on FE students,

including a new FE freshers week. The SU has also scheduled HE council meetings for next year.

*Noted* The SU is also working with marketing on induction guides and guides to the work of the SU and is looking at assignment briefs and types of assessment. The SU is also working with Patrick Kennedy (Consultant) on how the SU sees WUC's vision in terms of the academic, living and social aspects.

*Noted* It was reported that the SU is still waiting for the NUS Quality SU to happen: they have submitted documents but are waiting for the visit. Until this occurs, the issue of the charity status of the SU cannot be resolved.

**Clerk, next agenda**

GB/18/83 **FE & HE UPDATE**

**83.1 HE Issues**

*Considered* It was reported that most issues had been covered in the meeting of ASQEC (earlier today) and had been discussed during the Vice-Chancellor's update earlier. It was reported that HE u/g and p/g applications are down, but that a lot of marketing work is taking place this summer and more students may be recruited during clearing.

It was reported that there have been staff changes in marketing, and WUC is bringing in an interim Marketing Manager to cover this period and clearing, while SLT fills the vacant posts. [REDACTED]

*Noted* It was noted that the NSS results are due to be published on 27<sup>th</sup> July. At WUC, 83.2% of students had responded to the survey. It was reported that WUC hoped that the results would show an improvement on last year's results, although it was possible there would be some variation across subject areas. It was acknowledged that the results were a potential risk to the profile of WUC if the institution did not perform well in the resulting league tables. The results would be submitted to the October Board for consideration.

**Clerk, October agenda**

**83.2 FE Issues**

*Considered & Agreed*

[REDACTED]

**Pro Vice-Chancellor (Academic) to confirm**

*Agreed* It was agreed that WUC should have an increased focus on schools' liaison work to promote WUC to local school leavers.

*Noted* It was reported that the KPIs has been considered in detail at ASQEC today. WUC was monitoring achievement and had held awards boards for FE.

[REDACTED]

*Noted* It was reported that the SAR validation is scheduled for Friday 2<sup>nd</sup> November 2018 and that governors have been invited.

<i>Considered</i>	<p><b>83.3 Academic Board minutes</b></p> <p>The Board received and considered the minutes of the Academic Board meeting held on 9<sup>th</sup> May 2018. There were no particular items of note.</p>	
GB/18/84	<b>HUMAN RESOURCES UPDATE</b>	
<i>Noted</i>	<p><b>84.1 HR Issues</b></p> <p>The Director of HR confirmed that although WUC did not formally recognise the Unions, SLT had been in liaison with UCU during the consultation process and was now in discussions with them regarding the 2018 pay award.</p>	
<i>Noted</i>	<p>It was reported that the OfS had changed the approach to Prevent monitoring, from a desk based process to a risk based approach for Prevent and Safeguarding. Institutions would be required to submit a monitoring report in December, and would also be required to submit information regarding wellness and wellbeing.</p>	<b>HR/Clerk November agenda</b>
<i>Considered &amp; Agreed</i>	<p><b>84.2 Staff Survey</b></p> <p>The Board received and considered the results of the staff survey, including a copy of the redacted comments. It was noted that 181 staff had completed the survey (60% of staff) and that there had been 111 open comments. The main issues raised by the survey results had been shared with a meeting of UCEG in July 2018.</p>	<b>Clerk July agenda</b>
<i>Noted</i>	<p>The key issues from the survey were:</p> <ul style="list-style-type: none"> <li>• Staff felt a strong attachment to WUC, with high scores for institutional pride and relationships with line managers.</li> <li>• Only 38% of respondents felt that WUC was doing a good job at retaining talent.</li> <li>• Only 40% of respondents felt that SLT was providing good leadership.</li> <li>• Only 50% of respondents felt that SLT was listening and communicating.</li> <li>• Low score for visibility of governors</li> <li>• Staff felt that WUC was not agile as an organisation and not sufficiently innovative</li> </ul>	
<i>Considered &amp; Agreed</i>	<p>It was agreed that WUC needs to address communication with staff and it was hoped that the development of the new strategy would help with this, by developing a shared vision and values. It was noted that staff say that they felt that they had not seen any notable results following the last staff survey, so it was particularly important to show results from this survey. It was agreed that SLT should produce and communicate a response/action plan.</p>	<b>SLT to produce action plan</b>
GB/18/85	<b>INTERNAL AUDIT</b>	
<i>Considered</i>	<p>The Board received and considered for information Scrutton Bland's Risk and Assurance Progress Report, 2017-18. It was noted that some audits had been delayed from this year to the summer and, next year as considered at the Audit Committee meeting earlier today. The Audit committee considered Student Journey and Management Information reports which were medium risk.</p>	
GB/18/86	<b>HEALTH AND SAFETY</b>	
<i>Considered</i>	<p>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 &amp; Remuneration Committee meeting held earlier in the day. There were no significant items to highlight.</p>	
GB/18/87	<b>RISK MANAGEMENT</b>	

Considered & Agreed The committee received and considered the risk matrix, which had been updated and considered by the meeting of the Audit Committee earlier today. [REDACTED]

[REDACTED] It was noted that the GDPR risk had been discussed in detail at the Audit Committee meeting earlier.

GB/18/88 **MEMBERSHIP OF THE BOARD AND ITS COMMITTEES**

Noted It was reported that Mr Keith Moule, Academic Staff Governor (FE) had left WUC, and the Clerk had asked the Academic Board to nominate a replacement.

**Clerk to seek nomination**

GB/18/89 **HONORARY AWARDS**

Noted It was reported that Mr Peter Seabrook MBE had accepted WUC's invitation to receive WUC's first honorary degree at the graduation ceremony scheduled for Friday 7<sup>th</sup> September 2018.

GB/18/90 **COMMITTEE MINUTES**

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

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

GB/18/91 **PROGRAMME OF WORK**

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

GB/18/92 **USE OF THE COLLEGE SEAL**

Noted The Board noted that the following documents were sealed during the period 17<sup>th</sup> March 2018 to date:  
67.1 Leases and power purchase agreements for solar panels, with Daytime Power Ltd.

GB/18/93 **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**.