

BOARD OF GOVERNORS

Confirmed

Minutes of the Board of Governors meeting held on
Friday 24th November 2017 at 1.00pm in the Joseph Tucker Room

Attendance

Mrs Julia Smith (Chair)	
Ms S Aitken	Prof D Church
Mr P Downer	Mr R Eveleigh
Ms P Judd	Mr D Carr
Dr A Perera	Mr B Morris
Mr K Moule	Prof T Middleton
Mr A Radford	Mr J Swan
Mr P Swan	Mr P Van Damme
Mr N Spenceley*	Ms S White
Ms S Davis	Mr I Hutton-Jamieson
Mr F Howie	Mr G Page

In Attendance: Mrs R Leno (Clerk), Mrs Catriona Wood (Director of Business & Finance), Mrs Janine Rusbridge (Director of HR) and Ms Lesley Graham (Pro Vice-Chancellor (Academic)). Mr Spenceley* attended until 2.00pm.

GB/18/1 APOLOGIES FOR ABSENCE AND WELCOME

Noted Apologies for absence were received from Mr A Creed, and Mr S Brice. It was reported that following the recent SU elections, Mr Dannii Carr had been elected as the SU President, and would therefore become a member of the Board. The Board congratulated Dannii on his appointment and welcomed him to the meeting.

GB/18/2 STARRING OF AGENDA ITEMS

Agreed The starring of agenda items was noted and agreed.

GB/18/3 DECLARATION OF INTERESTS

Noted None received.

GB/18/4 NOTIFICATION OF ANY OTHER URGENT BUSINESS

Noted Mr Nick Spenceley, made a declaration of interest that he is involved in Access to HE work with Gateway.

GB/18/5 BOARD OF GOVERNORS MINUTES

Agreed The Board received and confirmed the minutes of Board of Governors meeting held on 13th October 2017.

GB/18/6 MATTERS ARISING FROM THE MINUTES

Noted The following matters arising were considered:

Noted 6.1 **SU Accounts (Minute GB/17/77.2)**
It was reported that the SU Accounts had been received by Finance, but that they required some further attention before they could be presented to the Board. **SU/Clerk
March agenda**

Noted 6.2 **SU Constitution (Minute GB/17/77.3)**
It was reported that the SU is currently exploring the possible options for its legal status and is liaising with the NUS about the most appropriate model. **SU/Clerk
March agenda**

GB/18/7 **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:

Noted 7.1 **Student recruitment**
It was reported that HE recruitment at WUC for September 2018 is below target to date (the UCAS deadline on 15th January 2018), but that the sector as a whole had experienced a drop in applications. There were however, some positive indications, including high demand for open days. It was reported that WUC is also focussing efforts on improving retention.

Noted 7.2 **Sector developments**
It was reported that the Office for Students would become the new HE regulator as of January 2018, [REDACTED]

Clerk's Note: This meeting has been scheduled for Friday 2nd February 2018 at 11.00 am.

Noted 7.3 **Collaborative developments**
The VC provided an update regarding the Connecting and Capability Fund (CCF) which was part of the industrial strategy to encourage local collaboration. It was noted that WUC was involved in bids with the University of Essex to lobby for funding for Agri-tech projects.

Noted It was reported that ACER was supporting the development of collaboration with Chelmsford College, following the outcomes of the Area Review process.

Considered There was some discussion about international collaborations and it was suggested that SLT could explore greater links with North American institutions for recruitment and exchange programmes, [REDACTED]

Considered 7.4 **Strategic Vision**
It was reported that workshops were being held with staff, initially with members of the expanded UCEG, to look at themes to inform the new strategy, focussing on what areas could be improved. The SLT would then look at student feedback, sector best practice and liaise with other landbased institutions, before seeking external advice on the drafting of the new strategy. It was hoped that an update would be provided to the Board at the **Vice-Chancellor
March agenda**

March meeting, and that a governor development day could then be held in April to consider the draft strategy, prior to seeking Board approval in June or July.

GB/18/8 STRATEGY UPDATES

8.1 Strategic Vision

Considered The Board received and considered an update on the current Strategic Vision action plan, which had also been considered by the Finance and General Purposes Committee meeting held on 10th November 2017. It was suggested that the new strategy should be in a format where it would be easy to monitor progress against actions.

Considered & Agreed It was reported that a meeting was being planned with HEFCE to discuss WUC's new strategic plan. Members suggested it might be useful to share strategic plans from other institutions, including The Tate and models that have been shared with the CUC.

Clerk to explore and share as appropriate

8.2 Estates Strategy

Considered The Board received and considered an update on the Estates Strategy which had also been considered by the Finance and General Purposes Committee meeting held on 10th November 2017.

GB/18/9 FINANCIAL STATEMENTS & REPORT FOR THE YEAR ENDED 31 JULY 2017

9.1 Report & Financial Statements for the year ended 31 July 2017, and financial commentary

Considered The Board received and considered the Report and Financial Statements, which had been considered by the Joint Audit Committee and Finance and General Purposes Committee meeting held on 10th November 2017. It was noted that it had been a clean audit. There was some discussion about the static income of around £17.4 million while costs had risen, particularly staff costs. Members also discussed that the deficit had risen from the forecast £0.6 million to £0.9 million, which was partly due to the costs of the voluntary redundancies. The Board had confidence that WUC was still a going concern given the £5.3 million cash balance and strong asset base, but reiterated the priority was to grow student numbers and income. The Board commended the Director of Finance and the finance team for their work and this good report.

Agreed It was noted that the Joint Committee had recommended the approval of this report and the commentary by the Board, prior to its submission to HEFCE in December. **The Board agreed to approve the report and financial statements and the commentary**, which could now be submitted to HEFCE.

9.2 Deloitte's Report to the Audit Committee for the year ended 31 July 2017

Considered The Board received and considered Deloitte's Report to the Audit Committee, which had been considered by the Joint Audit Committee and Finance and General Purposes Committee meeting held on 10th November 2017.

Agreed It was noted that the Joint Committee had recommended the approval of this report by the Board, prior to its submission to HEFCE in December. **The Board agreed to approve the report**, which could now be submitted to HEFCE.

9.3 **Letter of representation to Deloitte**
The Board received and considered the Letter of Representation to Deloitte, which had been considered by the Joint Audit Committee and Finance and General Purposes Committee meeting held on 10th November 2017. **The Board agreed to approve the Letter**, to be submitted to HEFCE.

Considered
and Agreed

9.4 **ASSUR**
The Board received and considered the ASSUR report, which had been considered by the Joint Audit Committee and Finance and General Purposes Committee meeting held on 10th November 2017. **The Board agreed to approve the ASSUR report**, to be submitted to HEFCE.

Considered
and Agreed

9.5 **Management Accounts to end October 2017**
The Board received and considered the Management Accounts to the end of October 2017. It was noted that the Finance & General Purposes Committee meeting held on 10th November had received the accounts to September together with a verbal update on the October data. It was noted that income was below budget by £60k. There was some discussion regarding the staff costs which had risen despite the fall in FTEs. It was reported that staff costs had increased due to cover costs. [REDACTED]

Considered

9.6 **Update on any relevant issues from the meeting of the Finance & General Purposes Committee meeting held on 10th November 2017.**

Considered
and Agreed

It was reported that there were no significant matters to report, not covered elsewhere on the agenda. However, the Chair asked that the committee needed more detailed information in future on estates and capital expenditure matters.

Clerk March
Committee
agenda

Mr Nick Spenceley left the meeting

GB/18/10 **AUDIT COMMITTEE ANNUAL REPORT**

The Board received and considered the Audit Committee's Annual Report (1 August 2016 – 31 July 2017). It was noted that the Audit Committee approved this report at the meeting held on 10th November and recommended its approval by the Board. It was noted that the appendix to this report was Scrutton Bland's Risk and Assurance Annual Report and that this had been approved by the Audit Committee's meeting held on 22nd September and by the Board meeting held on 13th October 2017. **The Board agreed to approve the report and appendix**, to be submitted to HEFCE.

Considered
and Agreed

GB/18/11 **ANNUAL ASSURANCE REPORT TO HEFCE**

The Board received and approved the Annual Assurance Report to HEFCE, which was signed by the Vice-Chancellor.

Considered
and Agreed

GB/18/12 **INTERNAL AUDIT**

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 10th November 2017. There were no particular matters to note.

Considered

GB/18/13 **STUDENT MATTERS**

13.1 **Students' Union Update**

Considered The Board received and considered the Students' Union update. It was noted that there was a vacancy for the HE Officer as Thomas had stepped down. The role had been advertised and applications were being considered. The Board was pleased to hear that the new President was networking with other SU Presidents via the Guild HE network. The Board was also pleased to note that the SU would not be boycotting the NSS this year.

13.2 Students' Union Accounts

Noted & Agreed It was noted that the Accounts had not yet been received. It was agreed that these should be submitted to the next meeting.

SU, & Clerk,
March
agenda

GB/18/14 FE & HE UPDATE

FE UPDATE

14.1 FE KPIs

Considered & Agreed The Board received and considered the FE KPIs, as presented by the Pro Vice-Chancellor (Academic). [REDACTED]

[REDACTED] It was noted that ASQEC had considered this earlier in the day and had agreed to approve the KPIs subject to reviewing them at the next meeting.

The Board agreed to approve the KPIs, but requested that these should be reviewed at the next meeting in March 2018.

Pro Vice-
Chancellor
(Academic), &
Clerk, March
agenda

14.2 FE SAR

Considered & Agreed The Board received and considered for approval the Further Education Self-Assessment Report (SAR) and appendices. It was noted that governors had been involved in a validation meeting to consider this document (held on 30th November) and that ASQEC had considered this earlier in the day and had agreed to recommend the approval of this document by the Board. The Board agreed to approve the SAR and its appendices.

Considered & Agreed There was some discussion regarding the timing of ASQEC and the Board, and it was felt that holding the two meetings in the same day did not allow for the Board to consider the recommendations of ASQEC when reaching a decision. It was agreed that the Clerk should explore further the scheduling of these meetings in future.

Clerk
scheduling
2018/19
dates

HE UPDATE

14.3 HE KPIs

Considered The Board received and considered the HE KPIs. There was some discussion regarding highly skilled employment and graduate salaries. It was noted that graduate salaries from WUC were below average and below the KPI, and that nationally landbased and creative arts graduates had lower wages. There was also some discussion about the NSS outcomes.

Considered The Board stated that it would be helpful to know student numbers when considering the KPIs. It was reported that the Writtle in a Page document was being produced as a briefing note for governors, and that this would provide that information.

Clerk/Vice-
Chancellor

14.4 Academic Board minutes

Considered The Board received and considered the minutes of the Academic Board meeting held on 11th October 2017. There were no particular items of note.

GB/18/15 **HUMAN RESOURCES UPDATE**

15.1 HR Report

Considered It was noted the Human Resources Report had been considered in detail by the Personnel and Remuneration Committee meeting held on 22nd September and the Board meeting held on 13th October 2017. The Director of Human Resources provided a verbal update of any issues that had arisen since 13th October. It was reported that the second cohort of the Leadership & Management programme was due to finish in December 2017 and that WUC was considering whether to offer a further cohort. It was also reported that WUC is working towards the GDPR implementation in April 2018.

15.2 Prevent Monitoring Annual Report and action plans

Considered The Board received and considered for approval the Prevent Monitoring Annual Report and numerical data, prior to it being submitted to HEFCE in December. It was reported that a new Regional Coordinator has been appointed and made a helpful visit to WUC, and that WUC is engaged in the Essex multi agency group. Members noted that 90% of WUC staff had been trained in prevent, and the Director of HR encouraged governors to undertake the online Prevent training if they had not already received training in this area. There was some discussion about the differing training for HE and FE students regarding prevent (with Roots puppets for FE and Me and You for HE) and it was reported that consideration was being given to whether to provide the same training for both.

Considered There was some discussion regarding the British Values training and awareness raising work at WUC, which some people did not like. However, it was reported that this was compulsory in the sector.

Considered Members discussed the difficulties of holding events on campus and having commercial events, versus safeguarding procedures and regulations. It was noted that risk assessments were in place when appropriate, but other solutions were being explored such as zoning the campus into more separate FE and HE areas, and areas for commercial activity.

Considered It was noted that there will be an internal audit of safeguarding and prevent in 2018. The Board was satisfied that this area was being managed appropriately.

Agreed The **Board agreed to approve the report for submission to HEFCE.**

GB/18/16 **RISK MANAGEMENT**

Noted It was noted that the revised risk register had not been revised since it was considered by the Board at the last meeting, held on 13th October 2017.

GB/18/17 **MEMBERSHIP OF THE BOARD AND ITS COMMITTEES**

Clerks' Note: Mr A Radford was asked to leave the room for the consideration of this item.

17.1 Mr A Radford's term of office

Considered & Agreed The Board considered for approval the proposal that Mr Alan Radford is re-appointed for a second term of office, with effect from 15th November 2017. It was noted that this had been considered by the Search and Governance Committee meeting held on 13th October, which had recommended approval. The Board agreed to approve Mr Radford's appointment for a second 4 year term of office, with effect from 15th November 2017.

GB/18/18 **COMMITTEE MINUTES**

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

- 18.1 Finance & General Purposes Committee meeting held on 22nd September 2017.
- 18.2 Audit Committee meeting held on 22nd September 2017.
- 18.3 Personnel & Remuneration Committee meeting held on 13th October 2017.

GB/18/19 **PROGRAMME OF WORK**

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

GB/18/20 **USE OF THE COLLEGE SEAL**

Noted It was noted no documents were sealed during the period 13th October 2017 to date.

GB/18/21 **NOTIFICATION OF CHAIR'S ACTION**

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

21.1 [REDACTED]

GB/18/22 **ANY OTHER URGENT BUSINESS**

Noted It was reported that the Chair was hosting an ACER conference for governors to be held at WUC on 8th January 2018, and all members were invited. It was also reported that all governors were invited to visit WUC to observe teaching and undertake learning walks.

GB/18/23 **FORTHCOMING MEETINGS**

Noted It was noted that the next meeting of the Board of Governors is scheduled for **Friday 23rd March 2018 at 1.00pm.**