

Board of Governors

Minutes

Of the Board of Governors meeting held on Tuesday, 6 July 2021 at 10am in Weston Hall and Teams.

Present:

Ms Jennifer Bernard (Independent Governor) (Chair of the Board)
Ms Kim Ansell (Independent Governor)
Ms Sandra Botterell (Independent Governor)
Ms Shirley Cameron (Independent Governor)
Mr Mark Cammies (Independent Governor)
Mr James Edmunds (Academic Board Representative)
Mr Steve Fowler (Independent Governor)
Dr Suresh Gamlath (Staff Representative)
Mr Derek Hicks (Independent Governor)
Professor Peter John (Vice-Chancellor)
Mr Jonathan Lawrence (Independent Governor)
Ms Kerry O'Callaghan (Independent Governor)
Ms Helena Peacock (Independent Governor)
Mr Paul Sahota (Independent Governor)
Mr Kiran Virdee (Independent Governor)
Mr Patrick Younge (Independent Governor)

In attendance:

Professor Joelle Fanghanel (Pro Vice-Chancellor, Academic)
Mr Patrick Fuller (Chief Financial Officer)
Mr Neil Henderson (Director of HR and Organisational Development)
Ms Marion Lowe (University Secretary and Chief Compliance Officer)
Mr Tye McMahon (SU Chief Executive) (for agenda item 8)
Ms Coral Mason (Assistant Clerk to the Board)
Ms Sara Raybould (Senior Pro Vice-Chancellor)
Dr Kostas Tzortzis (APVC and Director of Strategic Planning)
Ms Stella Webb (SU President)
Ms Claire Willitts (Director of Property Services)
Professor Anthony Woodman (Deputy Vice-Chancellor)

Apologies:

Mr Adrian Ellison (APVC and Chief Information Officer)
Professor Heather Loveday (Professoriate Representative)
Dr Christopher McLaverty (Independent Governor)

1 Apologies for absence, announcements, and declarations of interest

1.1 Apologies were noted above.

1.2 There were no declarations of interest.

1.3 The Chair of the Board of Governors welcomed members to the meeting noting the blended attendance and hoped that the meeting would be the first step to resuming face to face meetings.

2. Minutes of the meetings held on 11 May 2021 (BG 2021 42)

2.1 The minutes of the meeting held on 11 May 2021 were confirmed as a fair and accurate record.

3. Matters Arising Report (BG 2021 43)

Meeting of 11 May 2021

3.1 The University Secretary informed members that the items on the matters arising report were covered on the agenda, had been completed or were ongoing.

4. Approval of Recommendations from Committees (BG 2021 44)

Audit and Risk Committee meeting of 7 June 2021

Appointment of Internal Auditors, extension of External Audit contract and fee for 2020-21 (Appendix 1)

4.1 The Chair of the Audit and Risk Committee informed members that the internal auditors, KPMG, and the external auditors, BDO, were market leaders, worked well with VCE and understood the market UWL worked in.

4.2 Members were informed there had a been a modest increase in the external auditor fees as a result of changes to International Reporting Standards (ISA570) relating to the auditing of financial statements and going concern.

4.3 The Board of Governors:

- a) **APPROVED** the appointment of KPMG as the University's Internal Auditors from 1 August 2021 to 31 July 2024,
- b) **APPROVED** the extension of the External Audit contract with BDO for one further year from 1 August 2021 to 31 July 2022, and
- c) **Some references in this section have been redacted.**

Finance Committee meeting of 14 June 2021

National Pay Negotiations (Appendix 2)

- 4.4 The Director of Human Resources confirmed UWL was part of the national pay negotiations resulting in a 1.5% offer from employers. The offer had been rejected by the unions and had entered into the formal dispute process.
- 4.5 As the offer was now part of the formal dispute process the offer could not be approved by the Board of Governors until the dispute process had been concluded and any payments in advance of resolution should be approved by VCE.
- 4.6 If the unions recommended industrial action it was unlikely UWL staff would participate.
- 4.7 The Board of Governors **NOTED** the paper and **APPROVED** delegated authority to VCE to decide whether to pay the 1.5% offered, in lieu of the formal dispute process concluding, from 1 August 2021.

Action: VCE

Governance and Nominations Committee meeting of 25 June 2021

(The Chair of the Board of Governors left the room for the next agenda item)

Re-appointment of the Chair of the Board of Governors (Appendix 3)

- 4.8 The Deputy Chair of the Board informed members that the Chair had provided outstanding leadership during her tenure which was agreed by all of the Governors. This had been supported in the outcomes from the Board review of Effectiveness by Halpin Partnership (agenda item 11).
- 4.9 Members were informed that her term of office would conclude on 31 July 2023 but could be extended for a further six months if required.
- 4.10 The Board of Governors **APPROVED** the re-appointment of Ms Jennifer Bernard as Chair of the Board of Governors from 1 January 2022 to 31 July 2023.

5 Vice-Chancellor's Briefing (BG 2021 45)

- 5.1 The Vice-Chancellor updated members on the following:

Staff Governors left the meeting while a confidential matter was discussed.

5.2 Some references in this section have been redacted.

- 5.18 Members were informed of the tragic deaths of two students, Ms Mayra Zulfiqar, a law student who had been murdered in Pakistan and Mr Assif Khan Mahmood, a master's level student who died in a petrol station accident. Members extended their condolences to the families.
- 5.19 Members were informed that Professor Joelle Fanghanel, PVC (Academic), would be retiring on 31 December 2021.
- 5.21 The Board of Governors **NOTED** the Vice-Chancellor's update.

6. Property Update (BG 2021 46)

- 6.1 The Director of Property Services informed members that negotiations with the landlord of Fountain House were ongoing and further updates would be reported to the next meeting of the Finance Committee on 13 September 2021.
- 6.2 Some of the Governors had visited the Biomedical Laboratories before the Board meeting and noted the high-quality provision for students.
- 6.3 The Board of Governors **NOTED** the current issues relating to the Estate Strategy.

7. Strategic Financial Plan 2025-26 and Budget 2021-22 (BG 2021 47)

- 7.1 The Chief Financial Officer confirmed the Strategic Financial Plan 2025-26 and Budget 2021-22. Both had been presented to the Finance Committee meetings on 25 April and 13 June 2021 and had been updated to take into account comments and the request for additional scenario planning focusing on possible fee reductions.
- 7.2 The Strategic Financial Plan outlined issues sector wide and how the University would mitigate against these noting the University always performed well due to prudence and a conservative budget. Sector wide issues included COVID planning, increase in pension costs, volatile market conditions and changing government policy including uncertainty around the implementation of the Augar recommendations.
- 7.3 The University continued to produce prudent budgets which was a reflection of continued uncertain times ahead.
- 7.4 Members thanked the Chief Financial officer and his team for their work throughout the year.
- 7.5 The Board of Governors:
 - a) **REVIEWED** and **APPROVED** the UWL budget for 2021-22, and
 - b) **REVIEWED** and **APPROVED** the Strategic Financial Plan to 2025-26, including:
 - A fee reduction scenario to reflect the potential of the 'Augar' review recommendations assuming a UK fee cap would reduce from £9,250 to £7,500 for all UK non-STEM students from 2022-23 onwards,
 - Comparison of the 2021-22 budget with pre-pandemic forecasts,
 - The latest status of the defined benefit and defined contribution pension schemes, and
 - The latest 2020-21 financial forecast.

8. SU Return to Campus (Presentation)

- 8.1 Members welcomed the SU Chief Executive to the meeting who opened the presentation by assuring members that the plans for students returning to campus had been a joint collaboration with members of VCE and the senior University staff, noting the intense levels of support for the SU during the pandemic from the University.

- 8.2 During the pandemic the strong relationship and trust between the SU and the University had ensured that decisions were made quickly and efficiently which had benefitted students and the SU acknowledged the unique vision of UWL where the needs of the students were paramount.
- 8.3 The SU had been in constant touch and gathering feedback from students. Once trends were spotted the University had reacted to the feedback immediately and resolved student concerns before they became too entrenched to address effectively.
- 8.4 Students were aware of the close relationship between the SU and the University and were aware of the changing infrastructure that had taken place during the pandemic, particularly IT requirements which allowed online teaching and interactive sessions to take place. Overall, feedback indicated students felt their needs had been met during lockdown but indicated that, when possible, they would like to return to face to face teaching.
- 8.5 UWLSU had engaged with students more than any University in the country. Not only had the SU maintained strong connections with continuing students it had also started reaching out to starters for 2021-22.
- 8.6 The SU President presented the new SU Sabbaticals providing a brief summary of their campaigns for 2021-22.
- 8.7 The Senior Pro Vice-Chancellor outlined the initiatives over the summer, in partnership with the SU, to support new and returning students to campus. Returning students would be able to seek academic advice and access all non-academic support over the summer. They would be welcomed back onto campus on 13 September 2021 which meant they would be on campus one week ahead of new starters. This would allow them to re-orientate themselves and to have face to face contact with staff and their peers before new students arrived.
- 8.8 New students would be offered pre-induction activities and enrolment would be extended to include 'quiet enrolment' to address concerns from anxious students. Mature learners would be offered summer schools to help them feel confident and comfortable on campus. New international students would be greeted and provided with individual support to ease them into learning.
- 8.9 Home applications were up by 11% on the previous year. Clearing would open on 10 August 2021.
- 8.10 Members were informed that although COVID-19 restrictions would be lifted on 19 July 2021 all efforts would be taken to ensure the campus was COVID-19 safe, but it would be individual choice on whether staff and students wished to continue to wear face coverings. The University was aware that the physical return to campus would cause a great deal of anxiety, but all staff and students would be provided with guidance and support to ensure their safety. Members were also assured that the University Councillors were fully supported in their roles.
- 8.11 Members queried why UWL had opted to return to full-time face to face teaching noting that many other HEIs would initiate a blended teaching approach. The Vice-

Chancellor informed members that feedback from students indicated that this was their preference. Member of VCE agreed that blended teaching would dilute and limit the learning experience and should only be used if further lockdowns were initiated by the government.

8.12 The Board of Governors **NOTED** the presentation.

9. Annual Health and Safety Report (BG 2021 48)

9.1 The University Secretary informed members the report had been reviewed at the Workforce Advisory Committee on 3 June 2021 and the Audit and Risk Committee on 14 June 2021 noting that a request from members of the Audit and Risk Committee to cover actions taken by UWL as a result of decanting students from Paragon Lets be included.

9.2 Members queried whether actions around mental health and wellbeing should be included in the report. Members were informed that mental health initiatives were part of the Human Resource remit but the Director of Human Resources, the Director of Property Services, the University Secretary and the Health and Safety Manager liaised on a regular basis.

9.3 Members were informed that occupational health referrals were being monitored but would be reviewed by the Workforce Advisory Committee on a more regular basis.

Action: Health and Safety Manager/University Secretary

9.4 Members wished to thank the Health and Safety Manager for producing a detailed report.

9.5 The University referred members to the revised Health and Safety Policy noting that the policy had been updated to provide clarification in a number of areas but the policy itself had not fundamentally changed.

9.6 The Board of Governors:

1. **NOTED** the progress in the Health and Safety Plan for 2020-21,
2. **SUPPORTED** the Health and Safety Plan for the academic year 2021-22,
3. **CONSIDERED** the health and safety issues set out in the report, and
4. **APPROVED** the revised Health and Safety Policy

10. Equality and Diversity (BG 2021 49)

Annual Report (Appendix 1)

10.1 The University Secretary informed members that the report provided information on current developments and initiatives being undertaken across the campus to celebrate the University's diverse staff and student body. Examples include the establishment of a LGBTQ+ network and a black mentoring project.

10.2 Members noted the Claude Littner Business School had received an Aim Higher award for its Fresh Minds for Business module which had been showcased at the Board of Governors meeting on 11 May 2021.

10.3 The Board of Governors:

- a) **CONSIDERED** the report and its assurance that the University was meeting the Equality Duty as appropriate, and
- b) **AGREED** the equality and diversity objectives for 2021-22.

Preventing Harassment and Sexual Misconduct (Appendix 2)

- 10.4 The University Secretary informed members that the item had been presented to the Board at its meeting on 16 March 2021 but had been revised as a result of the OfS publication of its statement of expectations to prevent harassment and sexual expectations.
- 10.5 As part of the expectations the University would be working closely with partners to ensure their policies were aligned to the University's.
- 10.6 The University had invested in reporting software allowing staff and students to report concerns anonymously.
- 10.7 As soon as students arrived on campus, they would receive information and training on consent and harassment.
- 10.8 Members agreed that antisemitism was also on the increase and it would be helpful if students could be provided with training or information in this area.
- 10.9 Members agreed that although the University had set out its expectations on behaviour, tackling harassment in all its forms was a moving target and staff and students would need to be constantly reminded of what is acceptable behaviour.
- 10.10 Information to students is provided via social media and through the classroom.
- 10.11 Members noted the revised equality statement included Governors.
- 10.12 The Board of Governors:
 - a) **APPROVED** the recommendations for further action,
 - b) **APPROVED** the revised Equality, Diversity and Inclusion Statement and Policy, and
 - c) **APPROVED** the revised Dignity at Work Policy.

11. Board Effectiveness Review – Report from Halpin Partnership (BG 2021 50)

- 11.1 The University Secretary informed members that the report would be considered by the Governance and Nominations Committee in September with the purpose of reviewing the recommendations and preparing a response to the review.
- 11.2 The response to the recommendations would be considered at the Board of Governors meeting on 12 October 2021.

- 11.3 The Board of Governors **NOTED** the Board Review of Effectiveness and the arrangements for the review of the recommendations.

Academic Matters

12. Academic Board Annual Report (BG 2021 51)

- 12.1 The University Secretary informed members that the report provided assurances of academic compliance. Quality Assurance compliance would be considered at the Board of Governors meeting on 23 November 2021.
- 12.2 The Board of Governors **NOTED** the report.

Academic Matters

13. Academic Board (BG 2021 52)

Meeting of 16 June 2021

- 13.1 The Vice-Chancellor, Professor Peter John, provided an overview of discussions that took place during the meeting noting that the Board had considered the governments 'Proceed' agenda and how the University could mitigate against the detrimental impact of the changes.
- 13.2 Members noted the Minutes and items of business discussed.

14. Chairs Briefing on Committee Activity (BG 2021 53)

Audit and Risk Committee meeting of 7 June 2021 (Appendix 1)

- 14.1 Members noted the Minutes and items of business discussed.

Finance Committee meeting of 14 June 2021 (Appendix 2)

- 14.2 The Chair of the Finance Committee confirmed the main item of business was the procurement of the new student record system.
- 14.3 Members noted the Minutes and items of business discussed.

Governance and Nominations Committee meeting of 18 May 2021 (Appendix 3)

- 14.4 Members noted the Minutes and items of business discussed.

Governance and Nominations Committee meeting of 23 June 2021 (Appendix 4)

- 14.5 Members noted the Minutes and items of business discussed.

Student Liaison Committee meeting of 13 May 2021 (Appendix 5)

- 14.6 The Chair of the Student Liaison Committee confirmed the Committee had approved the SU budget and business plan.
- 14.7 Members noted the Minutes and items of business discussed.

Workforce Advisory Committee meeting of 3 June 2021 (Appendix 6)

- 14.8 The Chair of the Workforce Advisory Committee informed members a discussion on the People Strategy had taken place and the Director of Human Resources would provide a final version of the KPIs to its next meeting on 21 October 2021.
- 14.9 Members noted the Minutes and items of business discussed.

LCME Annual Compliance Statements (Appendix 7)

- 14.10 The University Secretary informed members that the papers confirmed the University remained Ofqual compliant.
- 14.11 The Board of Governors **APPROVED** the LCME regulatory compliance paperwork.

15. Any Other Business

- 15.1 No further business was discussed.

16. Date of next meeting

- 16.1 The next virtual meeting of the Board of Governors will take place on Tuesday, 12 October 2021. Details to be confirmed.

Signed by Ms Jennifer Bernard
Chair of the Board of Governors

Date

Author: Ms Marion Lowe
Title: University Secretary and Chief Compliance Officer
Date: July 2021