

BOARD OF GOVERNORS

Minutes

Of the Board of Governors meeting held on Tuesday, 11 July 2023 in The Directorate Boardroom

Present:

Ms Jennifer Bernard (Independent Governor, Chair of the Board of Governors)
Mr Wladimir Albuja (Student Representative)
Ms Kim Ansell (Independent Governor)
Ms Aprileen Alexander (Independent Governor)
Ms Sandra Botterell (Independent Governor)
Ms Shirley Cameron (Independent Governor)
Ms Tina Coates (Independent Governor)
Mr James Edmunds (Academic Board Representative)
Mr Steve Fowler (Independent Governor)
Ms Alison Griffin (Staff Governor)
Mr Derek Hicks (Independent Governor)
Professor Peter John CBE (President and Vice-Chancellor)
Ms Maisie Kelly (SU President)
Mr Jonathan Lawrence (Independent Governor)
Professor Heather Loveday (Professoriate Representative)
Ms Andrea Miller (Independent Governor)
Ms Kerry O'Callaghan (Independent Governor)
Ms Helena Peacock (Independent Governor)
Dr Paul Sahota (Independent Governor)

In attendance:

Mr Yash Arora (SU VP Activities) (for agenda item 8)
Mr Ayyan Bebal (SU VP Education) (for agenda item 8)
Mr Adrian Ellison (APVC and Chief Information Officer)
Mr Patrick Fuller (Group Chief Financial Officer)
Dr Suresh Gamlath (PVC, Business Development)
Mr Joshua Heming (Interim University Secretary)
Mr Neil Henderson (Director of Human Resources and Organisational Development)
Mr Tye McMahan (SU Chief executive) (for agenda item 8)
Ms Coral Mason (Assistant Clerk to the Board)
Dr Kostas Tzortzis (PVC Strategy, Performance and Analytics)
Ms Claire Willitts (Director of Property Services)
Professor Anthony Woodman (Provost and Senior Deputy Vice-Chancellor)

Apologies:

Dr Christopher McLaverty (Independent Governor)

Ms Sara Raybould (Deputy Vice-Chancellor, Education and Student Experience)

Mr Kiran Virdee (Independent Governor)

Mr Stuart Wright (Independent Governor)

1. Apologies for absence, announcements and declarations of interest

- 1.1 There were no declarations of interest.
- 1.2 Members welcomed Alison Griffin, Staff Governor, to her first Board meeting.

2. Minutes of the Meeting held on 9 May 2023 (BG 2223 34)

- 2.1 The minutes of the meeting held on 9 May 2023 were confirmed as a fair and accurate record.

3. Matters Arising Report (BG 2223 35)

Meeting of 9 May 2023

- 3.1 The Interim University Secretary confirmed that all items were on the agenda or had been completed.
- 3.2 The schedule of business for 2023-24 would be reviewed to identify the most appropriate time to hold presentations set out in the report.

4. Approval of recommendations from Committees (BG 2223 36)

Audit and Risk Committee meeting of 15 June 2023

External Audit Fee (Appendix 1)

- 4.1 The Group Chief Financial Officer informed members that, after a tender exercise, BDO had been re-appointed as the University's External Auditors for a further three years.
- 4.2 There had been an increase in auditor fees for a number of reasons. International audit standards required the auditors to review all aspects of an organisation, there were a limited number of auditors and although UWL's financial performance remained positive, HEIs were viewed as high risk.
- 4.3 The Board of Governors **APPROVED** the audit fee of £135,000 for UWL and its subsidiaries, and non-audit fees of £9,900.

Workforce Advisory Committee meeting of 1 June 2023

National Pay Negotiations (Appendix 2)

- 4.4 The Director of Human Resources provided a background to the 2023-24 national pay negotiations which had resulted in a final offer of 5%, with 2% being paid in

February 2023 to help with the cost of living crisis, and the remaining 3% being paid from 1 August 2023.

4.5 The award was rejected by the University and College Union (UCU) who were mandated by their members to embark on industrial action short of a strike which included a marking boycott. The Director of Human Resources confirmed that negotiations at a local level with UCU meant staff at UWL had not taken industrial action.

4.6 The Director of Human Resources confirmed UWL paid the London Living Wage as did Elmor and Bouygues. Outside of London UWL paid the Living Wage.

4.6 The Board of Governors **NOTED** the update.

5. Vice-Chancellor's Briefing (BG 2223 37)

5.1 The Vice-Chancellor updated members on the following:

- **Some references in this section have been redacted.**
- Steve Barclay MP, Secretary of State for Health and Social Care, visited Paragon House on 5 July 2023, the 75th anniversary of the formation of the NHS. Mr Barclay was impressed with the Artificial Intelligence (AI) and Simulator (SIM) facilities, stating they were the best he had seen. The Vice-Chancellor informed Mr Barclay that recruitment across the sector was down by 19% and he appeared surprised that the current industrial action had impacted recruitment.
- It was disappointing to note that in a recent speech by Keir Starmer he only mentioned the sector briefly and it was clear that if Labour won the next election there would be very few positive changes for HEIs and students.
- Students continued to suffer from increased living costs with an increase in students taking up paid employment from 45% to 55%.
- Weighting to research outputs for the next Research Excellence Framework (REF) had been announced and the following would now apply:
 - 50% on contributing to knowledge and understanding
 - 25% on people culture and environment, and
 - 25% on engagement and impact.
- The Lifelong Learning bill would receive its final reading on Thursday, 13 July 2023 but it was worth noting that although the government had made £2m available to providers, to date, only 37 students had taken up the lifelong learning loan. 114 students had enrolled on participating courses with 206 making applications. The Vice-Chancellor believed that the concept was out of date as many students were no longer attracted to part-time learning as universities had found ways to offer full-time learning which still supported students taking up employment during their studies.
- The *New York Times* reported on the recruitment tactics of the Oxford Business College (OBC), an ex-partner of UWL.
- The increasing popularity of degree apprenticeships, combining vocational and academic education, were being monopolised by middle class students and working-class students were increasingly unable to access the opportunities they provided.

- The Office for Students (OfS) had appointed a Director for Freedom of Speech and Academic Freedom. UWL's policy on Freedom of Speech was robust but would be reviewed to ensure it complied with new guidelines. Any events scheduled at UWL were risk assessed before approval. The University retained a public relations company, Maitlands, who supported the University and addressed any media concerns raised in the public domain.
- Undergraduate home recruitment was up by 2.5% with a strong conversion rate. Post graduate applications were down approximately 17% across the sector but this was expected due to a strong employment market. NHS applications were down 18% across the sector.
- International recruitment at undergraduate and postgraduate levels mitigated against the fall in home applications but the Vice-Chancellor confirmed UWL would continue to optimise all income streams to ensure income was not reliant on international student numbers.
- Ofsted confirmed a full inspection of Ruskin College would take place in or before early 2024.
- The Universities and Colleges Information Systems Association (UCISA) were now housed at Ruskin College and had confirmed they were satisfied with the facilities.
- The National Student Survey (NSS) results would be published on 10 August 2023, the same week the Teaching Excellence Framework (TEF) would be published.
- Work continued on the launch of SITS, release 2. This encompassed enrolment of new and returning students and core student functionalities. The project remained on time and on budget.
- Pete Townshend, co-founder and lead guitarist of The Who, had donated £500,000 for the refurbishment of Vestry Hall. Work was now in progress. A room on the St Mary's Road campus had been identified for his collection of musical equipment which would be accessible to the public.
- The Festival of Teaching and Learning, a celebration of staff academic success, had been well attended and was an opportunity for the University to celebrate staff talent.

5.2 The Board of Governors **NOTED** the Vice-Chancellor's update.

6. Impact 2028 (Presentation)

6.1 Members were informed that the plan remained in draft and were encouraged to send comments to the Vice-Chancellor. A KPI page had yet to be included and would form part of the current discussion.

Action: Vice-Chancellor

6.2 The Vice-Chancellor reminded members of the strategic priorities:

- Top 50 in the UK
- New School of Medicine
- Digital Futures Lab
- Top 70 Research in UK
- Gold for sustainability and climate action, and
- World ranking of @700.

6.3 The proposed design would be interactive online and would allow the document to be updated as the goals and challenges were achieved. The nine challenges were set out in order of importance:

- **Challenge 1 – Promoting student success and lifelong learning.**
- **Challenge 2 – Building scalable, impactful research.**
- **Challenge 3 – Re-balancing the curriculum from SHAPE to STEM**
- **Challenge 4 – Embedding sustainability throughout the curriculum**
- **Challenge 5 – Deploying and integrating AI and other digital technologies**
- **Challenge 6 – Developing enterprise activities and innovative entrepreneurs**
- **Challenge 7 – Generating local, national and global partnerships**
- **Challenge 8 – Maintaining a strong, sustainable financial base**
- **Challenge 9 – Creating a high performing staff culture**

6.4 Members referred to the 15 KPIs in *Achievement 2023* and agreed that the KPIs should be linked to the strategic priorities and clearly articulated so people were aware of what the KPIs were working towards. Those KPIs that had been achieved should be removed and where there were gaps new KPIs should be included. The KPIs in *Impact 2028* should also be grouped and prioritised. Members requested milestones be set so success could be measured, particularly those that set UWL apart from the sector. Members suggested a KPI on affordability.

Action: Vice-Chancellor

6.5 The strategic plan had a clear focus on STEM subjects which were often significantly more expensive to run, but the Group Chief Financial Officer confirmed costs were closely tracked and were factored into the financial strategic plan. The Vice-Chancellor informed members that government funding was currently geared towards STEM subjects and UWL would aim to blend current SHAPE courses with STEM themes into the curriculum.

6.6 Members noted the current spend on staff was low but that wasn't necessarily a good thing as pressure on staff could mean they were unable to fulfil everything that was required of them. The Vice-Chancellor confirmed that many HEIs were not able to control staff costs which had led to financial insecurity across the sector. Heads of Schools were encouraged to present a business case for additional funds to be considered and approved by VCE.

6.7 Members agreed KPIs around HUB activity needed to be updated.

Action: Vice-Chancellor

6.8 The Vice-Chancellor confirmed the next version of the plan would contain a revised set of KPIs. Governors would have an opportunity to comment on the next version in advance of the next meeting of the Board on 10 October 2023.

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

7. Report on the Strategic Financial Plan to 2027-28 (BG 2223 39)

- 7.1 The Group Chief Financial Officer informed members that the plan had been reviewed by the Finance Committee at its meetings on 24 April and 12 June 2023 and suggested changes had been incorporated.
- 7.2 **Some references in this section have been redacted.**
- 7.3 Sector wide risks remained around the unit of resource, inflation and recruitment but, based on the assumptions, income would continue to grow by 3% year on year.
- 7.4 Staff costs would grow by approximately 4% as a result of increased student numbers but there had been a substantial cost saving with the University moving staff from the Berkshire Local Government Pension Scheme (LGPS) to Ealing LGPS.
- 7.5 Non-staff costs would increase by 1% due to capital investments, outreach and retention expenditure and investment in the student experience.
- 7.6 Contingency levels were £4m which would be absorbed back into the University funds if there were not utilised.
- 7.7 **Some references in this section have been redacted.**
- 7.8 Members were reminded of the Sinking Fund to clear the Barings loan, £55m by 2031.
- 7.9 The Group Chief Financial Officer confirmed the increase in OfS grants rising from 0.8% in 2023-24 to 3.0% in 2027-28.
- 7.10 Members requested item 7.3 be rephrased.
Action: Group Chief Financial Officer
- 7.11 Members extended thanks to the Group Chief Financial Officer and his team for their work and the presentation of a clear and concise document.
- 7.12 The Board of Governors **REVIEWED** and **APPROVED** the key assumptions for the Strategic Financial Plan to 2027-28 and the draft Budget for 2023-24.
- 8. Introduction to the new SU Sabbatical Officers (Presentation)**
- 8.1 The SU Chief Executive and the SU President introduced the recently elected VP Activities and VP Education.
- 8.2 The VP Activities and VP Education provided an outline of the key areas they would focus on while in office and the SU President confirmed her continued areas of campaigning for the coming academic year.
- 8.3 Members thanked the team for their work and the increased levels of engagement.
- 8.4 The Board of Governors **NOTED** the report.
- 9. Annual Report on Equality, Diversity and Inclusion (BG 2223 40)**

- 9.1 The Director of Human Resources informed members that the student related objectives were taken from the Access and Participation Plan (APP) and progress had been made in the three areas set out in the report.
- 9.2 Staff related objectives were set by the Equality and Diversity Advisory Group (EDAG) and were monitored at each meeting. These objectives were reflected in the Athena Swan action plan being progressed by the Athena Swan Steering Group.
- 9.3 Five staff networks had been created, in part due to the Athena Swan action plan. A sixth was in the process of being created. All of the networks fed into EDAG.
- 9.4 A Career Accelerator Programme had been established to encourage female staff members to consider and focus on their career progression.
- 9.5 Support for professional staff had led to 62 members of staff progressing to more senior roles in the last 12 months.
- 9.6 Further highlights included: 42% of female staff are from BAEM backgrounds, 35% of the top 5% earners are female and 21% of UWL professors were from BAEM backgrounds.
- 9.7 The Academic Staff Framework now provided staff with 15 hours per year to devote to EDI initiatives.
- 9.8 Members agreed that the work being undertaken reflected the commitment by the University to ensure EDI initiatives were embedded across the University and went beyond statutory requirements.
- 9.9 Members were reminded of the most recent staff survey carried out in 2021-22. A staff survey would be carried out on an biennial basis and, as data was gathered, a greater understanding of staff awareness of the University strategy would be known. Members noted student feedback was gathered via student module surveys and the National Student Survey (NSS).
- 9.10 Members queried whether a Board profile could be added to the document.
Action: Director of Human Resources
- 9.11 Members were informed that the ultimate aim was to ensure the staff profile reflected the student profile noting that some areas of study were progressing at a faster pace than others.
- 9.12 The University now had Athena Swan bronze status and would be working on the five-year plan to ensure, at the very least, the University retained the award. A review of progress would be taken in year three to assess whether the University was in a position to submit an application for silver status.
- 9.13 Members were drawn to Chart 11, providing an overview of the age profile of the workforce. Although there was an increase in academic staff appointments between 25 to 34, the majority of staff were still in the 45-54 and 55-64

demographic. The Director of Human Resources confirmed this was a sector wide problem and it was particularly difficult to appoint staff teaching in STEM subjects.

- 9.14 The Board of Governors **NOTED** the report and its assurance that the University was meeting the Equality Duty.

10. University Pensions Scheme Update (BG 2223 41)

- 10.1 The Group Chief Financial Officer informed members that the report had been considered by the Workforce Advisory Committee and the Finance Committee and it provided an overview of all of the pensions offered by the UWL Group.

- 10.2 The University had moved a small number of staff pensions from the Berkshire LGPS to the Ealing LGPS successfully.

- 10.3 New contribution rates for the Teacher's Pension Scheme (TPS) would be introduced from April 2024, rising from 23.68% to possibly 30%. HEIs would be expected to cover the additional cost and this has been factored into the 2023-24 Budget.

- 10.4 Members noted 72 members of staff were not in a pension scheme. It was unclear why they had not joined the University's Defined Contribution scheme, but the Group Chief Financial Officer confirmed every encouragement had been provided within the limits proscribed but they had still opted to not join one of the available schemes.

- 10.5 The Board of Governors **CONSIDERED** and **NOTED** the developments of the pension schemes and the pension provision.

11. Annual Report on Health, Safety and Wellbeing (BG 2223 42)

- 11.1 The Director of Human Resources confirmed the report had been considered at Student Liaison Committee, Audit and Risk Committee and the Workforce Advisory Committee.

- 11.2 There were only three RIDDOR reportable accidents in 2022-23, the report indicated a reduction in accidents of 61% from 2017-18 to the current academic year, accidents were below the sector average and self-audits confirmed local progress in the management of health and safety.

- 11.3 There were 23 occupational health referrals from August 2022 to April 2023, a decrease on the 38 cases reported previously.

- 11.4 Staff were utilising the online portal to access information on the Employee Assistance Programme (EAP). Staff were also advised of a number of awareness events and initiatives which they could register to attend.

- 11.5 The Director of Property Services informed members if an accident occurred on University premises then it would be attributed to property services rather than a school of study or professional services area, which impacted on the categorisation of the data.

11.6 Reported accidents in the London College of Music (LCM) were high but members were informed that LCM had a high number of performing arts courses where it was not possible to anticipate all accident scenarios. Members queried whether the higher incident rates were due to not completing the online training courses. This would be tracked by Human Resources and would be reported back next year.

Action: Director of Human Resources

11.7 Members were reminded that the report now covered wellbeing. This overlapped with safeguarding, but members were assured this did not mean duplication of work.

11.8 The Board of Governors:

- a) **NOTED** the progress in the Health and Safety Plan for 2022-23,
- b) **SUPPORTED** the Health and Safety Plan for the academic year 2023-24, and
- c) **CONSIDERED** the health, safety and wellbeing issues set out in the report.

12. Annual Report on Sustainability (BG 2223 43)

12.1 The PVC (Business Development) confirmed the report had been reviewed by the Audit and Risk Committee.

12.2 Members were reminded of the highlights and achievements achieved to date which would support UWL's drive to being carbon neutral by 2030.

12.3 Sustainability was one of the pillars in the new strategic plan, *Impact 2028* and sustainability initiatives were guided by the United Nations' Sustainability Development Goals (SDGs). The University had adopted the Education for Sustainable Development framework to ensure an holistic approach to sustainability.

12.4 The Public Sector Decarbonisation Scheme benefits had been monitored and indicated a significant reduction in carbon output and meant the University was on target to being net zero carbon by 2030.

12.5 Property Services had changed all its cleaning equipment to 100% biodegradable products. Property Services were also trialling robotic cleaners to reduce noise and energy consumption.

12.6 Sustainability also impacted the curriculum with students undertaking sustainability-based projects and specialist teaching modules.

12.7 The University was making research-led contributions in health and wellbeing, not just in science-based subjects, but in art, music and nutrition.

12.8 UWL was committed to promoting equality, diversity and inclusion (EDI) and had successfully reduced the gender pay gap by 1.46% in 2022. Work would continue to ensure equity for all staff.

- 12.9 The University was committed to raising awareness to reduce poverty and the Centre for Inequality and Levelling Up (CEILUP) had held a number of conferences attended by shadow government MPs.
- 12.10 The University was committed to ensuring a positive working environment and economic growth particularly around the creative economy in West London.
- 12.11 Work continued to reduce and recycle food waste with UWL's restaurant, Pillars, being a member of the Sustainable Restaurant Association.
- 12.12 The PVC (Business Development) confirmed the University's sustainability drive was based on partnerships, internal and external, to ensure an holistic approach that would transform the curriculum with UWL graduates being future sustainability drivers.
- 12.13 The PVC (Business Development) informed members a web version of the document would be produced to ensure the widest possible audience was reached.
- 12.14 Members were informed that the University would be submitting work on sustainability to the Times Higher Education Impact Ratings which are global performance tables that assess universities against the United Nations' Sustainable Development Goals. Members requested a dashboard or summary to clearly show where progress had been made.

Action: PVC (Business Development)

- 12.15 The Director of Property Services informed members that changing people's behaviours would be the hardest task. Staff and students were constantly reminded of how they could reduce waste and engage in money saving activities, but it was difficult to maintain the momentum when footfall was constantly changing.
- 12.16 The Board of Governors **NOTED** the report.

13. Gender and Ethnicity Pay Gap Report (BG 2223 44)

- 13.1 The Director of Human Resources confirmed the pay and ethnicity gaps were reducing in the middle and lower quartiles.
- 13.2 Work was in progress to deconstruct groups within the BAME category as it was clear there was differing levels of progress in addressing pay gaps in some minority ethnic groups.
- 13.3 Members were informed that BAME was not considered to be an appropriate acronym but UWL was required to use the same terminology as the regulators.
- 13.4 As part of the Athena Swan action plan, there would be increased training and development for all staff on inclusion and equalities.
- 13.5 Members agreed that UWL was currently working and providing data beyond regulatory requirements and requested the Director Human Resources to provide sector comparison data.

Action: Director of Human Resources

13.6 The Board of Governors

- a) **NOTED** the gender pay and ethnicity gap information, and
- b) **ENDORSED** the actions being taken to address the pay gaps.

Academic matters

14. Academic Board Annual Report (BG 2223 45)

- 14.1 The Interim University Secretary reminded members that the Board received Academic Board minutes at all of its meetings which evidenced compliance with OfS regulations.
- 14.2 The report was currently in draft as the Academic Board would be meeting on 12 July 2023 and would approve it at the meeting.
- 14.3 The Board of Governors **NOTED** the Academic Board annual report.

15. Further Education Board (BG 2223 46)

Minutes of the meeting held on 25 April 2023

- 15.1 The Chair of the FE Board informed members that new statutory requirements meant the University had to provide a statement on how FE funding was being used.
- 15.2 Members **NOTED** the Minutes and items of business discussed.

16. Academic Board (BG 2223 47)

Minutes of the meeting held on 15 February 2023 (Appendix 1)

- 16.1 Members were informed discussions took place on the NSS, degree outcomes, academic integrity and safeguarding.

Minutes of the meeting held on 5 April 2023 (Appendix 2)

- 16.2 Discussions took place on AI, the academic calendar and Athena Swan.
- 16.1 Members **NOTED** the Minutes and items of business discussed.

17. Chairs briefing on Committee Activity (BG 2223 48)

Audit and Risk Committee meeting held on 15 June 2023 (Appendix 1)

- 17.1 The Committee welcomed a new external audit partner from BDO, Mr Paul Jagger.
- 17.2 Members would be meeting online with the KPMG Director to finalise the Internal Audit Plan for 2023-24 on Thursday, 13 July 2023.

17.3 Members **NOTED** the Minutes and items of business discussed.

Finance Committee meeting held on 24 April 2023 (Appendix 2)

17.4 Members discussed the University's Strategic Financial Plan at this meeting and again at the meeting on 12 June 2023.

17.5 The total facilities management (TFM) contract with Bouygues was extended for a further two years while negotiations on a further contract took place.

Finance Committee meeting held on 12 June 2023 (Appendix 3)

17.6 Members **NOTED** the Minutes and items of business discussed.

Student Liaison Committee meeting held on 18 May 2023 (Appendix 4)

17.7 Members **NOTED** the Minutes and items of business discussed.

Workforce Advisory Committee meeting held on 1 June 2023 (Appendix 5)

17.8 The Director of Human Resources provided details on the new online appraisal system, UWLPRO.

17.9 Members **NOTED** the Minutes and items of business discussed.

18. Any other business

18.1 The Vice-Chancellor reminded members that would be the last meeting of the current Chair of the Board, Jennifer Bernard. Members extended their thanks to Jennifer for her balanced leadership which had provided stability during difficult times across the sector.

18.2 Members were informed that Jennifer would be receiving an honorary doctorate at the graduation ceremonies in July 2023.

18.3 Members would be invited to a leaving party later in the year.

19. Date of Next Meeting

19.1 The next meeting of the Board of Governors will be on Tuesday, 10 October 2023. Venue to be confirmed.

Signed by Ms Jennifer Bernard
Chair of the Board of Governors

Date

Author: Joshua Heming
Title: Interim University Secretary
Date: July 2023