

BOARD OF GOVERNORS

Minutes of the unreserved meeting of the Board of Governors on Wednesday 15 July 2020 from 4.30 - 7pm via remote video conference

Present	In attendance	Apologies
Andrew Summers (Chair) Andy Cook Nathan Donaldson Helen Higson Tamara Howe Guy Hurd Jon Kingsbury Katharina Koall Fernando Modino Lisa Mooney Alex Phillips Marta Phillips Samantha Silver Jo Stimpson Jon Walmsley	Margaret Bird- Director of HR & OD John O'Boyle- Director of Compliance Kerry O'Halloran – Head of Finance (items 8 and 9) Gary Pritchard- Pro Vice Chancellor (Learning and Teaching and Student Experience) Drew Robinson - Director Projects & Operations Emma Shailer- Director of Student Recruitment & Success Lawrence Zeegen- Pro Vice Chancellor (Research, Innovation and Enterprise) Maureen Skinner – Clerk to the Board of Governors (minutes)	Brian Duncan

20/1238	The Chair welcomed members to the meeting of the Board. In particularly, he welcomed Fernando Modino, the new President of the Students' Union. He also welcomed Kerry O'Halloran, Head of Finance, who is in attendance for agenda items 8 and 9.
	DECLARATIONS OF INTERESTS
20/1239	Members were reminded to declare any interests, personal or financial, that might relate to the business shown on the agenda for the meeting. No such declarations were made.
	MINUTES OF THE LAST MEETING AND MATTERS ARISING
20/1240	<p>Minute 19/1106 A three year financial model has been drafted although this was still work in progress.</p> <p>Minute 20/1194 The Diversity report is still under review and will be presented to the OD and Remuneration Committee/Board of Governors.</p> <p>Minute 20/1198 Mental Health and Wellbeing plan for students in development and progress to be reported to the next Board meeting within the VC Report.</p> <p>Minute 20/1212 Chair circulated microsite.</p> <p>Minute 20/1218 New Ethics Framework being drafted and will be reported to next Board meeting.</p> <p>Minute 20/1219 Protocol for remote working presented to HR and Remuneration Committee</p> <p>Minute 20/1220 Governance and Quality included in OfS Compliance, reporting to Audit Committee</p> <p>Minute 20/1221 Risk Register included in Board papers</p> <p>Minute 20/1222 Delay in building work caused by Covid-19 delayed signing of lease. Need to be ready to occupy as soon as building handed over. Messaging to students due to start in January 2021 might need to be adjusted.</p> <p>Minute 20/1229 Business Case for Digital First on the agenda.</p> <p>Minute 20/1236 Action Plan in response to recommendations of Governance Effectiveness Review approved by Nominations Committee and on the agenda.</p>
	CHAIR'S UPDATE
20/1241	The Chair congratulated the Executive and staff of the University for managing during the Covid-19 crisis, as well as the work on future planning. It was pleasing that applications had increased, particularly under the current restrictions. International recruitment remains uncertain though its impact will be less than other institutions.
20/1242	Government policy on higher education appears confusing though support for further education is clearer. Minister pronouncements questioning the value of higher education have not been helpful to the sector.
20/1243	Board recruitment has produced a strong shortlist (15 candidates).
20/1244	Members commented on the problems of graduate recruitment into the creative industries given the current environment. The University has incentivised postgraduate recruitment by a discount of 20% on fees for Ravensbourne graduates.

	ACTING VC REPORT
20/1245	<p>The Acting Vice Chancellor reported that UG recruitment for 2020-21 Home/EU is up by 10%. International recruitment is more difficult. Other positive news include the number of national prizes won by students and the much improved responses to staff surveys. Sadly, the NSS results were less positive, showing a flat outcome overall. Within the results, some courses had improved significantly whilst a few showed reduced scores. A full analysis with an action plan will be presented to the next Board meeting.</p> <p>Action: Full analysis of NSS results to next Board meeting with Action Plan.</p>
20/1246	<p>In discussion the following points were made:</p> <ul style="list-style-type: none"> • Good NSS results rely on good leadership and management • Some courses are still recruiting whilst others will not enter Clearing • Final acceptances are up across the board • Overseas agents are subject to targets • More analysis of student complaints required • Whether anonymous complaints system encourages students to raise issues, although this could present problems for analysis • The need for a safe space for student feedback on issues • Reporting on complaints must be confidential and provide data, trends and any hotspots. <p>Action: Annual Report on Student Complaints, including data, trends and hotspots, to Autumn Board meeting.</p> <p>Action: RSU to follow up on subjects of student complaints</p>
	RSU REPORT
20/1247	<p>The outgoing President of the Students' Union presented the end of year report. The issue of a pop-up bar was discussed and RSU's request for a permanent space for a student bar. Representation was very good, especially the engagement of students from BAME backgrounds. The idea of the gift boxes for vulnerable students had been well received.</p>
20/1248	<p>Concerns were raised about the core purpose of the Students' Union: as a provider of social events or its more fundamental role as a stakeholder body. It was noted that the role of the RSU was particularly important in the NSS. It was also noted that professional services staff need a better understanding of the importance of the Student's Union. The Officers were congratulated on their creativity and further discussions on the points raised would take place at the Advisory Board.</p>
	DIGITAL FIRST
20/1249	<p>The Acting Vice Chancellor introduced the Digital First business case. He had presented the vision at the last Board meeting; this meeting was now concerned with the detailed business plan. The need for Digital First sought to address some key issues:</p> <ul style="list-style-type: none"> • New technical skills needed • Shifting emphasis from higher education to further education • Covid-19 had exposed weaknesses in traditional models of delivery • The need to improve NSS scores

20/1250	The presentation addressed the concepts of Digital, Diversity and Disruption. There would be four new transformational undergraduate courses and four new postgraduate programmes. Digital First embraces contextual studies within a new mindset model. The strategy aims to address the top ten new skills required by employers. The new two-year accelerated hybrid degree is aimed at a number of new individuals, including those who are older, have family responsibilities, are from non traditional backgrounds or who are graduates seeking to reskill. The Digital Academy will incubate these new models for new audiences.
20/1251	The plan seeks investment of £1.5m from cash reserves in the first year and it is envisaged that this will be repaid in 3.3 years.
20/1252	Members were fully supportive of the vision and the plan. Questions related to project team capacity and capability, and infrastructure requirements such as CRM and e-learning. It was noted that previously the IT infrastructure at Ravensbourne had been somewhat fragile but that this had been improved by new senior appointments and by a range of underpinning technologies. The plan covers £1m investment in IT and infrastructure, which would be needed in any case.
20/1253	<p>Other comments included:</p> <ul style="list-style-type: none"> • There is tough competition for skilled staff • The existing staff base will need to change to become much more customer focussed • Ravensbourne had demonstrated a recent track record of employing good people • How the University will survive in the 'new normal' • It appears that the crisis had led to transformational thinking • The hybrid model is gaining traction culturally • Ravensbourne's existing mission to provide opportunities for non-traditional students will be expanded • Course leaders excited about the plan • The financial model should be broadbrush in terms of profitability; the need for a better idea of 'business as usual' • The need to monitor banking covenants • Need for a timing schedule of decision points
20/1254	<p>The Vice Chancellor suggested that the first decision point should be the end of August, made by a sub-group of the Board ie Chair/Deputy Chair plus committee chairs. The Executive will plan for updates to Board meetings to ensure Board oversight. Academic governors offered support in terms of academic development.</p> <p>The Board approved the business case for development, subject to check points as agreed.</p> <p>Action: Digital First timing schedule with series of check points to subset of Board (committee chairs plus Chair/Deputy Chair)</p> <p>Action: Plan progress updates to full Board on Digital First</p>
	FINANCE UPDATE
20/1255	The Acting Vice Chancellor presented the Finance Update, which had already been scrutinised by Finance Committee. A break even position was expected at the end of the financial year. The need for improved phasing, especially in months 11 and 12, was noted.

	The good news was that the position was as expected. Phasing would be improved by further training for budget managers.
	BUDGET 2020-21
20/1256	The Budget for 2020-21 was presented by the Acting Vice Chancellor. This had been approved in principle by the Finance Committee.
20/1257	The Budget is based on 900 FTEs UG for Home/EU, including better progression, and a 20% reduction in international recruitment. The Graduate School is being repurposed. Student satisfaction was improving in a number of areas. Digital First and a number of new courses would be up and running during 2020-21. Recruitment is expected to recover in 2021-22 and opportunities for additional commercial income should improve.
20/1258	Expenditure includes the retention of permanent staff and the option to pay staff a 2% pay increase in the autumn of 2020. A 20% reduction in sessional staff was planned, with a corresponding rise in permanent staff costs. A 5% reduction in operating expenditure was anticipated. £1.5m investment on Digital First was included. The Budget would be reviewed in November 2020 once actual recruitment was known.
20/1259	It was noted that the budget setting had been an iterative process, which had been particularly difficult this year. The uncertain job market might help recruitment. More work was needed on cost controls although the cash position was acceptable. There may be further pressure on capital expenditure. The budget is workable but provisional budgets should not be the norm, and the Board would seek a reduction in the level of variance.
20/1260	Other comments included: <ul style="list-style-type: none"> • The relationship between staff costs and overall expenditure was thought to be too high, although this might be improved by a reduction in sessional staff • When do international students pay their deposits and the impact this has on recruitment projections? • The baseline for international fee income had now been set • The costs of large projects eg SITS and the Institute for Creativity and Technology • The Finance Committee had asked for benchmarking data on fees • Whether the salary increase was affordable this year; 2% pay increase was above the rate of inflation • The desire to reward staff was noted and a final decision on a pay increase would be made in the autumn • How to reward those courses where NSS results had significantly improved, although performance related pay could present problems amongst academic staff • Possible use of additional leave as an incentive for staff
20/1262	The Budget for 2020-21 was approved, and would be reviewed in the autumn once recruitment data known. Action: Detailed student recruitment data, including international students and fee payment schedule, to next Board meeting.
	GOVERNANCE EFFECTIVENESS REVIEW

20/1263	The Chair reported that the Nominations Committee had already considered the detailed analysis of recommendations, with actions and timelines. The paper had been approved with some amendments. The Committee would continue to monitor progress.
	PREVENT MONITORING OUTCOME
20/1264	The Board received the Prevent Monitoring Outcome paper and noted the University's compliance with the Prevent duty.
	COMMITTEE SUMMARIES
20/1265	<p>Finance Committee The Chair of Finance Committee noted that the main issues had been covered in the Finance Update and the Budget 2020-21.</p> <p>Audit Committee The Chair reported that the Head of Internal Audit at KPMG had been promoted to Head of Education Practice at KPMG so a new Head of Internal Audit would be appointed. However, the existing Head will see out the remaining two internal audits.</p> <p>HR and Remuneration Committee The Chair reported that no final decision had been made on staff pay. He had proposed a revised title for the committee and revised Terms of Reference. Following consultation, a number of comments had been received on the new ToRs. The main change was to ensure the committee addressed strategic workforce issues, with remuneration a subset of strategy. The recommended changes, including the change of committee title to <i>Organisational Development and Remuneration Committee</i>, were considered by Nominations Committee and approved by the Board.</p> <p>Nominations Committee The Chair reported on the work on the Governance Effectiveness Review, which had proposed a change of the committee's name to the <i>Governance and Nominations Committee</i>, which the Board approved. Revised Terms of Reference would be drafted.</p> <p>Academic Board The Chair noted the Governance Effectiveness Review recommendation to reinstate governor attendance at Academic Board meetings. Members agreed but asked that this be formalised so that invitations to attend were issued in a timely manner. Once the new governor recruitment was complete the Chair of Board will nominate two governors to attend on a regular basis.</p> <p>Action: Revised Terms of Reference for the Governance and Nominations Committee.</p> <p>Action: Formalise Governor attendance at Academic Board meetings</p>
	THANKS TO RETIRING MEMBERS OF THE BOARD
20/1266	The Chair thanked the two retiring members of the Board: Tamara Howe and Nathan Donaldson, both of whom had served for nine years. He thanked Tamara for the industry perspective she brought to the Board, as well as her focus on students and championing diversity. Nathan was thanked for his years as Chair of the HR and Remuneration Committee, besides his frequent helpful advice on legal matters.
	FUTURE MEETINGS
20/1267	The Chair advised members that it was unlikely that an Away Day could take place in September so the meeting scheduled for 22 September 2020 would be a normal Board

	<p>meeting. The Schedule of meetings for 2020-21 would be expanded to include Academic Board meeting dates.</p>
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	<p>Action: Schedule of Board and committee dates to include Academic Board meetings</p>
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