

BOARD OF GOVERNORS

**Minutes of the unreserved meeting of the Board of Governors on Wednesday 6 May 2020
 from 4.30 - 6.45 pm 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 Lisa Mooney Alex Phillips Marta Phillips Samantha Silver Jo Stimpson Jon Walmsley	Margaret Bird- Director of HR & OD Brian Duncan- Director of Finance John O'Boyle- Director of Compliance Gary Pritchard- Pro Vice Chancellor Drew Robinson - Director Projects & Operations Emma Shailer- Director of Student Recruitment & Success Lawrence Zeegen- Pro Vice Chancellor Maureen Skinner – Clerk to the Board of Governors (minutes) Deborah Iles – EA to the VC Jamie Tang - Nous Jim Benson – AUA Consulting Dawn Turpin – AUA Consulting	

20/1204	The Chair welcomed the Interim Clerk to the Governing Body, Maureen Skinner, to her first meeting. Simon Lancaster and Jamie Tang would be joining the meeting for item 7. Dawn Turpin and Jim Benson from AUA Consulting would be joining the meeting for item 10.
20/1205	There were no apologies.
DECLARATIONS OF INTERESTS	
20/1206	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	
20/1207	<p>The minutes of the previous two meetings, 29 January 2020 and 25 March 2020, were approved. The minutes of the Emergency Meeting held on 7 April were approved.</p> <p>Action: Minute 19/1106 is carried forward to the next Board meeting on 15 July 2020.</p>
CHAIR'S UPDATE	
20/1208	The Chair expressed the Board's thanks to the Executive and all staff of the University for managing the University during these extraordinary times. He had attended the Staff Forum, which was held via Zoom on 29 April 2020. 180+ staff had been in attendance and the staff governors had articulated questions received from staff. The format had worked well.
20/1209	The Chair suggested that there was no further need of Board emergency meetings as satisfactory lines of communication had been set up.
20/1210	The Chair had attended the Committee of University Chairs (CUC) meeting recently. Many institutions were challenged due to the financial consequences of Covid-19 (impact on international recruitment and costs associated with residential accommodation). Thus Ravensbourne might be better placed in that its financial exposure is more limited.
20/1211	The announcement of a cap on recruitment of no more than 5% above student number forecast would be helpful to avoid potential poaching by other institutions. The news that monies from the Student Loans Company (SLC) will be brought forward to help cash flow was also welcome.
20/1212	<p>The search for new members of the Board of Governors was underway and the agency Gatenby Sanderson would be in touch with members of the Board and Executive. In the meantime the Chair is happy to receive suggestions and would circulate to members the agency microsite.</p> <p>Action: Chair to circulate details of microsite and all members to forward potential names to the Chair/agency.</p>
20/1213	The Chair reported that the Clerk, Katie Germer, had resigned due to ill health. The Chair expressed thanks to her on behalf of the Board for her years of commitment to Ravensbourne.

<p>20/1214</p> <p>20/1215</p>	<p>Board members Nathan Donaldson and Tamara Howe would be retiring after the next Board of Governors meeting on 15 July. They had both completed nine years' service to the University and the Chair expressed thanks on behalf of the Board.</p> <p>The Chair reminded members of the proper function of the Board. It would seem that occasionally other University Chairs had become too involved with operational matters; these matters are the responsibility of the Executive.</p>
<p>ACTING VC REPORT</p>	
<p>20/1216</p> <p>20/1217</p> <p>20/1218</p> <p>20/1219</p>	<p>The Acting Vice Chancellor advised the Board that the Risk Register had been appended to his report, rather than later in the agenda, to allow for discussion.</p> <p>The Acting Vice Chancellor reported the following matters:</p> <ul style="list-style-type: none"> • The University was in a relatively strong position compared to many of its competitors during the current crisis. This was due to comparatively low levels of international recruitment and lower financial exposure in relation to halls of residence. • Staff had worked exceptionally well together in order to convert the university into an on-line environment. • All students would be in a position to complete/progress this year. • Student engagement has been better in the on-line environment than face to face and it is hoped that this will lead to lower rates of attrition. • New recruitment is strong (+7.5%) but the competition is also strong, hopefully mitigated by the +5% FT UG growth restriction. • The environment has provided RUL with the opportunity to rethink its pedagogy in the medium to long term. <p>In discussion the following points were raised:</p> <ul style="list-style-type: none"> • The new environment might give rise to new potential strategic partnerships and the University should consider any companies with which RUL would not choose to work. • The existing Ethics Policy is primarily concerned with research ethics and should be reviewed to consider potential strategic partnerships. Currently Academic Board has responsibility for the Ethics Policy, but the policy might helpfully be reviewed by the new Commercial Development committee. <p>Action: Consider review of Ethics Policy to ensure coverage of strategic partnerships.</p> <ul style="list-style-type: none"> • The importance of staff support and wellbeing during period of on-line working. A protocol has been developed but this needs monitoring. • The University takes the temperature of staff wellbeing through a Pulse survey and this will include managing Covid-19 working when issued next week. • The University has launched a 'Make it Together' website as well as an internal campaign relating to wellness and social activities. • The Students' Union reported that students enjoy some aspects of lockdown but dislike others. • HR will report to the HR and Remuneration committee on staff wellbeing, with a summary to the next Board of Governors meeting. <p>Action: Monitor protocol for on-line working. Wellbeing report to next HR and Remuneration committee.</p>

20/1220	<ul style="list-style-type: none"> • It was reported that the OfS is tightening up on Licence conditions and that the University needs to ensure that quality issues and governance are covered. • The University has made changes to assessment and emergency regulations had been approved to cover these changes. The algorithm ensures no detriment to students. Changes had been approved by external examiners. <p>Action: Ensure governance and quality covered in OfS licence and regular review of these issues.</p>
20/1221	<ul style="list-style-type: none"> • It was noted that the most recent Audit committee had been cancelled as internal audit reports were not ready in time. The Chair of the Audit committee was content that the risk register reflects current risks and that the actions are appropriate. <p>Action: Risk Register to be reviewed regularly by Board of Governors, in addition to Audit committee, during Covid-19 crisis.</p>
20/1222	<ul style="list-style-type: none"> • Members noted that £316k had been committed to the development of the Institute for Creativity and Technology; it was important that the lease on the building is signed before further expenditure is committed. There are three sets of lawyers involved in the lease. It was hoped that the lease might be signed by the end of May 2020. • Final expenditure sign off expected by the end of July 2020. • Other infrastructure costs associated with the new building will also need to be signed off but there was some concern that supply chains might be disrupted during the current crisis. • Ardmore are due back on the site on 26 May 2020 (up to 70% of workforce). It was noted that sadly Ardmore had suffered a Covid death. • There are three candidates for building fit out. The procurement process to be brought forward. • The financial position of the companies involved will need to be kept under review. <p>Action: Sign off for new building lease. Other infrastructure costs to be signed off.</p>
RSU REPORT	
20/1223	<p>The President of the Students' Union reported on a range of activities carried out since the lockdown. Plans had been changed and the SU had engaged with the student body using a range of on-line platforms.</p> <p>Student Union elections had been held and the first meeting of the RSU Advisory Board had taken place. Two governors are members of the Advisory Board.</p> <p>The end of year party had had to be cancelled but the SU had managed to run a number of events including film club, drop in coffee sessions, meditation and games night to help to create a sense of community.</p> <p>Gift boxes for vulnerable students had been distributed.</p>

	PORTFOLIO DEVELOPMENT
20/1223	The Chair welcomed Jamie Tang of Nous to the meeting; Simon Lancaster was unable to join the meeting. Jamie Tang outlined the work that had been done. The report covered new course options for the next three to five years. The aim was for RUL to diversify into new directions in line with emerging technologies in the creative industries, reflecting the STEAM agenda and the convergence of creative, technological, engineering and digital skills needed by creative professionals.
20/1224	The Nous team had looked at horizon scanning and opportunities for growth. They had considered industry demand and student demand, as well as job market data and national student data. The team had reflected the University's identity, mission, vision and values. Other aspects included implementation strategy, competitive planning and profitability.
20/1225	Six course areas were considered: creative art and design, business and management, computing, engineering, media, and social science and humanities. The key options for portfolio development are business and management, and computing. There is a strong correlation with computing, whereas business and management skills have hitherto been a gap in provision. The delivery costs in this latter area are low compared with art and design. A specialist institution could benefit from moving into this space.
20/1226	Members were interested in the areas of commonality between the Nous report and the outcomes of the staff symposium.
	RAVENSBORNE UNIVERSITY DIGITAL FIRST STRATEGY
20/1227	The Acting Vice Chancellor reported that there was considerable commitment to the Digital First strategy. He noted that the Covid-19 emergency had presented the conditions to implement institutional change but that the University needs to act promptly. The increasing use of digital technology and e-learning is likely to be a permanent outcome of the emergency. The pace of change in digital technologies is considerable and the University needs to respond effectively.
20/1228	<p>Ravensbourne has key strengths in location, academic capital and profile. These strengths can be mobilised to not only respond to the current situation, but also to build on for the future, to become a pre-eminent, digitally focused UK institution for art and design. The comparatively small size, allowing flexibility and nimbleness, and financial investment could be major advantages in the marketplace.</p> <p>The following strategic opportunities have been identified:</p> <ul style="list-style-type: none"> • Build a Digital Academy • Build a Business Academy • All long term courses within the Media and Design schools and the above academies infused with at least 20% creative design and digital media content. <p>The next step is to articulate, plan and initiate the strategic vision.</p>

20/1229	<p>In discussion the following points were made:</p> <ul style="list-style-type: none"> • Members welcomed the inclusion of engineering and computing but noted that RUL had a history of not investing sufficiently and now it was time to do so. • There was a need to define a base financial operating model and articulate how the business case(s) for Digital First relate to the base financial model. The Board can then approve sensible levels of investment. • Given the current situation, digital applications need to be front and centre with investment. A reality check would be needed in six months' time. • Further discussions will be needed on more risk assessed and costed scenarios.; the Board needs to provide a sense of pace and acceptable risk. • The Executive welcomed the enthusiasm from governors. The VC/PVCs had spent a great deal of time discussing possibilities with other providers. • It was noted that there had been encouraging engagement from staff. • Questions were asked on whether the University prepared for up to 85% on-line delivery. Likely futures will include blended learning with a mix of on-line and face to face delivery. • This is a long term strategy and will need to allow for student number growth. <p>The Board approved the Digital First Strategy as presented in the paper. It was agreed that the detailed business case would be presented to the next Board of Governors meeting on 15 July 2020.</p> <p>Action: Develop business case(s) for Digital First and present to next Board meeting.</p>
	FINANCE UPDATE
20/1230	<p>The Director of Finance presented a Finance Update, which was a revision to that provided at the Emergency meeting on 7 April. He reported that the University was not taking advantage of the Government Furlough scheme and that there had been no redundancies. Some risks were expected in the summer term but there was no indication that there was any material problem.</p>
20/1231	<p>Student accommodation voids are not yet a problem as Scape had indicated that they would not hold customers liable.</p>
20/1232	<p>The Director of Finance had tried to model more variance into the forecasts to allow for a number of scenarios.</p>
20/1233	<p>In discussion the following points were made:</p> <ul style="list-style-type: none"> • The 2020/21 budgeting exercise might prove extremely challenging. • The potential for any furloughed savings. • Overall the financial position appears fairly comfortable.
	GOVERNANCE EFFECTIVENESS REVIEW
20/1234	<p>The Chair welcomed Jim Benson and Dawn Turpin of AUA Consulting to the meeting. The final report of the Board Effectiveness Review was now available and Board members were invited to give their initial reactions.</p>

20/1235	<p>The reviewers thanked the Board for appointing AUA Consulting to undertake the review, which entailed desk research, surveys, interviews and meeting observations. The reviewers found a number of examples of good practice such as: student experience, management of risk, compliance, scheme of delegation, appointments process, equality and diversity, regular review of governance, and the annual joint meeting of the Board of Governors and the Academic Board. There were eight recommendations, many of which were interrelated.</p>
20/1236	<p>In discussion the following points were made:</p> <ul style="list-style-type: none"> • Need for clarification where some recommendations were relevant to the Board and some were for the Executive. The terms were often used interchangeably but sometimes it meant a specific Board action and other times it referred to Board oversight. For instance recommendation 2 required the Executive to allocate resources but the Board would identify what was needed. • The Director of Compliance had submitted comments and clarifications in advance of the Board meeting. These would be attended to by the Clerk and reviewers. • The reviewers had been unable to discover quoracy rules for Academic Board. • The Board needed to be aware of the new OfS Assurance Review process (previously the HEFCE Assurance Review). • The reviewers did not see a complete mapping document for compliance requirements although it was noted that Audit committee did receive a comprehensive compliance report annually. Some updating was necessary to indicate responsible individuals, date of review, etc. <p>A plan covering the responses/actions following the Governance Review will be reported to the next Nominations committee</p> <p>Action: Governance Review Action Plan to next Nominations committee. Executive to approve any additional resources.</p>
	FUTURE MEETINGS
20/1237	The next meeting is scheuled for 15 July 2020 16.30-18.30