

APPROVED

MINUTES OF THE 224TH MEETING OF THE COURT OF GOVERNORS HELD ON WEDNESDAY 24 MAY 2017 IN ROOM CH1.14 CAVENDISH HOUSE, UNIVERSITY OF WESTMINSTER, 101 NEW CAVENDISH STREET.

PRESENT:	Mr P Kyle (Chair) Mr C Barnes Mr D Batchelor Mr J Begg Mrs R Bellamy-James Mr D Cheeseman (item 224.1 and 224.2) Mr G Davies Dame K Dunnell Mr A Ganguli (item 224.1 to 224.8) Mr S Hart	Mr T Hope Professor G Megson Mr G Morley Mr P Murphy Ms L Neil Professor G Petts Mr M Smith Ms F Thompson (UWSU) Mr J Wates Mrs D Yeo
IN ATTENDANCE:	Ms C Bernard (Observer) Professor R Dannreuther Mr D Diviny (item 224.1 and 224.2) Ms K Hayes Ms F Hudson (item 224.1 and 224.2)	Professor A Hughes Professor M Kirkup (item 224.1 and 224.2) Mrs E McMillan (Clerk) Professor K Mey (item 224.1 and 224.2)
APOLOGIES:	Ms S Enright (Secretary) Dame M Hogg	Mr M Webb (attendee)

Clerk's note: This meeting of the Court of Governors was preceded by an extraordinary general meeting to pass a resolution to approve new Articles of Association.

224.1. ANNOUNCEMENTS

- 224.1.1. On behalf of the Court of Governors, the Chair welcomed the following visitors to the meeting:
- Professor Malcolm Kirkup, Pro Vice-Chancellor and Dean Westminster Business School
 - Professor Kerstin Mey, Pro Vice-Chancellor and Dean Westminster School of Media, Arts and Design
 - Mr David Diviny, Consultant
 - Ms Felicity Hudson, Consultant
- 224.1.2. Apologies were noted as listed above.
- 224.1.3. Mr Stephen Hart declared an interest in agenda item 2.4 Appointment of Chair to the Court of Governors (refer to Minute 224.6). Mr Hart left the room during the relevant discussion and decision.

224.1.4. The Chair confirmed that the Court will discuss starred agenda item 2.10 Revolving credit facility (refer to Minute 224.12) and that he had received no requests to discuss the other starred items (Minutes 224.13 to 224.23).

224.2. VICE-CHANCELLOR'S REPORT AND STRATEGIC REVIEW

224.2.1. The Vice-Chancellor, Pro Vice-Chancellor and Deans and consultants (the 'presenters') presented a report on the emerging University strategy and financial improvement plan (Document COG 170524A).

Emerging strategy

224.2.2. Members noted that the emerging strategy builds on considerable work undertaken by the University Executive Board (UEB).

224.2.3. The presenters outlined the following elements of the emerging strategy:

- **Vision:** London's most inclusive university for realising opportunity
- **Mission:** We harness the power of investigation and imagination to educate and inspire the next generations of global citizens, irrespective of background
- **Priorities:**
 - High quality integrated learning
 - Outstanding student experience and outcomes
 - Resilient, high-performing organisation
- **Objectives:**
 - Deliver high-quality teaching
 - Create an outstanding and transformative student experience
 - Deliver impactful research and enterprise engagement
 - Create ties with employers, partners and our community locally and globally
 - Deliver financial and organisational sustainability
- **Enablers:**
 - *People:* Build the capability at all levels of the organisation and provide an excellent staff experience
 - *Communications:* Deliver a unified marketing and communications strategy focused on Westminster's unique qualities and specific offers
 - *Partners:* Develop local and international partners to deliver value to students and the University
 - *Learning environment:* Invest in the optimal number and use of campuses and spaces to support the student experience and ensure sustainability
- **Measures of success:** Teaching quality; graduate employability; staff experience; student learning gain; research quality and impact; enterprise and commercial contribution; long-term financial performance
- **Values:** inquisitive; courageous; connected; outstanding; resilient

224.2.4. [Redacted – commercially sensitive information]

224.2.5. The Chair welcomed and encouraged the absolute openness of the information provided to the Court in the report and during the presentation and invited members to ask questions.

224.2.6. In response to questions from individuals, members discussed the following matters:

- how the University can best use its estate – including the exploration of a number of options for best use of assets such as the Harrow site and the potential to create an operational focus in the West End
- the need for the final strategy to have a stronger business focus, including quantitative information on maintenance or growth of student numbers, and creating income from research and enterprise activities, with plans to achieve this

- the need for all staff to be prepared for and engage with the change process and for there to be energy and enthusiasm amongst the staff for the new vision
- the need for the strategy to be realistic and achievable
- collaboration with other institutions, both within and outside of the UK, and the University's league table position as a potential barrier particularly to international collaboration
- the tension between short-term cost saving activities, such as the employee release scheme, and the longer-term change programme
- the University's unique selling point (USP) is that it is a diverse and inclusive institution; however, there may be a range of USPs for specific stakeholders

224.2.7. Members noted that further work, including broader consultation, will be undertaken to complete the final strategy for presentation at the Court meeting on 19 July 2017. Members were assured that the final strategy will include the business focus referred to in the earlier discussion along with very clear key performance indicators.

224.2.8. **APPROVED** Members supported the direction of the emerging strategy.

Financial improvement plan

224.2.9. Members considered the context for the financial improvement plan. In summary, the Westminster 2020 strategy, developed in 2015, set in place a path of investment for the organisation to deliver on an ambitious growth agenda and that, due to a challenging external landscape and the lack of the appropriate internal response, this growth was not achieved.

224.2.10. **[Redacted – commercially sensitive information]**

224.2.11. The presenters outlined to members the worst-case financial deficit for the financial year 2020-21 and the financial improvement required to be realised to achieve a 6% surplus in FY2020-21. The breakdown of financial improvement required, as presented in the plan, distinguishes between planned savings (where plans exist for realisation), unplanned target savings and unplanned target income.

224.2.12. The Chair noted that members were concerned that financial projections presented to the Court over recent months have moved around considerably and they may have comments on the information presented in the plan as a result. The Chair invited members to ask questions.

224.2.13. In response to questions from individuals, members discussed the following matters:

- the worst-case scenario is highly unlikely to occur as it assumes that no action is taken to address the financial challenge
- on withdrawal of the capital grant HEFCE provided guidance to Higher Education Institutions that 6% would be an appropriate surplus to support capital investment
- exploration of a number of options for reducing Corporate Services expenditure, including any opportunities for the University to partner with other institutions
- the need to consider the timing of any further staff reductions and the impact the timing could have on teaching and the student experience

224.2.14. Members noted the following priorities for financial improvement identified by the Transformation Group:

- Immediately reduce discretionary Corporate Services expenditure through non-pay savings
- Optimise size of academic workforce through reducing staffing levels and increasing productivity of remaining staff
- Consolidate and maximise value from estate through optimisation

- Increase teaching income through increased pricing and increased volume of students
- Reduce staffing levels through process redesign, system improvements, elimination of duplication and reduced service levels and review and control remaining expenditure and income.

224.2.15. **AGREED** The target for the financial improvement plan is at least 6% surplus by FY2020-21.

224.2.16. **AGREED** The transformation plan required to return the University to a sustainable surplus will be delivered at the Court meeting on 19 July 2017 and will include:

- **Need for the change:** Describes the identified need for the change and the risks of not changing
- **Proposed target academic business model:** Describes the target academic business model in detail and how it addresses the change required. It will also describe how the target operating model has been divided into streams and how these streams of work interact
- **Costs and benefits:** Describes the anticipated costs and benefits of implementing the target academic business model
- **Project streams:** Each project stream will have a dedicated chapter within the overall transformation blueprint
- **Implementation plan:** Will provide a high level summary of the approach to implementing the target academic business model including the governance and benefits realisation.

Next steps

224.2.17. Members noted the proposed governance for the transformation programme and that regular discussions between the key groups will be developed to support the development of the plan.

224.2.18. In response to a member's query, the Vice-Chancellor confirmed that the plan has the support of the full membership of UEB, with the exception of one individual who dissented from particular elements of the plan.

224.2.19. Members discussed the proposed consultation, which will involve different groups of staff and students. Consultation activities will include input to identify the principles for design; presentation of options to groups to identify advantages and disadvantages; and testing of decisions to identify whether the planned implementation method is appropriate. Members noted that any consultation on planned redundancies will not take place until August 2017.

224.2.20. The Vice-Chancellor provided an overview of the topics discussed at recent open sessions for staff and staff governors reported that there is considerable stress and discontent amongst staff in relation to potential staff reductions and structural changes. Members emphasised the need for timely and meaningful communication and consultation. However they acknowledged that until appropriate consultation and decision-making processes progress, the information communicated may not provide the certainty and assurance staff are seeking.

224.2.21. Academic staff governors reported that governors should not underestimate the lack of confidence in the senior management of the University by the teaching staff. The Vice-Chancellor confirmed that the senior management are aware of the issues and the need to move forward purposefully.

224.2.22. The Vice-Chancellor informed the Court of a proposal to hold a meeting with members from Court and Academic Council based on the membership of the defunct Strategic Planning and Resources Committee. The group will act as a sounding board for UEB to stress test ideas arising from strategic discussions.

224.2.23. A member proposed that should the Court be presented with a plan that would take longer to achieve a 6% surplus but delivered an improved quality offering then the Court ought to give it their consideration.

224.2.24. Court congratulated the staff and students mentioned in the report for their achievements.

224.2.25. A member requested that future reports not only celebrate achievements but identify areas or instances of poor performance for the information of the Court.

224.3. CHAIR'S REPORT

224.3.1. **[Redacted – confidential information]**

224.3.2. The Chair informed members that the informal Chairs' Group¹ met on 2 May 2017 and endorsed the employee release scheme recently implemented by UEB. The Vice-Chancellor briefed members on the number of applications received and the timescale for decisions.

224.3.3. On behalf of the Court, the Chair offered his congratulations to the Sir Simon Milton Westminster UTC for their recent Outstanding Ofsted rating.

224.3.4. The Chair assured members that whilst the Registrar and Secretary will not be in the office on a daily basis from now until her retirement at the end of July 2017, day-to-day responsibilities of the role have been re-allocated on an interim basis and that the Nominations Committee and the Court will consider the allocation of duties early in the new academic year.

224.4. UNIVERSITY PERFORMANCE

Management accounts March 2017

224.4.1. Members received and noted the management accounts for March 2017 (Document COG 170524B). The report covers Period 8 of the financial year 2016-17 and has been considered by the University Executive Board (UEB) and Finance and Property Committee.

224.4.2. The Vice-Chancellor reported that there has been little change to the performance of the income and expenditure account since the last set of accounts and noted that there had been some concerns raised during discussions at UEB and at the Finance and Property Committee meeting about the University's debtor position.

224.4.3. The Chair, Finance and Property Committee informed members that the level of self-funded student debt is due to a later payment schedule for postgraduate students and is expected to be back in line for the June 2017 report. The Committee will receive a more detailed breakdown of the debtor data at the next meeting.

224.4.4. The Chair noted that it was reassuring that despite the forecast surplus reduction when compared to budget the University balance sheet remains within target levels for its bank covenants. The Chair, Finance and Property Committee referred members to the statement within the Draft Minutes Finance and Property Committee 11 May 2017 (Document COG 170524Qiv) with regards to the treatment of exceptional items.

Management information April 2017

224.4.5. Members received and noted the management information report for April 2017 (Document COG 170524C), which provides members with a report on progress against Westminster 2020 objectives.

¹ Chair and Deputy Chairs of the Court plus the Chairs of Audit Committee, Finance and Property Committee, HR Committee, Nominations Committee and Remuneration Committee

- 224.4.6. The Vice-Chancellor informed members that UEB is expecting the Quarter 3 forecast in the next two weeks.
- 224.4.7. A member noted that the University's key performance indicators (KPIs) are not 'SMART' targets in terms of being achievable. The Vice-Chancellor informed members that the KPIs are those agreed and considered achievable when the 2020 strategy was confirmed and have not been revised downwards to reflect the current environment.

Staff matters

- 224.4.8. Members received and noted a confidential paper on staff matters referred by UEB and/or arising through the integrated planning process (Document COG 170524D), which has been considered by the HR Committee and Finance and Property Committee. A record of the Committee discussions is available to members in the relevant draft minutes (Document COG 170524Q).

224.5. DRAFT FIVE YEAR FINANCIAL FORECAST AND UNIVERSITY BUDGET 2017-18

- 224.5.1. Members received and considered an update on progress on the preparation of the five year financial forecast in the light of the integrated planning process and in conjunction with the proposed new strategy for the University (Document COG 170524E). The paper has been considered by UEB and Finance and Property Committee.
- 224.5.2. The Vice-Chancellor informed members that the forecast data in the paper was used to illustrate to the Finance and Property Committee the University's scenario planning. Members noted that the data is now out of date as it has been superseded by the work being undertaken by UEB and Nous.
- 224.5.3. The Vice-Chancellor confirmed that an exceptional item for 2016-17 to account for the employee release scheme is not included in the forecast presented in the paper.
- 224.5.4. The Chair, Finance and Property Committee confirmed that the Committee considered that due to uncertainties around student numbers a further level of contingency is necessary; the contingency included is a started point however the right level is not yet known as the figures are in a state of flux.

224.6. APPOINTMENT OF CHAIR TO THE COURT OF GOVERNORS

- 224.6.1. Mr Hart left the room and members considered a recommendation from the Selection Panel (with delegated authority from the Nominations Committee) for his appointment to the role of Chair to the Court of Governors on the retirement of the current Chair (Document COG 170524F). In considering the recommendation, members received a copy of the personal statement submitted by the nominee during the application process.
- 224.6.2. The Deputy Chair, Nominations Committee - Chair for the selection panel – informed members that the panel met with two very able candidates and considered others at the shortlisting stage.
- 224.6.3. Members voted unanimously in favour of the recommendation to appoint Mr Hart, who is currently Deputy Chair of the Court, Chair HR Committee and an experienced independent governor.
- 224.6.4. The Chair informed members that the appointment creates a vacancy in the role of Deputy Chair to the Court from 19 July 2017 and that the Clerk, on behalf of the Nominations Committee, will make a call for expressions of interest in the Deputy Chair role after this meeting.

224.6.5. The Chair offered his congratulations to Mr Hart and notified members of his intention to retire from the role of Chair and independent governor during the meeting of the Court on 19 July 2017, which is prior to the end of his term of office. This is to enable the newly appointed Chair to lead the business of the meeting that is forward looking.

224.6.6. Mr Hart noted that the Chair unites people and groups together supremely well and that a team effort continues to be needed from the membership of the Court. Mr Hart has put in place arrangements to work flexibly in order to devote a day per week to University business.

224.6.7. **APPROVED** Mr Stephen Hart is appointed as Chair to the Court for a three year term of office from 19 July 2017 to 18 July 2020.

224.7. FRAMEWORK FOR SALARIES, REWARDS AND CONDITIONS OF EMPLOYMENT FOR ACADEMIC STAFF

224.7.1. The Provost presented a proposal for changes to the framework for academic staff (Document COG 170322G - tabled), which is recommended by the HR Committee.

224.7.2. The proposal, which is the result of negotiations between the University and the University and College Union (UCU) Westminster Committee covers six key elements:

- Harmonised London weighting
- Simplified arrangements for part-time visiting lecturers
- Academic processes including an annual promotions round linked to the integrated planning process and a three year probation period
- Guidelines for implementation of the professional contract for academic staff (replacing the current framework agreement guidelines)
- University policy on the recording of activities for educational purposes
- Working overseas checklist

224.7.3. Through the process the University has completed three time-limited reviews:

- leave entitlement
- approach to the professional performance and development review (PPDR)
- scope and role of PTVLs

224.7.4. Members noted that as a result of the proposal the University will transfer those who 'opted out' from the previous framework changes to the same salary increment profile as other academic staff. This in particular has been considered a dividing factor in terms of the staff experience.

224.7.5. In response to a query from a member of the Audit Committee on the findings of an internal audit review into the PPDR system, the Provost confirmed that under this agreement all academic staff will participate in the same PPDR system.

224.7.6. In response to a member's query, the Provost confirmed that the position for this year is that there is no incremental progression for PTVLs; however, the University will review this position in 12 months' time.

224.7.7. On behalf of the Court, the Chair welcomed the paper, acknowledged that it is the result of a lot of work and offered congratulations to all involved.

224.7.8. In response to a member query the Provost confirmed that the financial implications of the proposal are included in the budget.

224.7.9. **APPROVED** The proposed changes to the framework are to be implemented from August 2017 as outlined in the paper. The London weighting harmonisation will be back dated to 1 August 2016.

224.8. LEASE OF WEST END PROPERTY

Commercial in confidence

[Redacted – commercially sensitive information]

224.9. EXTENSION OF THE VICE-CHANCELLOR'S DELEGATION OF THE POWER TO DISMISS

224.9.1. Members received and considered a proposal to extend the delegation of the Vice-Chancellor's power to dismiss staff other than 'holders of senior posts' to a wider group of academic and Corporate Services senior managers (Document COG 170524I), which is recommended by the HR Committee.

224.9.2. Members noted that when UEB considered and agreed the proposal they stated that, should the Court support the extension, there will be mandatory training for new delegates and they will adhere to existing policies (as do existing delegates).

224.9.3. Staff governor Mr Geoffrey Davies stated that he has a strong feeling from colleagues that they consider the power to dismiss would be a significant burden to place on individuals at Head of Department level and urged members not to support the proposal. Mr Davies stated also that in his view it is the role of the Dean to adjudicate between the claim of the Head of Department and the individual.

224.9.4. Staff governor Mr John Begg stated that he considered the proposal to create a conflict of interest for the individual with delegated power of dismissal due to the close working relationships in smaller teams and that in his view this conflict might bring the University into disrepute.

224.9.5. The Chair noted that following a number of years consideration, the Court's view is that performance is best managed at the point of delivery and within a set of responsibilities and accountabilities for staff at a senior level within the organisation, such as a Head of Department.

224.9.6. The Chair, HR Committee reported that the proposal addresses a potential weakness for the University at employment tribunals and reflects business practice, where a line manager with responsibility for running a department will have power to suspend and dismiss members of staff within that department.

224.9.7. Two members of the executive team in attendance at the meeting confirmed their support for the proposal, which is supported by UEB. One UEB member noted that it is critical that managers take responsibility for challenges the University faces. Another noted that feedback from the staff engagement survey indicates there is a view that the University tolerates poor performance and that those close to the individual are best placed to know when there is poor performance.

224.9.8. Due to the lack of consensus on the matter, the Chair called for a vote by a show of hands. Members voted in support of the proposal with 15 governors voting in favour and two against. There were no abstentions. Only members of the Court were eligible to vote.

224.9.9. **APPROVED** The Vice-Chancellor's delegation of the power to dismiss staff is extended to the posts below with effect from 1 June 2017:

- Associate Deans;
- Faculty Heads of Department; and
- staff within Corporate Services at grade level three.

224.10. ACADEMIC GOVERNANCE WORKING GROUP OUTCOMES

224.10.1. Members received and considered recommendations for enhancements following a review of engagement between the Court and Academic Council (Document COG 170524J).

224.10.2. Members noted that they are asked to approve the recommendations in principle as Academic Council will not consider the report until 21 June 2017. The outcome of the Academic Council discussion will be reported to the Court on 19 July 2017.

224.10.3. **AGREED IN PRINCIPLE** Chair to the Court will nominate at least two independent governors to attend the Council meeting in October for the consideration of the annual quality report. The nominated governors will feedback to the Court in November when the annual quality report and the assurance statements will be considered. The Chair considered that Nominations Committee ought to make suggestions for the nominees.

224.10.3.1. **ACTION Clerk** to include this matter on the agenda for the next meeting of the Nominations Committee.

224.10.4. **AGREED IN PRINCIPLE** Council to retain the open invitation for governors to attend Council meetings as an observer and in addition Council and the Court will come together for a less formal debate/discussion with a clear focus once a year.

224.10.5. **AGREED IN PRINCIPLE** The assurance evidence base will remain unchanged and includes:

- Annual quality report
- Guide to quality assessment
- Mapping of Part One of the European Standards and Guidelines
- External Examiner overview report
- Annual monitoring Stage 1 and 2
- Validation and review report
- Academic integrity report

224.10.6. **AGREED IN PRINCIPLE** To enhance the application of the HE Code of Governance principle relating to academic governance, Court will:

- request an annual report from Academic Council on how the University is performing against the following academic strategies: Learning and teaching; Research; Academic enterprise; and Global engagement
- consider a formal scheme of delegation that defines major risk and allocates responsibility for decisions, including approval of new partnerships
- identify other academic partnerships where an annual report may be beneficial
- request a report from the University's Senior Compliance Manager, Admissions providing assurance that honest, accurate and timely information is provided to students, stakeholders and the public about all aspects of academic provision
- receive a copy of the annual academic appeals report considered by Council and the annual letter from the Office of the Independent Adjudicator to the Vice-Chancellor

- 224.10.7. Members noted that the Working Group's terms of reference and membership will remain active until further notice, dependent on the progress and outcomes of the Higher Education Research Bill; no further meetings of the working group are necessary at this time.
- 224.11. MINUTES OF PREVIOUS MEETING AND MATTERS ARISING**
- 224.11.1. **AGREED** The minutes of the Court of Governors meeting held on 22 March 2017 (Document COG 170524K) were agreed as an accurate record.
- 224.11.2. **AGREED** The confidential minutes of the Court of Governors meeting held on 22 March 2017 (Document COG 170524L) were agreed as an accurate record.
- 224.11.3. Members received and noted the summary of actions and matters arising from previous meetings (Document COG 170524M).
- 224.11.4. **National Student Survey results (Action 223.1.11.1)** Members confirmed that the National Student Survey scores referred to during discussions at the last meeting are historic.
- 224.11.4.1. **ACTION Clerk** to circulate the relevant survey results with the draft minutes.
- 224.11.5. **Consultancy report (Action 223.1.14.1)** In response to a member's query, the Vice-Chancellor confirmed that the consultancy report provided the starting point for the current strategy development work.
- 224.11.5.1. **ACTION Clerk** to circulate the report to staff governors.
- 224.11.6. **Management information pack (Action 223.4.15.1)** Members heard that as the system is relatively new the Human Resources team considered that the data were not robust enough to include at this stage.
- 224.11.6.1. **ACTION Chair, HR Committee** to check whether the PPDR data will be included in the staff lead indicators for July 2017.
- 224.11.7. **Staff sickness absence (Action 223.4.16.1)** HR Committee considered the issue on 4 July 2017 and instructed the Director, Human Resources Management to provide a report to the next meeting of the Committee on the reasons for the difference in reporting on sickness absence between Corporate Services and faculties.
- 224.11.8. **Management information pack (Action 223.4.17.1)** The student recruitment cohort information has been removed and as a result the issue of inconsistencies is no longer relevant.
- 224.11.9. **Business case – West End lease (Minute 223.7)** Following receipt of additional information from the Head of Property the Chair, Finance and Property Committee approved the purchase of the leasehold interest. The transaction will be structured on a Transfer of Going Concern (TOGC) basis so VAT is not payable on the purchase price. The Vice-Chancellor will report the final purchase price to the Court.
- 224.11.10. **Nominations for honorary awards (Action 223.11.3.1)** The Executive Assistant and Office Manager included in the most recent call for nominations a statement to encourage diversity, including gender.
- 224.11.11. **Court of Governors meetings 2017-18 (Action 222.23.4.1)** The schedule for 2017-18 and a draft schedule of meetings for 2018-19 are provided in the papers for this meeting (Document COG 170524V).

224.11.12. **Westminster 2015 (Action 218.2.4.1)** In response to a member's query, the Vice-Chancellor informed members that in January 2013 the Strategic Planning and Resources Committee (now defunct) received a report on achievement of the Westminster 2015 strategy to that point and that at that stage the University moved the focus from Westminster 2015 to Westminster 2020.

224.11.13. **Meeting between Court and Students' Union leadership (Action 218.7.2.1)** The Chair to the Court and a Deputy Chair to the Court (Mrs Rita Bellamy-James) met with the Students' Union President and Chief Executive Officer on 2 May 2017.

224.12. REVOLVING CREDIT FACILITY

224.12.1. Members received and considered a proposal to replace the University's existing revolving credit facility (RCF) with a new borrowing arrangement before 31 July 2017 (Document COG 170524N), which is recommended by the Finance and Property Committee.

224.12.2. **[Redacted – commercially sensitive information]**

224.12.3. **APPROVED** Members instruct the Director, Finance and Operations to negotiate a replacement revolving credit facility on behalf of the University.

224.12.4. **APPROVED** Members delegate authority to the Finance and Property Committee to authorise the Director, Finance and Operations to enter into a replacement £40 million loan agreement by 31 July 2017.

224.13. COURT STANDING ORDERS

224.13.1. Members received standing orders (Document COG 170524O) that will supplement the provisions in the new Articles of Association when adopted.

224.13.2. Members noted that the content of the standing orders is largely unchanged from that approved in principle on 6 October 2015 and that where changes have been agreed in the interim period these are reflected in the documents.

224.13.3. **APPROVED IN PRINCIPLE** The following standing orders will be adopted on receipt of formal approval from the Privy Council and adoption of new Articles of Association:

- Standing order 2: Appointment, suspension and dismissal of staff
- Standing order 3: Constitution of the Court of Governors
- Standing order 4: Committee structure and protocols

224.14. MINUTES FROM PRECEDING COMMITTEE MEETINGS

224.14.1. Members received and noted a report on the business conducted at meetings of the committees of the Court since the last meeting (Document COG 170524P).

224.14.2. In addition to the summary of business, members received the following minutes (Document COG 170524Q):

- i. HR Committee 4 April 2017
- ii. Academic Council 5 April 2017
- iii. Audit Committee 11 April 2017
- iv. Finance and Property Committee 11 May 2017

224.15. CAPITAL AND MAJOR PROJECTS UPDATE

224.15.1. Members received and noted a summary of progress on capital projects to date and the schedule of major project business case submissions (Document COG 170524R), which has been considered by the Finance and Property Committee.

224.16. LEARNING SPACES REFURBISHMENT WORKS SUMMER 2017

224.16.1. Members received a copy of the tender approval proposal (Document COG 170524S) and noted approval by the Finance and Property Committee for the contract sum for the works.

224.17. REGISTER OF PERSONS WITH SIGNIFICANT CONTROL

224.17.1. Members noted that the register of persons with significant control continues to state that "The University of Westminster knows that there is no registrable person or registrable legal entity in relation to the company".

224.18. LEADERSHIP FOUNDATION FOR HIGHER EDUCATION – NEW BRIEFING NOTES

224.18.1. Members noted the publication of two new Governance briefing notes: 'Benefits and impact' and 'The factors that influence whether governance is effective'².

224.19. GUIDE TO FUNDING 2017-18: HOW HEFCE ALLOCATES ITS FUNDS

224.19.1. Members noted the confirmed funding allocations to the Higher Education Funding Council for England (HEFCE) for financial year 2017-18³

224.20. SCHEDULE OF BUSINESS 2016-17

224.20.1. Members received and noted the updated schedule of business for the current academic year (Document COG 170524T).

224.21. DATES OF FUTURE MEETINGS

224.21.1. Court of Governors meetings 2016-17

Wednesday 19 July 2017 3.30pm in CH1.14 Cavendish House

224.21.2. Graduation ceremonies 2017

Monday 10 July 2017 (Westminster School of Media, Arts and Design and Faculty of Science and Technology)

Tuesday 11 July 2017 (Westminster Business School and Faculty of Architecture and the Built Environment)

Wednesday 12 July 2017 (Faculty of Social Sciences and Humanities)

Monday 20 and Monday 27 November 2017

All ceremonies in July and November 2017 take place at the Royal Festival Hall

224.21.3. Court of Governors meetings 2017-2018

Wednesday 20 September 2017 12noon to 8pm (**Court away day**)

Wednesday 4 October 2017 3.30pm

Wednesday 22 November 2017 3.30pm

Wednesday 21 March 2018 3.30pm

Wednesday 6 June 2018 3.30pm

Wednesday 18 July 2018 3.30pm

² <https://www.lfhe.ac.uk/en/governance-new/governance-briefingnotes/index.cfm>

³ <http://www.hefce.ac.uk/pubs/year/2017/201704/>

APPROVED

With the exception of the September away day, all Court meetings take place in Room CH1.14 Cavendish House, 101 New Cavendish Street

224.22. COURT AND COMMITTEE SCHEDULE 2017-18

224.22.1. Members received and noted the confirmed schedule of Court and committee meetings for the academic year 2017-18 (Document COG 170524U).

224.23. ANY OTHER BUSINESS

224.23.1. Members did not raise any issues to be considered under this agenda item.