

MINUTES OF THE 252ND MEETING OF THE COURT OF GOVERNORS HELD ON WEDNESDAY 13 JULY 2022 IN ROOM M416 MARYLEBONE BUILDING AND VIA MICROSOFT TEAMS

PRESENT: Professor L Berry (Chair) Ms H Owen
Ms N Aggarwal Ms L Phillips, Deputy Chair (to Minute 252.9)
Professor D Anand¹ Ms J Robson¹
Mr J Bairamian (to Minute 252.9) Professor F Ross¹
Dr P Bonfield Mr M Smith
Miss Z Butt, UWSU Canon D Stanton
Ms V Foster¹ Ms P Wales
Ms S Hafeez Ms MX Wang
Professor A Hughes Mr S Wylie (Minute 251.1 and 252.2)¹
Ms C Morgan

IN ATTENDANCE: Mr H Bharna, Halpin (Minute 252.2.2 to 252.2.5)¹ Dr S Jarvis
Mrs E McMillan (Clerk)
Mr J Cappock (Company Secretary)¹ Ms O Otabo, Halpin (Minute 252.2 to 252.2.5)¹
Mrs T Patki (Observer)
Mr W Clark (Minute 252.9) Mr I Wilmot (Minutes 252.5 to 252.7)
Ms S Hills, Halpin (Minute 252.2 to 252.2.5)¹

APOLOGIES: Professor G Meikle

[Clerk's note: [Immediately prior to this meeting, governors participated in a one-hour development workshop](#)]

252.1. ANNOUNCEMENTS

- 252.1.1. The Chair welcomed all governors and attendees to the meeting.
- 252.1.2. The Chair gave a special welcome to Nandini Aggarwal, the new co-opted (student) governor who was attending her first Court of Governors meeting.
- 252.1.3. Members noted apologies as recorded above.
- 252.1.4. No members declared a conflict of interest in any matters on the agenda.
- 252.1.5. The Chair informed members that a decision on two starred items would need to be made at the meeting because less than 40% of members confirmed approval in advance via Decision Time.
- 252.1.6. The Chair confirmed that members had not asked to raise any matters under 'Any other business'.
- 252.1.7. The Chair spoke to members of her pride in participating in graduations and encouraged independent governors to attend ceremonies, which are an opportunity to meet students, academics, and Professional Services colleagues.
- 252.1.8. The Chair encouraged members to read two reports from members of the Court:
- [Tomorrow's Engineering Research Challenges](#) – a report co-chaired by the Vice-Chancellor

¹ Attended via Microsoft Teams

- [All voices matter: what REF 2021 can tell us about the involvement of people from Black, Asian and Minority Ethnic communities in research assessment](#) – a report co-written by independent governor and REF Equality and Diversity Panel member Professor Fiona Ross

252.2. EFFECTIVENESS REVIEW OUTCOMES REPORT

- 252.2.1. The Chair introduced the item and explained how the Governance and Nominations Committee worked with external consultants – the Halpin Partnership - on the development of the effectiveness review report (Document COG 220713A) from an earlier draft.
- 252.2.2. Consultants from Halpin - Susie Hills, Joint Chief Executive Officer, Hanif Barma, Lead Consultant, and Osaro Otobo, Project Manager and Consultant - joined the meeting and presented their draft governance effectiveness review report.
- 252.2.3. The Halpin consultants suggested next steps for the Court and informed members they would shortly receive an implementation pack and that Halpin would return for an impact review in six to 12 months.
- 252.2.4. Members commented on the report and raised queries for the consultants. The discussion covered:
- digital tools for monitoring the University strategy and key performance indicators
 - importance of regular reporting to the Court on equality, diversity and inclusion and the wider Sustainable Development Goals
 - reaching an understanding of the extent to which Being Westminster 2022-29 is distinct from competitor/comparable higher education institutions' strategies
 - use of town hall events and breakfast meetings to support stakeholder engagement
- 252.2.5. The Chair thanked Halpin and informed members that the Court will consider which of the report's recommendations and suggestions to adopt.
- 252.2.6. The Chair informed members that the Court away day on 7 September 2022 will include development activities and reflection relating to the review and that the Governance and Nominations Committee meets on 14 September 2022 and will consider then how to review the report recommendations and suggestions and address any questions and comments that arise from governors.
- 252.2.7. In response to members queries, the Chair confirmed that governors will have an opportunity to comment on Halpin's recommendations and that the effectiveness of the committee structure and how to maximise benefit from governors' expertise will be addressed at the next stage.
- 252.2.8. A member commented that it would also be interesting to explore how governors engage with the day-to-day work of the University, e.g., as link governors.
- 252.2.9. The Chair thanked members for the time they committed to the interview process and thanked the Governance and Nominations Committee for their critique of the draft Halpin report.

252.3. VICE-CHANCELLOR'S REPORT

Vice-Chancellor's periodic report

- 252.3.1. Members noted the Vice-Chancellor's report (Document COG 220713B).

Vice-Chancellor's sector update

- 252.3.2. The Vice-Chancellor highlighted to members discussions between sector bodies and the Government about issues such as proposed minimum grades for Maths and English for entry to higher education and noted the change of the Government Minister responsible for universities.

- 252.3.3. The Vice-Chancellor confirmed that Being Westminster 2022-29 has been launched and that colleagues will now develop the underpinning strategies and strategic key performance indicators.
- 252.3.4. The Deputy Vice-Chancellor (DVC) for Education gave an update on recent results in the National Student Survey (NSS) and Postgraduate Taught Experience Survey, highlighting initial actions and noting that analysis of feedback from students through the surveys is ongoing. She notified members that benchmarking data has not yet been published.
- 252.3.5. A member noted that the University has a different approach to annual monitoring than some others in the sector and encouraged colleagues to evaluate the approach.
- 252.3.6. The Chair noted that Academic Council will consider a full report on the outcomes and will highlight to the Court what action has been taken and how things improve (or escalate concerns if improvement is not achieved).
- 252.3.7. The UWSU President commented on the Students' Union's plans to enhance the student experience.

Report from Academic Council

- 252.3.8. Members noted the draft minutes from the Academic Council meeting on 23 June 2022 (Document COG 220713C).

252.4. SAFETY, HEALTH AND WELLBEING UPDATE REPORT

- 252.4.1. The University Secretary and Chief Operating Officer (USCOO)/Chair of the Being Safe, Feeling Safe Group and the Safety, Health and Wellbeing Committee gave an oral update on the work of both groups, including:

- COVID-19 cases reported on site and the potential impact of a new COVID wave on colleagues
- use of buildings is quiet and refurbishments are underway
- recruitment of fire marshals and first aiders to ensure cover while delivering the Smart Working approach

- 252.4.2. The Chair referred to a query from an independent governor in Decision Time about action plans to address the drop in academic colleague wellbeing reported through the most recent Colleague Wellbeing and Engagement Survey.

- 252.4.2.1. **ACTION USCOO** to reply to the query outside the meeting.

- 252.4.3. A member asked about the University's response to an increased risk of dropout and poor mental health for students who experienced disruption of education in schools and changes in assessment methods during the pandemic. The DVC (Education) confirmed that the University is focusing on welcoming activities and getting students to engage with each other and will provide clear and supportive messaging about how important it is to engage with University activities.

- 252.4.4. Members received the minutes from the Safety, Health and Wellbeing Committee on 12 May 2022 (Document COG 220713D).

252.5. MANAGEMENT ACCOUNTS REPORT

- 252.5.1. The Director of Finance presented the management accounts for May 2022 – Period 10 (Document COG 220713E).

- 252.5.1.1. **ACTION Director of Finance** to reply to the detailed questions posted in Decision Time outside the meeting.

252.6. UNIVERSITY BUDGET 2022/23

- 252.6.1. The Chair, Resources Committee confirmed that the Committee had scrutinised the proposed University budget for 2022/23 (Document COG 220713F) and recommend it to the Court.
- 252.6.2. The Director of Finance presented the proposed budget, highlighting:
- income is driven by student fees as they form 80% of the University's income
 - staff costs are a significant element of expenditure
 - the budget produces a surplus of approximately £2.5m before a contingency of £5m
 - cash generated will support investment in estates and IT capital projects
 - special projects are not included in the capital expenditure budget; they will be considered later in the year as business cases progress and final expenditure is agreed
 - there is a challenge across all budget areas to reduce costs by £5m
 - the expenditure budget includes inflationary increases including light, heat, and power, increases in IT licenses and rent payable to the Quintin Hogg Trust.
- 252.6.3. In response to a member's query, the Director of Finance explained that the University will know in September/October whether most of the budgeted income has been achieved and can address any shortfall through recruitment in January and managing costs and driving efficiencies through the year. The Director explained that the Quarter 1 management accounts report to Resources Committee and the Court identifies whether any potential risk scenarios have occurred and, if so, their impact on the budget.
- 252.6.4. The Director of Finance confirmed that the University is funding the 29 Marylebone Road project from reserves and other capital projects are funded from cash generated in year.
- 252.6.4.1. **ACTION Director of Finance** to reply to the detailed questions posted in Decision Time outside the meeting.
- 252.6.5. **APPROVED** University budget 2022/23 to be implemented as presented.
- 252.7. CHISWICK PROPOSAL (Confidential)**
- 252.7.1. **Redacted**
- 252.7.2. **Redacted**
- 252.7.3. **Redacted**
- 252.7.4. **Redacted**
- 252.7.5. **Redacted**
- 252.7.6. **Redacted**
- 252.7.7. **Redacted**

252.8. STUDENTS' UNION STRATEGIC UPDATE

252.8.1. Zahra Butt, the UWSU President and student governor, gave an oral update on UWSU's recent activity².

252.9. GRADUATE OUTCOMES REPORT

252.9.1. Members received a summary of the University's performance in the latest Graduate Outcomes survey (Document COG 220713H), which relates to outcomes for students who graduated in 2019/20.

252.9.2. The DVC (Employability and Global Engagement) explained how the employability agenda has changed over the last three years and referred members to the plan for future work in the report, which focuses on key activities attached to the project to develop a new Centre for Employability and Enterprise at 29 Marylebone Road.

252.9.3. The Data Impact Manager explained the purpose of the Graduate Outcomes survey and summarised the recent outcomes for the University.

252.9.4. In response to a member's query, the DVC (Employability and Global Engagement) listed several employability initiatives already offered to students, which are expanding significantly this year.

252.10. MINUTES OF PREVIOUS MEETING AND MATTERS ARISING

252.10.1. **AGREED** Members confirmed that the minutes of the Court of Governors meeting held on 25 May 2022 (Document COG 220713J) are an accurate record.

252.10.2. Members noted the summary of actions and matters arising from previous meetings (Document COG 220713K).

252.10.3. **University risk register periodic review (Action 251.6.2.1):** Members received a copy of the risk framework document (COG 220713K Appendix).

252.10.4. **Student co-opted governor (Action 251.15.5.1)** The retired student governor joined the meeting briefly and the Chair of the Court thanked her and wished her well on behalf of the Court.

252.11. UWSU BUDGET 2022/23

252.11.1. Members discussed the proposed Students' Union budget for 2022/23 (Document COG 220713L), which is recommended by the UWSU Trustee Board.

252.11.2. The USCOO explained that the University Executive Board (UEB), which approves the University's grant to UWSU, had scrutinised and approved the grant request. He also confirmed that while the University would not usually support loss-making commercial activity, funds to address a shortfall in commercial income had been allowed as, like other organisations, the Students' Union is re-establishing commercial activity post-pandemic.

252.11.3. In response to a member's query, the UWSU President confirmed that UWSU has a contingency in place and a reserves budget approved by the Trustee Board.

252.11.4. **APPROVED** UWSU budget 2022/23 to be implemented as presented.

² There is therefore no Document COG 220713G for this meeting

252.12. AMENDMENT TO STANDING ORDER 1

- 252.12.1. **APPROVED** Amendment to Standing Order 1: Scheme of delegation for signing certain categories of contract and for authenticating non-contractual documents (Document COG 220713M) to be implemented with immediate effect.

252.13. DIVERSITY AND DIGNITY AT WORK AND STUDY POLICY

- 252.13.1. Members received a copy of the policy (Document COG 220713N), which had been approved by UEB.

252.14. COMPLIANCE MATTERS

- 252.14.1. Members received the annual assurance report on compliance with ongoing regulatory conditions (Document COG 220713O), which had been considered by the Audit Committee.
- 252.14.2. Members received the annual submission of the Public interest disclosure (whistleblowing) register (Document COG 220713P), which had been considered by the Audit Committee.

252.15. RISK REGISTER UPDATE

- 252.15.1. Members received a report on the third periodic review of the Strategic risk register for 2021/22 (Document COG 220713Q), which had been considered by the Audit Committee.

252.16. AUDIT MATTERS

- 252.16.1. Members noted the Internal Audit work plan for 2022/23 (Document COG 220713R), which had been approved by the Audit Committee.
- 252.16.2. Members noted the External Audit operational plan and strategy for the year ending 31 July 2022 (Document COG 220713S), which had been approved by the Audit Committee.

252.17. GIFT ACCEPTANCE PANEL ANNUAL REPORT

- 252.17.1. Members received the annual report (Document COG 220713T).

252.18. USE OF THE COMPANY SEAL

- 252.18.1. Members noted a report on usage of the Company Seal since the last meeting (Document COG 220713U).

252.19. DATES OF FUTURE MEETINGS

- Wednesday 7 September 2022 12noon (away day)
- Wednesday 5 October 2022 3.30pm
- Wednesday 23 November 2022 3.30pm
- Wednesday 15 March 2023 3.30pm
- Wednesday 24 May 2023 3.30pm
- Wednesday 12 July 2023 3.30pm

Formal meetings will take place onsite with the option of participation via Microsoft Teams and may be preceded by a briefing/training session.

252.20. ANY OTHER BUSINESS

- 252.20.1. Members did not raise any other matters for discussion.