

MINUTES OF THE 250TH MEETING OF THE COURT OF GOVERNORS HELD ON WEDNESDAY 16 MARCH 2022 VIA MICROSOFT TEAMS

PRESENT:	Ms L Phillips (Deputy Chair) Professor D Anand Mr J Bairamian Dr P Bonfield Miss Z Butt, UWSU Ms V Foster Ms S Hafeez Professor A Hughes Professor G Meikle	Ms C Morgan Ms H Owen Ms J Robson Professor F Ross Mr M Smith Canon D Stanton Ms P Wales Ms MX Wang Mr S Wylie (to Minute 250.3)
IN ATTENDANCE:	Mr J Cappock (Company Secretary) Dr S Jarvis Mrs E McMillan (Clerk)	Mr A Norris (Minute 250.5) Mrs E Standen (Minute 250.2.5 to 250.2.8) Mr I Wilmot (Minute 250.6)
APOLOGIES:	Professor L Berry (Chair)	Miss O Ponsford, UWSU

250.1. ANNOUNCEMENTS

- 250.1.1. The Deputy Chair welcomed all governors and attendees to the meeting and introduced new independent governor Charlotte Morgan.
- 250.1.2. Members noted apologies as recorded above and that Lin Phillips, Deputy Chair to the Court, would lead the meeting in the absence of the Chair due to illness.
- 250.1.3. The Deputy Chair confirmed there were no conflicts of interest for the matters on the agenda.
- 250.1.4. The Clerk to the Court of Governors confirmed that two starred items will be discussed at the meeting in response to comments posted by members prior to the meeting.
- 250.1.5. The Deputy Chair confirmed there were no matters to raise under 'Any other business'.
- 250.1.6. The Deputy Chair noted that immediately prior to the meeting members received a briefing from the Director of Information Systems and Support on cyber-security, which covered the external cyber threat landscape and key risks for the University (including steps taken and planned to mitigate those risks).
- 250.1.7. The Deputy Chair briefed members on the Chair's activities since the last meeting. Activities included 1-2-1 review meetings with all governors and independent committee members and briefing the external consultants conducting the periodic governance effectiveness review.
- 250.1.8. **RATIFIED** Members supported the decision taken by Chair's action to approve publication of the updated degree outcomes statement and confirm the review period for the statement (Document COG 220316A).

250.2. VICE-CHANCELLOR'S REPORT

Vice-Chancellor's periodic report

- 250.2.1. Members noted the Vice-Chancellor's report (Document COG 220316B).

Vice-Chancellor's sector update

- 250.2.2. The Vice-Chancellor briefed members on support for students impacted by the war in Ukraine; student recruitment; planned strike action; and Office for Students consultations and proposals.
- 250.2.3. Members discussed with the Vice-Chancellor, the University Secretary and Chief Operating Officer (USCOO) and Deputy Vice-Chancellor (Education) international applications; remote working for colleagues; Government proposals to introduce minimum qualifications for entry to Higher Education; and social mobility.
- 250.2.4. The Vice-Chancellor informed members that the UWSU is re-running elections for the full-time Sabbatical Officer posts (Vice Presidents and President). Members heard that the decision was taken on the advice of the Returning Officer following multiple complaints from students regarding unethical and coercive approaches to campaigning from a range of candidates. The Vice-Chancellor reminded governors of their responsibility under the Education Act to “*satisfy themselves that the elections are fairly and properly conducted.*”

Annual quality assurance report and action plan

- 250.2.5. Emma Standen, Deputy Registrar (Quality and Standards) introduced the annual quality assurance report and action plan (Document COG 220316D), which members received at the meeting in November 2021.
- 250.2.6. The Deputy Registrar informed members that the University submitted detailed responses to three consultations on the impact of proposals from the Office for Students (OfS) on widening participation and social mobility. She noted also that revisions to the B3 conditions of registration and Teaching and Student Outcomes Excellence Framework (TEF) arrangements are expected to be in place for the start of the 2022/23 academic year.
- 250.2.7. Members discussed how the OfS might apply the proposed risk-based approach and balancing monitoring and reporting of external and internal priorities, which may not always align.
- 250.2.8. The Vice-Chancellor informed members that a table of KPIs that reflects the measures in the refreshed Being Westminster Strategy has been produced that aligns with the University's mission, vision, and reputation and OfS requirements. The KPIs will be proposed to the members at a workshop session on strategic performance.

Report from Academic Council

- 250.2.9. Members noted the draft minutes from the Academic Council meetings on 8 December 2021 and 23 February 2022 (Document COG 220316C).

250.3. SAFETY, HEALTH AND WELLBEING UPDATE REPORT

- 250.3.1. The USCOO presented the draft minutes of the Safety, Health and Wellbeing Committee meeting on 27 January 2022 (Document COG 220316E).
- 250.3.2. The USCOO/Chair of the Being Safe, Feeling Safe Group gave an oral update on the work of the Group.

250.4. BEING WESTMINSTER: OUR STRATEGY 2022-2029

- 250.4.1. The Vice-Chancellor presented the refreshed University strategy 'Being Westminster: Our Strategy 2022-2029' (Document COG 220316F).
- 250.4.2. The Vice-Chancellor noted that since the last Court strategic workshop there have been further open sessions with colleagues and meetings with UWSU, College Executive Groups, the Unions, and others to inform the Strategy presented for approval. He noted also that once approved there will be a roll-out programme to celebrate and implement the Strategy.

APPROVED

250.4.3. Members commented on the Strategy covering:

- measures of success
- representation of our students in the photographs
- preparing students for working life and being good citizens
- communicating the Strategy and the University's strengths externally, including for marketing purposes
- a clear statement about our education
- implementation phase and changing circumstances/environment

250.4.4. **APPROVED** Being Westminster: Our Strategy 2022-2029 to be implemented and published.

250.4.5. Members noted that typos and a grammatical error in the Strategy document will be corrected prior to publication.

250.4.6. The Vice-Chancellor thanked members for their contributions to the development of the Strategy.

250.5. EQUALITY, DIVERSITY AND INCLUSION ANNUAL REPORT 2020/21

250.5.1. Dibyesh Anand and Alex Hughes - Co-Chairs of the Equality, Diversity and Inclusion (EDI) Committee - and Andy Norris - Head of Culture and Inclusion - presented the EDI annual report 2020/21 (Document COG 220316G).

250.5.2. The Co-Chairs spoke about the EDI challenges the University faces and about two key pieces of work - middle and senior management engagement with the University's EDI agenda and a focus on equity, particularly around colleague development and education.

250.5.3. In response to a member's query, the Co-Chairs confirmed that the new Colleague Disability Network is contributing to discussions around building developments.

250.6. MANAGEMENT ACCOUNTS REPORT

250.6.1. The Director of Finance presented the management accounts for January 2022 – Period 6 (Document COG 220316H), which includes the Quarter 2 forecast.

250.6.2. The Director of Finance reported that the financial position has improved since Quarter 1 and noted that the improvement has been driven by an unplanned increase in student fee income.

250.6.3. The Director reported that the balance sheet and cash position remain strong, which indicates that the University will report a strong financial performance at year end.

250.6.4. Members discussed the potential impact of the war in Ukraine on the financial circumstances and visas for Ukrainian and Russian students and how the University may respond. The Deputy Vice-Chancellor (Employability and Global Engagement) assured members that the University is monitoring the situation and will find solutions and give advice to students and colleagues as things emerge.

250.6.5. In response to a member's query, the Director of Finance explained that most capital expenditure happens around the Christmas/New Year break and over the summer when most students are on vacation.

250.7. STUDENTS' UNION STRATEGIC UPDATE

250.7.1. Zahra Butt, the UWSU President and student governor, presented an update on UWSU's recent activity (Document COG 220316I).

250.7.2. The UWSU President reported that several UWSU Sabbatical Officers are at a conference in Chicago on implementing EDI work.

APPROVED

- 250.7.3. The UWSU President responded to a member's question about students' current priorities, explaining the outcomes of the UWSU survey on wellbeing undertaken in Voice Week.
- 250.7.4. The Vice-Chancellor highlighted the work that UWSU is doing to encourage participation in clubs, sports, and societies, which includes free access to remove a financial impediment to participation.
- 250.7.5. The UWSU President noted that this year has been transformational for UWSU – strategically and in the way it works with the University and thanked the Vice-Chancellor for proactively helping with their initiatives.
- 250.7.6. The Deputy Chair commended the President and UWSU for the report.

250.8. MINUTES OF PREVIOUS MEETING AND MATTERS ARISING

- 250.8.1. **AGREED** Members confirmed that the minutes of the Court of Governors meeting held on 24 November 2021 (Document COG 220316J) are an accurate record.
- 250.8.2. Members received and noted the summary of actions and matters arising from previous meetings (Document COG 220316K).
- 250.8.3. **Annual report and financial statements (Action 249.6.13.1):** Members noted that the University's carbon management target up to 2022 was to reduce scope 1 and 2 emissions by 43% with a baseline year of 2010; this target has been achieved and the Sustainability team are now developing a Climate Action Plan and a Heating Decarbonisation Plan.

250.9. NOMINATIONS FOR HONORARY AWARDS

- 250.9.1. Members considered nominees for receipt of honorary awards (Document COG 220316M), as recommended by the Governance and Nominations Committee.
- 250.9.2. **APPROVED** The following nominees will be invited to receive an honorary award from the University:
- [REDACTED]
 - [REDACTED]
 - [REDACTED]
 - [REDACTED]
 - [REDACTED]

- 250.9.3. Members queried the approach to awarding Honorary Fellowships and postponed a decision on the nominations for Fellowships pending a review by the Governance and Nominations Committee.
- 250.9.4. Members noted that recipients of awards previously approved by the Court and not yet conferred will be approached for ceremonies in 2022.

250.10. COMPLAINTS POLICY AND PROCEDURE – COURT OF GOVERNORS

- 250.10.1. **APPROVED** Updated Complaints policy and procedure – Court of Governors (Document COG 220316P) to be implemented with effect from 1 April 2021, as recommended by the Governance and Nominations Committee.
- 250.10.2. **AGREED** When reviewing the Articles of Association, the Governance and Nominations Committee will consider including a power for the Court to suspend a governor/member.

250.11. COURT AND COMMITTEE MEMBERSHIP

- 250.11.1. Members received a summary of Court and committee membership and vacancies (Document COG 220316L).

APPROVED

250.11.2. **APPROVED** Fiona Ross to join the Gift Acceptance Policy as the Court's nominee with effect from 17 March 2022.

250.11.3. **APPROVED** Amended role descriptions to be implemented from 17 March 2022.

250.12. SICKNESS ABSENCE AND ILL HEALTH POLICY

250.12.1. **APPROVED** Updated Sickness absence and ill health policy (Document COG 220316N) to be implemented with effect from 17 March 2022.

250.12.2. Members noted that the relevant statements on digital accessibility will be added to the policy prior to publication.

250.13. DONOR AND SPONSOR RELATIONS POLICY

250.13.1. **APPROVED** Updated Donor and sponsor relations policy (Document COG 220316O), which includes the terms of reference for the Gift Acceptance Panel, to be implemented with effect from 1 April 2022.

250.13.2. Members noted that the relevant statements on digital accessibility will be added to the policy prior to publication.

250.14. STUDENT WELLBEING FRAMEWORK

250.14.1. Members noted the Student wellbeing framework (Document COG 220316Q), which had been approved by the University Executive Board.

250.15. FEE PROPOSALS 2023/24

250.15.1. Members noted the Fee proposals 2023/24 (Document COG 220316R), which had been approved by the Resources Committee on behalf of the Court.

250.16. STUDENT DISCIPLINARY REPORT 2020/21 – SUSPENSIONS AND EXCLUSIONS

250.16.1. Members noted the annual student disciplinary report (Document COG 220316S), which had been considered by Academic Council.

250.17. TREASURY MANAGEMENT MID-TERM REVIEW REPORT

250.17.1. Members noted the Treasury management mid-term review report (Document COG 220316T), which had been considered by the Resources Committee.

250.18. USE OF THE COMPANY SEAL

250.18.1. Members noted that the Company Seal had not been used since the last meeting.

250.19. DATES OF FUTURE MEETINGS

- Wednesday 25 May 2022 3.30pm
- Wednesday 13 July 2022 3.30pm

- 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.

APPROVED

250.20. ANY OTHER BUSINESS

250.20.1. Members did not raise any other matters for discussion.