

CONFIRMED

BOARD OF GOVERNORS

Minutes of the unreserved meeting of the Board of Governors on Wednesday 13 November 2019 1430-1630 in the boardroom at Ravensbourne University London

Present	In attendance	Apologies
Nike Awoyinka Andy Cook Helen Higson Tamara Howe Guy Hurd Jon Kingsbury Lisa Mooney Alex Phillips Marta Phillips Louise Prideaux Jo Stimpson Andrew Summers (Chair) Jon Walmsley David Worthington	Margaret Bird- Director of HR & OD Brian Duncan- Director of Finance John O'Boyle- Director of Compliance Gary Pritchard- Executive Dean Screen School Emma Shailer- Director of Student Recruitment & Success Leyla Sitki- RSU Vice President Design School & Campaigns Lawrence Zeegen- Executive Dean Design Katie Germer- Clerk to the Board of Governors (minutes)	Nathan Donaldson

	WELCOME & APOLOGIES
19/1091	Andrew Summers took over as Chair of the Board from 1 October 2019 and welcomed all to the board meeting. Margaret Bird, Director of HR & OD, who also started on 1 October was welcomed to the meeting. Apologies were noted from Nathan Donaldson. It was noted that this was the last meeting of Nike Awoyinka, and thanks given to her for all that she has done for the university.
	DECLARATIONS OF INTERESTS
19/1092	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 25 SEPTEMBER 2019
19/1093	The minutes of the board meeting held on 25 th September 2019 were confirmed and approved as an accurate record.
19/1094	In terms of matters arising, it was noted that governors would be invited to discuss the Institute for Creativity & Technology at this meeting (19/1075) and that the president of the RSU would be visiting Aston University (19/1080). A commentary for the APP would be uploaded to the website (19/1074) and notice had been given to Engie (19/1086). Other actions had been completed as required.
	CHAIR'S UPDATE
19/1095	The Chair reported that since the last meeting he had various 1:1s to find out about the university and had introduced himself by email to all staff. He had focused on the appointment of VC and had attended a biennial plenary at the CUC at which a proposal for London university chairs to meet regularly had been agreed.
	ACTING VC REPORT
19/1096	The acting VC explained that the implementation of a new student record system was progressing well allowing better planning. An investigation is being undertaken in registry regarding communications on degree classification and risks are being managed well. It was confirmed that this is not a reportable event for the OfS.
19/1097	It was noted that the university faces a small financial risk if students progress but do not complete their studies. It was understood that the student support team provide a good level of pastoral care to students, and each student affected by problems in communication regarding their results had been liaised with individually. Action: Provide governors with financial impact regarding the risk of students not completing their studies as expected. Action: Provide governors with explanation of how reportable incidents will be reported to Governors and OfS
19/1098	The Heads of Terms have been agreed for the Institute and confirmation has been received from Research England regarding the ability for the university to take part in the REF once a staff survey has been undertaken. The Institute will be discussed

	in detail under this agenda.
	STUDENT RECRUITMENT
19/1099	The Director of Student Recruitment & Success gave a presentation on the growth of student numbers expected for the university. Governors were supportive of growing the student body, cognisant of the fact that the targets are ambitious and will require investment in marketing, space and resources. It was noted that the process of interview and offer is being refined to ensure that staff time is spent well and unconditional offers are not routinely made.
19/1100	It was recognised that the current building cannot house a large increase to student numbers therefore the executive team are exploring a range of options for diversification underpinned by robust financial data (including portfolio, delivery model and apprenticeships).
19/1101	A programme will be brought back to the board for discussion and will include market research and external consultants' recommendations. An Academic Symposium is planned for January 2020 to engage with and inspire staff and students as part of a consultative approach.
19/1102	It was understood that the student numbers in the presentation are based on the latest data, but will need to be kept under review to reflect the forthcoming general election result and EU uncertainty.
19/1103	Keeping the distinctiveness of the university is key in order to remain at the leading edge as a creative and technological university. It is important to understand the university's stakeholders to be able to demonstrate the value of the university's commitment to the creative industries. Governors agreed that retaining a focus on diversity is vital in order to maximize creativity.
	INSTITUTE FOR CREATIVITY & TECHNOLOGY
19/1104	<p>The Heads of Terms have been signed</p> <p>The appointment of a project manager will take place imminently and the fit-out of the new building is scheduled to take place over the summer in order that the first cohort of students can start in September 2020. It was noted that the timescales are challenging and the university must press hard to ensure that there are no time slippages from Knights Dragon.</p> <p>Action: Adjust Gantt chart to show contingency that is built into the project plan</p> <p>Action: Include operational plan for Institute for Creativity & Technology as overlay to building & fit out plan for each Board and Finance Committee meeting, as timescales are high risk</p>
	FINANCE UPDATE
19/1105	It was noted that enrolled student numbers will be confirmed for the January 2020 board meeting. It was reported that the institutional budget for 2019/20 as approved at the July 2019 board meeting remains unchanged.
	ACCOUNTABILITY RETURN

<p>19/1106</p> <p>19/1107</p> <p>19/1108</p>	<p>The forecast in the recently issued financial template allows universities to demonstrate to the regulator that they are sustainable as institutions. The Director of Finance confirmed that for Ravensbourne University London a prudent but realistic forecast is proposed.</p> <p>Action: Develop 3 year finance model that includes recruitment, budget and retention (based on targets where necessary and inclusive of expenditure as well as income)</p> <p>The other elements of the return include the Audit Committee Annual Report 2018-19, the Internal Auditor’s Annual Report 2018-19, the External Audit Management Letter and Management Responses and the Annual Assurance Return.</p> <p>Governors approved the submission of all elements of the annual accountability return for 2018-19.</p>
<p>ANNUAL REPORT & FINANCIAL STATEMENTS 2018-19</p>	
<p>19/1109</p> <p>19/1110</p> <p>19/1111</p>	<p><u>Ravensbourne University London</u> It was noted that amendments as suggested by Audit and Finance Committee members had been made.</p> <p><u>Ravensbourne Ltd, Ravensbourne Regeneration Ltd (dormant) and Ravensbourne Resource Centre Ltd (dormant)</u> The Acting VC confirmed that a letter of assurance would be provided to the auditors regarding the financial sustainability of Ravensbourne Ltd.</p> <p>Action: Increase the number of directors to at least two for all subsidiaries, including dormant companies.</p> <p>Governors approved the Annual Report and Financial Statements for Ravensbourne University London and its subsidiaries.</p>
<p>LETTERS OF REPRESENTATION</p>	
<p>19/1112</p>	<p>Governors noted that Finance and Audit members had considered the letters in detail and recommended them for signing.</p> <p>Governors approved the signing and submission of the letters of representation for Ravensbourne University London and Ravensbourne Ltd.</p>
<p>KEY PERFORMANCE INDICATORS</p>	
<p>19/1113</p>	<p>The Acting VC explained that the KPIs were a work in progress and comments were sought from governors to further develop and refine them. In discussion, governors made the following observation/suggestions:</p> <ul style="list-style-type: none"> • It is key that all staff understand how the proposed KPIs can be met and what is expected of them • Information should not be produced in isolation for governors, but should inform all levels of staff in the university • Governors would see high level rather than detailed KPIs • Include research and partnerships in ‘other forms of income’ • Include key project milestones- eg for the Institute.
<p>NOMINATIONS COMMITTEE SUMMARY</p>	

<p>19/1114</p>	<p>At its meeting on 2nd October the Nominations Committee made the following recommendations to the Board:</p> <ul style="list-style-type: none"> • Term of Jon Kingsbury, Deputy Chair, to be extended for 1 year until March 2021 • Number of staff and student governors to be set at 2 each • Membership of the RSU advisory group to include Jonathan Walmsley and Tamara Howe
<p>19/1115</p>	<p>Governors noted that staff governor elections would commence after this board meeting, and that the term dates should be staggered to preserve corporate knowledge.</p> <p>Action: Stagger start/end dates for staff and student governors</p>
<p>19/1116</p>	<p>It was confirmed that board recruitment will focus on legal, HR and finance skills, ideally with knowledge of the creative industries. Diversity will continue to be a key focus of recruitment.</p>
<p>19/1117</p>	<p>Governors approved the recommendations made by the Nominations Committee at its meeting in October 2019.</p>
<p>FINANCE COMMITTEE SUMMARY</p>	
<p>19/1118</p>	<p>It was noted that Finance Committee members had discussed facilities management and received an update on commercial and 3rd party revenue, and had requested that there be an update at each meeting with more clarity on expenditure as well as income.</p>
<p>AUDIT COMMITTEE SUMMARY</p>	
<p>19/1119</p>	<p>The Audit Committee had held a joint session with Finance Committee members to consider the annual report and financial statements of Ravensbourne and its subsidiaries on 24 October. In addition, Audit Committee members had discussed and approved that internal audit plan for 2019/20.</p>
<p>HR & REMUNERATION COMMITTEE SUMMARY</p>	
<p>19/1120</p>	<p>It was noted that although there had not been a physical meeting of the committee, members had approved by correspondence a staff pay award of 2% to be paid in December 2019 and the annual report of the committee to the Board of Governors.</p>
<p>COMPLIANCE WITH REGULATORY DEADLINES</p>	
<p>19/1121</p>	<p>The Director of Compliance confirmed that Ravensbourne had missed the deadline to pay fees to the QAA. The OfS had written to Ravensbourne. Governors were assured that Ravensbourne was not alone in missing the deadline which had changed without notification.</p>
<p>19/1122</p>	<p>To ensure this nor other return deadlines are missed, governors made the following requests:</p> <ul style="list-style-type: none"> • To review returns schedule to ensure it is wholly accurate and monitored by the Executive team

	<ul style="list-style-type: none"> • Ensure early payment of all fee invoices
	NEXT MEETING 29 JANUARY 2020
19/1123	The agenda will cover the FE self-assessment return, staff governor election results and progress on the Institute for Creativity & Technology. In addition, governors welcomed the suggestion that there be a 'deep dive' into a particular academic area in order that governors understand key issues and meet staff and students.
	SESSION FOR GOVERNORS ONLY- VC RECRUITMENT UPDATE
19/1124	It was confirmed that six interviews for a permanent VC had taken place. No appointment was recommended to the Board to be made, and it was recommended that existing arrangements continue with the full support of governors.
19/1125	A new recruitment process will start in spring 2020 with a view to appointing a permanent VC in time for the start of the next academic year. It was noted that an all-staff email informing staff of the decision not to appoint would be sent the following day.
	NEXT MEETING: 29 JANUARY 2020

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