

COURT OF GOVERNORS
Minutes

Minutes of the meeting held on Monday 4 July 2016 at 4.15pm in the 9th floor boardroom, 272 High Holborn, WC1V 7EY.

Present:

Professor Oriana Baddeley	David Lindsell (Chairman)
Lorraine Baldry	Peter Logan
Jamie Bill	Anne Morrison
Aisha Caan	Diana Osagie
Nigel Carrington	John Parmiter
Harry Gaskell	Sim Scavazza
Sir David Green KCMG	Ben Terrett
Andrew Hughes	Sir Eric Thomas
Kyran Joughin	Anastazja Oppenheim (Observer)

In attendance:

- Natalie Brett (Pro Vice-Chancellor – LCC)
- Professor David Crow (Pro Vice Chancellor – CCW)
- Steve Howe (Director of Estates) – item 16 only
- Martin James (Director of Finance)
- Stephen Marshall, Clerk (University Secretary and Registrar)
- Naina Patel (Director of HR)
- Stephen Reid (Deputy Vice-Chancellor Strategic Development)
- Zioge Smith (Deputy University Secretary)
- Gary Sprules (Director of Planning) – items
- Professor Jeremy Till (Pro Vice-Chancellor CSM)
- Professor Chris Wainwright (Pro Vice-Chancellor CCW)

Apologies:

Sir John Sorrell CBE	Frances Corner
Ben Evans	Andrea Rose CMG OBE
Alison Woodhams	Jane Slinn
Bola Tajudeen	

1. ANNOUNCEMENTS AND MEMBERSHIP

1.1 Apologies were noted as above. There were no declarations of interest. The meeting was chaired by David Lindsell, in the absence of Sir John Sorrell CBE.

2. **MEMBERSHIP, CONSTITUTIONAL AND COMPLIANCE MATTERS**

The University Secretary and Registrar presented this report which set out the position on and various recommendations about the membership of the Court of Governors and actions being undertaken in relation to the Committee of University Chairs (CUC) Higher Education (HE) Code of Governance.

- AGREED:**
- (i) To approve the reappointments of the following serving governors as follows:
 - Harry Gaskell as an independent governor for a further term of three years expiring on 22 October 2019.
 - Diana Osagie as a co-opted governor for a further term of three years expiring on 22 October 2019.
 - Sir John Sorrell CBE as an independent governor for a further term of 3 years expiring on 31 August 2019.
 - Sir David Green as an independent governor for a further year expiring on 31 July 2017.
 - (ii) To endorse the following nominations from Academic Board for two co-opted staff governors:
 - Professor Susan Orr, Dean of Learning, Teaching and Enhancement – (proposed term of office from 1 September 2016 concluding on 31 August 2019).
 - Theresa Finnigan, Head of Student Attainment - LCF (proposed term of office from 1 September 2016 concluding on 31 August 2019).
 - (iii) To extend thanks to Professor Oriana Baddeley and Andrew Hughes for their contribution to the Court of Governors during their time as governors.
 - (iv) To appoint Anastazja Oppenheim as the student governor for a one year term commencing on 4 July 2016 and ending on 31 July 2017, subject to satisfactory completion of all formalities, and extend thanks to Bola Tajudeen for her contribution to the Court of Governors during her time as student governor.
 - (v) To note the current level of vacancies on the Court of Governors and action being taken by the Nominations Committee to fill them.

3. **MINUTES OF THE MEETING HELD ON 15 MARCH 2016**

AGREED: That the minutes of the meeting held on Tuesday 15 March 2016 be approved as a true and correct record. There were no matters arising that were not on the agenda

4. **VICE-CHANCELLOR'S REPORT [Part Redacted]**

4.1 The Vice-Chancellor updated the Court on the various UAL developments. It was noted that some aspects of his report would be discussed in detail later in the agenda.

4.1.1 Recruitment

The recruitment position was explained: the University expected to be fully or close to fully recruited at undergraduate level, although it was expected that LCC courses would be included in clearing this year. The University would also need to consider whether

the referendum result would affect student recruitment this year.

Recruitment for postgraduate students would continue into August.

4.1.2 Higher Education and Research Bill

The Department for Business, Innovation and Skills published the Higher Education White Paper, "Success as a Knowledge Economy: Teaching Excellence, Social Mobility and Student Choice", on 16 May.

The Court noted that the White Paper encouraged the entry of new providers ("challenger institutions") to the HE sector and was likely to lead to a more 'marketised' environment for University education.

The key challenge for UAL revolved around the operation of the Teaching Excellence Framework (TEF) which introduces a metric-based approach to assessing "Teaching Excellence" and will involve specialist panels assessing whether universities deliver "excellent teaching". The HE White Paper was addressed more fully under agenda item 15.

4.1.3 Estates projects

There had been good progress on all the estates projects. Camberwell was on programme with the hall of residence due to be completed by January 2017 in preparation for the following academic year. The academic extension was also due to be completed for the start of the 2017 academic year.

Work on the London College of Fashion in the Olympic Park was also progressing well. The master plan had been signed off and the Chairman's Committee had approved the proposed terms of the agreement for lease.

The Elephant and Castle negotiations for the London College of Communications were also on schedule. It was likely that the project plan would target delivery for the beginning of the 2021 academic year. The designs for development had received positive feedback from the London Borough of Southwark.

The Court discussed whether the referendum result could have an impact on any of the University's estates projects. The Court noted that all of the loan facilities required to complete all three Estates projects had been established including a mechanism to protect the University against major increases in interest rates in the future.

4.1.4 University Executive and Committee Structures

The Vice-Chancellor reported on major changes to the University's Executive and committee structures, which included widening the remits of the Pro Vice-Chancellors and the creation of a University Operating Board.

NOTED: The contents of the Vice-Chancellor's report.

5. **2016-17 BUDGET**

- 5.1 The Director of Finance presented this item which set out the key elements for a balanced budget for 2016-17, which included generating the required level of surplus needed to finance the capital programme. The proposed budget incorporated a number of risk management measures to deal with various as yet unknown outcomes which may arise after the budget had been finalised. This included home and overseas recruitment levels and the sector agreed pay award. Further revisions of the budget may be necessary during the year.

AGREED: To **concur** with the recommendation of the Finance Committee on 13 June 2016 (Minute 9) and to **approve** the budget for 2016-17.

6. **FIVE-YEAR FINANCIAL FORECAST**

- 6.1 The Director of Finance presented the report which set out the University's five-year financial forecast return to HEFCE. He reported that the assumptions showed that the University would achieve a balanced budget each year and would generate the cash surpluses required to fund the capital programme.

AGREED: To **approve** the Five-Year Financial Forecast for submission to HEFCE.

7. **2017/18 TUITION FEES [Part Redacted]**

- 7.1 The Vice-Chancellor introduced this item. It was explained that the Finance Committee had considered a report on 2017-18 fees at its meeting on 13 June.
- 7.2 The Court noted the proposed general inflationary increase to fees for 2017/18 which reflected the anticipated inflationary pressures faced by the university with National Insurance and pension scheme cost increases as well as routine pay awards and incremental drift.
- 7.3 Governors discussed international fees, noting that whilst there was currently no basis for an additional increase, future tuition fee rates may need to be reviewed in light of the EU referendum result and its consequences.

AGREED: To **approve** the proposed 2016-17 tuition fees as set out in the accompanying summary of tuition fee recommendations.

8. **RETENTION AND ACHIEVEMENT ANALYSIS**

- 8.1 The Director of Planning presented this report which provided an overview of undergraduate retention for students progressing from 2014/15 into 2015/16 and the undergraduate attainment of 2014/15 graduates. It was reported that while retention and attainment figures were generally positive, significant differences existed in the retention of particular student populations with the highest levels of differentials evident with BAME students.
- 8.2 The Court noted that the University was actively addressing the issues arising from the

data contained in this report include retention, undergraduate attainment and unequal retention and attainment for students from different backgrounds. Changes had been made to the quality enhancement processes so that staff could better understand where the challenges were in terms of outcome. Academic support was also being offered to breach the gaps and college analysis was being undertaken at unit levels to identify diversity in the curriculum.

8.3 In addition to the various initiatives being undertaken by the colleges, other attainment activities were being pulled together to address the gaps and were being framed as a defined programme of work. There was no single reason for the gaps and therefore no single solution; there were five strands to the programme which would be identifying defined objectives.

8.4 The Court also noted that meaningful targets were being set in collaboration with staff and students backed up with individual college plans.

NOTED: The ongoing activities undertaken by the University around student retention and attainment.

9. STUDENT GOVERNOR REPORT

9.1 No report was submitted for this item and the Student Governor was not present at the meeting.

10. STUDENT COMPLAINTS AND DISCIPLINARY ANNUAL REPORT *[Part Redacted]*

10.1 The University Secretary and Registrar presented this report. The Court noted the overall number of appeals and complaints, and how this compared to the previous year.

10.2 The Court asked that the future reports should include actions taken around complaints received.

11. EQUALITY, DIVERSITY & INCLUSION ANNUAL REPORT

11.1 The Director of HR presented this report which had been considered by the Personnel Committee at its meeting on 14 June. The Court noted that both the staff and student Equality, Diversity and Inclusion Annual Reports had set out Public Sector Equality (PSED) objectives for the year 2015-16. It was agreed at the Personnel Committee meeting that both sets of objectives would be carried into 2016/17.

11.2 The Student PSED objective was:

- To narrow the differential in participation, retention and attainment between students of low/high socio-economic backgrounds and BAME/white ethnic groups.

11.3 The Court noted that this work was part of the Attainment project. The Staff PSED objectives were:

- Improve the representation from BAME backgrounds, particularly in academic

- and senior roles;
- Ensure that where required, workplace adjustments for disabled staff are implemented within 8 weeks.

11.4 It was noted that an online programme of staff development on unconscious bias, diversity and inclusion was being developed for roll out in Autumn 2016. Specific briefings were to be offered to governors and senior management teams over the 2016/17 academic year.

11.5 It was also reported that a programme of activity around BAME representation at senior level was being rolled out. Governors asked that a list of initiative with targets should be presented at the next Court meeting.

- AGREED:**
- (i) To **note** the contents of the Staff and Students Equality, Diversity and Inclusion Annual Progress Report 2016;
 - (ii) To **endorse** the Student EDI Annual Progress report.

12. OFQUAL ANNUAL STATEMENT OF COMPLIANCE [Part Redacted]

12.1 The Awarding Body was due to submit its statement of compliance to Ofqual by the end of September 2016. It was anticipated that the return would be finalised by the end of September (by which point all new agreements from approved centres would have been received).

- AGREED:**
- (i) To submit the statement of compliance to Ofqual towards the end of September, when compliance with all conditions is fully evidenced.
 - (ii) That the Chairman of the Court of Governors be authorised to approve, on behalf of the Court of Governors, an annual statement of compliance when compliance with all conditions is fully evidenced, so as to allow the return to be submitted before 30 September 2016.

13. MINUTES OF THE COMMITTEES

AGREED: To receive the minutes of the following committees:

- (i) ArtsCom Board – 4 May 2016
- (ii) Audit Committee – 23 March 2016
- (iii) Chairman’s Committee – 15 March 2016
- (iv) Estates Committee – 13 June 2016
- (v) Finance Committee of 13 June 2016
- (vi) FE Sub Committee – 21 March 2016 and 16 June 2016

To receive the minutes of and endorse the recommendations from the following committees:

- (i) Nominations Committee of 25 May 2016 (endorsement of reappointments – see above).
- (ii) Personnel Committee of 14 June 2016 (to note the People Strategy 2016-2022 Action Plan).

14. STRATEGIC ITEM: EXIT FROM THE EUROPEAN UNION [Part Redacted]

- 14.1 The Vice-Chancellor reported that although UAL did not advocate leaving the EU, the University did have a contingency plan including a cascade of communications to reassure students which it was able to implement very quickly in response to the Referendum result. The Vice-Chancellor's all-staff briefings sent a strong message that UAL would remain a tolerant, inclusive community despite Brexit.
- 14.2 The Court noted that the Students Loan Office had confirmed that EU students would be treated as UK fee payers for the duration of their courses. This would hopefully stabilise recruitment for this year. The effect on the demand for places was as yet unknown, but recruitment from the EU was very likely to be significantly reduced if all access to public funding was withdrawn.
- 14.3 The Court discussed the potential impact of a decline in the number of EU students including the possible effect on retention and attainment; recruitment and income.
- 14.4 It was reported that some concern had been expressed by the University's EU staff about their right to remain and work in the UK. The uncertainty about free movement of EU nationals made it difficult to provide strong assurance to staff.
- 14.5 The University would be unable to recruit EU nationals for 2017/18 until there was clarity around the fee loans position. There was joined up thinking on all Brexit issues in the University and UAL remained financially viable. It was noted that there had also been no reported cases of race hate following Brexit.
- 14.6 Governors commented that the speedy communications from the University following EU referendum had been reassuring. Furthermore, the response to the Vice-Chancellor's briefings had been very positive.

NOTED: The contents of the Brexit report.

15. STRATEGIC ITEM: THE HE WHITE PAPER

- 15.1 The Court noted the main implications for UAL of the Government's recent higher education white paper, *Success as a Knowledge Economy: Teaching Excellence, Social Mobility & Student Choice*. The University had worked closely with policymakers and industry bodies during consultation and UAL's key recommendations had been taken into account. A key measure in the white paper was the new Teaching Excellence Framework (TEF).
- 15.2 The Director of Planning gave a presentation on the TEF. He reported that a new framework was to be introduced to the HE sector in 2016/17 with a plan set out as to how the framework would be phased in over its first four years of operation. The stated aims of this new framework were to:
- Highlight and incentivise excellent teaching
 - Provide students and employers with better information
 - Provide incentives so that research and teaching are equally valued

15.3 The TEF will allow assessments to be made against a set of common criteria, covering different aspects of teaching and learning. The assessments will be holistic, based on both core metrics and additional evidence, and carried out by peer review panels comprised of experts in teaching and learning and student representatives.

15.4 It was noted that the new measures would inflict a heavy administrative burden on institutions and that the ratings system could damage international competitiveness. There was, however, an ongoing lobbying campaign against this aspect of the proposals.

16. STRATEGIC ITEM: LEASE OPTION [Part Redacted]

16.1 The Director of Estates reported that an opportunity had arisen to bid for an assignment of a lease for office space. He advised that the prospect had been considered by the Estates Committee at its meeting on 13 June and the Committee had noted that various offers were being considered by the concerned organisation, who had called for best bids by 14 June. With the approval of the Estates Committee, the University had submitted an offer for an assignment of the lease subject to Court approval.

16.2 The Court received a report on this proposal and discussed the details of the proposed lease and associated matters.

- AGREED:**
- (i) To endorse the bid, for the amount set out in the report, for an assignment of the lease and the subsequent fit out and rental costs as presented in the report.
 - (ii) To endorse the signing of the proposed assigned lease for 10 years by the Vice-Chancellor and a member of the Chairman's Committee should the bid be successful and after suitable scrutiny of the Lease by the legal advisors and the granting of a landlord's licence for initial alterations.
 - (iii) To approve the resultant amendment of the University's capital budget in due course as appropriate.

17 HEFCE ANNUAL ASSESSMENT OF INSTITUTIONAL RISK

NOTED: The annual letter from HEFCE confirming the risk status of the University. Based on the accountability returns submitted for 2014-15, HEFCE's overall assessment was that UAL was not at higher risk.

18. ANY OTHER BUSINESS

18.1 *The Mayor of London's Manifesto for all Londoners*

NOTED: The University was engaging with the Mayor of London who has been very positive about and supportive of arts and culture in London.

18.2 'Modular' Collaborations

Attention was drawn to a report by Fred Deakin and Charlotte Webb called "Discovering the Post Digital Art School" and available at <http://freddeak.in/news/?scroll=Post-Digital%20Art%20School%20report> for those who wanted more information.

18.3 2016 Awards Ceremonies

NOTED: That the Awards Ceremonies would take place at the Royal Festival Hall, Southbank Centre from 18 – 21 July 2016

19. **DATE OF NEXT MEETING**

NOTED: That the next meeting would take place at 4.15pm, Monday 26 November 2016 at High Holborn.

The meeting finished at 6.35pm.

**Signed as a true and
correct record
Date**

CHAIRMAN
