



office of the  
independent  
adjudicator

## **Minutes of the sixty-sixth meeting of the Board of Directors held on 20 June 2019**

Present:	Dame Suzi Leather (Chair) William Callaway, Andrew Chandler, Amatey Doku, Wendy Finlay, Professor Alistair Fitt, Gillian Fleming, Peter Forbes, Carey Haslam, Mark Humphriss, Andy Mack, Jonathan Rees, Dr Diana Walford, Sophie Williams
Apologies:	Professor Geoffrey Elliott (Jon Renyard)
Secretary:	Sarah Liddell (Company Secretary)
In Attendance:	Ben Elger (Chief Executive) Felicity Mitchell (Independent Adjudicator) Dave Hall (AHUA Alternate Director) Jo Nuckley (Head of Adjudication Team) Victoria Hampson (Case-handler) (staff observer)

### **19/14 Chair's business**

There was no Chair's business.

### **19/15 Membership**

The Board welcomed Dave Hall (AHUA Alternate Director) as an observer, Jo Nuckley (Head of Adjudication Team) and Victoria Hampson (Case-handler) as staff observer to the meeting.

### **19/16 Declarations of interests**

There were no declarations of interest.

### **19/17 Minutes of the last meeting**

The minutes of the sixty-fifth meeting of the Board held on 29 March 2019 were approved.

## **19/18 Matters arising from the minutes**

The Board received a record of the matters arising from the minutes and actions update. There were no further matters arising.

## **19/19 Governance Working Group**

The Board received an update on the review of governance membership and the note of the last Governance Working Group meeting.

The first meeting had been positive. The Group had considered what an effective Board for the future might look like and how we might get there.

Work on the next steps agreed by the Group is ongoing.

The Board needs the right skills, experience and diversity mix. Having both sector and student voices on the Board is important, as is equity between Board members. Options should be kept open at this stage and explored carefully.

The Group's next meeting is taking place in July and the date for a further meeting in October will be confirmed.

## **19/20 Nominations and Remuneration Committee**

The Board received the unconfirmed minutes of the nineteenth meeting of the Nominations and Remuneration Committee held on 21 May 2019 and considered related matters.

The role descriptions for the Chair and Deputy Chair were discussed.

The Deputy Chair's role has been further developed and defined following the governance effectiveness review. Some further responsibilities were **agreed**.

The Board **approved** the role descriptions subject to the agreed changes. It was also agreed to look into common practice in charities for chairing Nominations and Remuneration Committees.

The proposed arrangements for Directors' remuneration take a flexible approach based on principles of proportionality, fairness and equity, with the starting point that Directors who would not otherwise be paid for their time on the Board would be eligible to be remunerated. The per diem payment structure would be retained. The Board **approved**

the proposal, with the timing to be aligned with the governance membership review and subject to approval at the AGM as required.

The per diem rate had also been reviewed and a small increase to £360 per diem recommended to come into effect at the same time as the other changes. The Board **approved** this.

None of the Directors who were involved in the review of remuneration and made the recommendations would benefit personally from the proposed new arrangements or from the increase in the per diem rate. The declared interests of Board members who would potentially benefit were noted.

### **19/21 Report from the Independent Adjudicator and Chief Executive**

The Board received the quarterly report from the Independent Adjudicator and the Chief Executive.

Our Annual Report received positive media coverage, and the Annual Open Meeting was successful. There was discussion of whether it would be helpful to try to encourage more senior leaders from providers to attend, but the practical difficulties of this were recognised.

We have published the further developed Annual Statements for 2018, and more industrial action case summaries. There was a spike in registrations for our Supporting disabled students webinar following our participation in the Victoria Derbyshire show.

The Ombudsman Association annual conference had been interesting and the Independent Adjudicator was elected to the Board and Executive Committee.

The draft Fitness to Practise section of the Good Practice Framework which had been circulated to Board members is almost ready for consultation. Feedback from the Steering Group has been positive.

We will be progressing work on diversity and inclusion, looking at whether any groups appear to be under or over represented or have differences in case issues or outcomes. This is part of our wider work to improve how we deal with and share data and connect with harder to reach groups such as Transnational Education (TNE) students. Sophie Williams offered to help with reaching out through students' unions.

The Consumer Benefit Forum event has been put back to around Spring 2020. The next meeting of the Forum takes place in July.

There was discussion of the Augar report. It has created further uncertainty for providers in terms of funding, and it is unclear whether it is likely to be implemented. The potential breaking down of barriers between the further and higher education sectors may be taken forward and is relevant to our work. Access to student support for more level 4, 5 and 6 qualifications could bring more providers into our Scheme. Proposed credit transfer developments would be helpful for student protection plans.

We have been involved in discussions around market exit. Our primary concern is that remedies, both practical and financial, are available to students in this circumstance. A large number of complaints could arise from a provider failure and it is important that the potential consequences are understood. It was agreed that whilst always maintaining our independence, we should be working with others to encourage a preventative approach to managing possible detrimental effects on students, sharing learning from our work and being clear about our role and remit.

There was a discussion about feedback from students using our service. The feedback shows a strong correlation between case outcome and satisfaction. This is a common issue for ombuds schemes. Mid-review feedback is more positive but it is possible that students are more reticent at this stage. The themes emerging from the feedback are all areas that we are continuing to work on, such as improving communication. Telephone contact, where this is what the student wants, can be an effective way of improving their experience. We also monitor students' comments for any specific actions we can take. The Board was positive about the work to date and encouraged continuing work to build our understanding of students' experiences whilst recognising the link with case outcomes. Benchmarking against other ombuds organisations is difficult because of the significant differences in what other organisations look at and how they measure feedback, but it should be explored.

## **19/22 KPIs**

The Board received a report on KPIs from the Chief Executive.

We have continued to meet KPIs despite the high volume of cases, which looks likely to exceed projections for the year. We are taking action including through recruitment to put more resource into casework.

We are continuing our outreach to newer members of our Scheme. These providers often have a relatively small number of students and do not generate a large number of cases.

The level of the KPI for compliance with student-centred Recommendations takes into account variability because of the fairly small numbers involved and that it is not directly within our control.

### **19/23 Financial matters**

The Board received the Finance Report to April 2019 from the Chief Executive.

The change to the rubric of the case element of subscriptions combined with the rise in case numbers has generated additional income, and the case element now accounts for close to 10% of income.

The Board received a paper on financial planning from the Chief Executive.

The draft 2020 budget was brought to the meeting for initial discussion ahead of formal proposals in September. The draft takes account of the Board's guidance that it is important to have the resource we need to manage our caseload effectively.

It is important to have adequate funding to do our work, and costs are linked to caseload. Resource is also needed for work with stakeholders and our good practice and outreach work as the other key aspects of our remit, and for support functions. There is nonetheless a need to keep focus on and demonstrate efficiency, including in comparison to other organisations, and to be mindful of financial constraints in the sector.

The Board received an update on the audit tender from the Chief Executive.

### **19/24 Report from the Company Secretary**

The Board received the quarterly report from the Company Secretary.

### **19/25 Any other business**

In the interests of sustainability, the best way of sharing documents securely with Board members and reducing paper will be revisited.

The Chair expressed the Board's great appreciation to Amatey Doku, Carey Haslam and Mark Humphriss for the commitment and wisdom with which they have served on the Board.

## **19/26 Dates of future meetings**

Tuesday 24 September 2019 at 10.30am

Monday 9 December 2019 at 10.30am, followed by the annual internal governance review session from 1.45-2.45pm

Sarah Liddell  
Company Secretary  
26 June 2019