

## **Minutes of the seventy-fourth meeting of the Board of Directors, held as a virtual meeting on 28 June 2021**

- Present:** Dame Suzi Leather (Chair)  
Adesewa Adebisi, William Callaway, Andrew Chandler, Wendy Finlay, Professor Alistair Fitt, Gillian Fleming, Dave Hall, Martin Kirke, Andy Mack, Jon Renyard, Sophie Williams
- Apologies:** Hillary Gyebi-Ababio (Natasha Dhumma) and Jonathan Rees
- Secretary:** Sarah Liddell (Company Secretary)
- In Attendance:** Ben Elger (Chief Executive)  
Felicity Mitchell (Independent Adjudicator)  
Zoë Babb (Head of Adjudication Team)  
Michaela Hanbuerger (Head of HR)  
Kirsty Holley (Assistant Adjudicator)  
Anda Albu (Executive Assistant) (note-taker)

### **21/15 Future Chair arrangements**

The future Chair arrangements were considered in closed session. It was agreed to extend the current Chair's term of office by a year to 30 September 2023.

### **21/16 Chair's business**

There was no Chair's business.

### **21/17 Membership**

The Chair welcomed Zoë Babb (Head of Adjudication Team), Anda Albu (Executive Assistant) and Kirsty Holley (Assistant Adjudicator) as staff observer to the meeting.

### **21/18 Declarations of interests**

There were no declarations of interest.

### **21/19 Minutes of the last meeting**

The minutes of the seventy-third meeting of the Board held on 31 March 2021 were

approved with a correction to the date in paragraph 4 to read 9 December 2020.

### **21/20 Matters arising from the minutes and actions log update**

The Board received a record of matters arising from the minutes and actions log update.

There were no other matters arising.

### **21/21 Nominations and Remuneration Committee**

The Board received the unconfirmed minutes of the twenty-second meeting of the Nominations and Remuneration Committee held on 13 May 2021.

The Board considered and agreed the recommendation from the Committee not to recruit an Independent Director at this stage but to review this once the position regarding the governance review is clearer. The recommendation allows greater flexibility for future arrangements and takes into account that CUC has not appointed a new Director in view of the governance review and so the balance of Nominated and Independent Directors is currently maintained.

The Board also considered and agreed the recommendation to appoint Adesewa Adebisi to the Risk and Audit Committee, and thanked her for her willingness to serve on the Committee.

The Committee had had a good discussion of pensions arrangements, including around our concerns that the increasing employee contribution rates are making it less affordable. We have raised this with USS in our latest consultation response, as well as expressing support for benefit reform and greater flexibility which could offer a longer-term solution. Very recent developments appear to be more positive, with it now looking less likely that the full expected contribution increases expected in October will come into effect.

### **21/22 Governance membership review**

The Board received and considered the note of the Governance Working Group meeting held on 15 June 2021.

A careful approach is needed to balance maintaining momentum with gaining support so that we can achieve consensus. It was agreed to move forward with the review on this basis.

### **21/23 Report from the Independent Adjudicator and the Chief Executive**

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

The Chair commended the Senior Leadership Team and staff for the excellent work in the last quarter despite the continuing challenging context.

There has been less confusion around the understanding and explanation of our role in the context of the pandemic over the last quarter but this remains a risk.

We have worked with the relevant DfE Bill team on aspects of the Higher Education (Freedom of Speech) Bill that relate to our role. The original proposal that “pure” free speech complaints should go to the OfS and those also involving other issues should come to us has been dropped in favour of allowing students to choose their route. This will require very clear information and guidance for students on what each body can do. Unlike the OIA, the OfS will only be able to offer remedy for the free speech aspect of complaints that also involve other issues.

We are engaging with the Skills and Post-16 Education Bill, which is currently in the House of Lords.

In Wales the Tertiary Education and Research (Wales) Bill is expected to progress. We are continuing to liaise with the Welsh government.

We published the additional Rules for Large Group Complaints on 19 April.

We have received over 500 coronavirus-related complaints so far this year, including some small group complaints (most commonly from a number of students from a cohort). Common themes continue to be teaching and learning that has not been delivered, placements, accommodation and disciplinary issues.

We are continuing to focus on efficiency. We have made improvements in batching similar complaints. We have implemented the new approach of case-handlers from different teams working closely together in a more structured way. We are also continuing to focus on aged cases and on balancing this with the need to manage our whole caseload effectively.

We are continuing to see a lot of vulnerable students in our casework. We are supporting our case-handling staff to mitigate the impact this can have on their own wellbeing as well as to help them to respond effectively to these students. It was recognised that working remotely can make this more difficult. Case-handling staff are good at supporting each other, and the HR team have provided extensive support. Staff also have access to specialist support through our employee assistance programme.

Further student discussion groups were held over the last quarter and thanks were noted to Adesewa for her involvement in discussion groups with Black, Asian and minority ethnic students.

Preparations are in hand for outreach events to gather views on how to improve and update the main section of the Good Practice Framework: handling complaints and academic appeals.

Our equality, diversity and inclusion work is continuing. Analysis of our casework data is ongoing but is complex and will take time as we try to look behind the numbers to understand what learning we can draw out for ourselves and our outreach work.

A small bubble of staff is now working in the office, which has been particularly important with the delayed wider lifting of government restrictions. Work is progressing on plans for the office going forward and the balance of office-based and remote working.

There was some discussion of considerations and expectations as the new academic year approaches.

The Board then discussed our strategic risks, in the context of these risks having risen and evolving during the pandemic.

It was noted that Jonathan Rees will be taking over from Gillian Fleming as Chair of Risk and Audit Committee.

## **21/24 KPIs**

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

The Board had an initial discussion of KPIs for 2022.

## **21/25 Financial matters**

### *Finance Report*

The Board received the Finance Report to April 2021 from the Chief Executive.

### *Financial planning*

The Board received an update on financial planning from the Chief Executive.

There was recognition of the very difficult sector context, with significant financial pressures on providers. However, there is understanding in the sector of the link between our caseload and the resource we need, and our caseload is continuing to rise. A budget will be brought to Finance Committee and the Board in September.

### **21/26 Report from the Company Secretary**

The Board received the quarterly report from the Company Secretary.

### **21/27 Any other business**

There was no other business.

### **21/28 Reflections on the meeting**

### **21/29 Dates of future meetings**

Thursday 23 September 2021 at 10.30am

Thursday 9 December 2021 at 10.30am

Sarah Liddell  
Company Secretary  
6 July 2021