

Record of the Proceedings of the Meeting of the Governing Body of Rose Bruford College of Theatre & Performance held on Thursday 4 May 2023 at the College

Present:

Jennifer Sims (Chair)
Professor Mary Oliver (Acting Principal) for Items 36 to 51
Sud Basu
Chris Chappell
Anni Domingo
Caroline Jenkins (Staff Governor)
Dr Brian Lobel (Staff Governor)
Hassan Mahamdallie
Brownyn Teasdale (Student Governor)
Mike Whittaker

In attendance:

Joseph Lowe – Director of Finance and Operations for Items 36 to 51
Angela Taylor – Academic Registrar for Items 36 to 51
Jim Benson – Secretary
Stuart Page (Head of Undergraduate School) for the start of the meeting

Nicola Francis was introduced to the Board as the recently appointed Executive Assistant for SLT.

The meeting commenced with a presentation from Stuart Page (Head of the Undergraduate School) on developments with the College's undergraduate work and the delivery of the single academic framework.

2023/36 Welcome

36.1 The Chair welcomed everyone to the meeting and reminded all members and attendees of the need to keep all matters and papers relating to the meeting confidential.

36.2 It was reported that Jess Verri had stood down from the Board. She was thanked for her contribution and it was noted that the election of the SU President would be taken forward shortly. It was noted that the SU President position from 2023/24 would be a sabbatical which should enhance student representation.

36.3 It was confirmed that George Littlejohn (Vice-Chair) had stood down from the Board. He was thanked for his services to the Board. Chris Chappell would replace him as Chair of the F&GP Committee with immediate effect for the rest of this academic year.

2023/37 Apologies

These were received from Vivien Goodwin, Sarah Howard, Janet Smith and Professor Steven Spier.

2023/38 Conflict of Interest Declarations

The Secretary had a standing declaration due to his appointment at the University of East London.

2023/39 Confirmation of the Minutes of the Meeting held on 23 March 2023

39.1 The Minutes of the Meeting held on 23 March 2023 were confirmed as an accurate record.

2023/40 Matters arising from the minutes

40.1 It was noted that details of the governance review would be dealt with under the report from Governance Committee.

40.2 The Director of Finance and Operations was thanked for producing a summary with the Management Accounts.

40.3 It was clarified that Financial Regulation 20.5.1 meant that any individual donations received or given over £30,000 must be approved by the Audit Committee, following a recommendation from the SLT. The Director of Finance and Operations confirmed that this amendment had been incorporated into the Financial Regulations. He agreed to clarify the criteria for accepting donations outside of the meeting.

40.5 It was confirmed that in future the annual report on research integrity in support of the UUK Concordat on Research Integrity would be submitted to the Board in the Autumn of each year. Previously this had been submitted to Academic Board.

40.6 It was noted that SLT had endorsed the response to the consultation on the proposed Condition of Registration on Sexual Misconduct and Harassment provided by GuildHE.

40.7 Arrangements for the selection process for Principal would be discussed at the end of the meeting.

40.8 The Chair reported that a separate matter has emerged through an Internal Audit review whereby the Board had not officially confirmed the budget for 2022/23. She confirmed that the process should be that the Annual Budget should be approved at the Board meeting in July for the forthcoming academic year. The Chair advised that the Board had monitored the College's financial position at each

meeting so, while not formally approving a budget, it was very much aware of how finances were being managed. The Board agreed to confirm that the details which were submitted to the F&GP Committee in February 2023 constituted its budget for 2022/23 and these are available on request.

2023/41 Acting Principal's Report and Academic Report

41.1 The Acting Principal spoke to the paper and started by stating that the College was a going concern and an integral part of creative arts education in the UK. She welcomed the involvement of the new governors and hoped the Board would participate in the College's future activities. She brought the following matters to the attention of the Board:

- i. The later date of the Board meeting of 12 October 2023 was welcomed as it avoided the busy Freshers' Week and meant that more accurate information on student recruitment and finances would be available.
- iii. It was agreed to provide staff with more information on the rationale for posts that remained vacant and with the Executive Assistant in post such information should be more readily available.
- iv. The staff formerly employed by Sodexo had been transferred to the College's employ under Rose Bruford International Ltd via TUPE.
- v. It was reported that industrial action had not been resolved with both the campus unions and the College expressing regret that there was no opportunity to have a local resolution. It was noted that UCEA had advised employers to deduct between 50-100% of salaries for those staff involved in a marking boycott. The Acting Principal stated that she was inclined to take a sympathetic line and only withhold pay where strike action had been confirmed and there was a negative impact on the student experience.
- vii. The Head of Student Recruitment & Marketing was also commended for the PR activity that she had been generating.
- ix. The NSS response rate for 2023 showed no improvement on the response rate for 2022. This was disappointing given the effort made to get the students engaged.
- x. It was reported that at the recent meeting of the Equality and Diversity Committee, a number of concerns were raised by students. An action plan was being developed by SLT in response to these concerns and had been shared with the Students' Union. SLT had also engaged with Moorhouse Consulting to advise on systems, processes and the implementation of cultural change at a College-wide level. The College had also reviewed how students are made aware of the process for raising complaints or concerns. Posters have been displayed throughout the

College to encourage students to contact Student Services staff if they have any concerns.

xi. It was noted that Academic Board and Learning Quality and Standards Committee have given some early consideration to the rise of artificial intelligence software and potential risks for academic integrity. The approach adopted was to embrace these developments.

41.2 The Board thanked the Acting Principal for her report.

2023/42 Student Report

42.1 Brownyn Teasdale provided a summary of the Student's Union events that had taken place recently and those that were planned for the rest of 2022/23. This included:

- i. The Symposium events had been a success with over 70 performances and workshops being delivered;
- ii. a few noise complaints had been raised at the early part of the Symposium but these had been addressed for subsequent evenings;
- iii. there were some minor altercations involving security staff and students and between students at the Symposium which were being investigated;
- iv. some work was being undertaken about being a signatory to the Divest Borders Campaign although it was noted that the College did not have investments in any of the areas of concern;
- v. that the drive to improve student social facilities was underway and the pop-up bar which had been rented was proving popular.

42.2 It was confirmed that Brownyn Teasdale was replacing Jess Verri as the principle representative from the Students' Union for this academic year.

42.3 The Academic Registrar confirmed that, in relation to the incidents which were being investigated, she had met with the members of staff and students concerned and had produced a report with recommendations to be implemented for future events such as the Summer Ball. She agreed to update the Board on this at the next meeting.

2023/43 Finance Report

Management Accounts

43.1 The Director of Finance and Operations spoke to the paper and in relation to income brought the following matters to the attention of the Board:

- i. That OfS income was slightly above target and incorporated the additional £1m from the specialist performing arts fund. It was noted that this did not cover the shortfall from the regulated undergraduate fee of £9,250 which remained unchanged since 2014 despite the rate of inflation. It was estimated that the non-adjustment for inflation had cost the College £2m.
- ii. Research Grants were £50k higher than the budget due to an additional Enhancing Research Culture grant received in October 2022.
- iii. Tuition fee income was 4% under-budget but this was less than had been estimated in the bad debt provision.

43.4 In summary, the Director of Finance and Operations confirmed that it was likely the financial outcome would be close to budget at the end of the academic year. He asked the Board to note that the budget for 2023/24 would be presented to the next meeting with outline details made available to the F&GP Committee in June 2023.

43.6 The Acting Principal advised the Board of the following matters:

- i. Discussions about retaining the Wigan campus beyond 2022/23 were continuing;
- ii. in 2023/24 it was essential to appoint a Head of Development if plans for fundraising and income generation were to be successful;
- iii, that a gross income sum of £250k had been factored in for the budgets for 2023/24 and that provision had separately been made for the recruitment of a Head of Development with associated support;
- iv. while the success of the Notting Hill Academy had reduced income through them meeting incentive targets, this provided income through other programmes;
- v. arrangements were in place to take forward student recruitment for 2023/24

2023/44 Key points from minutes of committees

Governance Committee-3 April 2023

44.1 The Secretary spoke to the paper and brought the following matters to the attention of the Board:

- i. The timetable detailing when the fit and proper persons tests would be conducted. It was confirmed that this was undertaken when Board members were appointed and then an annual exercise was conducted for a selected number of governors. It was noted that each member could expect to have the fit and proper

persons test every three years. The Board approved the timetable for conducting the fit and proper persons tests and asked the Secretary to take this forward.

ii. The Board approved the corporate governance statement set out at Appendix B of the paper and asked the Secretary to arrange for it to be published.

iii. The Board approved the revised Registrations and Declarations of Interest policy set out at Appendix C of the paper and asked the Secretary to arrange for it to be published.

iv. The Board noted details of the Committee Membership set out at Appendix D.

44.2 The Board confirmed the timetable for conducting the Governance Effectiveness Review as set out in the paper. The Secretary confirmed that Aaron Porter had submitted a proposal for undertaking this review. The Chair stated that she would meet with Mr Porter and would put a recommendation to the Board as to whether he should be appointed. It was noted that, if appointed, Mr Porter may observe the next meeting of the Board although the review would be formally conducted in 2023/24.

44.3 The Chair stated that she would conduct the appraisals over the summer and during the autumn term and would aim to meet with all governors who had served more than a year on the Board.

44.4 It was noted that the resignation of Sylvia Darkwa Ohemeng had been reported to the last Board meeting and made effective as of that date. The Secretary agreed to provide the Director of Finance and Operations with details of Board appointments and resignations as and when they were made.

Strategic Discussion

2023/45 OfS Conditions of Registration Review

45.1 The Academic Registrar spoke to the paper and explained that a review had been conducted to assess the College's Compliance with the OfS Conditions of Registration. She added that her main focus was on the 'B Conditions' relating to Quality and Standards. The Secretary stated this was an annual review to assure the Board and make sure they were sighted on issues of concern. It was noted that the College was compliant with all except 'Condition D' relating to Financial viability and sustainability which had been red RAG-rated. This was noted and agreed by the Board.

45.2 It was noted that the College was similarly compliant with the CUC Code of Governance.

2023/46 Sustainability Annual Report

46.1 The Director of Finance and Operations provided an oral paper and brought the following matters to the Board's attention:

- i. SLT had endorsed the importance of sustainability and it was a matter that was considered as part of each strategic or policy initiative;
- ii. the review of catering provision was aimed at ensuring sustainability through a range of options that met dietary and allergy requirements;
- iii. management did not have the capacity at the moment to review car parking arrangements or further develop initiatives to provide alternatives to car usage but this would be taken forward in due course;
- iv. heating across campus and at Christopher Court was being used more economically and had reduced energy usage;
- v. plastic ID cards were being phased out as part of the drive to reduce non-renewable waste.

46.2 The Board noted the details provided and agreed to accept the Sustainability Annual Report orally this year but stated that a written report would be expected in future years.

2023/47 Draft Academic Governance Protocol between Academic Board and the Board of Governors

47.1 The Secretary spoke to the paper and stated it was aimed at clarifying the academic governance arrangements between Academic Board and the Board of Governors. He advised that the Board did carry out its academic governance responsibilities appropriately, but it would help to have these more formally documented. It was noted that the academic departmental presentations, the Principal's Report and the Academic Report all provided the Board with assurance that academic governance was working effectively within the College.

47.2 The Academic Registrar confirmed that the Protocol had been approved by Academic Board and SLT and that the Board would be provided with an annual report from Academic Board in the Autumn of each year. The Board approved the Academic Governance Protocol between Academic Board and the Board of Governors.

Formal Business

2023/48 Office for Students Consultations including the Consultation on the Proposed Condition of Registration on Sexual Misconduct and Harassment

The report was noted by the Board and it was confirmed that SLT had endorsed the response to the OfS consultation on the proposed Condition of Registration on Sexual Misconduct and Harassment submitted by GuildHE.

2023/49 Office for Students Communications

The report was noted by the Board.

2023/50 Any other business

50.1 The Chair advised the Board that there would be a review of Committee membership conducted by Governance Committee on 6 July 2023 and reported to the Board on the same day.

50.2 The Chair said that at the July meeting there would be a discussion about the timing of Board meetings and meeting venues. Following this the Secretary would conduct a survey of all Board members .

50.3 The Acting Principal confirmed that the work of the Task and Finish Groups had been absorbed into regular business but she would provide an update to the next meeting on strategic developments.

2023/51 Dates of meetings in 2022/23

51.1 The Chair asked the Board to note the dates of meetings in 2022/23:

Thursday 6 July 2023

51.2 The Chair asked the Board to note the dates of meetings in 2023/24:

Thursday 12 October 2023

Thursday 23 November 2023

Thursday 25 January 2024

Thursday 21 March 2024

Thursday 9 May 2024

Thursday 4 July 2024

51.3 The Chair stated that she would consult the Board on moving to five meetings a year taking out the one scheduled for May.