

GOVERNING EXECUTIVE

**Minutes of Part A of the five hundred and seventy second meeting of the
Governing Executive held on Friday 4th July 2014 at 9.30am in the Boardroom,
Ruskin College, Dunstan Road, Old Headington, Oxford, OX3 9BZ.**

Present:

Councillor Van Coulter (ordinary member) **VC**
John Fray (Vice-Chair) (ordinary member) **JF**
Anne Hock (ordinary member) (part) **AH**
Roger McKenzie (ordinary member) **RM**
Jo Morris (ordinary member) **JM**
Doug Nicholls (ordinary member) **DN**
David Norman (ordinary member) **DNo**
Carole Orgell-Rosen (Chair) (co-opted member) **Chair**
Pearl Ryall (ordinary member) **PR**
Alan Shepherd (co-opted member) **AS**
Peter Dwyer (staff member) **PD**
Guy Langton (staff member) **GL**
Bridget Ng'andu (staff member) **BN**
Chris Wilkes (Principal) (staff member)
Principal
Kieron Winters (staff member) **KW**
Rowan Padmore (student member) **RP**

In attendance:

Sally Courtney (Finance Director) **SC**
Paul di Felice (Vice-Principal, Academic) **Pdf**
Helen Jeffries (Clerk) **Clerk**
Katharine Moss (Internal Auditor, Critchleys)

PART A

- 1 Apologies for absence** Action
Apologies were received from Wendy Dawson, Rob Hancock and Marva Small

- 2 Declaration of interests**
Noted: that no member present declared any interest, financial or otherwise, relating to any item on the agenda.

- 3 Minutes**
Confirmed: as a correct record the minutes of Part A of the Governing Executive meeting held on 16 May 2014 with the agreed amendment to the wording on page 2. Skills Funding Association should read Skills Funding Agency.

- 4 Matters arising**
Noted (i): in answer to a query on the final note on p2, that the template to monitor

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hours taught and people teaching on any course would be taken to a re-convened meeting of the Academic Quality and Standards Committee (AQSC) in the week beginning 7th July.

Noted (ii): in answer to a query on the final note under point 5.4, that the next phase of working with Newman College, having agreed the principle of collaboration, was to meet in August to discuss practicalities, such as finance.

Noted (iii): that RM welcomed the delay to the decision by the Department of Business, Innovation and Skills (BIS) on funding for trade union education, but that funding was only part of the problem. A significant challenge was centred on how to provide education for union members in a fragmented workplace.

The Finance Director reported that she had discussed this point with the TUC Education Programme Co-ordinator. The TUC centre had conducted a survey with union members regarding delivery of trade union education in the future. Overwhelming support was received for an online service. This was being planned for 2014/15.

Noted (iv): that many Unison members were home care workers and did not see their colleagues in the union regularly. It was important that colleagues could meet from time-to-time and not learn in isolation.

Noted (v): (JM) that it would be useful to receive a paper at the next meeting of Council to enable debate on the subject that could also include opportunities for migrant workers who would be suitable candidates for working with Ruskin and who are often not in a union.

Agreed: that a paper should be added to the agenda for the next Council meeting in December 2014.

Anne Hock joined the meeting at 9.45

5 Finance and Risk

Audit Committee

Received: the minutes of the Audit Committee meeting held on 6 June 2014.

The Chair of the Audit Committee (AS) summarised the minutes.

Noted (i): that the contract for internal audit would run for nine months, and that the plan for internal audit included the outturn for 2013/14 and the resulting impact on bank covenants, the budgeting process and residences and catering. The latter should be a priority.

Noted (ii): that a list of outstanding internal audit items would be brought to the next meeting of the committee in November.

Noted (iii): that it was likely that an internal audit charter would be developed, and that this had been agreed as an addition to the agenda for the November meeting.

Noted (iv): that the internal auditors would review and test the assertions made by the College in the 2014 regularity audit submission.

Noted (v): that Katharine Moss from Critchleys, the internal auditors was in attendance at the meeting in order to observe and understand the process of planning. Governance and culture had been added to the list of potential areas for internal audit.

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6.1 Finance Committee

6.2 Received: the minutes of the Finance Committee meeting held on 20 June 2014

Received: a report on the financial position to the end of May 2014

The Finance Director introduced the report.

Noted (i): that the College was forecasting a small cash surplus for year end.

Noted (ii): that the College was managing non-payroll items as carefully as possible.

Noted (iii): that at a preliminary meeting with the external auditors it had been recommended that the College approach the bank to test the College's assumptions on the covenant position.

Noted (iv): the proceeds from the sale of 5 Stoke Place were the subject of discussion with the bank. The bank had originally indicated that it would retain 100% of the proceeds, paying off the smaller loan owed by the College. This would have led to favourable interest payments, but caused problems with cash flow.

The bank now appeared to be favouring the retention of 100% of the profits by the College, which would ease the cash flow situation, but mean that the terms of the main loan were broken. This would lead to the College being subject to higher interest rates than originally negotiated. The bank would have to pay the College £30k.

6.1 The Chair of the Finance Committee (AH) asked to return to the minutes of 20 June 2014.

Noted (i): that the Finance Committee had discussed the prudence of a Plan B being in place if the bank should put the College in a difficult position. The College would prefer to remain with the Co-op bank.

Noted (ii): that the Committee had agreed that the Chair (AH) should propose a fund raising initiative to raise £500k to ensure the security of the College. It had been suggested that the College target a small number of people (e.g. 5 x £100k). This would be taken forward to the Council meeting following the meeting of the Governing Executive.

Noted (iii): that the Finance Committee recommended key person insurance.

Agreed: the purchase of key person insurance for the College.

Noted (iv): that the banks were not as helpful as they had previously been, and that in the long term low interest rates would be better if the College could manage its cash flow through an overdraft.

Noted (v): that the overdraft would peak in December at £600k. If the proceeds from the sale were retained the College would not require an overdraft except in December.

Noted (vi): that the College could take advantage of the opportunities provided through renewables. There were innovative ways that the College could enter into a partnership with providers, using the roof space available. In addition the power generated could be used to reduce the utility bills of the College. VC would be happy to advise the College on the use of renewables.

Noted (vii): that the budget for 2014/15 had undergone a large amount of stress testing.

6.3 **Received:** the draft budget for the year to July 31 2015.

Noted (i): that the budget before the Executive was projecting a cash surplus of £105k. The main financial aim over the next five years was to create cash surpluses.

Noted (ii): (DNo) that the College should obtain an updated valuation of Stoke House, and if necessary use it in negotiations with the bank.

Noted (iii): that the Finance Committee reviewed all properties on an annual basis in

October. Stoke House was included as security on the loan. In the longer term, the College had negotiated the use of a room in the refurbished former premises in Walton Street with the purchasers. Building work would not be finished for another two academic years, but after that the use of this space would give the College an opportunity to review the use of Stoke House again.

Approved: the budget for the year to July 31 2015.

- 6.4 Received:** the FE Commissioner's Open Letter to the Sector.
Noted (i): that the letter pointed out the main issues that could cause difficulties in the financial health of a college; - staff costs, low take-up of courses and an excess of support staff.
Noted (ii): (AH) the letter's emphasis on skills and competencies required by a board of governors, and the training required to be able to scrutinise competently
Noted (iii): (AS) that the letter was a useful starting point for training areas required by governors.

Governance

7 Search Committee

- 7.1 Received:** the minutes of the Search Committee held on 6 May 2014
Noted (i): that David McEvoy would no longer be joining the Governing Executive because the PCS union wished to review their nominations to Council.
Noted (ii): that the minutes had been received at the meeting of 20th May.
- 7.2 Received:** the minutes of the Search Committee held on 24th June 2014
Noted (i): that the Search Committee proposed an increase in the number of co-opted members of Council, from no more than six (6) to no more than twelve (12).
Noted (ii): that the Search Committee proposed an increase to three (3) years in the term of office for co-opted members, in order to bring them in line with the academic advisors (also co-opted to Council).
Noted (iii): that the intention was to widen the experience of the Council and the Governing Executive, with more people of an educational background and/or those with a local connection.
Noted (iv): that this could be an opportunity for the College to engage with more communities within Oxford, possibly including those of an Eastern European background and those from former colonies.

8 Policy review

- 8.1 Received:** Draft Strategic Aims for 2015-20
The Principal introduced the aims.
Noted (i): that the Principal and the Vice-Principal had reviewed the current strategic aims and agreed that they were not specific enough.
Noted (ii): that aims 6-10 were new.
Noted (iii): that the teaching and learning aims would go to the Academic Quality and Standards Committee (AQSC) next term and that the whole set of aims would return to the November meeting for approval.
Noted (iv): (RM) particular welcome for aim 2 and that the College could extend access to external funding opportunities, including European funding for research

around work and new communities.

Noted (v): (VC) that there was a great deal of inequality in Oxford and that this could inform some high profile research.

Noted (vi): (AH) that it was helpful to include relations with other organisations, and to note that Ruskin did not just appeal to people in Oxford.

Noted (vii): that it would be good to include an aim around sustainability, including food and facilities to support a healthy lifestyle.

Noted (viii): (PD) that research could present an opportunity to generate income with trade unions.

The Chair introduced the personal targets for the Principal.

Noted (ix): that the Chair had drafted a probation period protocol. The Chair of the Governors and the Principal would meet monthly to discuss targets which were based on the draft strategic aims.

Noted (x): the agreed targets as follows:

1. Put in place management arrangements for 2014/15-no change to structure at this time
 - a. Looking at delegation of some activities that currently come direct to Principal.
 - b. Propose that Vice-Principal (Academic) become Vice-Principal, i.e. remove title academic. To enable wider deputy role and to formally deputise in the absence of the Principal.
 - c. Reconsider wider management role-looking at work load, i.e. what can be clearly transferred, for example first level complaints/grievance/disciplinary. To enable a fairer process for complainants/aggrieved/alleged disciplinary respondents.
 - d. Consider changes needed to procedures, e.g. grievance, disciplinary to enable Academic Co-ordinators to be the first point of contact, then V-P, then Principal before appeal to Chairperson.
2. Wider delegation of some duties to free up time for external work (no micromanagement), enabling wider responsibility for others, e.g. student matters to Vice-Principal in first instance.
3. Outreach: co-ordinate outreach work with schools and colleges nationally-Ruskin's vision on second opportunity and widening participation in a Ruskin education for 18+ year olds.
 - a. Establish an e-mail contact system to keep in touch with interested people.
4. Review financial regulations re. research undertaken by academic staff-clarify and expand for income generation.
5. Lead on process of strategic aims.
 - a. Take through appropriate committee process.
 - b. Ensure staff support and participate in the process
6. Review partnerships and process for new partnerships-expand partnership working
7. Consider closer working/partnership relations with universities.
8. To personally act as a focus for change and to lead change.

Approved: the personal targets for the Principal

Noted (xi): (JM) that thought should be given to public relations, making it more modern and aggressive, and to publication of any research conclusions.

Noted (xii): (PR) that profile and marketing of the College were missing from the strategic aims. However it was understood that a balance had to be achieved between level of detail and covering all bases.

Noted (xiii): that an extensive consultation would be undertaken on the draft strategic aims to ensure that all College staff would know what the aims were.

Noted (xiv): (PD) that it could be difficult to obtain funding for research and that any attempt would need thorough consideration.

Noted (xv): (JF) that it would be beneficial to the profile of the College to be seen to be performing research needed by working people and communities. It would be helpful if the College could pull together research in a less academic way as well so that it would be attractive to journalists. Ruskin could be seen as an institution giving a lead in a relevant area.

Noted (xvi): (RM) that the College needed to be careful in placing research in that it may not be useful if published in a journal with a limited readership. Trade unions would often pay for research to be performed and that this could be a chance to be innovative and use new media opportunities, such as podcasting.

Noted (xvii): (AH) that it was suggested that the Finance Committee could look at a budget for marketing and promotion.

Noted (xviii): (BN) that research can be tailored to reach different audiences. Those working in Social Work engaged in collaborative research, working with local communities.

Noted (xix): (PdF) that research could be pragmatic and look at making a difference into how students participate in learning.

Noted (xx): (CW) that the draft strategic aims would go out to consultation with staff at a staff meeting, AQSC and other committees. A report on PR and outreach was to be given to Council by the Academic Registrar.

Noted (xxi): (AS) that as Ruskin was primarily a teaching institution anything that took staff away from teaching would have to be considered carefully and would need a cost benefit analysis.

8.2 **Received:** IT regulations

Noted: that no changes were proposed.

9 **Received:** submissions from Governors on improving efficiency in meetings

Noted (i): (RM) that strategic items be discussed first and that any queries on minutes might go to the Chairs of the relevant committees.

Noted (ii): that activism could be linked to learning in the College. In the US, colleges retain an 'Activist in Residence'. The Activist could be based in several different areas. The College could hold seminars or workshops based around the area of expertise at which the Activist in Residence would give a key note speech. This could link activism to theory.

Noted (iii): (DNo) that after the minutes of the previous meeting have been agreed, then the Executive could receive the Principal's report, policy considerations and then minutes from other committees. This would better facilitate business.

Noted (iv): (Chair) that any reports from the Audit Committee ought to be high on

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- the agenda so that the Executive could carry out its duty as directors and trustees.
- Agreed:** that a re-structured agenda should be used for the next meeting of the Governing Executive (November 21 2014). **Clerk**
- Agreed:** that members of the Executive should notify corrections to minutes to the Clerk before the meeting. **All**
- Noted (v):** that a Skills Audit would be carried out before the next meeting.
- 10 Annual Governing Executive self-assessment exercise**
- Received:** a self-assessment form for completion after the meeting.
- Noted:** that completed forms should be sent to the Clerk. **All**

Learning and Teaching

- 11 Academic Standards and Quality Committee**
- Received:** the minutes of Part A of the meeting held on 23rd May 2014
- Noted (i):** (Pdf) that the 'student voice' had been present at the meeting with representatives from programme boards.
- Noted (ii):** (Chair) that it was suggested that the committee change the format of its minutes.
- Noted (iii):** (DN) a comment on agenda item e from the minutes. The Youth and Community Work programme successfully recruited non-traditional entrants. They did not receive the same amount of funding from the government for placements. The General Federation of Trade Unions (GFTU) had been lobbying for many years on this subject.
- Noted (iv):** the question about what could be done to deal with a discriminatory practice.
- Noted (v):** (VC) that it may be possible to engage as politicians with Labour party members and (DNo) the Local Government Association.

Standing Items

- 12 Meeting dates for 2014/15**
- Noted:** the meeting dates for the next academic year, all at 11.00am (except 3rd July), in Headington:
- 21 November 2014
 - 6 March 2015
 - 15 May 2015
 - 3 July 2015 (9.30 start)

There being no further business, Part A of the meeting closed at 11.05am
Signed by the Chair of the meeting succeeding that to which these minutes pertain

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