

Minutes from the April 2023 Board of Directors (Governing Body) Meeting

Meeting subject: Regular Termly Meeting of the Governing Body

Meeting date: 27th April 2023 (5-7pm in-College)

Date of previous meeting: 26th January 2023

Ex-officio members:	Invitations GAC members:
David Game – Principal & CEO (Chair)	Jill Bainton (GAC Chair)
John Dalton – Co-Principal	Lindsay Badenoch
Funda Kavi – Director of Marketing & Operations	James Eytley
Dr John Sanders – Director of Higher Education (Deputy Chair)	Bill Brown
Mansour Kaveh – UFP Director	Philippe Herszaft
Marie Clark – Non-Executive Director	
<i>Clerk to the Board – Mark Pester</i>	

Agenda Items:

1. Welcome and introduction from the Chair
2. Apologies for absence, confidentiality and quoracy
3. Review of minutes from previous meeting, matters arising and actions
- 4. Main Business**
 - 4.1 Report from the April 2023 meeting of the College Leadership Group CLG (JD)
 - 4.2 Report from the Higher Education Academic Board (JS)
 - 4.3 Strategic Direction
 - 4.3.1 Boarding School developments (FK/JD)
 - 4.3.2 Safeguarding updates (JD)
 - 4.3.3 DGC Liverpool update (JD)
 - 4.3.4 UFP developments (MK)
 - 4.3.5 Marketing updates (FK)
 - 4.3.6 Higher Education update (JS)
 - 4.4 Financial Sustainability
 - 4.4.1 Management Accounts and liquidity days forecasts (JS)
 - 4.4.2 Value for Money Statement for approval (JS)
 - 4.4.3 Student Protection Plan for approval (JS)
 - 4.4.4 OfS developments (JS)
 - 4.5 Operational Risks
 - 4.5.1 Departmental risk registers – update on progress (JD)
 - 4.5.2 Institutional risk register, BCP and Contingency Management planning (JD)
 - 4.6 Governance
 - 4.6.1 New domain responsibilities for GAC Members (JD)
 - 4.6.2 New Leadership Model (JD)
 - 4.7 Regulatory Compliance
5. Any other business
6. Date of next meeting

Minutes

1. Welcome and introduction from the Chair

JD assumed the responsibility of Chair on DG's behalf. JD welcomed the team to the meeting and outlined the agenda. JD introduced a new member of the GAC, Bill Brown, and introduced Bill to the other members of the Board.

2. Apologies for absence, confidentiality and quoracy

JD confirmed the meeting was quorate. Apologies for absence from LB and MC (although LB joined via zoom part way through the proceedings).

3. Review of minutes from previous meeting, matters arising and actions

JD reviewed the minutes.

The minutes were approved.

4. Main Business

4.1 Report from the April 2023 meeting of the College Leadership Group CLG (JD)

JD recapped key points from the discussions of the CLG to the Board. JD noted several requests from the CLG for the consideration of the addition of a Welfare Officer. JS advised the Board that DGHE needed a two-day Welfare Officer and suggested a job share between the two divisions in this area. JD agreed that this was a good suggestion. DG and the Board discussed the costs of hiring a Welfare Officer. JD noted that safeguarding requirements at the college were intensifying.

4.2 Report from the Higher Education Academic Board (JS)

JS reminded the Board of the board papers circulated by the Clerk and summarised a few key points. JS anticipated that another 50-60 students would be recruited for the year in May. DGHE had applied to run a HND Policing with Pearson and a positive outcome was expected in May. The proposed Cert HE Health had been approved by Glos and would go forward in September. Post-graduate programmes to be validated by Glos were being planned but were not expected to launch before September 2024. Short courses were also being planned for launch in summer 2023. JS noted that DGHE was approved for fee cap status with the Office for Students (OfS) and fees for the HNDs would be increasing in September 2023, which was anticipated to deliver a boost to DGHE revenues. JS outlined progress on regulatory requirements in line with this status, including the Student Protection Plan.

The Board approved the Student Protection Plan. JS advised the Board that it would be sent to the OfS for final approval, before publication on the DGHE website.

JS had also circulated the Value for Money statement. JD asked if this had been benchmarked against other UK HE institutions. JS advised he would need to work with Glaziers to enhance the document to make an exact comparison, but he did make comparisons using the existing data. JE suggested that the number of students surveyed should be disclosed in the statement and JS agreed to add this information.

The Board approved the Value for Money statement.

JS noted that a new member of staff would be required to manage the implementation of the Access and Participation Plan. The Board discussed the Plan's requirements for recruitment of disabled and BAME students and DGHE's plans to meet this goal.

JS suggested that Paul Talan should be engaged as JS's proxy on the Board of Directors meetings if JS was absent. The Board approved of this suggestion.

JS asked the Board for approval to change solicitors to address ongoing work, but after discussion this proposal was dropped. JS outlined ongoing issues with attaining adequate HR support for DGHE. JD offered conditional approval for the recruitment of a full-time HR person. DG, JS, and JD discussed the question of attaining Skilled Worker route (the old Tier 2 Visa) status and its importance for continued employment of key staff. JS advised the Board that a full-time HR manager would be needed to deliver compliance on this Visa status. The Board agreed that JS should progress recruitment immediately.

JS also discussed room management and the future of KAE. FK outlined possible buildings that could be rented to accommodate KAE. FK and JD advised that any decision would be contingent on the Ofsted inspection. JD discussed a range of scenarios that might arise from this. FK discussed the need for common rooms for day students. DG discussed further issues arising from the proposed moves in the basements relating to Music. JD and JS summarised the position. JD advised the Board of his contingency planning for the addition of 50 more boarders, which was dependent on Ofsted's inspection. BB provided a further analysis of what would be required to add further boarders. He advised the board that all upgraded facilities would need to be in place prior to an application for an increased number of boarders. However, he did note that canteen facilities could accommodate a larger number of boarders using staggered dining times. The possibility of taking on ISI inspections as an alternative to Ofsted was also discussed. JS accepted that room planning for DGHE would need to wait on the outcome of the inspections.

4.3 Strategic plans and direction

JD invited each section to update the Board on their strategic direction.

4.3.1 Boarding School developments (FK/JD)

FK updated the Board on the student numbers for the Boarding School. FK also discussed new room requirements for DGC and UFP, including a new canteen and a common room, and explored the scope for future recruitment for boarding in various scenarios. FK noted that 52 extra bedrooms had been taken for September 2023. These were for 18+ students. FK was confident that these could be allocated in all likely scenarios due to the enormous demand for student accommodation in London. JE asked about students being forbidden from going back to their rooms during the day, which was a major complaint arising from student feedback. FK and JD discussed this point. The provision of common rooms was highlighted as one strategy to mitigate the impact of this policy. JD advised that timetabling would be approved for Boarding by September.

JD would continue to update the Board and GAC on policies for boarding on an ongoing basis. He advised the Board that many changes were being introduced in this area.

4.3.2 Safeguarding updates (JD)

JD advised the Board that the Safeguarding app had been launched and was proving very useful for the college. JD updated the Board on key safeguarding issues in the college, as well as Prevent.

4.3.3 DGC Liverpool update (JD)

JD informed the Board about developments at DGC Liverpool. Several policies had been updated. Work on attendance issues were ongoing and a reinspection was planned to address outstanding issues. JD anticipated further updates from Penningtons.

4.3.4 UFP developments (MK)

MK discussed developments in franchising UFP in other key markets, particularly China. MK had concerns with some of his local partners following discrepancies in reported fees and the fees charged to students. MK assured the Board that UFP would be paid in full. JS asked MK to get in touch with a member of staff from the University of Gloucestershire to update them on ongoing work with their foundation programme. MK agreed to take this up.

4.3.5 Marketing updates (FK)

FK advised the Board that seven staff were working in the marketing sales team. Their efforts were a major factor in increasing turnover. However, profit was down due to rising expenses. A further increase in turnover was expected and profits should recover as expenses went down. FK also notified the Board that a new website for DGC was being finalised.

4.3.6 Higher Education (DGHE) update (JS)

JS notified the Board of a profit warning for DGHE due to increasing wage demands from staff in the context of inflation. JS was struggling to recruit new full-time staff on the academic side and was also struggling to retain part-time staff. The Board discussed rising salary demands across the College. JS said that he would be conducting a full review of salaries in the summer and would report back with anticipated numbers at that time.

JS expressed concerns with the management of IT at the college and advised the Board he had scheduled a meeting to address this.

4.4 Financial Sustainability

4.4.1 Management Accounts & Liquidity days forecasts (JS)

PH updated the Board on the management accounts. He was positive on the overall picture.

The college's Liquidity days was well above OfS requirements. PH was not concerned with this number. JS asked PH for a breakdown of the costs associated with boarding. FK suggested there would be a clearer picture after the first full year of Boarding.

DG discussed explorations of an expanded Overdraft facility.

JS advised the Board that the OfS required submission of the Annual Financial Return (AFR23), financial data and forecasts by early June, two months earlier than previously. JS would be requesting financial data from each of the 4 departments shortly.

4.4.2 Value for Money Statement for approval (JS)

Discussed earlier in the meeting and approved.

4.4.3 Student Protection Plan for approval (JS)

Discussed earlier in the meeting and approved.

4.4.4 OfS developments (JS)

Discussed earlier in the meeting.

4.5 Operational Risks and Mitigation

4.5.1 Departmental risk registers – update on progress (JD)

JD planned to share the Departmental risk register with the Board soon. It currently featured 150 points and had been updated recently. 180 elements of risk assessment were in place for Boarding as well. JD advised the board that risk assessment was up to date. JD discussed the specific case of Boarders being evacuated to the college building and the purchase of beds to address this risk.

4.5.2 Institutional risk register, BCP and Contingency Management planning (JD)

JD advised the Board there were no further developments in this area.

4.6 Governance

4.6.1 New domain responsibilities for GAC Members (JD)

JD had undertaken work to outline and clarify domains of responsibility for the GAC members. JD advised that the GAC had undertaken several learning walks and they were fully engaged in the college.

4.6.2 New Leadership Model (JD)

JD advised the Board he intended to develop a new Leadership Model based on the McKinsey Framework.

4.7 Regulatory Compliance

Discussed earlier in the meeting.

5. Any other business

None.

6. Date of next meeting

July (?), date TBC

BoD Meeting Actions/ Matters Arising

Action Point	Deadline	Person Responsible
Evaluate potential recruitment of a Welfare Officer (time shared between DGC and DGHE)	30/6/23	Dr John Sanders John Dalton
Submit Student Protection Plan to OfS	12/5/23	Dr John Sanders
Further enhance Value for Money statement	Ongoing since dependent on changes to accounting practices	Dr John Sanders
Continue process to recruit full time Head of HR	30/6/23	Dr John Sanders
Plan developments for boarding and room management following OFSTED	1/12/23	John Dalton
Provide the University of Gloucestershire with a progress update	19/5/23	Mansour Kaveh
Circulate marketing update to Board	1/9/23	Funda Kavi
Obtain expanded overdraft facility	1/8/23	David Game
Develop new Leadership Model	1/8/23	John Dalton

END.