

Record of the Proceedings of the Meeting of the Governing Body of Rose Bruford College of Theatre & Performance held on Thursday 25 November 2021 at 16.00 at the College

Present: Jennifer Sims (Chair)
George Littlejohn (Deputy Chair)
Clarie Middleton (Principal)
Rod Brown
Rogan Dixon
Caroline Jenkins (Staff governor)
Don Massey
Professor Mike Saks
Thomas Wilson (Staff governor)

In attendance: Joseph Lowe – Director of Finance and Operations
Professor Mary Oliver – Vice Principal
Angela Taylor – Academic Registrar
Jim Benson - Secretary

2021/17 Welcome

The Chair welcomed everyone to the meeting.

2021/18 Apologies

Apologies were received from Akshita Brahma (Student governor), Sylvia Darkwa Ohemeng, Anni Domingo, Sarah Howard, Hassan Mahamdallie and Professor Steven Spier.

2021/19 Conflict of Interest Declarations

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

2021/20 Confirmation of minutes

Minutes of the Meeting held on 13 September 2021

The Board approved the minutes for publication.

2021/21 Matters arising from the minutes

21.1 It was noted that the appointments to the Board and other Governance Committee business would be covered in the report from Governance Committee.

21.2 The Secretary agreed to provide the Principal with information on what was required in respect of the Health and Safety report with RAG ratings. The Principal

then agreed to produce a full Health and Safety report in line with Board requirements.

21.3 The Director of Finance and Operations stated that work was taking place in developing and implementing the IT Strategy confirming it should be available for consideration by the Board in January 2022. He advised that a presentation had been made to SMC which covered how cloud supported applications for finance and payroll could provide greater cover to the College's IT services.

21.4 The Vice Principal confirmed that the report on student recruitment had been covered in the Planning Day session held earlier in the day. She added that a promotion had been planned with a press campaign, open day and publicity push to highlight places available at the College. It was noted that this had extended to FE Colleges and at present 20 students from Lewisham College were attending the campus.

21.5 The Director of Finance and Operations confirmed that the five-year financial projections would be presented to the Board at the meeting in January 2022 and would follow after the budget and annual accounts had been attended to.

21.6 The Principal agreed to publicise the academic staff and student elections for Board positions at the earliest opportunity.

21.7 The Vice Principal and Academic Registrar stated that further analysis on the NSS with action plans had been issued to staff. It was noted these had been well received across the College.

21.8 It was confirmed that the Board meeting in March 2022 would take place on 31 March 2022 and not 24 March 2022.

21.9 It was noted that all other matters had either been attended to or appeared on the agenda.

2021/22 Principal's Report

22.1 The Principal confirmed that most of what she wanted to report was covered during the Planning Day. She added that there were two further matters to note:

- i. The sad death of a student which was currently the subject of a Police investigation;
- ii. the ability of the College to appropriately support neuro-diversity amongst the student body.

22.2 In relation to the second point, the Principal stated that addressing neuro-diversity was challenging requiring staff to understand matters such as support mechanisms, use of language and the fact that conditions such as autism should not

be regarded as mental illnesses. It was noted that the College had struggled in applying its Fitness to Study Policy in one case that had been distressing for staff and students concerned. The Academic Staff Representative added that some cases had been handled well by the staff but certain ones remained highly challenging. This was noted by the Board who asked to be kept informed of developments in this area.

2021/23 Finance Report

23.1 The Director of Finance and Operations tabled a paper which provided analysis of the actual spend in 2020/21 against the budget for the same period. In response to two questions he confirmed:

- i. That the Principal's report would be added in due course;
- ii. that the statement regarding Professor Mike Saks being designated as 'Chair of the Research Committee' was erroneous and would be amended.

23.2 The Director of Finance and Operations stated that the Annual Report was presented for information only and would be finalised once the issues relating to the Going Concern had been resolved. The Board noted this and welcomed the shorter version that had been presented.

23.3 In relation to the tabled paper, the Director of Finance and Operations stated that it seemed unlikely that a break-even budget could have been realistically presented for the following reasons:

- i. There was a £0.5m error in the Christopher Court management charges;
- ii. in attempting to account for the expenditure in relation to covid precautions, the costs of staffing and IT were difficult to estimate, although this was likely to be in the region of £1m;
- iii. there were a number of unexpected estates maintenance costs that had to be incurred that did not relate to covid.

23.4 In response to a question the Director of Finance and Operations stated that an agreement the former Vice Principal reached with the University of East London had seen the College's portion of PGR fee income reduce from 40% to 30%.

23.5 The Director of Finance and Operations concluded his report by stating that the annual financial statements and report needed to be submitted to the OfS by 31 January 2022. He added that he would advise the Board if there was any danger of him not producing the budget, management accounts and the annual financial statements and report in time for the next meeting.

2021/24 Key points from minutes of committees

Finance and General Purposes Committee – 26 October 2021

24.1 The Chair of the F&GP Committee reported that matters relating to the budget and accounts had been updated on during the meeting. In relation to the Finance and HR systems the Director of Finance and Operations confirmed that matters were improving incrementally and he expected most work to be substantively complete within six months. He added that the payroll system was proving most problematic since the firm supporting the development did not actually own the system.

24.2 The Academic Staff Representative advised that failing to pay Visiting Lecturers in a timely fashion was eroding the goodwill that had been generated with these colleagues over the years. The Director of Finance and Operations acknowledged this concern although the Principal added that the payment submissions were not always received in the correct form so some of these delays were not due to the Finance Systems.

24.3 The Chair of the F&GP Committee concluded his report by stating that the need to develop a HR reporting template had also been recommended.

Audit Committee – 26 October 2021

24.4 The Chair of the Audit Committee reported that much of the meeting focused on the financial statements and the issues relating to the Going Concern.

24.5 The Chair of the Audit Committee stated that the details provided to the Board in January 2022 would need to explain how the financial situation in 2020/21 occurred. The Director of Finance and Operations stated that it was the Board's responsibility to confirm whether it regarded the College to be a Going Concern and this would be resolved at the Board in January 2022.

24.6 In relation to OfS Reportable Events, the Academic Registrar and the Secretary were asked to produce some examples of how other higher education institutions determined what were Reportable Events.

Remunerations Committee – 18 October 2021

24.7 The Chair Of the Remunerations Committee reported that all matters for the Board would be covered in the Committee's Annual Report due to be submitted at the next meeting.

Governance Committee – 22 November 2021

24.8 The Principal advised the Board that 2-3 new Board appointments would be sought in 2021/22, details of which and would be covered in a paper due to be

submitted at the next meeting. She added that suggestions from Board members on how to get new members would be welcomed. It was noted that the departure of Professor Mike Saks prompted the need to identify an esteemed academic to be appointed to the Board. The Principal stated that more industry professionals would be sought and she was looking to engage with the President over this issue.

2021/25 Risk Register Update

The paper was noted by the Board. The Principal confirmed she had agreed to separate the first risk, creating a financial risk and a student number risk, and to populate the register within a framework.

2021/26 Annual Prevent Report

It was noted that the Chair of the Audit Committee had approved the report after consulting the Audit Committee. The Board approved the Annual Prevent Report for submission to the OfS.

2021/27 Annual report from the Audit Committee

It was noted that this would be deferred until the next meeting.

Formal Business to Note

2021/28 Schedule of Delegation

The Board approved the Schedule of Delegation as set out in the papers.

2021/29 Office for Students Communications

29.1 The Board noted the report.

29.2 It was further reported that the CEO of the OfS would leave her position in April 2022 and her successor would be announced in due course.

29.3 The Principal reported that a new Director of Fair Access had been appointed. She added that the direction of travel for access and participation announced by the Government on 24 November 2021 was already under review.

2021/30 Any other business

30.1 The Secretary advised that there had been a call for evidence by the All-Party Parliamentary Group for Students into the return to campus. He agreed to provide the Principal with details.

30.2 The Chair thanked Thomas Wilson for his support and insights as the Academic Staff Representative. She added that the Board valued his contributions over the years.

2021/31 Dates of future meetings

The Chair asked the Board to note the dates of meetings for 2021/22.

Thursday 20 January 2022

Thursday 31 March 2022-TBC

Thursday 5 May 2022

Thursday 30 June 2022

Action	Meeting	Responsible	Update
21.2 Provide the Principal with information on what was required in respect of the Health and Safety report with RAG ratings	25 November 2021	Secretary	ASAP
21.2 Produce a full Health and Safety report in line with Board requirements	1 July 2021/25 November 2021	Principal	By end of 2021
10.2-3/21.6 Organise academic staff and student elections for Board positions	13 Sept 2021/25 November 2021	Principal	ASAP
23.4 Keep Board apprised of negotiations with the University of East London over PGR fees allocation	25 November 2021	Vice Principal	TBC
24.6 Produce some examples of how other higher education institutions determined what were Reportable Events.	25 November 2021	Academic Registrar and the Secretary	January 2022
24.8 Produce paper on appointments to the Board	25 November 2021	Chair of Governance Committee/Secretary	January 2022
25 Develop the Risk Register-creating a financial risk and a student number risk, and populating the register within a framework	25 November 2021	Principal	January 2022
26 Submit Annual Prevent Report to the OfS.	25 November 2021	Academic Registrar	1 December 2021
30.1 Provide the Principal with information on the call for evidence by the All-Party Parliamentary Group for Students into the return to campus	25 November 2021	Secretary	ASAP