



Decisions and Actions of the Board meeting
held on Friday 14 October 2022 at 2pm at West Dean College (Sussex Campus)

Present	Professor Paul O'Prey (Chair) Caroline Griffith (Trustee) Alison Richmond (Trustee) Mike McCart (Trustee) Professor Nigel Llewellyn (Deputy Chair & Trustee) Francis Plowden (Deputy Chair & Trustee) <i>Items 1 – 8.1.4</i>	PoP CG AR MM NL FP
Present via MS Teams	Mark Harty (Director of Finance and Business Systems)	MH
In Attendance	Alex Barron (Chief Executive) Francine Norris (Principal and Deputy Chief Executive) Ian Graham (Director of Estates)	APB FN IG
Apologies	Martin Ashley (Trustee) Mark Ellul (Clerk to the Board)	MA ME

	<u>Action/Decision</u>	<u>Summary</u>	<u>Lead</u>
1.0		<p>CHAIR'S WELCOME</p> <p>A 'valuable' Strategic discussion had been held that morning and the Chair extended his thanks to the Heads of School. Emphasis was placed on the opportunities available from the developing portfolio.</p> <p>Thanks were also extended to the Collections Manager for displaying items from the African Collection. The sensitivity of some items in the Collection was highlighted and that this emphasised the importance of careful cataloguing to promote understanding.</p>	
2.0		<p>APOLOGIES FOR ABSENCE.</p> <p>Apologies had been received from Mr Ashley and the Clerk to the Board for the meeting.</p>	
3.0		<p>TO REVIEW TRUSTEES' INTERESTS</p> <p>It was confirmed that 'Fit and Proper Person' Declarations and updated Declarations of Interest had been completed by the Trustees and ELT.</p>	
4.0	Decision	<p>MINUTES OF THE MEETING HELD ON 1 JULY 2022</p> <p>The minutes of the meeting were agreed to be a true and accurate representation of the proceedings and were signed as such.</p>	PoP
5.0		<p>MATTERS ARISING</p> <p>There were no matters arising that would not be covered elsewhere on the agenda.</p>	

6.0		CHIEF EXECUTIVE'S REPORT	
	Action	<p>The Chief Executive had circulated a paper prior to the meeting which provided an overview of progress to the strategic plan <i>Vision 2030</i>, since its approval in July 2021. During the ensuing discussion the following matters were highlighted:</p> <ul style="list-style-type: none"> • The ambitions within <i>Vision 2030</i> remained, but the current national economic instability means flexibility may be required with individual timelines. • Following Brand discussions at the Board meeting on 1 July 2022, updated designs had been drafted based on the 'Make Your Mark' concept. These would be discussed by the ELT and Brand Steering Group, following which the Chief Executive would share the final designs electronically with Trustees for discussion, prior to recommendation for approval at the Board meeting on 9 December 2022. • Following a Campus Development Plan kick-off meeting in May 2022 with South Downs National Park Authority (SDNPA) and Historic England (H.E) consideration had been given to the written feedback received and prioritisation would be given to instructing the campus circulation surveys to inform the position of new buildings. • The Chief Executive thanked the members of the ELT for their continued hard work and support for <i>Vision 2030</i>. 	APB
7.0		HEALTH AND SAFETY (H&S)	
7.1		Insurance claim	
		The Director of Estates provided a verbal update for an ongoing insurance claim.	
7.2		Consideration of the Coronavirus (Covid-19) Management Policy.	
		The Director of Estates provided a brief update of the small number of coronavirus cases amongst the residential student population and how they were being supported in line with current guidance.	
	Decision	The Coronavirus (Covid-19) Management Policy was reviewed, and the document was approved.	IG
7.3		Health and Safety Report	
		The Trustees acknowledged the Health and Safety Report that had been circulated prior to the meeting.	
8.0		REPORTS FROM SUB-COMMITTEES AND WORKING GROUP	
8.1		Finance and Audit Committee (F&AC)	

		<p>Following the retirement of Mr Seddon as a Trustee, the F&AC comprised two Trustees, the Chief Executive and the Director of Finance and Business Systems. It continued to be quorate and a new Trustee member would be appointed following the completion of the current Trustee Recruitment Process in December 2022.</p>	
8.2	Action	<p>Minutes of the ad-hoc meeting held on 26 July 2022:</p> <p>The Chair of the F&AC provided a brief update regarding the meeting held with the Investment Managers.</p>	PoP
8.3		<p>Minutes of the ad-hoc meeting held on 7 September 2022</p> <p>It had been agreed that Mercer would be instructed to liquidate sufficient funds from financial investments no later than 30 September 2022, in order to continue to meet EJF's Reserves Policy.</p> <p>The Account Director from WTW had joined the meeting. Following discussion, it had been agreed that the Public Liability insurance cover would be increased per incident. Further discussion took place about Cyber insurance and it was agreed that the system would be assessed by the Head of Technical Resources against the WTW Cyber Market Readiness checklist.</p>	
8.4		<p>Minutes of meeting held on 23 September 2022.</p> <p>The minutes of the meeting had been circulated prior to the Board meeting and there were no matters arising.</p>	
8.5		<p>Consideration of the 2022/23 budget for approval.</p> <p>The Chair of the F&AC provided a brief overview of an ad-hoc meeting that had been held on 13 October 2022 to consider the 2022/23 budget. He acknowledged the impact of the challenging external economic backdrop to the budget preparations and confirmed the ELT's ambition to return to a positive EBITDA (Earnings before Interest, Tax, Depreciation and Amortisation).</p>	
	Decision	<p>Following the F&AC's recommendation, the Board approved the budget for the 2022/23 financial year.</p>	MH
8.6		<p>Estate Committee</p> <p>Minutes of the meeting held on 23 September 2022</p> <p>The minutes of the meeting had been circulated for information prior to the meeting.</p> <p>The Chair acknowledged the positive feedback from students regarding the quality of the new student accommodation, which compared favourably with other H.E. providers.</p>	

8.7	Action	<p>To receive a verbal update on the Sustainability Action Plan.</p> <p>The Director of Estates provided a verbal update on progress since the approval of the Sustainability Action Plan at the Board meeting on 1 July 2022:</p> <ul style="list-style-type: none"> • Work had commenced to ensure the successful communication of the narrative to external stakeholders, supported by the Sustainability consultants and external consultants with specific expertise in rural affairs. An update would be provided at the Staff meeting on 19 October 2022 and a Sustainability Committee comprising of staff from across the organisation and the Sustainability consultants would be convened following an announcement at the meeting. • Discussions with farm tenants were underway. The farmers were well placed to understand the need for agricultural change and some had offered support during the transition. • Tree planting on fifty acres of in-hand land would commence in the autumn of 2023, supported by the Forestry Commission. 	IG
8.8		<p>West Dean Ltd</p> <p>The minutes of the meeting held on 23 September 2022 had been circulated prior to the meeting.</p>	
8.9		<p>Nomination and Governance Committee</p> <p>The Chief Executive provided a brief verbal update on the current Trustee recruitment process which had elicited twenty-six applications. Eleven long listed applicants had been invited to interview by the ELT, staff and students in early November. The short listed candidates would be interviewed by a final panel including Trustees in order for a recommendation to be made to the Governance and Nomination Committee prior to the Board meeting on 9 December 2022.</p>	
8.10	Decision	<p>Reappointment of Alison Richmond and Martin Ashley</p> <p>Ms Richmond and Mr Ashley were reappointed as Trustees for a second term of four years, which would end in October 2026.</p>	PoP
8.11	Action	<p>Equality, Diversity and Inclusion (EDI) Working Group</p> <p>The Chair of the EDI Working Group provided a brief over-view of the well-being week 'This is me' held at the start of the academic year. A full report would be provided to the Board meeting on 9 December 2022.</p>	AR
9.0	Action	<p>ANY OTHER BUSINESS</p> <p>It was confirmed that the Board meeting on Thursday 9 February 2023 would be held at the London campus.</p>	APB

	Action	<p>The Trustees were asked to ‘hold the date’ for a Scholars event on 30 January 2023 at West Dean College</p> <p>There was no further business and the meeting closed at 4.30pm.</p>	All
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