

Abbreviated minutes of the fifty-fifth meeting of the Board of Directors held on 26 September 2016

Present: Ram Gidoomal (Chair)
Professor Geoffrey Elliott, Professor Alistair Fitt, Gillian Fleming, Peter Forbes, Carey Haslam, Mark Humphriss, Andy Mack, Dr Andrew Purkis, Dr Martyn Thomas, Sorana Vieru, Dr Simon Walford

Apologies: William Callaway, Erica Lewis, Claire Weir

Secretary: Ben Elger (Chief Operating Officer)

In Attendance: Dame Suzi Leather (Chair-designate)
Richard Walters (Alternate-designate for Universities Wales)
Judy Clements (Independent Adjudicator and Chief Executive)
Felicity Mitchell (Deputy Adjudicator)
Steven Barber (Operations Manager)
Jane Clarkson (Policy and Communications Manager)
Sarah Liddell (Head of Leadership Office)
Alexis Bryant (Assistant Adjudicator) (staff observer)

16/20 Membership

The Board welcomed to the meeting newly-appointed Board Directors Alistair Fitt and Simon Walford; Suzi Leather as Chair-designate; Richard Walters as an observer; Alexis Bryant (Assistant Adjudicator) as staff observer; Steven Barber (Operations Manager) and Jane Clarkson (Policy and Communications Manager).

16/21 Declarations of Interests

There were no declarations of interest.

16/22 Minutes of the last meeting

The minutes of the fifty-fourth meeting of the Board held on 24 June 2016 were approved.

16/23 Matters arising from the Minutes

There were no matters arising.

16/24 Directors' appointments

The Board received a paper on Directors' appointments from the Company Secretary.

The Board was delighted to welcome Dame Suzi Leather as Chair-designate following a successful recruitment process. Feedback on the process had been excellent from all candidates. Thanks were noted to all involved.

The Board **approved** the extension of Erica Lewis's term of office for one month until 31 December 2016.

The process for the recruitment of new Independent Directors will be considered by the Nominations and Remuneration Committee at its meeting in October.

16/25 Financial Matters

The Board received the minutes of the twenty-fourth meeting of the Finance Committee held on 5 September 2016 and the Finance Report to August 2016 from the Chief Operating Officer. It is pleasing that only a very small number of providers now have outstanding subscriptions, and these are being pursued.

The Board received a paper on the 2017 budget and subscriptions from the Chief Operating Officer.

The Board considered the proposal from the Finance Committee to increase core subscriptions by one per cent across all subscriptions bands for 2017 and to increase the per point fee by £10 to £240 for 2017 cases. There is a need to balance ensuring that the increase in subscriptions is proportionate in the context of levels of case receipts with avoiding undue risk to the organisation and ensuring adequate finances and reserves. The proposal was **approved**.

The Board received a paper on the proposed approach to OIA reserves from the Chief Operating Officer.

The approach was felt to be rigorous and the proposed range was **approved**. It was noted that it would be important to continue to maintain discipline on expenditure and to manage risks appropriately.

16/26 Report from the Independent Adjudicator and Chief Executive

The Board received the quarterly report from the Independent Adjudicator & Chief Executive.

The Independent Adjudicator thanked Ram Gidoomal for leading the Board so successfully over the last seven years and welcomed Dame Suzi Leather.

The following were key areas of update and discussion:

Judicial Review: The Deputy Adjudicator updated the Board on current Judicial Review cases.

Performance:

Public interest cases: New public interest cases will be published at the end of September. It was agreed to keep the Board informed when cases are published.

Ministerial engagement and policy development: The Higher Education and Research Bill is progressing through Parliament. Regular discussions are continuing with the Department for Education, HEFCE and others.

UUK sector agencies review: The review's recognition of the need for the OIA as an independent organisation is welcome. It was noted that the OIA already makes appropriate data publicly available, and shares data with the QAA under a Memorandum of Understanding. It is important that any developments in data sharing following the UUK review join up with the wider data project being undertaken by HESA, and that caution is exercised in what OIA data is used and how.

16/27 Report from the Company Secretary

The Board received a report of Company Secretarial activity since the last Board meeting.

Directors were asked to notify the Company Secretary of any changes to be made to the Register of Directors' Interests.

16/28 Any other business

The Board formally recorded its thanks to Ram Gidoomal for his outstanding leadership of the Board and his significant contribution to the OIA.

16/29 Dates of future meetings

Monday 5 December 2016 at 10.30am
Thursday 30 March 2017 at 10.30am
Tuesday 27 June 2017 at 10.30am
Tuesday 26 September 2017 at 10.30am
Monday 11 December 2017 at 10.30am

Ben Elger
Company Secretary
30 September 2016