



Minutes of the sixty-eighth meeting of the Board of Directors held on 9 December 2019

- Present:** Dame Suzi Leather (Chair)
William Callaway, Andrew Chandler, Wendy Finlay, Gillian Fleming,
Peter Forbes, Martin Kirke, Paul Layzell, Andy Mack, Jonathan
Rees, Claire Sosienski Smith, Dr Diana Walford, Sophie Williams
- Apologies:** Professor Geoffrey Elliott (Jon Renyard), Professor Alistair Fitt,
Dave Hall
- Secretary:** Sarah Liddell (Company Secretary)
- In Attendance:** Ben Elger (Chief Executive)
Felicity Mitchell (Independent Adjudicator)
Michaela Hanbuerger (Head of HR)
Dan Saward (Head of Digital Technology)
Gemma Henshaw (Senior Case-handler)
Jennifer Runde (Communications Officer)

19/40 Chair's business

There was no Chair's business.

19/41 Membership

The Board welcomed Claire Sosienski-Smith to her first Board meeting, Michaela Hanbuerger (Head of HR), Dan Saward (Head of Digital Technology), Jennifer Runde (Communications Officer), and Gemma Henshaw (Senior Case-handler) as staff observer.

19/42 Declarations of interests

The Board noted the following declarations of interest:

- Diana Walford has become a member of the Council of the University of Liverpool

19/43 Minutes of the last meeting

The minutes of the sixty-seventh meeting of the Board held on 24 September 2019 were approved.

19/44 Matters arising from the minutes and actions log update

The Board received a record of the matters arising from the minutes and actions update.

There were no further matters arising.

19/45 Governance Working Group

The Board received an update on the review of governance membership and the note of the last Governance Working Group meeting.

The importance of engagement as part of the governance review process was recognised.

It was noted that incremental changes over recent years have increased the student voice on our Board and that this should be preserved in the governance review.

Further meetings with stakeholders will be held in the new year and the Governance Working Group next meets in February.

There was also some discussion of influences on student perceptions and awareness of our service. The outcome of a student's case is perhaps the most significant, but views of others for example on social media can also have an influence. It is important to keep reaching out to student advisers as they can have a valuable role here. Providers signposting students to us is important too (and is an OfS condition for registered providers).

19/46 Nominations and Remuneration Committee

The Board received the unconfirmed minutes of the twentieth meeting of the Nominations and Remuneration Committee held on 13 November 2019.

Sophie Williams and Wendy Finlay left the room while the Board considered their proposed reappointment for second three-year terms of office from 1 March 2020 and 1 April 2020 respectively. The second terms were **approved**.

Gillian Fleming and Andy Mack left the room while the Board considered their proposed reappointment for further terms of office after completion of their second terms. The proposal to reappoint Gillian for a further term from 1 July 2020 to 30 September 2021 and Andy for a further three-year term from 1 July 2020 was **approved**.

It was noted that the Board had formally approved by email the appointment of Adesewa Adebisi as the new Independent Director with student experience.

19/47 Risk and Audit Committee

Risks have been grouped on the Register in line with previous discussions, with a focus on strategic risks. The Board was positive about these developments. The risks had been discussed in detail at the Risk and Audit Committee meeting.

It was **agreed** that it will be important to keep management of the caseload as a top priority and closely monitor progress. The position will be reviewed at the March 2020 Board meeting.

Cases seem to be getting more complex and many of the students who come to us have complex needs, making it more difficult to review cases quickly.

19/48 Report from the Independent Adjudicator and Chief Executive

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

The Operating Report and Plan include our KPIs and key areas of work, and there is a clear line of sight through to team and individual objectives. Some further developments to the Operating Plan were agreed.

The external environment remains challenging. We are continuing to navigate through this successfully. We have been able to make a real difference for students through our work on the GSM taskforce, whilst maintaining our position that funds are needed to protect students in the event of a market exit.

One of the aims of our work to cultivate kindness is to improve student confidence in and experience of our service.

It is positive that the most recent student feedback shows an increase in students' understanding of our process. It may be helpful to include a question about the best aspects of our service in the student feedback questionnaire.

Our new and reissued guidance in relation to industrial action has been positively received.

There has been a lot of interest in our special considerations discussion paper. We are trying to find better terminology; “additional considerations” was suggested.

It was **agreed** that peer review with other ombuds schemes should not be pursued at this time.

The refurbishment of Abbey Gate continues.

Diversity and inclusion

We have begun work to analyse the case information we hold, firstly looking at complaints from disabled students. The data shows that disabled students bring a proportionately higher number of complaints to us and more of those complaints have positive outcomes. The main aim of doing the analysis is to work towards possible practical outcomes such as developing tailored webinars to help address any issues identified.

19/49 IT update

The Board received a verbal update on recent developments and future plans for IT from the Head of Digital Technology. Recent developments have moved us to a modern IT environment which will provide a sound basis for future developments.

19/50 KPIs

The Board received a report on KPIs from the Chief Executive.

19/51 Financial matters

The Board received the Finance Report to October 2019 from the Chief Executive.

19/52 Report from the Company Secretary

The Board received the quarterly report from the Company Secretary.

The Register of Interests will be updated to include Diana Walford’s appointment to the Council of Liverpool University and a correction made to add Felicity Mitchell’s previously declared directorship of the Ombudsman Association.

19/53 Any other business

The Chair thanked Peter Forbes on behalf of the Board for the great contribution he has made to the development of the OIA over the last nine years and wished him well for the future.

19/54 Reflections on the meeting

Reflections would be covered in the afternoon's governance effectiveness session.

19/55 Dates of future meetings

- Tuesday 31 March 2020 at 10.30am
- Tuesday 23 June 2020 at 10.30am (Away Day: 23-24 June 2020)
- Thursday 24 September 2020 at 10.30am
- Wednesday 9 December 2020 at 10.30am

Sarah Liddell
Company Secretary

13 December 2019