



Minutes of the eighty-third meeting of the Board of Directors held on 22 September 2023

- Present: Dame Suzi Leather (Chair)
Adesewa Adebisi, William Callaway, Andrew Chandler, Wendy Finlay, Nicola Flint, Jonathan Rees, Jon Renyard, Orla Tarn, Sophie Williams
- Apologies: Professor Alistair Fitt, Martin Kirke
- Secretary: Sarah Liddell (Company Secretary)
- In attendance: Ben Elger (Chief Executive)
Helen Megarry (Independent Adjudicator)
Kevin Mundy (Universities Wales Alternate Director)
Chris Pinnell (Head of Casework Support and Resolution Team)
Louise Osborn (Case-handler)
Jennifer Runde (Communications Officer) (note-taker)

23/27 Chair's business

There was no Chair's business.

23/28 Membership

The Chair welcomed Kevin Mundy (Universities Wales Alternate Director), Chris Pinnell (Head of Casework Support and Resolution Team), and Louise Osborn as staff observer.

23/29 Declarations of interests

There were no declarations of interests.

23/30 Minutes of the last meeting

The minutes of the eighty-second meeting of the Board held on 27 June 2023 were **approved**.

23/31 Matters arising from the minutes and actions log update

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

The October meeting of the Nominations & Governance Committee will be asked to consider the timing of the recruitment of two new Directors with an English sector perspective.

All other actions were either covered under other agenda items or not yet due. There were no further matters arising.

23/32 Report from the Independent Adjudicator and the Chief Executive

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

We have continued to have discussions with Welsh government officials in relation to the expansion of our remit in Wales. William Callaway was thanked for the support he has been providing.

We are continuing to engage appropriately with developments in the large group legal action against UCL. We have been very clear about our independent role. This has included publishing a statement in response to the judgement and an open letter to the parties.

Following the issues with the midwifery course at Canterbury Christ Church University (CCCU), it has been announced this week that Surrey University will be taking current second and third year students with special arrangements made to enable them to complete their course. There has been recognition that our advice has been useful.

We capture our learning from our involvement in these kinds of situation, and we are trying to encourage a wider opportunity to look at lessons learned. We keep the information we publish under review to see if there are any updates we can usefully make. We try to promote understanding that a course closure is broadly the same as provider closure from the students' perspective, and we are continuing to raise with the government and the sector the need for provision for students in the event of a closure where no other provider is able to step in and where there is no money.

We have made progress towards awarding organisations that accredit courses but don't deliver teaching joining our Scheme on a voluntary basis. We have reached agreement

with Ofqual on a Memorandum of Understanding and confirmation from them that joining our Scheme is compatible with Ofqual regulation.

We have completed drafting of the update to the Delivering learning opportunities with others section of the Good Practice Framework. This is slightly behind schedule but we are on track to go out to consultation in the autumn.

The information provided in the strategic planning paper outlines the approach we are proposing to the next strategic planning cycle. The Board noted the importance of momentum and was content with the indicative timetable, which allows time to be consultative to enable lasting change that can be fully embedded.

23/33 OIA Scheme Rules

The Board received the draft updated Rules of the OIA Scheme from the Company Secretary. Andrew Chandler was thanked for his work on this.

The main proposed changes are to operationalise the expansion of our remit in Wales and to reflect legislative changes relating to the OfS free speech complaints scheme. There is also some general updating, including of the language we use around complaints being Justified/Partly Justified/Not Justified.

[Post-meeting note: since the Board's meeting the timescale for the implementation of the Tertiary Education and Research (Wales) Act, including the expansion of our remit, has been put back so changes to operationalise the expansion of our remit in Wales will be consulted on separately at a later date.]

The Board **agreed** the draft Rules for consultation, with the changes to be made to the accompanying guidance as discussed.

23/34 KPIs

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

The Board considered the KPIs for 2024. The Board **approved** keeping the existing KPIs as our measures of organisational performance for 2024, at their current levels.

23/35 Financial matters

The Board received and considered the Finance Report to July 2023, the unconfirmed minutes of the thirty-seventh meeting of the Finance Committee held on 11 September 2023 and a paper on the 2024 budget and subscriptions from the Chief Executive.

Nicola Flint was thanked for her contribution to the budgeting process ahead of the Finance Committee. The Committee had considered the proposed budget in detail, as well as looking at modelling of the longer term and confirming that the current reserves policy based on three months' operating costs remains appropriate.

There was recognition of the very important balance to achieve between ensuring adequate resource and sustainability over the longer term whilst taking account of the difficult financial environment in the sector.

The Board **approved** the proposed budget for 2024 including the 9% increase in core subscriptions and £10 uplift in the per point fee of the case element to £250, and the proposal to increase the points threshold for each band for the case element of subscriptions by 10% (to impact income from 2025).

23/36 Governance review

The Board received an update on the governance review from the Company Secretary.

The Board **approved** the proposal to keep the per diem rate for Independent Directors unchanged and to revisit this at a later date.

23/37 Report from the Company Secretary

The Board received the quarterly report from the Company Secretary.

The Board noted the annual report on service complaints and welcomed the work to compare service complaint levels with those in other ombuds organisations. While comparisons are not straightforward, the number of service complaints we receive as a proportion of cases closed is within the general range.

23/38 Any other business

The Board thanked Suzi Leather for her exceptional leadership of the Board over the last seven years. She will be greatly missed by non-executive and executive colleagues.

There was no other business.

23/39 Reflections on the meeting

23/40 Dates of future meetings

- Wednesday 13 December 2023 at 10.30am

- Wednesday 27 March 2024 at 2pm
- Thursday 27 June 2024 at 10.30am
- Thursday 26 September at 10.30am
- Thursday 12 December at 10.30am

Sarah Liddell
Company Secretary

2 October 2023