

**MEETING OF THE BOARD OF TRUSTEES
25TH NOVEMBER 2021**

REDACTED MINUTES FOR PUBLICATION

A meeting of the Board of Trustees was held both in person at Taylor Wessing, 5 New Street Square, London, EC4A 5TW and remotely via Zoom Videoconference from 13.00-16.00pm on Thursday 25th November 2021.

Present:	Mr Muhammad Ahmed (MA)	(Student Trustee and Lead Student Rep)	
	Mr Grant Alexander (GA)	(Student Trustee)	
	Ms J Brainch (JB)	(Honorary Treasurer)	
	Prof N Braisby (NB)		
	Ms A Clack (AC)	(Chair)	
	Mr C Costigan (CC)		
	Mrs H Edwards (HE)	(Staff Trustee)	
	Mr A Hynard (AH)		
	Dr S Jackson	(Vice Chair)	
	Mr A Martin (AM)		
	Prof K Miller (KM)		
	Mr D O'Rourke (DOR)	Trustee Designate	
	Mr C Turley (CT)		
	Ms M von Tunzelman (MvT)		
Mr A Wheaton (AW)	(Principal)		
In attendance:	Ms H Al-Katib (HAK)	(Director of Strategy & Planning) – 7.1 only	
	Mr S Bartle (SB)	(Executive Director Business Development & Apprenticeships) – for item 7 only	
	Mrs L Downey (LD)	(VP Digital Education & Professional Services) – for item 7 only	
	Mrs W Finlay (WF)	(VP Learning & Teaching) – for item 7 only	
	Ms J Hirigoyen (JH)	CEO, UK Green Building Council – for item 7.2 only	
	Mrs L Hughes (LH)	(Clerk to the Board)	
	Ms L B McMillan (LBM)	Board Apprentice	
	Mr T Mills (TM)	(Executive Director Finance) – for item 7 only	
	Ms R Powley (RP)	Board Apprentice	
	Mr A Philips (AP)	Duchy of Cornwall – for item 7.2 only	
	Mr A Williams (AWi)	(Executive Director Innovation & Partnerships) – for item 7 only	
	Mr A Youell (AY)	(Executive Director Regulation) – for item 7 only	
	Apologies:	Ms W Appleby (WA)	
		Mrs J E Fawkes (JEF)	(University College Secretary)

11529 At the start of the meeting, the Chair introduced a minute's silence by the Board in memory of Peter Goodacre, past-Principal of the then CEM, who worked for the institution for 34 years and who sadly died on 7th November 2021.

1) GENERAL BOARD GOVERNANCE

11530 1.1) DECLARATION OF ANY CONFLICTS OF INTEREST

11531 The Board **NOTED** that AH will become Chairman/Advisor to Michael Gibbens' development business and that the Property Working Group had agreed the potential conflict of interest was minimal, especially given that AH retires as a UCEM in Trustee in March 2022. AH will ensure anything that may be a potential conflict is raised in the PWG meetings and managed appropriately.

11532 There were no other conflicts of interest reported.

11533 1.2) WELCOME NEW ATTENDEES

11534 The Chair welcomed Dominic O'Rourke, Rebekah Powley and Laura Bell McMillan to their first Board meeting.

11535 1.3) APOLOGIES FOR ABSENCE

11536 There were apologies for absence from Wendy Appleby and Jane Fawkes.

11537 1.4) ANNUAL LOYAL GREETINGS TO HER MAJESTY AND HRH THE PRINCE OF WALES

11538 The Chair proposed that the University College of Estate Management extend its annual loyal greetings to Her Majesty and to UCEM's Patron, His Royal Highness The Prince of Wales, and in hopes that Her Majesty and His Royal Highness, continue to enjoy good health and happiness. This motion will be sent by letter from the Board within the next week.

ACTION: Write letters to HM The Queen and HRH The Prince of Wales extending annual Loyal Greetings from the UCEM Board of Trustees. [LH]

11539 1.5) APPROVAL OF THE MINUTES OF THE MEETING HELD 23RD SEPTEMBER 2021

11540 The minutes and the proposed redactions of the Board of Trustees meeting held on 23rd September 2021 (as included at paper 1.5) were **APPROVED** as a true record and signed by the Chair. They will be published on the UCEM Governance webpage.

11541 1.6) MATTERS ARISING FROM THE MINUTES NOT INCLUDED ELSEWHERE ON THE AGENDA AND REVIEW THE ACTIONS SUMMARY

11542 The summary showing the outcomes of actions from the meeting held 23rd September 2021 (paper 1.6) was taken as read with updates on listed actions duly **NOTED** (all actions remain in progress).

11543 1.7) APPOINTMENT OF NEW TRUSTEES DOMINIC O’ROURKE

11544 Dominic O’Rourke left the meeting for this item.

11545 The Board of Trustees **APPROVED** the appointment of Dominic O’Rourke for an initial three-year term of office as Independent Trustee effective from 25th November 2021 through to November 2024.

11546 Dominic O’Rourke re-joined the meeting and was congratulated on his appointment.

11547 1.8) BOARD APPRENTICE APPOINTMENTS

11548 Rebekah Powley and Laura Bell McMillan left the meeting for this item.

11549 The Board of Trustees **APPROVED** the appointments of Rebekah Powley and Laura Bell McMillan as UCEM’s first Board Apprentices for a one-year term of office effective from 25th November 2021 to end November 2022.

11550 Rebekah Powley and Laura Bell McMillan re-joined the meeting and were congratulated on their appointments.

2) STUDENT AND STAFF FEEDBACK**11551 2.1) UCEM STUDENT EXPERIENCE**

11552 The Student Trustees provided the Student Experience update (see paper 2.1) focussed on student views about sustainability in the built environment and how UCEM can contribute further to sustainability education and training for the sector.

11553 MA/GA reported that sustainability is a prominent topic that resonates with UCEM students who want to be part of the solution but are unsure how they can actively contribute. Students were pleased about the UCEM CPD course launched but would like to see increased focus on sustainability and activities to which they can contribute and actively engage with, both as part of UCEM and as advocates within their own organisations. Students recognise the need to bring sustainability more and more into the curriculum and the importance of educating all professions in how they can become more sustainable.

11554 The Board also recognised the need and the opportunity for UCEM to educate the professions, both as new entrants and existing professionals. UCEM will harness the enthusiasm of its current students as advocates and sustainability champions across its programmes.

11555 The Board welcomed the news that UCEM’s CPD course on Energy and Carbon in the Built Environment is the most successful CPD course it has ever launched, outperforming the Poundbury series within one month of launch.

11556 The Board also recognised UCEM’s results in the Sustainability Skills Survey where UCEM had the sixth highest number of respondents in the sector, demonstrating its

engaged student population and the opportunity for UCEM to skill the built environment workforce in this area.

11557 MA also reported that students have commenced the semester positively and have no significant issues to raise.

11558 The Board **NOTED** the Student Trustees update report and feedback and thanked MA and GA for their contributions and in particular their approach to working with the Student Representatives network in order to provide such a comprehensive report to the Board.

11559 **2.2) UCEM STAFF EXPERIENCE**

11560 Helen Edwards, Staff Trustee, provided the Staff Experience update, focused on the return to Horizons in autumn 2021 and new ways of working (paper 2.2).

11561 HE conducted a Survey Monkey poll in order to secure feedback on the return to Horizons for this meeting and this further increased the volume of staff comment and input to the Board through 88 responses.

11562 The survey confirmed that most staff are working on a hybrid light pattern with on average 1-2 days a week at Horizons at most. Staff reasons for opting to work in this way include the lack of commute, the quieter environment at home with the ability to have private calls and the reduced Covid-risk of continuing to work at home. Incentives put in place by UCEM to encourage a return to the office appear to have had minimal impact. Some other potential incentives to staff to increase the numbers returning to Horizons would include an increased number of private workspaces, increased parking and UCEM paying travel costs which staff have become accustomed to saving in the last 18 months. It was also clear that technology enhancements to facilitate increased hybrid working are required.

11563 It was clear from the survey that UCEM needs to provide clarity on modes of working and set explicit expectations as some confusion has arisen following the initial consultation on modes of working earlier this year. It is evident that staff have a personal preference not to work in Horizons for significant numbers of days, but this means the building is an under-used asset which the Board will need to consider further in 2022. The Board did, however, agree that no decisions can be taken on this as yet, as the 'new normal' is still somewhat unknown. In addition, the institution itself (through Senior Management discussions) has yet to determine what it **needs** in comparison staff personal preferences for modes of working. As a result, sensitive reminders will commence from next week regarding existing staff contracts of employment, that long-term homeworking is not guaranteed and articulating the reasons why UCEM would like its staff to return to working in Horizons (intangible benefits of culture, collaboration and wellbeing).

11564 The Board considered how other institutions and businesses are managing the transition back to working in person, which varies substantially relative to the sector and the type of institution. Articulation of the benefits to staff is important, potentially through Staff Champions, but no businesses are rushing into decisions on this as yet.

- 11565 The Board discussed the general mood of UCEM staff which, whilst uplifted following the Ofsted Inspection outcome, is one of concern fatigue and for large numbers of staff wellbeing and their continued high workloads. The Higher Education sector has been held to account on all aspects of provision and regulation during the pandemic and whilst UCEM has coped with this ongoing pressure there are wellbeing issues and high rates of absenteeism emerging which increase the pressure on those continuing in work. It is clear the two-week Christmas closure is necessary and timely in order to regroup for the year ahead. In addition, the policy landscape continues to change with new announcements from the Department for Education this week which will increase UCEM workload. The Board will continue to monitor this and its impact on staff.
- 11566 The Board requested that its formal thanks be extended to the staff body for their work over the last year in ongoing challenging circumstances.
- 11567 The Board **NOTED** the Staff Trustee update report and thanked HE for her contribution.
- 11568 The Chair informed the Board that Amanda Milambo had stepped down as UCEM Staff Trustee. The Board formally recorded its thanks to Amanda for her service over the last year. A recruitment process will commence in early 2022 for a replacement Staff Trustee.

11569 **2.3) BOARD APPRENTICES INTRODUCTION**

- 11570 The Chair invited the new Board Apprentices to introduce themselves to the Board and explain their motivations in applying for the scheme. The Board warmly welcomed the Apprentices to UCEM and look forward to the mutual value the experience will bring about.

3) MONITORING AND OVERSIGHT OF M7 TARGETS FOR 2021-22

11571 **3.1) APPROVAL OF THE UCEM GROUP ACCOUNTS AND FINANCIAL STATEMENTS**

- 11572 The Board received the UCEM Group (UCEM, UCEM Asia Ltd and UCEM Courses Ltd) Annual Reports and Financial Statements for 2020-21 and Letters of Representation in papers 3.1a-3.1e. The Board **NOTED** that the documentation had all been scrutinised in previous meetings of the Board of Directors of each subsidiary entity and by the Joint Audit & Finance Committee, in the case of UCEM, on 4th November 2021. All the documentation came with the recommendation to approve.
- 11573 The Board noted that the audit picked up no significant issues but that the experience with Mazars in their second year as UCEM auditors had been less than satisfactory. UCEM is in the process of writing to Mazars formally about this and it anticipates significant improvements for next year. The Joint Audit and Finance Committees stressed that they had no concern about the quality of the audit and that the lack of significant findings was testament to the high quality of work at UCEM. The Committees had no appetite to find new auditors for 2022 and will work with Mazars on the improvements required.

11574 The Board noted that the final accounts show a healthy surplus for the year of £1.5M, and that the Balance Sheet movements largely reflect the recovering of the investment portfolio. The apprenticeship income recognition model UCEM adopts is consistent year on year and the auditors have scrutinised this.

11575 The Board recognised that the surplus generated was the first in many years but that it remains lean and challenging to replicate. UCEM is continuing work to analyse how it can drive a greater gap between growth in income and the cost base to deliver a sustainable financial surplus.

11576 The Board **APPROVED** the UCEM Annual Report and Financial Statements 2020-21 as pre-approved by the Audit & Finance Committee on 4th November 2021 and noting the minor amendments made (as requested by the Committee) in the intervening period. The signatures of the Chair and Principal will now be added to finalise the documents.

ACTION: Add the Chair and Principal's signatures to the Annual Reports and Financial Statements to finalise them and publish as appropriate. [LH]

11577 The Board **APPROVED** the UCEM Letter of Representations. The signature of the Chair and Principal will now be added to finalise the document.

ACTION: Add the Chair's signature to the letters to finalise them and issue as appropriate. [LH]

11578 The Board **NOTED** that the UCEM Asia Ltd and UCEM Courses Ltd Annual Reports and Financial Statements had been signed and finalised by their respective Boards of Directors on 16th and 19th November 2021.

11579 As a result, the Board **NOTED** that the UCEM Group Accounts for 2020-21 were approved, signed and concluded.

11580 3.2) PRINCIPAL'S OVERVIEW OF PERFORMANCE AGAINST TARGETS 2021-22

11581 The UCEM progress update was provided by Ashley Wheaton (paper 3.2). The coloured RAG ratings in the report reflect the status of the objective at this second meeting of the 2021-22 financial year, providing the latest perspective on performance against the top level M7 goals for the year. AW reported that the update shows predominantly green in the RAG ratings.

11582 In terms of financial update, Semester 1 Courses Income is now forecast to be £357K ahead of budget due to higher recruitment than planned and costs are £149K under budget meaning UCEM remains on track to breakeven. Being under on costs is largely due to a challenging employment market and recruitment difficulties. In future, UCEM would like to undertake a benchmarking exercise to move institutional policy away from the lower quartile benchmark to a higher benchmark and thereby attract and retain a skilled and motivated workforce.

11583 **REDACTED**

ACTION: Schedule an additional 'strategic' Board meeting for Spring 2022. [LH]

- 11584 **REDACTED**
- 11585 **REDACTED**
- 11586 The Board **NOTED** that UCEM is currently subject to an Education and Skills Funding Agency Audit which looks at compliance with the Apprenticeship Funding rules and is due to be completed on 8th December.
- 11587 AW advised that the Staff Engagement Survey questions are being revised and updated following consultation with line managers and staff. 18 questions have been agreed and will be launched to staff on 1st December. This will result in a break in the linkage back to the previous set of questions but will allow a substantially improved evaluation of staff engagement. Staff wellbeing will also be monitored through this survey rather than separately through the Wellbeing Monthly Pulse surveys. The Board will review the first results in March 2022.
- 11588 UCEM recruited 865 new students in autumn 2021 vs a target of 820 with the over-performance in postgraduate programmes and in the postgraduate apprenticeship route in particular. Overall conversion of retained students was 82.1% vs a target of 83%.
- 11589 UCEM's student outcomes targets remain on amber as they have not been realised though incremental progress is being seen. New initiatives like resubmissions are helping, but it is clear UCEM can do more on communications to ensure all students understand all the support mechanisms that are available to them to help them succeed in their studies.
- 11590 The Board discussed the types of students UCEM has. On the one hand there are successful students who progress at standard rates, complete their studies and are contributing to profitability as a result. On the other, there are students who progress slowly if at all and cost UCEM financially as a result. UCEM needs to understand how many of the successful students it needs in order to fund those who cost the institution but which UCEM would still wish to support in order to fulfil its charitable purpose and continue to offer flexibility. UCEM will be doing more work on this profitability analysis in 2022.
- 11591 Realisation of UCEM's Access and Participation Plan and the institution's Widening Participation targets are also on amber, particularly in terms of recruiting BAME students, however the Board was asked to note that, following ministerial announcements this week, institutions will be asked to amend their AP Plans to focus on successful outcomes for these categories of students rather than just recruitment of them in the first instance. UCEM will be working to better target its work and activities in this area.
- 11592 The Board **NOTED** the overview of performance against the M7 goals for the 2021-22 year to date.

4) PROPERTY UPDATE

<u>11593</u>	REDACTED
11594	REDACTED
11595	REDACTED
11596	REDACTED
11597	REDACTED
11598	REDACTED

5) EQUALITY, DIVERSITY AND INCLUSION

11599 **5.1) EQUALITY, DIVERSITY AND INCLUSION UPDATE**

- 11600 Misa von Tunzelman updated the Board on the status and progress of work of the newly formed UCEM Staff Equality, Diversity and Inclusion Working Group (Paper 5.1) in her capacity as Lead Trustee for EDI.
- 11601 MvT reported that UCEM has a Widening Participation Working Group that is focussed on students and meeting the APP targets. It also now has a Staff EDI group which held its first meeting on 8th November 2021. Between the two groups the intention is to develop a combined EDI strategy during 2022. Contributors to the group were from a variety of departments and perspectives and all were keen to make a difference in this area and contribute to formulating an ambitious but achievable action plan. Data collection will be a core area of work. Whilst it is early days there is a sense of commitment and willingness to drive positive action within the group and MvT was able to communicate to the group the importance of EDI to the Board. Tangible outputs should emerge during 2022.
- 11602 The Board **NOTED** the initial discussions of the Staff EDI Working Group and its plans for the future. The Board further **NOTED** that an EDI Annual Report on Student data is planned to be presented to the Nominations and Governance Committee in January 2022.

6) EXTERNAL AND REGULATORY MATTERS

11603 **6.1) PERMANENT DEGREE AWARDING POWERS APPLICATION UPDATE**

- 11604 The Board **NOTED** that UCEM's application for permanent Degree Awarding Powers continues to progress with the Quality Assurance Agency. UCEM submitted its Self-Assessment Document to the QAA in October 2021 and over the last three weeks has been responding to a request for 51 further pieces of evidence to support the application. The additional evidence request submission was made on Monday 22nd November and UCEM will now hear nothing further until 21st January 2022 when the QAA report their findings/recommendation. A final decision is anticipated by Easter 2022.

11605 The Board extended its thanks to Helen Edwards for her role in coordinating the application and the submission of the additional evidence.

11606 The Board **NOTED** the current status of UCEM's application for indefinite Degree Awarding Powers and the immediate next steps of the process with the QAA. The Board also **NOTED** that a working group would be formed, requiring Trustee representatives, to discuss University Title (and UCEM future branding) prior to a Strategic Board meeting to be scheduled for Spring 2022.

11607 **6.2) RISK AND COMPLIANCE UPDATE FROM AUDIT COMMITTEE**

11608 An annual update to the Board on the work of the Audit Committee to oversee UCEM's Compliance and Risk Management activities under delegated authority from the Board was presented at paper 6.2. The key items of note were the ESFA audit which is now underway and is not posing any significant concern, with the proportion of historic learner files under review being 2 out of 30.

11609 **REDACTED**

11610 **REDACTED**

11611 The Board **NOTED** that compliance and risk are monitored in detail through the Audit Committee and there are no issues to raise to full Board attention at the current time other than to note that the ESFA audit of compliance with funding conditions is currently underway (a high-risk item). The Board also noted that Hannah Al-Katib is reviewing UCEM's approach to risk management for the future, seeking a dashboard and more agile approach.

7) STRATEGIC DISCUSSIONS

11612 The Executive joined the Board for the remainder of the meeting. In addition, Hannah Al-Katib joined for item 7.1.

11613 **7.1) CX STRATEGY UPDATE**

11614 HAK introduced work that has been undertaken to review and update the CX Strategy. A summary of changes, alongside a tracked changes and clean copy of the proposed updated Strategy were provided in papers 7.1, 7.1a and 7.1b.

11615 The Board noted that it was appropriate timing for a strategy review given changes in the external landscape over the last two years. The broad principles, however, remain the same. An updated PESTLE and SWOT analysis has informed adjustments to timescales and targets that are proposed for approval. The update reflects certain changes in institutional direction such as the closure of UCEM's Level 3 provision and reflects the institution moving out of a period of crisis towards focussed delivery of strategic targets.

11616 The Board was comfortable with the sensible, pragmatic and realistic changes proposed which reflect the decisions already agreed by the Board in the last two years. The Board recognised the strategic context for UCEM will continue to evolve further during 2022 though, with the likelihood of achieving Permanent Degree

Awarding Powers, the potential to extend UCEM's CPD provision and the potential windfall from disposal of Shinfield Grange, for example, which will necessitate further strategic discussions by the Board. In addition, UCEM must recognise the factors out of its control that may impact when and how it can achieve its stated targets, such as governmental policy changes and regulation. The Board also discussed the need to develop and evolve UCEM's brand as a result of securing DAPs and as a key component of realising the vision.

11617 The Board **APPROVED** the proposed changes and updates to the CX Strategy, noting that strategic direction and context will be further discussed during 2022.

11618 The Chair thanked HAK for her contribution and invited her to leave the meeting.

11619 **7.2) SUSTAINABILITY**

11620 The Chair welcomed Julie Hirigoyen, CEO of UK Green Building Council and Andrew Philips, Rural Director of Finance and Sustainability Lead at the Duchy of Cornwall to the meeting to present to the Board on sustainability in the Built Environment, alongside Aled Williams, UCEM's Executive Director Innovation and Partnerships. The Board then held a discussion the increasing importance of sustainability in the context of the recent COP26 summit and the role that the Built Environment sector can play in meeting UK carbon emission reduction targets.

11621 AWi provided a contextual update on UCEM's activities to date with regards to sustainability and its ambition to become the world's most sustainable university, leading the way in educating future leaders. UCEM recognises a lack skills and competencies must be overcome to deliver this for the Built Environment sector as it currently stands, both in new build and retrofit, but can play a key role in developing a skilled workforce that puts sustainability at the heart of its operations.

11622 AWi highlighted that UCEM already has a Board approved Sustainability Statement. UCEM is taking a whole institution approach to sustainability as it works to deliver its Sustainability Action Plan (see paper 7.2a). UCEM has participated in NUS Responsible Futures and has a student ambassador for Sustainability. UCEM's Learning Teaching and Assessment Strategy has a focus on sustainability in terms of what UCEM teaches and how UCEM teaches it. UCEM is increasing its research activity in the field. Other activities have included the BREAAAM standard Horizons office building, UCEM winning a Green Gown award, creation of a COP26 website and World Environment Day activities. In addition, UCEM launched its Energy & Carbon in the Built Environment free CPD course on 1st November 2021 (which has exceeded over 500 registrations already) and is committed to leading by example in terms of its own operations and working towards net zero.

11623 Julie Hirigoyen congratulated UCEM on how much it is already doing through its comprehensive action plan to lead on this important agenda, harnessing the passion and commitment of both staff and students will remain central to achieving these goals. Julie then presented to the Board on the current external landscape regarding sustainability and climate change, stressing that this agenda is at a real tipping point currently – scientifically, financially, politically and technologically – and the agenda is moving very quickly now as a result.

- 11624 Scientifically, it is now universally agreed that climate change is getting worse, at a faster rate, everywhere, than ever predicted before and will have to get worse before it gets better. The cost of major weather events at the current level is well into the billions of dollars and will increase further. Biological diversity has also been radically reduced. There is a general acknowledgement that it is no longer acceptable to be doing a little better than before; urgent, sustained and transformational action is now required.
- 11625 Politically, at COP26 it was announced that there has been an increase from 30% to 90% of global GDP under a 'net zero by 2030' target which sends a strong message. Other commitments were also made, such as the 'Industrial deep decarbonization initiative' (IDDI) for the measurement and reduction of embodied carbon on public procurement construction projects by 2025, which is ground-breaking and will have a significant impact, as will the Tulip planning decision (which was refused partly on sustainability grounds / embodied carbon).
- 11626 Financially, \$130 trillion of assets and \$1.2 trillion of real estate assets under management are now committed to net zero targets or halving of emissions by 2030. There will also now be a requirement for businesses to publish their net zero transition plans and sustainability considerations will become integral to transactional due diligence.
- 11627 Technologically, the sustainability agenda continues to move fast. For example, in the last 50 years alone, renewable energy grew by 50% and electric vehicle use by 900%. A genuine transition is taking place and is gaining increasing momentum.
- 11628 JH challenged the Board to be bold and think at a scale commensurate to the scale of the problem in order to be part of the solution. She urged UCEM to put time and resource into reducing impact and to focus on what could be achieved in the next 5-8 years – this is the decade that will make the difference. Training in sustainability so the expertise to have this required impact is more readily available in all sectors is vital and UCEM can have a significant role here.
- 11629 Finally, JH also commented on the Whole Life Carbon Road Map for the Built Environment that was launched by UK GBC at COP26. The areas of focus within this are retrofitting, energy performance disclosure, designing for performance, embodied carbon, infrastructure (and being more strategic about the investment required for it) and growing expertise in sustainability within businesses. Net zero in the Built Environment can only be achieved by focussing on these areas and dialling up the collective effort.
- 11630 Andrew Phillips, Rural Director of Finance and Sustainability Lead at the Duchy of Cornwall addressed the Board. His role includes the net zero journey, integrated reporting, natural capital accounting, modern slavery and renewable energy. He outlined the Duchy's net zero journey to date, lessons learnt and what these experiences might mean for UCEM.
- 11631 AP reported that the Duchy first measured its carbon footprint some 50 years ago, which was unheard of at the time, and has worked to reduce it ever since. Its largest emissions sources are from its farmed estates, peat land and development sites. The Duchy has an ambition to be net zero by 2030 but this is still challenging, with some 27 projects underway to drive achievement of this target, 10 of which relate to

construction, development and retrofit. Some elements are cross cutting, including developing carbon literacy and education for the Duchy population and staff (in terms of how they can contribute to net zero through their own actions), a procurement guide, and refurbishment guide. It will also focus on materiality and where the biggest impacts can be achieved and on reducing emissions through the supply chain. The Duchy has strong ambitions and a sense of ethical duty to make a difference but a lack of skills currently available to deliver on this. AP also discussed the importance of visionary leadership, communication, and integrated thinking when considering net zero across the operation. The Duchy has fully recognised that transformative change is now needed urgently.

- 11632 AP considered where UCEM might play an influential role in bringing about transformative change on this agenda. UCEM can play a bold, leading role in training professionals for the challenges ahead and ensuring sustainability is woven into all programmes and qualifications at all levels of study, as well as retro-skilling existing professionals in the Built Environment sector. Training in retrofitting (solutions for existing building stock becoming more sustainable) is a further major area of impact UCEM could have, as well as helping Built Environment professionals to integrate sustainability issues into financial appraisals in order to successfully influence investors. There will also be a need to learn how to deal with the impacts of climate change on the built environment, alongside those areas of mitigation, adaptation and aspirations for net zero, as climate change and the consequences of it are still going to happen.
- 11633 The Chair thanked AWi, JH & AP for their presentations and for prompting discussion.
- 11634 The Board discussed four core areas of work that should form UCEM's ambition to become the world's most sustainable university, and which would demonstrate leadership in the sustainability in the Built Environment agenda. Firstly, what UCEM teaches and how it readies professionals to make a genuine difference in their roles (potentially without formally accredited programmes); secondly, how UCEM teaches and its associated carbon impact (different modes of educational provision could be considered to have the biggest possible impact); thirdly, how UCEM operates (leading by example through achievement of net zero); and fourthly, how UCEM influences others in higher education or industry on this agenda. Board investment would be required.
- 11635 The Board agreed that of these areas the biggest role the institution can play is in providing a workforce with the skills to address the sustainability challenge and become carbon literate. This also represents a significant commercial opportunity to UCEM as there is a gap in the market for provision of this training. Short courses for existing professionals, in partnership with other recognised bodies like UK GBC, would have huge impact.
- 11636 The Board discussed how it can prioritise this work alongside its other workstreams and given that agility and leadership in this field is vital. The Board was cognisant that provision of appropriate resource to develop the offering, supplement the Leadership Team, and in acknowledgement of staff fatigue, is essential in order to move dynamically and at pace and create the right infrastructure that allows UCEM to take advantage of the opportunity.

11637 The Board was universally passionate about this subject as an opportunity for UCEM as an institution and for UCEM students and **AGREED** a budget of up to £250K to spend on developing UCEM proposals which would return to the Board for approval in March 2022, this would cover a full assessment of the opportunities, feasibility of each, initial design work, and investigating partnership/funding opportunities, as well as resourcing staff to work on the proposals. A small working group of Trustees, with potentially a few employers, will be involved in supporting this initial scoping work.

ACTION: Report back to the Board in March 2022 on the scoping/feasibility work for UCEM's sustainability activities. [AW]

8) ANY OTHER BUSINESS

11638 8.1) ANY OTHER BUSINESS

11639 There being no other items of business raised, the Chair thanked all Trustees for their participation in the meeting.

11640 The Chair closed the meeting at 16.24pm.

11641 From 16.30-18.00 there was a Board of Trustees social.

The following matters were circulated in a separate pack for approval / noting or comment via email in advance of the meeting.

9) EXTERNAL AND REGULATORY UPDATE

11642 9.1) OFFICE FOR STUDENTS CONDITIONS OF REGISTRATION COMPLIANCE REGISTER

11643 An update on the UCEM compliance register with OfS Conditions of Registration was provided at paper 9.1 and 9.1a.

11644 The Board **NOTED** the updated position regarding UCEM compliance with OFS conditions of registration (paper 9.1a), the summary of specific matters of note regarding ongoing compliance in paper 9.1, including new requirements that will be in place from 1 January 2022 for Reportable Events, and, that all conditions are being satisfactorily monitored or appropriately mitigated through all the relevant governance structures.

11645 9.2) COMPLIANCE WITH CONDITIONS OF REGISTRATION E4 & F3

11646 The Board **NOTED** paper 9.2 which provided an update on UCEM's work to meet conditions of registration E4 (notification to OfS is any information in the UCEM entry in the register changes) and F3 (provision of information to the OfS on request and verification of information as necessary) with the OfS and was assured of UCEM's ongoing compliance with these conditions.

10) MATTERS FOR APPROVAL

11647 10.1) SUB-COMMITTEE ANNUAL REPORTS 2020-21

11648 The Board was requested to review the Academic Review Committee Annual Report 2020-21 in advance of the meeting (paper 10.1a) following the Committee's own review of the report in October. The Board **APPROVED** the UCEM Academic Review Committee Annual Report 2020-21.

11649 The Board was requested to review the Remuneration Committee Annual Report 2020-21 in advance of the meeting (paper 10.1b) following the Committee's own review of the report in October. The Board **APPROVED** the UCEM Remuneration Committee Annual Report 2020-21.

11650 The Board was requested to review the Audit Committee Annual Report 2020-21 in advance of the meeting (paper 10.1c) following the Committee's own review of the report in early November. The Board **APPROVED** the UCEM Audit Committee Annual Report 2020-21.

11651 The Board was requested to review the Finance Committee Annual Report 2020-21 in advance of the meeting (paper 10.1d) following the Committee's own review of the report in early November. The Board **APPROVED** the UCEM Finance Committee Annual Report 2020-21.

11652 10.2) BOARD TERMS OF REFERENCE

11653 The Board was requested to review some minor amendments to the Board of Trustees Terms of Reference, principally regarding membership updates, in advance of the meeting (papers 10.2 & 10.2a). The Board **APPROVED** the UCEM Board of Trustees Terms of Reference for republication as the new V13.0.

11653 10.3) ACADEMIC REPORTS

11654 The Board was presented with four academic reports for review in advance of the meeting (papers 10.3a-10.3d).

11655 The Board **NOTED** and **APPROVED** the Quality and Standards Annual Report 2020-21.

11656 The Board **NOTED** and **APPROVED** the Ofsted Self-Assessment Report 2020-21.

11657 The Board **NOTED** and **APPROVED** the Safeguarding and Prevent Annual Report 2020-21.

11658 The Board **NOTED** and **APPROVED** the Academic Board Annual Report 2020-21.

11) OTHER MATTERS FOR NOTING ONLY

11659 **11.1) UPDATES FROM SUB-COMMITTEES**

- 11660 The Board **NOTED** the outcomes and decisions of the Academic Review Committee, held on 21st October 2021, as presented in the Executive Summary of the meeting at paper 11.1a. The Board **NOTED** that the key items discussed were: the appointment of Susan Dawson as new External Representative Apprenticeships on the Committee; progress towards meeting the Access and Participation Plan targets; the Hardship Fund Annual Report 2020-21; the impact of resubmissions on student success; Project 1,000, UCEM's NSS results 2021; apprenticeship KPIs; academic risks; and, the UCEM Enhancement Plan achievements year to date. The Board also **NOTED** that the full minutes of the meeting are available for reference on the Trustee Portal.
- 11661 The Board **NOTED** the outcomes and decisions of the Remuneration Committee, held on 22nd October 2021, as presented in the Executive Summary of the meeting at paper 11.1b. The Board **NOTED** that the key items discussed were: the role specification for an External Representative to the Committee; the Pay Transparency Justification Statement 2020-21; the pay multiple for 2020-21; approval of a remuneration enhancement and non-contractual bonus scheme for the Executive Director Business Development & Apprenticeships; and, approval of a contractual bonus for the Executive Director Finance in 2020-21. The Board also **NOTED** that the full minutes of the meeting are available for reference on the Trustee Portal.
- 11662 The Board **NOTED** the outcomes and decisions of the Audit Committee, held on 4th November 2021, as presented in the Executive Summary of the meeting at paper 11.1c. The Board **NOTED** that the key items discussed were: institutional risk management; risk in UCEM's Hong Kong operations; compliance with OfS condition of registration G2 (compliance with terms and conditions of funding); the UCEM Data Governance Framework; Prevent Duty compliance; and, the notification of an ESFA Funding Compliance audit to take place in November 2021. The Board also **NOTED** that the full minutes of the meeting are available for reference on the Trustee Portal.
- 11663 The Board **NOTED** the outcomes and decisions of the Joint Audit & Finance Committee, held on 4th November 2021, as presented in the Executive Summary of the meeting at paper 11.1d. The Board **NOTED** that the key items discussed were: pre-approval of the UCEM Annual Report and Financial Statements 2020-21; review of the Audit Findings Report; re-appointment of the UCEM auditors Mazars and Nova; the performance of Mazars in 2020-21; and, the updated sources of UCEM Funding data. The Board also **NOTED** that the full minutes of the meeting are available for reference on the Trustee Portal.
- 11664 The Board **NOTED** the outcomes and decisions of the Finance Committee, held on 4th November 2021, as presented in the Executive Summary of the meeting at paper 11.1e. The Board **NOTED** that the key items discussed were: the management accounts September 2021 and YTD performance; the UCEM cashflow forecast; the removal of Cognassist income from the budget/forecast 2021-22; the approval of £232K additional in-year costs to support resourcing in Student Services and investment in Project 1,000; the UCEM Investments and Reserves Policies; the Bursaries Working Group Annual Report; UCEM authorised signatories and approval levels; the UCEM grant £385K to UCEM Asia Ltd for 2020-21; the work of the Property Working Group regarding disposal of Shinfield Grange; a USS Pension

Scheme update; and, the OfS Grant Funding allocation to UCEM for 2021-22. The Board also **NOTED** that the full minutes of the meeting are available for reference on the Trustee Portal.

11665 **11.2) CHAIR’S ACTION SINCE THE LAST MEETING**

11666 The Board **NOTED** that the submission of a technical variation request to UCEM’s Access and Participation Plan 2020-21 to 2024-25 was approved by the Board via email as a Chairs Action between meetings on 6th October 2021.

11667 **11.3) TRUSTEE CALENDAR**

11668 The Board **NOTED** paper 11.3 which summarised the Board and Committee dates for 2022. The calendars presented reflect all Outlook appointments issued to date.

11669 **11.4) REPORT ON HEALTH AND SAFETY**

11670 The Board **NOTED** the report on Health and Safety as presented at paper 11.4.

11671 **11.5) UCEM COMPLAINTS, APPEALS AND WHISTLEBLOWING REPORTS**

11672 The Board **NOTED** the data on complaints made to UCEM in Quarter 1 2021-22 as detailed in paper 11.5 and that none had been raised to OIA level.

11673 The Board **NOTED** the data on appeals cases in Quarter 1 2021-22 as detailed in paper 11.5.

11674 The Board **NOTED** that there had been no whistleblowing cases.

11675 **11.6) DATA PROTECTION REPORT**

11676 The Board **NOTED** the two minor information security breaches in the Aug-Oct 2021 period and that there were no third-party disclosures or subject access requests in that period (paper 11.6).

11677 **11.7) UPDATE FROM ACADEMIC BOARD**

11678 The Board **NOTED** that the most recent Academic Board meeting took place on 16th November 2021 and that consequently the outcomes will be available for review at the next Board of Trustees meeting.

11679 **11.8) UPDATED STAFF ORGANISATION CHART**

11680 An updated Senior Level UCEM staff organisational chart by department / SLT level was provided at paper 11.8 and **NOTED** by the Board.

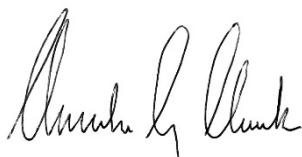
Date of next meeting:

Thursday 31st March 2022 from 13.00-16.00pm

Meetings before 31st March 2022:

2nd December 2021 – Quarterly Business Review
20th January 2022 – Exceptional Finance Committee for Financial Return
27th January 2022 – Short Board Approval meeting for Financial Return
27th January 2022 – Nominations & Governance Committee
10th February 2022 – Finance Committee
24th February 2022 – Short Board Approval meeting
3rd March 2022 – Audit Committee

Signed:



Name:

Amanda Clack

Position:

Chair of the Board of Trustees

Date:

31st March 2022