



Draft minutes of the OfS Board meeting, 2 July 2020

Location: by video or telephone conference

Timings: 13.30-17.00

- Present members:
- Sir Michael Barber (chair)
 - Martin Coleman (deputy chair)
 - Nicola Dandridge (chief executive)
 - Gurpreet Dehal
 - Elizabeth Fagan
 - Katja Hall
 - Verity Hancock
 - Kathryn King
 - Kate Lander
 - Simon Levine
 - Martha Longdon
 - Chris Millward (Director for Fair Access and Participation)
 - David Palfreyman
 - Monisha Shah
- Attendees:
- Ian Coates, Department for Education (DfE) representative
- Apologies:
- Steve West
- Officers:
- Rachel Attwood, Head of Human Resources and Organisational Development (for item 7.1)
 - Ed Davison
 - Josh Fleming
 - Paul Huffer, Head of Legal
 - Susan Lapworth, Director of Competition and Registration
 - Paula McLeod, Corporate Governance Senior Adviser (clerk)
 - Richard Puttock, Director of Data, Foresight and Analysis
 - Conor Ryan, Director of External Relations
 - Nolan Smith, Director of Resources, Finance and Transformation
 - Ben Whitestone, Head of Governance

Chair's welcome

1. The chair welcomed members to the meeting and advised apologies had been received from Steve West.
2. He noted plans to postpone the board planning event from September to an alternative date in November/December.
3. The chair advised he has had several conversations with the Secretary of State and, along with the chief executive, a number of calls with the Minister. He was also in touch with colleagues at the Treasury and is seeking engagement with relevant officials at Number 10.
4. Exempt from publication.
5. The chair updated the board on matters relating to the wider response to COVID-19 (coronavirus). He advised that:
 - a. The new, time-limited, ongoing condition of registration to protect the stability and integrity of the English higher education sector during the coronavirus pandemic had been approved by the decision-making group. In coming to its decision, the group had met four times and had given careful consideration to the consultation responses and the issues raised in discussion at the full board meeting held on 4 June 2020.
 - b. The government has now announced their Research Stabilisation Package. It involves various elements of financial support, taking the form of both loan and grant funding.
 - c. Progress is being made by DfE to establishing a restructuring regime to assist higher education providers facing a financial crisis as a result of the pandemic. Requests for support are expected to be dealt with on a case by case basis.
6. The DfE representative confirmed further detail on the restructuring fund would be available in 2-3 weeks, including details of any conditions to be attached to funding. He also noted updated guidance is expected from government today on the reopening of schools and educational establishments.
7. The DfE representative updated the board on the process for appointing a new OfS chair. This is a Secretary of State appointment and an assessment panel is being established to advise him. The DfE representative hoped that an appointment would be made by the end of this year and he confirmed he would keep the board informed on progress.
8. The board noted its general duties as set out on the agenda and the need to have regard to these as it considered papers and made decisions.

Approval of May and June minutes (paper 2.1)

9. The minutes of the board meeting held on 21 May 2020 and the exceptional board meeting held on 4 June 2020 were approved.

Chief executive's report (paper 3.1)

10. The chief executive presented her paper which provided an update on work undertaken and issues that have arisen since the date of the last regular board meeting on 21 May 2020. The paper also sought approval from the board on decision-making matters relating

to voluntary de-registration. She advised that proposals for a revised scheme of delegation would come to the September meeting.

11. The board:

- a. Noted the updates contained in the report.
- b. Approved matters relating to decision-making on voluntary de-registration.
- c. Noted the report on the use of delegated authority between 14 May and 19 June 2020 at Annex B.

12. The chief executive updated the board on work already in progress to review regulatory burden on registered providers, noting that an update on plans to reimpose requirements removed or suspended as a result of the pandemic will be brought to the September meeting. The approach being taken would ensure that the OfS is targeting its regulatory activities where most needed – reducing burden on low risk providers and placing the focus on improving quality. In addition, data requirements will be considered to ensure only necessary information is collected. The Director of Competition and Registration had already written to providers on 19 June 2020 advising of this approach, and the intention was to follow this up with a further letter later in July.

13. The DfE representative advised that in addition to the work the OfS is already doing, the DfE is looking at unnecessary bureaucracy across the whole of the higher education sector as part of a government-wide initiative. Noting that decisions will lie with the OfS board, the DfE will also be looking to take a view on activities that should be retained, reformed or abolished. This work will consider the expectations of the regulators' code. It is expected that ministers will set out their views on these issues at the end of July.

14. The following points were made in discussion:

- a. The agenda to reduce disproportionate regulatory burden is important, and the board were supportive of the work being undertaken by the OfS as outlined by the chief executive.
- b. The government's initiative was also welcomed, and where there were unnecessary bureaucratic processes and procedures that could be removed from the OfS's work, they should be. It would be important to continue to ensure decisions should be clearly linked to the outcomes sought.
- c. A reduction in burden should not be seen by providers as a reduction in their obligations to the OfS or their students.
- d. Consultation with stakeholders may be necessary in some areas.
- e. The OfS will be supporting DfE in its work to reduce unnecessary bureaucracy but will ensure that this does not undermine the OfS's ability to carry out its regulatory functions effectively.

15. The chair noted that the rationale for reducing unnecessary bureaucracy and disproportionate burden was sensible and the board agreed to his proposal that a formal resolution was needed to set out its position on this issue as follows:

- a. The board resolves to:
 - i. welcome the work being undertaken by the DfE and OfS to reduce any duplication and unnecessary bureaucracy in data collection and regulatory approach;
 - ii. ensure that through this process, our capacity to regulate in the interests of students, short-, medium- and long-term is not reduced or diluted.

Coronavirus (COVID-19) response (paper 4.1)

16. The chief executive advised that her paper provided an update to the board on the OfS's regulatory response to coronavirus since the date of the last board meeting on 21 May 2020. She noted that at that meeting the board had raised several issues in relation to learning and teaching. The actions being taken in response to those issues were set out in Annex A.
17. The Director of Competition and Registration confirmed that the new, time-limited, ongoing condition of registration (condition Z3) to protect the stability and integrity of the sector during the coronavirus pandemic had been approved by the decision-making group. This would come into force on 3 July 2020 and would not generally capture conduct of providers before that date. She noted that the condition was deliberately focused on unconditional offers – setting out what is and is not acceptable – and on undesirable marketing practices.
18. The director advised that Annex A referred to plans to do work to gain better insights from students on their higher education experience during the pandemic through, for example, targeted polling and analysis of comments in the National Student Survey. This intelligence will be used to identify any particular areas of concern where we may need to target our engagement with providers. She would also be looking to draw on findings of the chair's upcoming review into digital learning and teaching.
19. The Director for Fair Access and Participation advised the board that providers are required to seek to deliver their access and participation plans and particularly to honour their financial commitments to students, but they have also been given flexibility to focus more on supporting students who are vulnerable or experiencing hardship during the pandemic. Work is underway to obtain better insights into the effects of the pandemic on particular groups of students and this will influence how the OfS reintroduces its normal regulatory approach for access and participation plans from the autumn. These insights extend from the impact the pandemic is having on students from school, through their time in higher education and beyond as they look to enter the labour market.
20. The following points were made in discussion:
 - a. In the context of a globally competitive marketplace, it might be helpful to understand how learning and teaching has been carried out by higher education providers overseas. Do we know how regulators in different countries are dealing with the difficulties created by coronavirus?
 - b. The realities of digital poverty need to be considered when running online polls for students.
 - c. Concerns over unconditional offers and providers making false and misleading statements were not restricted to the context of the coronavirus pandemic. These issues were also elements relevant to the currently paused review of the admissions system which we expect to resume this autumn.
21. The board noted the updates contained in the paper.
22. In relation to his review of digital teaching and learning, the chair advised that this would consider the benefits of digital teaching to higher education in both the short and long term, seeking examples of international good practice. He will look at the issue of digital poverty, including access to course materials and software as well as connectivity. He would also be considering the challenges for teachers working in a digital environment and being able to support students to flourish in this type of learning environment. Providers' support for teachers carrying out digital learning would also be important.

OfS risk report (paper 5.1)

23. The Director of Resources, Finance and Transformation updated the board on the latest report on OfS's strategic and principal risks and, in particular, the specific risks relating to coronavirus along with the actions being taken to mitigate these risks.
24. The board:
- a. Considered the risks detailed in the report and agreed a paper should come to the September meeting to provide assurance on the process of risk identification and mitigation in this rapidly changing environment.
 - b. Noted the coronavirus specific risks and agreed to review risk appetite at the December meeting to ensure this is appropriate under current circumstances.
 - c. Agreed the paper should be circulated to the Risk and Audit Committee.
 - d. Noted the paper.

Annual Equality, Diversity and Inclusion Report 2019/2020 (paper 6.1)

25. The Director for Fair Access and Participation introduced the OfS's annual report on equality, diversity and inclusion (EDI). This included a review of our objectives and an annotated action plan as well as an overview of the most recent equality data on students and staff at OfS.
26. He advised that:
- a. The OfS objectives and activity integrate its work on advancing equality of opportunity and combatting discrimination to deliver its obligations to have due regard to the Public Sector Equality Duty, which is focused on protected characteristics, with its work on promoting equality of opportunity in relation to access and participation, which is focused on under-represented groups; these groups are not synonymous, but they are closely related, particularly as OfS has become more focused on student success and progression within its access and participation work.
 - b. They also integrate its work with the higher education sector with its internal objectives, with the goal that OfS should challenge itself in relation to EDI to the same extent that it is challenging higher education providers; an EDI advisor has been appointed to provide dedicated resource to help OfS achieve its internal diversity objectives.
 - c. The report demonstrates how EDI has become embedded across all aspects of the OfS's work, but also how its regulation does not 'bake in' any assumption that students with specific characteristics should achieve worse outcomes in and beyond higher education.
 - d. An important aspect of OfS work in this area has been to improve data and understanding on students with different characteristics, and the intersection between them; this itself relies on the collection of robust data, which may be in tension with the goal to minimise bureaucratic burden, but he would be looking at ways to ensure the data is relevant, more transparent and impactful.
27. The board:
- a. Approved the equality, diversity and inclusion annual report for 2019/20, which would be published alongside the board paper and a more public facing document developed for publication in the autumn.

- b. Noted the progress made towards the equality objectives approved by the board in July 2018.
- c. Welcomed the report.

People update (paper 7.1)

28. The chief executive introduced the people update presentation, commenting that OfS staff are continuing to do a great job in exceptional circumstances. She noted that there is a lack of senior BAME staff at the OfS and women at a senior level. Men are under-represented across OfS as a whole. She advised the board that addressing these disparities was a priority for her and additional resource had been brought in to drive forward the necessary actions. She noted that in response to the outcomes of the recent people survey, learning and development activity has been prioritised as part of an overall action plan agreed by the directors' group.
29. The Head of Human Resources and Organisational Development at OfS gave a presentation on people-related demographics for the organisation. She also set out the EDI targets for the coming years. She highlighted that:
- a. Redressing the gender profile of the OfS is desirable as currently 66% of the employees are female. However, this is not reflected in the higher pay bands where there are more men.
 - b. OfS vacancies will now always be advertised externally as well as internally.
 - c. Addressing the underrepresentation of BAME staff is a priority for the organisation.
 - d. OfS are subject to the Cabinet Office pay remit so there is little flexibility on staff remuneration.
 - e. A new behavioural competency framework is being introduced which should have a positive impact across the organisation, including on recruitment and talent management.
 - f. There is a focus on developing a learning culture and capitalising on the opportunities for staff to learn from their daily work.
30. The board thanked the Head of Human Resources and Organisational Development for her presentation.

Oral report from the Provider Risk Committee

31. The chair of the Provider Risk Committee updated the board on the outcomes of its most recent meeting held on 22 June 2020.

32. Exempt from publication.

33. The board received the oral report from the Provider Risk Committee.

Oral report from the Quality Assurance Committee

34. The chair of the Quality Assessment Committee updated the board on the outcomes of its most recent meeting held on 30 June 2020. He advised that:
- a. The committee had received an update on the OfS's work with the QAA as DQB, noting that their standards review reports were better reflecting the OfS's requirements for risk-based and outcomes-based assessments. Further reports are due to be received later in the summer which should give a clearer indication of progress.

- b. The meeting had considered the impact of the pandemic on quality and standards and discussed how the OfS's implementation of its approach to regulation might be refocussed in the coming months. The planned polling of students will be helpful in informing this.

35. The board received the oral report from the Quality Assessment Committee.

Oral report from the Student Panel

36. The chair of the Student Panel updated the board on its recent work. She advised that:

- a. A review of the panel has been undertaken and the outcomes will be reported in full at the September board. The review highlights the positive links that have been developed between the panel and the board and the desire from both sides for this to continue. In future, there will be better alignment between the dates of panel and board meetings, although the number of panel meetings is unlikely to change.
- b. 890 applications have been received in response to the current recruitment campaign for student panel members, with 50% from BAME applicants. In addition, 33% are mature students and 20% of applicants have declared a disability.
- c. The current recruitment round will ensure there is clarity on the role of panel members and where decision-making lies.
- d. Appointments to the panel will be informed by an assessment centre. This will also be used as an opportunity to seek informal feedback from the applicants on their experience as a student during the coronavirus pandemic.
- e. Panel members in their second year will mentor the newly appointed members. It is proposed that board members could in turn offer mentoring to the second-year panel members.

37. The board received the oral update from the Student Panel and congratulated the chair of the panel on its work in attracting such a large number of applications.

Report from the Horizon Scanning Panel (paper 11.1)

38. The board received the written report from the Horizon Scanning Panel held on 18 May 2020 which the chair of the panel had reported on orally at the last board meeting. He advised that the work of the panel will be integrated with the executive team's work on the OfS strategy.

Report from the Risk and Audit Committee (paper 12.1)

39. The board received the written report from the Risk and Audit Committee held on 15 May 2020 which the chair of the committee had reported on orally at the last board meeting.

Report from the Remuneration and Nominations Committee including periodic "focus on" the committee (paper 13.1)

40. The chair of the Remuneration and Nominations Committee provided a review for the board on the work of the committee since its establishment in December 2018, including reviewing senior pay, advising on gender pay issues and supporting the focus on EDI across the OfS and she welcomed the chief executive's commitment to ensure improvements in these areas. The committee was supportive of the new competency framework being developed and had noted the delay in its introduction due to coronavirus.

41. She noted that although there is a good balance of men and women on the board and its committees, there is a lack of representation from those declaring their ethnic origin as 'Black' or 'Black British'. This committee would be looking to ensure this disparity is addressed in future recruitment rounds or through the use of secondments.
42. She welcomed the high response rate to the recent people survey and the action plan developed by the directors' group to address some of the issues raised.
43. Future work of the committee will include supporting the organisation to achieve its vision.
44. On behalf of the board, the chair thanked the committee for their work over the year.

Closing remarks

45. In closing the meeting, the chair thanked the DfE representative and the board for their thoughtful and detailed debate of the agenda.
46. The next formal scheduled meeting of the board will be on 22 September 2020.
47. The meeting closed at 16.45.

Outstanding actions arising from current and previous board meetings:

Status update

Exempt from publication.