



Minutes of the 10 March 2023 meeting (via MS Teams)

Present: David Lowen (Chair)

Martin Barkley, Dr Oliver Bray, Cielo Cartwright, Alan Gay, Helen Green, Professor Christina Hughes, Stephen Magora, David Morgan, Jo Norry, Ashleigh Pinnock, Tori Pourzand, Professor Peter Slee, Dr Andrew West, Nick Whitaker

In attendance: Andrew Allison*, Dr David Ashton, Dr Duncan Sharp*, Professor Phil Cardew*, Andrew Fern, Phil Harrison, Kate Harvey (Secretary), Tracey Lancaster, Professor Silke Machold, Professor Chris Prince, Sarah Swales, Caroline Thomas

Apologies: Qari Asim, Harsh Bhatia, Rachel Hewitt, Professor Nicki Latham, Shwetal Shah

Attendees' apologies: Heather Paver

** Present as indicated in the proceedings*

PRELIMINARY ITEMS

052.2223 (a) The Board expressed its sadness at the recent death of independent governor Rob Purdy. Rob had been interim Financial Director at the Yorkshire Building Society and during his time as a governor had been Chair of the University's subsidiary MoreLife Ltd. Donations had been made to Winston's Wish child bereavement charity and the Chair, the Registrar & Secretary and Professor Paul Gately of MoreLife had attended the funeral on behalf of the University.

(b) New governors Martin Barkley, Helen Green and Tori Pourzand were welcomed to their first Board meeting.

Declaration of interest

053.2223 Martin Barkley, Helen Green and Tori Pourzand declared an interest in agenda item 5, Chair's Action which related to the ratification of their committee appointments (minute 057.2223 refers).

Minutes

054.2223

The Board agreed that the minutes of its meeting on 25 November 2022 were an accurate record, subject to a number of minor corrections. An updated version would be circulated to governors for final approval.

Matters arising

055.2223 (a) It was reported that communication had been received on 24 February 2023 from the Universities & Colleges Employers' Association (UCEA) to employers participating in the 2023-24 New JNCHEs pay round to the effect that UCEA regarded the pay negotiations as concluded. The Board was invited to approve the implementation of the national pay award.

(b) Following a panel discussion with a Dr Andrew West, Rachel Hewitt and the Chair on 17 February 2023, it was recommended that the Students' Union Activities & Events Officer, Harsh Bhatia, be appointed as a student governor and member of Finance, Staffing & Resources Committee.

056.2223 The Board **resolved** to:

- (a) Approve the implementation of the national pay award with effect from 01 February 2023.
- (b) Approve the appointment of Harsh Bhatia as a student governor and member of the Finance, Staffing & Resources Committee with effect from 10 March 2023.

Chair's Action

057.2223 (a) The Chair reported that on 11 January 2023 he had taken Chair's Action to approve the following new governor committee appointments:

- i. Helen Green – Finance, Staffing & Resources Committee.
- ii. Victoria Pourzand – Governance & Nominations Committee.
- iii. Martin Barkley – Audit Committee.

058.2223 The Board **ratified** the action taken by the Chair on 11 January 2023.

STRATEGIC MATTERS

Chair's Report

059.2223 (a) The Chair highlighted the recent Talking Points newsletter which had been circulated to governors and which was the first of an ongoing series. The intention was to provide the Board with key updates on the University and the sector and to assist governors in their role as ambassadors.

Vice Chancellor's Report

Minute 060.2223 is exempt from publication under the provisions of Section 41 (Information provided in confidence) of the Freedom of Information Act 2000.

060.2223 (a)

(b)

REPORTS FROM COMMITTEES

Report of the Governance and Nominations Committee – 03 February 2023

061.2223 (a) Dr Andrew West, chair of the Committee, reported that members had received an update on the implementation of the governance effectiveness review action plan. The Chair reminded governors of the positive outcomes of the review which had been in the form of suggestions, rather than recommendations.

(b) The session with the Student Academic Representation Assistants (SARAs) had been postponed due to inclement weather and the Board meeting online but would take place later in the term. Planning was also on-going for specific opportunity each year for the Board to engage with the student voice, either as part of its agenda or as a separate event.

Report of the Finance, Staffing & Resources Committee – 10 February 2023

Minute 062.2223 is exempt from publication under the provisions of Section 43 (Commercial Interests) of the Freedom of Information Act 2000.

062.2223 (a)



Report of the Audit Committee – 24 February 2023

Parts of minute 063.2223 are exempt from publication under the provisions of Section 43 (Commercial Interests) of the Freedom of Information Act 2000.

063.2223 (a) Nick Whitaker, Chair of the Committee, presented the report which sought Board approval for minor changes to the Committee’s Terms of Reference to address and clarify minor points raised previously by BDO in terms of membership composition. The report also recommended the Financial Regulations for approval, which had minor amendments proposed.

(b)

(e)

064.2223 The Board **resolved** to approve the amendments to the Terms of Reference and the Financial Regulations.

Report of the Chairs' Committee – 31 January 2023

065.2223 (a) The Chairs' Committee meeting had focussed on particular aspects of the Board agenda including the Office for Students, Teaching Excellence Framework submission, international recruitment and financial implications of this and governor recruitment. An informal briefing for governors led by Leeds Business School had been scheduled for 21 April 2023.

EXCELLENT ACADEMIC OUTCOMES, RESEARCH AND INNOVATION

Report of the Academic Board – 08 February 2023

066.2223 (a) The Vice Chancellor reported that Academic Board had focussed its discussion on the educational landscape and had made a number of decisions in response relating to entry tariffs, overseas partnerships and the University's response to the cost-of-living crisis. Professor Christina Hughes and Dr Andrew West had attended the meeting as observers.

(b) The University was preparing to launch the Postgraduate Taught Experience Survey (PTES) and the campaign would be led by demands and Heads of Subject in order to raise the survey's profile, particularly with international students.

(c) Governors noted that the previous year's Postgraduate Research Experience Survey outcomes had been relatively low. The Pro Vice Chancellor (Research & Innovation) confirmed the aim was to continue to develop a positive and collegiate culture for research students with increased access to events and seminars outside of their immediate subject both as part of their development and to help identify potential career opportunities.

Academic Assurance Report

Parts of minute 067.2223 are exempt from publication under the provisions of Section 41 (Information provided in confidence) of the Freedom of Information Act 2000.

067.2223 (a) Professor Phil Cardew, Deputy Vice Chancellor (Academic) confirmed that the Teaching Excellence Framework had been submitted on time and that the submission had been shared with governors. The outcome would be available in approximately six months' time.

(b)

(d) Governors discussed developments in artificial intelligence (AI) and how this might impact assessment and academic conduct going forward. Turnitin had updated its integrity checker to search for AI-generated material, but discussions were taking place in academia about the potential impetus provided by AI to discuss whether it had a place in learning and teaching, and whether it prompted a need for alternate methods of assessment.

(e) The Board welcomed the new format of the report which centred key issues in the executive summary. Wider context on certain issues such as student complaints and appeals would be welcomed in the future.

Research Strategy Update

Parts of minute 068.2223 are exempt from publication under the provisions of Section 43 (Commercial Interests) of the Freedom of Information Act 2000.

068.2223 (a) Professor Silke Machold, Pro Vice Chancellor (Research & Innovation) provided an update on the development of a new Research & Innovation Strategy and the wider external environment.

- (b) The funding guarantee for the Horizon Project post Brexit had been extended until June 2023 and funds would be made available via UKRI. Work was ongoing to understand what the distribution of previous funding at the University had been.
- (c) The recent Nurse Review of Research Development & Funding had found that the existing system was not sustainable and had recommended a wholesale review.
- (d) The new Government department of Science, Innovation & Technology had set out its ambition for the UK to become a science superpower with £350m in funding committed as well as a commitment made to develop new talent and skills.
- (e)
- (f) The University was participating in work undertaken by University Alliance and was receiving briefings from JISC to develop a unified approach and share resources with regard to rights retention in open access.
- (g)

Students' Union (SU) Report

This item was taken prior to the report of the Academic Board, and Professor Phil Cardew joined the meeting during the discussion.

Part of minute 069.2223 is exempt from publication under the provisions of Section 41 (Information provided in confidence) of the Freedom of Information Act 2000.

- 069.2223
- (a) Picking up discussion under the report of the Governance & Nominations Committee Ashleigh Pinnock, Interim SU President and Welfare Officer, reported that there were more than 1,000 SARAs across the University. Each school forum attended by the Dean and course representatives was chaired by a SARA.
 - (b) The cost-of-living crisis continued to be an area of focus for the SU which was looking at how it could continue to support students who were affected. Other key issues were accommodation for international students particularly those who brought family members with them, supporting students with dependants more widely and student belonging. The SU was also looking into reasons behind lower engagement from UK home fee student members.

(c) Governors noted that students feeling they belonged on their course and at the University linked to continuation, completion and progression and queried how the SU was joining up with the University to address this. Course coherence and delivery was important and being able to provide some flexibility here was key so that students could study alongside meeting home and other commitments. The University was collaborating closely with the SU. It was noted that charity law prohibited the SU from providing hardship funding to students but that the University was able to do so. Instead, the SU looked for other ways to provide practical support such as guidance on budgeting and batch cooking recipe cards and food parcels.

(d)

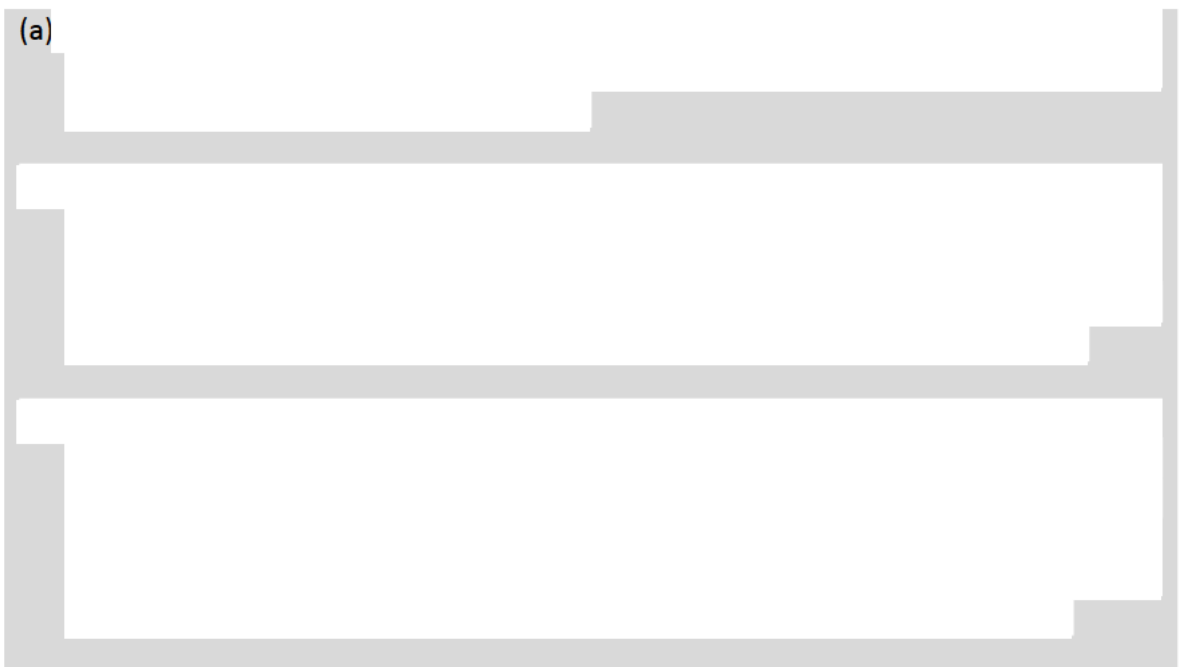
SUSTAINABLE RESOURCES

Dr Duncan Sharp, Dean of the School of Health, and Andrew Allison, Associate Director of Estates, joined the meeting.

Student Recruitment Update

Minute 070.2223 is exempt from publication under the provisions of Section 43 (Commercial Interests) of the Freedom of Information Act 2000.

070.2223 (a)



(d)

Sustainability Strategy

- 071.2223 (a) The Dean of the School of Health and Associate Director of Estates presented the draft strategy for approval. It had been developed over two years by the Sustainability Advisory Group chaired by the Dean and aligned with the UN Sustainable Development Goals.
- (b) The strategy had been developed to deliver the two Key Performance Indicators in the Strategic Planning Framework relating to sustainability, to achieve Net Zero (for scope 1 and 2 emissions, date to be determined) and Silver in the Association of University Directors of Estates Sustainability Leadership Scorecard by 2026. The scorecard would allow the University to undertake a self-assessment which would allow further work to be focussed on the progression from the current bronze status.
- (c) Two key opportunities to change the University's culture, previously highlighted by governors as a priority, would come from the Partnership & Engagement and Learning, Teaching & Research elements of the strategy, both of which would have sub-groups.
- (d) The Board welcomed the strategy, noting that while the level of detail was useful it could pose a challenge for dissemination. The Dean reported that there would be a web-based communications plan with links to key information and best practice. The Vice Chancellor would promote the strategy and encourage participation in the initiatives as part of his daily messages.

(e) In response to governors queries the Associate Director confirmed that industry sustainable design standards would apply and were already embedded into the strategy, including BREEAM Outstanding and SCAR Gold. Other policies such as the Procurement and Travel & Transport policies would be refreshed so that they also linked into the strategy.

072.2223 The Board **resolved** to approve the Sustainability Strategy.

Dr Duncan Sharp and Andrew Allison left the meeting.

Financial and Capital Expenditure Update

Minute 073.2223 is exempt from publication under the provisions of Section 43 (Commercial Interests) of the Freedom of Information Act 2000.

073.2223 (a)



Annual Review of Financial Regulations

- 074.2223 (a) The Director of Finance presented the proposed amendments which had been endorsed by the Audit Committee on 24 February 2023.
- (b) Governors discussed the potential addition of a paragraph linking procurement processes to the Sustainability Strategy and it was agreed that this would be looked at by the Finance, Staffing & Resources Committee on 31 March 2023.

The Board **resolved** to approve the amendments to the Financial Regulations subject to any additions by the Finance Staffing, & Resources Committee to embed the Sustainability Strategy.

GOVERNANCE & COMPLIANCE

Governor Recruitment Update

- 075.2223 (a) Caroline Thomas, Registrar & Secretary, reported that the Governance & Nominations Committee had endorsed a proposal to pause further governor recruitment until the new Chair had taken up their role in September 2023.
- (b) A number of expressions of interest had been received from Deans of School with regard to the co-opted governor vacancy following Professor Lisa Stansbie's departure from the University in October 2022. Interviews would be held on 27 March 2023.
- (c) Shortlisting of candidates for the next Chair of the Board would take place on 22 March 2023. There was a diverse field and Odgers were currently undertaking preliminary discussions with the longlisted candidates which would inform shortlisting deliberations.

- 076.2223 The Board **agreed** that further governor appointments would be paused until the new Chair had taken up their role.

Governor Code of Conduct Review

- 077.2223 (a) The Registrar & Secretary presented the proposed amendments which took into account changes to the regulatory and policy framework for higher education since the Code had originally been approved. Other changes reflected the Board's new ways of working for its meetings and suggestions from the Governance & Nominations Committee on values and culture. The Committee had provided its endorsement at its meeting on 03 February 2023.

- 078.2223 The Board **resolved** to approve the amended Code of Conduct and to establish a biennial review schedule.

OfS Regulatory Update

Part of minute 079.2223 is exempt from publication under the provisions of Section 41 (Information provided in confidence) of the Freedom of Information Act 2000.

079.2223 (a) The Registrar & Secretary reported that the House of Lords Industry and Regulators Committee would be launching an inquiry on the OfS which would encompass a broad overview of statutory duties.

(b) Data and information returns falling due in the period since the last update to the Board of Governors in November 2022 had been submitted to deadlines.

(c) The University executive would be submitting institutional responses to the current consultations on sexual harassment and misconduct and the lifelong learning entitlement.

Health & Safety update

080.2223 (a) The Board welcomed the section on colleague wellbeing which was a new feature for the health and safety report.

(b) The Deputy Vice Chancellor (Resources) reported that an internal audit of health and safety governance was being conducted by Uniac with the report to be submitted to the Audit Committee on 28 April 2023. The general approach had been approved with more work to follow to implement any recommended changes and to align with best practice reporting on staff and student issues.

OTHER BUSINESS

Schedule of meetings and business 2022/23

081.2223 The Board noted the schedule of business for the rest of the 2022/23 academic year.

Date of next meeting

082.2223 The Board Away Day was currently scheduled on 05 May 2023, timing and venue to be confirmed. The Chair reported that consideration was being given to holding both events on the same day, with the away day session focussing on recruitment. Further details would follow.

Other business

083.2223 No other business was raised.

Confirmed by the Board as a correct record and signed by the Chair:

Signed: _____ Date: _____