



Minutes of the 15 October 2021 meeting (held via Teams)

Present: Dr Andrew West (Chair)

Meg Darroch, Tracy Lancaster, Jo Norry, Professor Peter Slee

In attendance: Alison Barker*, Sarah Coll*, Lorna Gladstone*, Kate Harvey, Dineo Ledwaba-Chapman, Caroline Thomas

Apologies: Rachel Hewitt, David Lowen, Nick Whitaker

Attendees' apologies: Radhika Patel

** Present as indicated in the proceedings*

PRELIMINARY ITEMS

Terms of reference and membership

001.2122 The report was received without discussion.

Declaration of interest

002.2122 The Chair declared an interest in the item on Annual Review and Remuneration of the Committee Chairs 2020/21 (minutes 0xx and oxx.2122 refer). Jo Norry would take the chair briefly for that section of the meeting.

Minutes

003.2122 The Committee agreed that the minutes of its meeting on 11 June 2021 were an accurate record.

Matters arising

Part of minute 004.2122 is exempt from publication under section 41 (Information provided in confidence) of the Freedom of Information Act 2000.

004.2122 (a) The Secretary reported that the item on student safety previously on the schedule of business would now be considered at the next meeting on 04 February 2022. This was due to the involvement of the report authors, the Associate Director for Student Services and Associate Director of Campus & Residential Services, in facilitating the

return of students to the University's campuses. The Students' Union (SU) had been consulted and were comfortable with this arrangement.

(b)



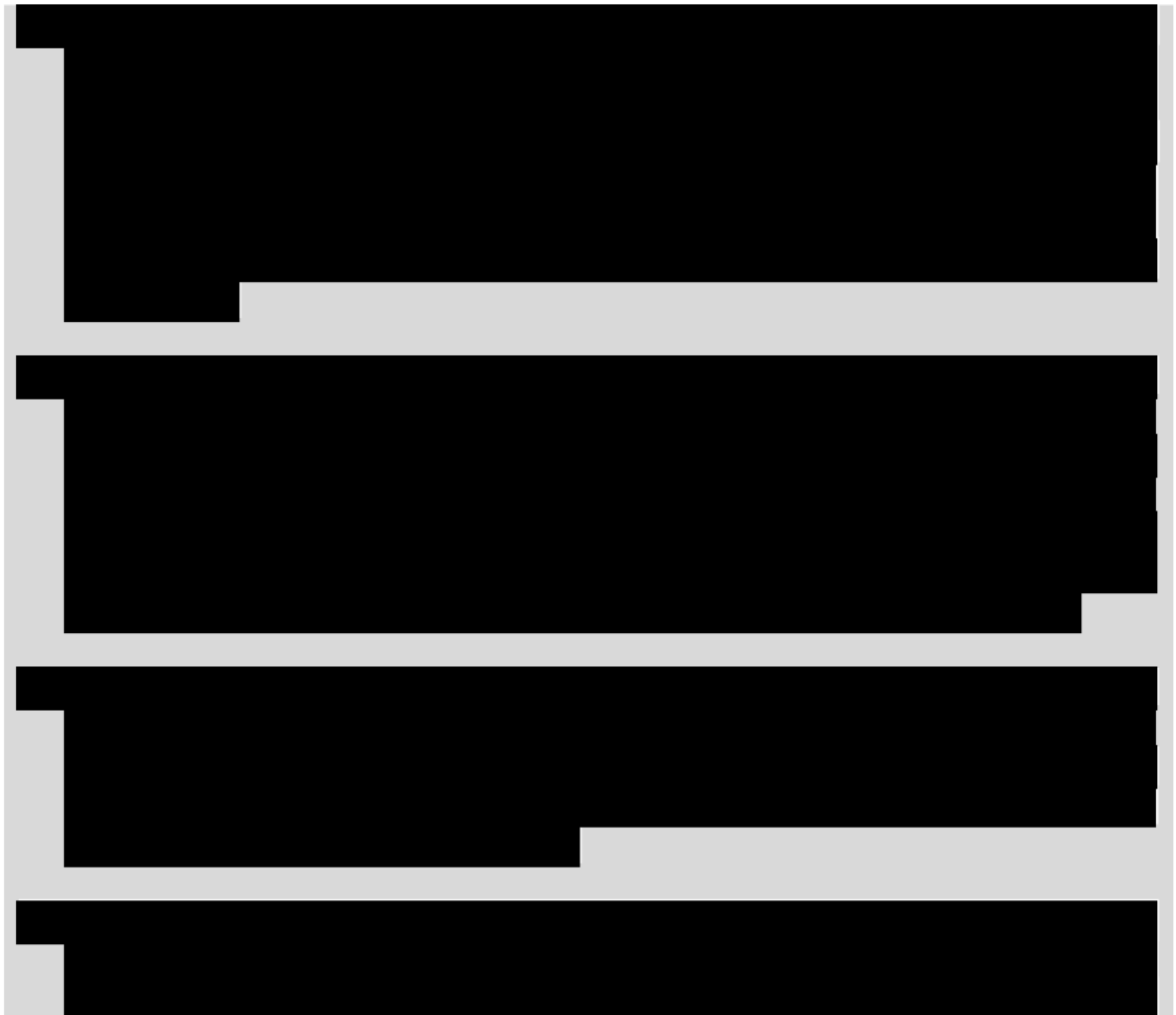
STUDENT MATTERS, REGULATORY COMPLIANCE & ASSURANCE

Annual Report on Data Protection and FOI 2020/21

Lorna Gladstone, Head of Information Governance, joined the meeting.

Minute 005.2122 is exempt from publication under section 41 (Information provided in confidence) of the Freedom of Information Act 2000.

005.2122



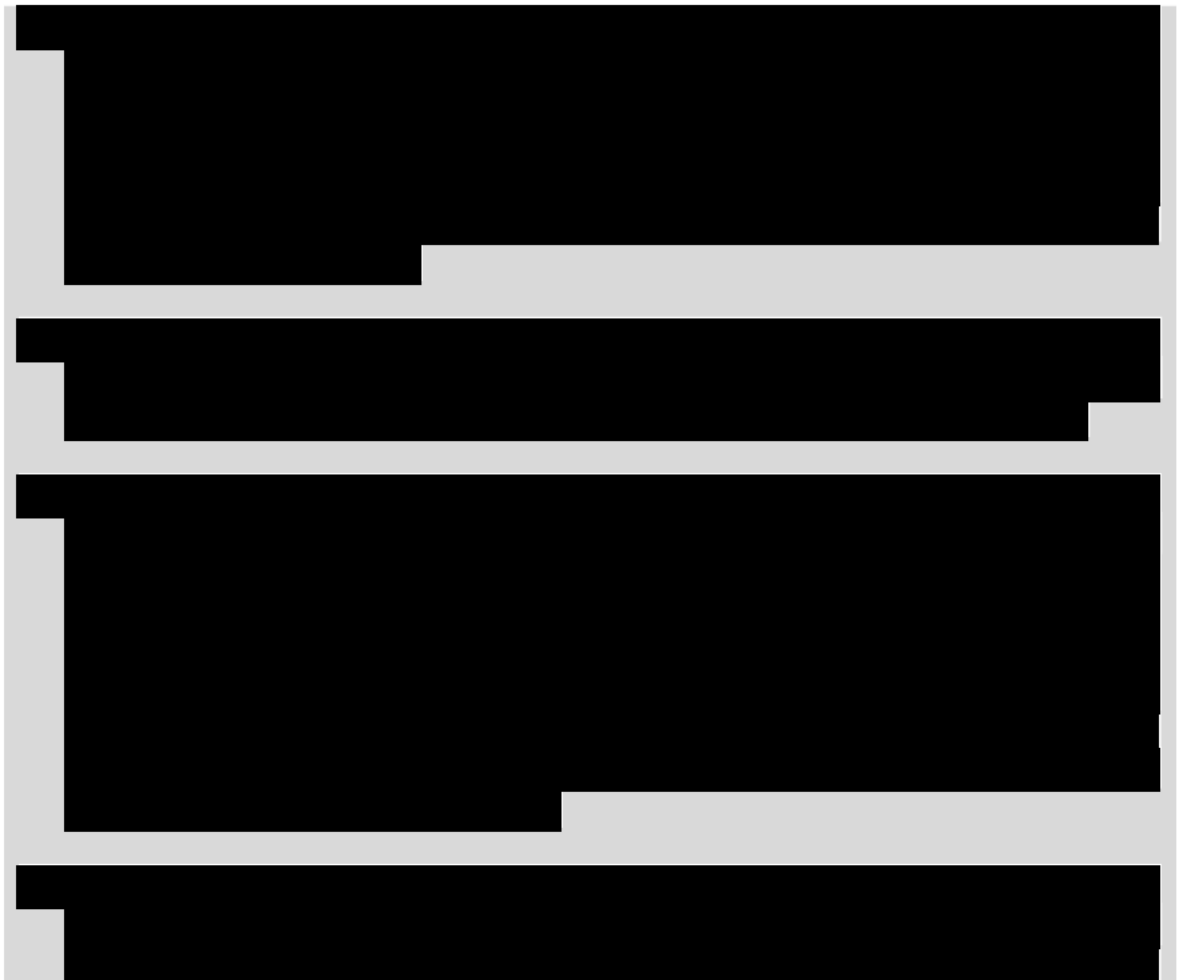


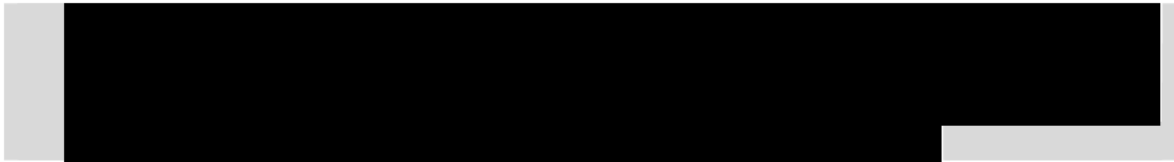
Annual Report on Fundraising and Donations

Alison Barker, Head of Alumni, Events & Partners joined the meeting.

Minute 006.2122 is exempt from publication under section 41 (Information provided in confidence) of the Freedom of Information Act 2000.

006.2122





Alison Barker left the meeting.

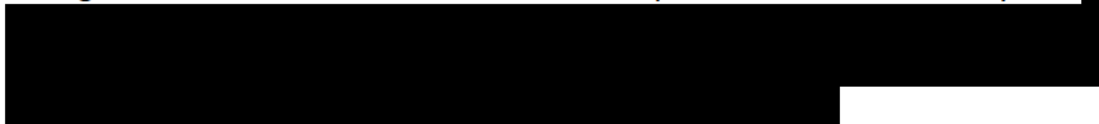
Modern Slavery Act Transparency Statement

Sarah Coll, Head of Procurement, joined the meeting.

Part of Minute 007.2122 is exempt from publication under section 41 (Information provided in confidence) of the Freedom of Information Act 2000.

007.2122 (a) The Head of Procurement provided an update on on-going work to promote awareness of modern slavery in Financial Services and presented the draft Slavery and Human Trafficking Statement for approval.

(b) The Procurement team continued to promote awareness of modern slavery to the University's stakeholders and suppliers. A student placement opportunity had been created in 2020/21 to support supplier registration on the NETpositives sustainability tool and collate information for colleagues in the team. This had been a positive arrangement which the Head of Procurement hoped to continue in future years.



008.2122 The Committee **resolved** to approve the University's sixth annual Slavery and Human Trafficking Statement for publication.

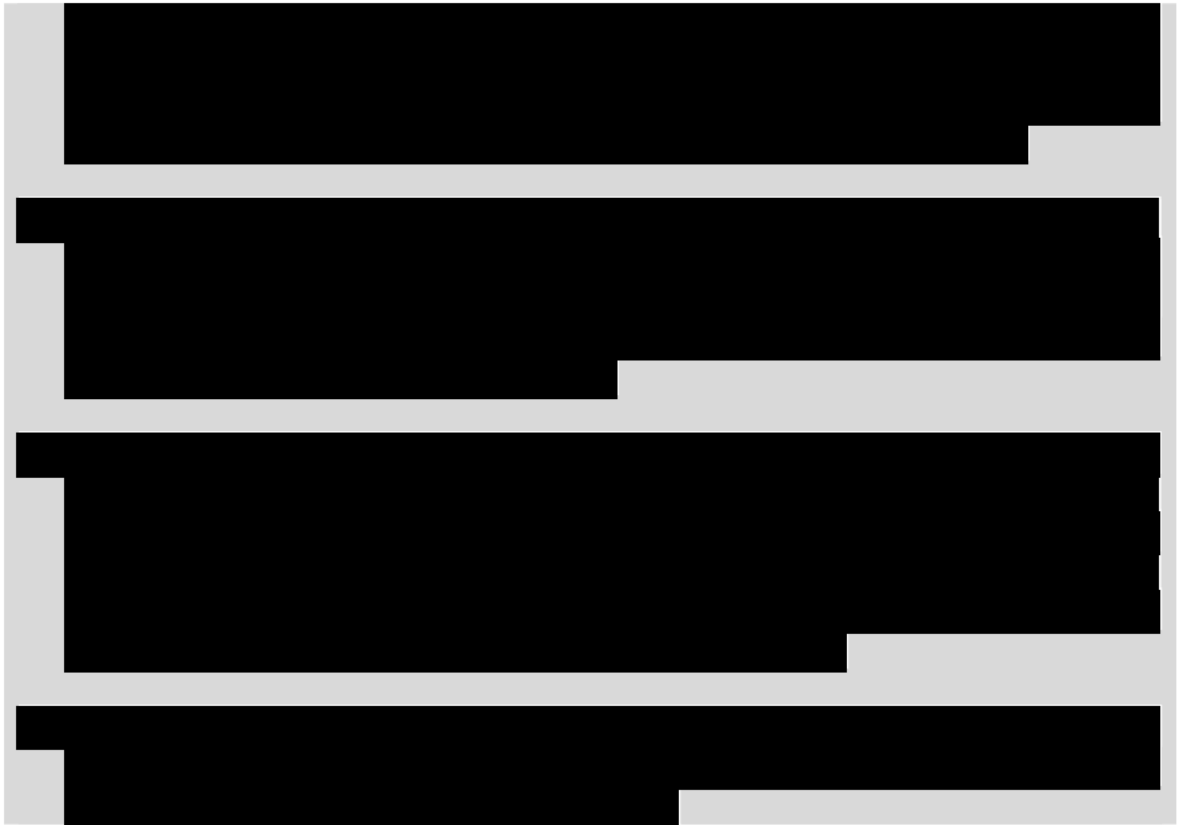
Sarah Coll left the meeting.

A Briefing on Progress: Access and Participation Plan (APP)

Minute 009.2122 is exempt from publication under section 41 (Information provided in confidence) of the Freedom of Information Act 2000.

009.2122





OfS Regulatory Updates

Part of minute 010.2122 is exempt from publication under section 41 (Information provided in confidence) of the Freedom of Information Act 2000.

010.2122 (a) The Registrar & Secretary reported that outcomes of the recent OfS consultation on its quality and standards conditions of registration were expected in the coming weeks. The University had not responded to this consultation as it considered that the responses from other sector groups such as Quality Assurance Agency and Universities UK covered the points that the University would have raised.



(c) The University had submitted data and information returns falling due in the period since the last update to the Committee within the required deadlines.

BOARD EFFECTIVENESS

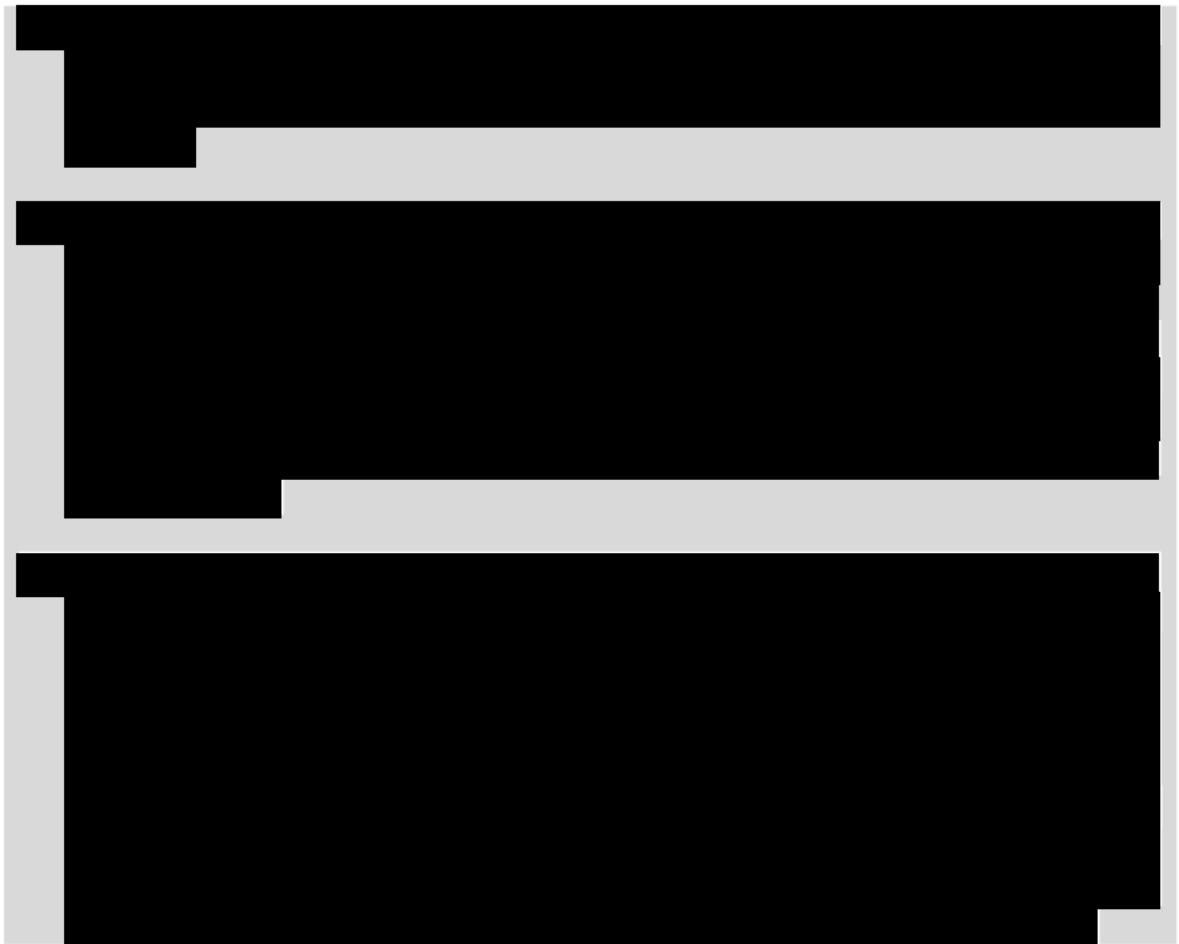
Governor Feedback and Priorities 2020/21

- 011.2122 (a) The Registrar & Secretary presented the summary of feedback raised by governors during the annual review meetings held over the summer of 2021. The Board had since held its first away day of the year where it had agreed the strategic priorities and areas of focus for 2021/22. The remaining feedback arising from the reviews would feed into the Board effectiveness review.
- (b) Governors had been particularly keen to continue the programme of informal briefing meetings following sessions focussing on progression and the Research Excellence Framework in the 2020/21 academic year. Themes raised during review meetings, such as Equality, Diversity & Inclusion and international recruitment, would be part of this and a list of potential sessions would be discussed the Chairs' Committee meeting on 29 October 2021.

Governor Recruitment Update

Minute 012.2122 is exempt from publication under section 41 (Information provided in confidence) of the Freedom of Information Act 2000.

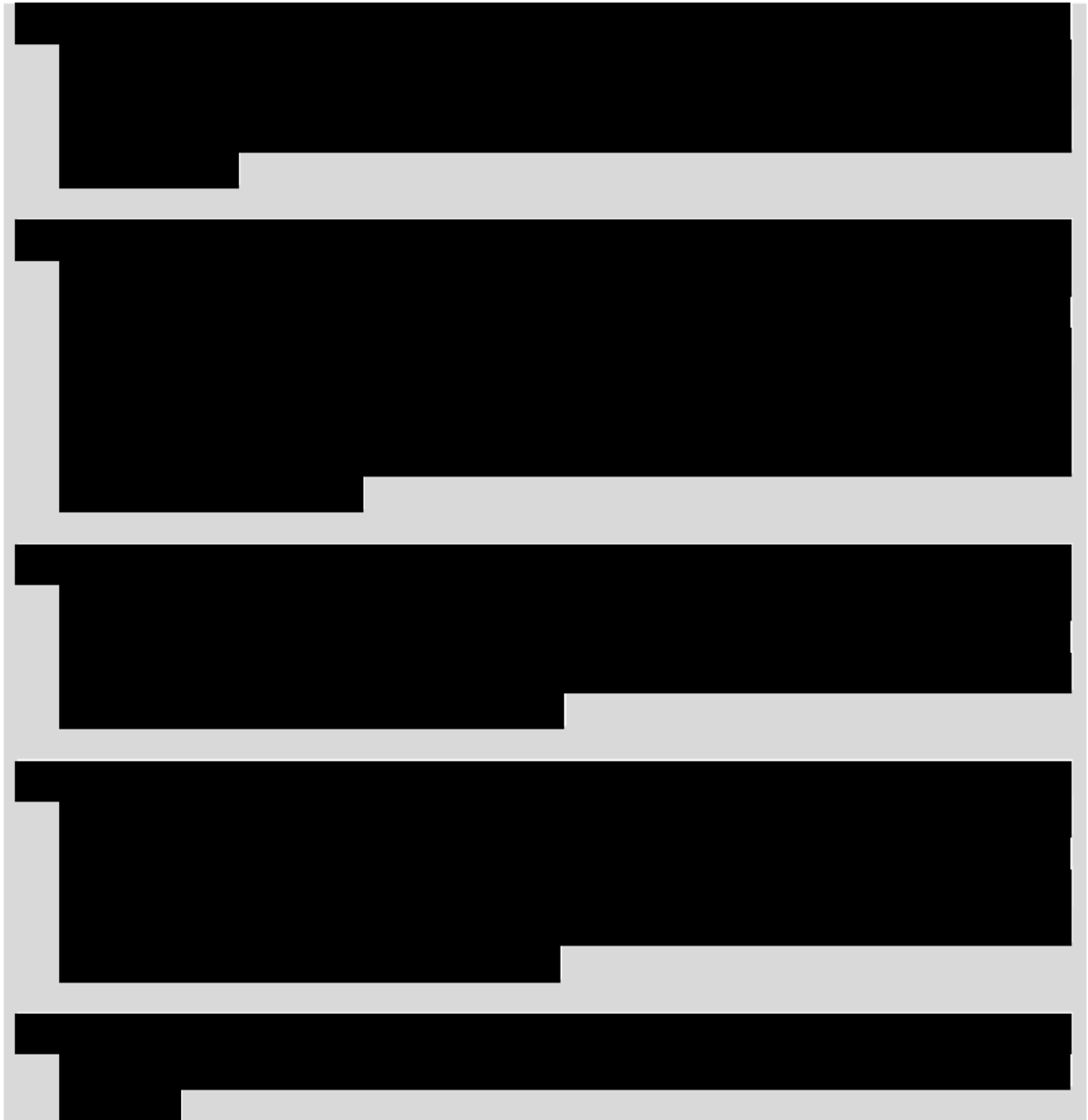
012.2122



Board Effectiveness Review (external)

Minute 013.2122 is exempt from publication under section 41 (Information provided in confidence) of the Freedom of Information Act 2000.

013.2122



Induction, Pairing and Development Update

- 014.2122 (a) The Secretary presented an overview of activity during the 2020/21 academic year. The majority of meetings had been held virtually during 2020/21 but as Covid-19 restrictions eased some face-to-face meetings had been possible. Estates tours of the campus and new buildings remained on pause, but it was hoped that these would resume with the return to campus and more face-to-face working.
- (b) The Board Apprentices and incoming student governors had found having the opportunity to discuss key strategic areas with members of the executive and meet

other governors on a 1:1 basis both informative and positive in helping them feel part of the Board. These elements would continue to form part of future induction programmes.

GOVERNANCE REPORTING 2010/21

Corporate Governance Statement for the Year Ended 31 July 2021

015.2122 (a) The Committee reviewed this section of the Financial Statements which set out the University's governance arrangements and any changes made during the year, as well as an overview of the work of the Board and committees. The full Financial Statements would be considered by the Finance, Staffing & Resources Committee on 22 October and by the Audit Committee on 05 November 2021.

(b) Members proposed some minor additions to highlight the work of the Board and executive in developing the new Strategic Planning Framework as well as the work on Equality, Diversity & Inclusion undertaken in the Committee and by the Finance, Staffing & Resources Committee.

016.2122 The Committee **resolved** to approve the Corporate Governance Statement, subject to the minor additions set out above.

Register of Interests

Part of minute 017.2122 is exempt from publication under section 41 (Information provided in confidence) of the Freedom of Information Act 2000.

017.2122 (a) The Secretary reported that for 2020/21 the annual register of interests' process had been expanded following an internal audit recommendation to include Subsidiary Budget Managers and as such 97 individuals were now required to make a return, including governors. Enhanced cross-checking of returns had been introduced also including reference to Companies House information. This had allowed minor discrepancies between public record and returns submitted to be picked up and addressed with colleagues.

(b) A total of 93 entries had been provided. The register was incomplete as two SBC Managers had left University employment part way through the process without completing a register and attempts to obtain a forwarding address had failed. The Secretariat team was working with Human Resources to include obtaining a return from departing staff as part of the actions taken by managers when colleagues moved on from the University.

Annual Review and Remuneration of the Chair of the Board 2020/21

018.2122 (c) The Committee considered the written summary of the Chair's annual review, which had been conducted by Andy Brown and Nick Whitaker as outgoing and incoming Deputy Chairs.

(d) Independent governors Nick Whitaker and Rachel Hewitt, who were not in attendance at the meeting, had provided prior written endorsement of the recommendation made in the paper.

Minute 019.2122 is exempt from publication under section 41 (Information provided in confidence) of the Freedom of Information Act 2000.

019.2122



Annual Review and Remuneration of the Committee Chairs 2020/21

Part of minute 020.2122 and minute 021.2122 are exempt from publication under section 41 (Information provided in confidence) of the Freedom of Information Act 2000.

020.2122 (a) The Chair of the Committee declared an interest in this item as the Committee was asked to make recommendations to the Board relating to the remuneration of the committee chairs. Jo Norry took the chair as the Committee made its recommendation relating to the Chair's remuneration.

(b) The Committee considered the summaries of review meetings conducted by the Chair of the Board.

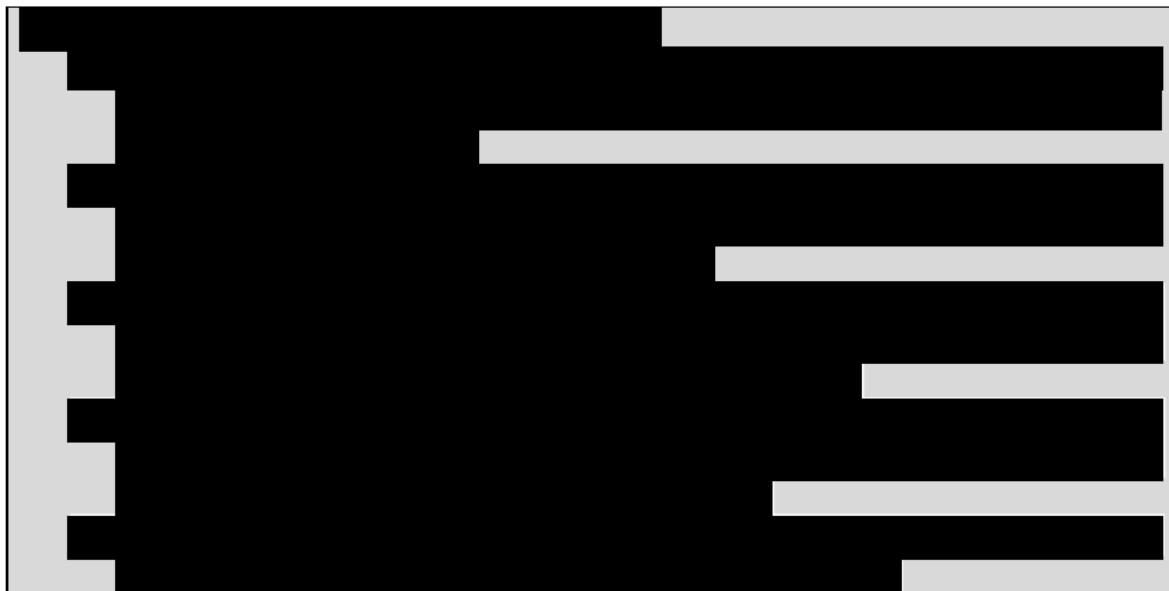
(c) The Chair of the Board and Rachel Hewitt provided prior written endorsement of all the recommendations made in the paper. Nick Whitaker had provided prior written endorsement of the recommendations relating to the Chairs of the Governance & Nominations Committee, Finance, Staffing & Resources Committee, and the Senior Staff Remuneration Committee.

(d)



Minute 021.2122 is exempt from publication under section 41 (Information provided in confidence) of the Freedom of Information Act 2000.

021.2122



OTHER BUSINESS

Use of the University Seal

022.2122 The report was received without discussion. Since the last meeting five new documents had been executed using the University Seal.

Schedule of meetings and business 2021/22

023.2122 The Committee **agreed** that the schedule of business should be amended to include an updated on the annual APP monitoring statement at its February 2022 meeting as well as a review of the latest data set at its meeting in June.

Date of next meeting

024.2122 The next meeting of the Committee would be held at 13:30 on 04 February 2022 via MS Teams.

Other business

025.2122 No other business was raised.

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

Signed: _____ Date: _____