



MINUTES of the 01 March 2019 meeting

Present:

David Lowen (Chair)

Ann Bishop*

Jean Dent (Deputy Chair)

Charlie Hind

Jo Norry

Nick Whitaker

Andy Brown

Dr David Fletcher

Professor Nicki Latham

Professor Peter Slee

Professor Andrew Cooper

Jack Harrison

Professor Peter Marsh

Gill Webber

In attendance:

Rachel Bradford (Secretary)

Jeanne Keay

Professor Andrew Slade

Professor Phil Cardew

Tracey Lancaster

Professor Paul Smith

Phil Harrison

Natalie Saunders

Caroline Thomas

Apologies:

Les Everett

Professor Chris Prince

**As indicated in the proceedings*

Part A: Preliminary Items

Chair's Welcome

086.2018.HEC A quorum being present, the Chair opened the meeting and welcomed attendees.

Declaration of interest

087.2018.HEC It was **noted** that the Vice Chancellor had an interest in the Reserved Business which considered the annual report of the Senior Staff Remuneration Committee.

Minutes for the meeting dated 13 July 2018

088.2018.HEC The Board **AGREED** that the minutes of its meeting held on 23 November 2018 were an accurate record (paper reference HEC-2018-024).

Matters arising

089.2018.HEC The University Secretary submitted a report on the matters arising from the minutes of the previous meeting of the Board held on 23 November 2018 (paper reference HEC-2018-025).

090.2018.HEC The Board noted that the External Relation Plan slides had been circulated after the Board meeting on 23 November 2018 and no actions were outstanding.

Part B: Strategic Planning Framework

Chair's Report

091.2018.HEC The Board received a verbal report from the Chair of the Board on the Board's priorities for the academic year 2018/19.

092.2018.HEC It was **reported** that:

- (a) The Committee of University Chairs ('CUC') was reviewing its Higher Education Code of Governance and had launched a "call for evidence", welcoming input from anyone with an interest in HE governance. It was noted that the University would be submitting a response which would be prepared by the University Secretary and submitted to the Governance and Nominations Committee for review prior to the deadline for submission which was 20 March 2019.
- (b) There would be a meeting of CUC North on 11 March 2019 which would consider the duty of universities to ensure that freedom of speech on university premises is secured for university employees, students and visiting speakers as far as reasonably practicable.
- (c) The Chair of the Board had recently attended a meeting of the University's Recruitment Board and the Academic Board where he had been impressed by the quality of work, energy and enthusiasm of the attendees present and the depth of thought demonstrated at both of these meetings.

Vice Chancellor's Report

093.2018.HEC The Board received a report from the Vice Chancellor providing a summary of key matters in the higher education sector including national policy framework for higher education, judgement of the OFS, the Augar Review, Brexit, economic forecasts, TEF, REF, regulatory matters and regional relations (paper reference HEC-2018-026).

094.2018.HEC It was acknowledged that the policy context was uncertain at the time of the meeting and it was hoped that the position would be clearer in the coming months. It was noted that it would be impossible to plan for a no deal Brexit and it was expected that if there was a deal then business was expected to continue as usual in the immediate term.

Part of minute 095.2018.HEC (f) is exempt from publication under section 43 (2) (Commercial interests) of the Freedom of Information Act 2000.

095.2018.HEC It was **noted** that:

- (a) Since the Board last met on 23 November 2018, the Office for National Statistics (ONS) has released a significant report on the treatment of student loans in the public sector finances and national accounts. The

implications of the report, including the ONS proposal that student loans be treated as a hybrid model which mixes borrowing and public expenditure. The impact of the change and when and how it was implemented was not certain.

- (b) The outcome of the Augar review was awaited.
- (c) The University Executive Team had looked at various funding scenarios and how the University would respond to challenges to its financial position.
- (d) The University's latest metrics for the Teaching Excellence Framework (TEF) were included in the report and that Schools were examining the data and developing actions plans. A new set of metrics was expected to be issued between the date of the meeting and December 2019. The next submission would be in Spring 2020.
- (e) The University had responded to the Department for Education's consultation on the TEF in consultation with the Chair and a number of governors.
- (f) Preparations were underway for the Research Excellence Framework (REF) submission in 2021. A draft Code of Practice had been developed which would be opened to colleagues for consultation. The purpose of the Code of Practice was to demonstrate that a fair and transparent process for identifying staff with a significant responsibility for research; determining who is an independent researcher and the selection of outputs was in place. The Code of Practice would be submitted by the deadline of 7 June 2019. All Units of Assessment had sent in samples which were being reviewed.

096.2018.HEC The Board reviewed the summary of the latest HESA data on student numbers 2017/18 published in February 2019 and appended to the report. It was noted that Home Undergraduate student data was highly regionalised and that on average 90% of UK students travel within 90 miles of their home. The data showed that the University should be recruiting higher numbers of international students and actions were being taken to address this.

Ann Bishop joined the meeting

097.2018.HEC It was noted that the University had built scenario planning into the financial plans for the next two years. Loans and their associated fixed costs were also being reviewed.

098.2018.HEC It was noted that the earliest that changes to the University fee structure could change was 2021/22.

Part C: Financial Sustainability

Student Recruitment Update

Minute 099.218.HEC (d) -(h) are exempt from publication under section 43 (Commercial interests) of the Freedom of Information Act 2000.

- 099.2018.HEC The Board received a report from the Deputy Vice Chancellor (Corporate Communications) providing an update on student recruitment (paper reference HEC-2018-027) and the following key points were **noted**:
- (a) UCAS had released its 2018 End of Cycle Report which had shown that there had been an overall reduction in the size of the applicant base as well as a reduction in the number of applications. This had been linked to the continued reduction in the number of 18 year olds. Despite this reduction, the number of placed applicants was steady.
 - (b) The UCAS report showed that 70% of students were recruited through the main scheme.
 - (c) All applicants who applied before or around 15 January 2019 would need to decide whether to accept their offer of a place as a firm choice, accept as an insurance choice or decline by early May 2019.

Financial & Capital Expenditure Update

Sections of minute 100.2018.HEC (a) – (e) and (g) - (h) are exempt from publication under section 43 (2) (Commercial interests) of the Freedom of Information Act 2000.

- 100.2018.HEC The Board received a report from the Director of Finance providing the latest financial position (paper reference HEC-2018-028) and the following key points were **noted**:
- (f) 2019/20 budgets were being prepared and conversations were being held with Deans and Directors of Service about assumed income forecast and scope for cost savings.
- 101.2018.HEC It was **AGREED** that more time would be allocated to consideration of the University's financial position at future meetings.

Annual Review of the University's Financial Regulations

- 102.2018.HEC The Board received a report from the Director of Finance providing an annual review of the University's Financial Regulations (paper reference HEC-2018-029).
- 103.2018.HEC It was **noted** that the University's Financial Services Leadership Team had reviewed the regulations and no substantive changes were proposed. Minor updates which included:
- (a) updating references from the Higher Education Funding Council for England and the Office for Fair Access to the Office for Students; and
 - (b) Updating references to the position of Secretary and Registrar to the University Secretary where appropriate were proposed.

The Audit Committee had reviewed the proposed changes at its last meeting and recommended their adoption to the Board.

- 104.2018.HEC The Board **APPROVED** the proposed updates to the Financial Regulations as set out in the paper.

Part D: Academic Quality and the Student Experience

Students' Union Report

- 105.2018.HEC The Board received a report from the Students' Union (SU) summarising the work undertaken by the SU since the Board's last meeting on 23 November 2018 and updating the Board about key issues and developments (paper reference HEC-2018-030).
- 106.2018.HEC It was **reported** that:
- (a) The SU officer elections had been held in February and the newly elected officers were to commence their roles from 1 July 2019. It was noted that 37% of candidates had been female and there had been a number of BAME candidates. There had been 2,042 votes cast in the election which represented an 8.8% turnout.
 - (b) The SU Student Volunteering Week had run from 11 – 17 February and had been a success.
 - (c) The SU had produced an Impact Report which outlined their achievements and was appended to their report. In terms of the impact of course representatives it was noted that amongst their achievements was doubling the travel allowance for placements undertaken by students in the School of Health and Community Studies.
 - (d) School fora were continuing to act as a place where issues were debated with Deans and Heads of Subjects and Schools were developing action plans to address the issues raised at the fora.
- 107.2018.HEC The Board **AGREED** that governors should be offered the opportunity of being paired with the SU in addition to the pairings offered with Schools and Services.

Academic Assurance Report

- 108.2018.HEC The Board received a report from the Deputy Vice Chancellor (Academic) providing assurance to the Board on the University's approach to academic quality and standards (paper reference HEC-2018-031).
- 109.2018.HEC The following points were **noted**:
- (a) There had been a 13.5% reduction academic appeals in 2017/18 compared with the previous year and the number of complaints represented less than 1% of the student population. This was a relatively low number compared to the sector. There had also been a year on year reduction in the number of cases referred to the Office of the Independent Adjudicator. The Compliance and Casework Team's work in this area was noted as outstanding.
 - (b) The OfS had released a report in December 2018 analysing the changes in degree classifications over time. The report reviewed the increase in the number of first and upper second class honours degrees awarded over the past ten years taking account of a number of factors including entry qualifications and changes in the graduate population and

concluded that there are unexplained changes in attainment. It was noted that what the OfS categorised as 'unexplained' disregarded the work the University has done over the years that could contribute to the attainment of good degrees including its Education Strategy. No changes to the University's degree classification methodology in response to the report were proposed. Further analysis and any recommendations from the OfS were awaited and it was noted that external examiners continued to affirm threshold academic standards and those attained by students beyond the threshold.

- (c) The single system attendance monitoring mechanisms that had been trialled had not been as effective as hoped. Alternative systems and solutions were being explored that could better meet the University's requirements. Alternative approaches based on recording attendance locally were also being explored.

110.2018.HEC The Board **AGREED** that the report and associated evidence provided assurances for the positive affirmation for future OfS Annual Accountability Return 2019 and reporting.

Part E: Governance & Compliance

Health & Safety Update

111.2018.HEC The Board received a report on health and safety matters from the Deputy Vice Chancellor (Resources) (paper reference HEC-2018-032).

112.2018.HEC It was **reported** that:

- (a) An independent stress management audit would be carried out in March 2019.
- (b) A proposal to separate the Safety Health and Wellbeing Committee into two distinct committees, one to consider Health & Safety matters and one to consider Wellbeing matters was under consideration.

Proposed Changes to Disciplinary and Grievance Procedures

113.2018.HEC The Board received a report from the Director of Human Resources detailing the proposed changes to the disciplinary and grievance procedures (paper reference HEC-2018-033).

114.2018.HEC It was **noted** that:

- (a) Under the current procedures appeals against staff dismissal were heard by a panel of governors. Under the new procedures, appeals would be heard by a Management Appeal Committee and dismissals without notice would take immediate effect, rather than waiting until an appeal decision has been made.
- (b) The proposed changes had been made in consultation with the Trade Unions, had been endorsed by the University Executive Team and were recommended by the Finance, Staffing and Resources Committee.

- (c) The proposed changes preserved the integrity of decisions made by management and governor responsibilities to put in place an appropriate policy framework.
- (d) The proposed changes would necessitate some minor changes to be made to the University's Articles of Government. The proposed changes had been reviewed by the Chair of the Governance and Nominations Committee.
- (e) The Board of Governors would continue to have oversight of staff grievance procedures and dismissals through the Finance, Staffing and Resources Committee and would receive information about any employment tribunals.
- (f) Governors would continue to hear appeals for senior post holders as outlined in the Articles.

115.2018.HEC The Board considered and **APPROVED** the revised policies and procedures together with the associated changes to the Articles of Government.

Office for Students: Reportable Events

116.2018.HEC The University Secretary advised that there were no reportable events to make the Board aware of since the last meeting.

Part F: Reports from Committees

Report of the Governance & Nominations Committee – 18 January 2019

- 117.2018.HEC The Board received a report from the Chair of the Governance & Nominations Committee summarising the proceedings of its meeting on 18 January 2019 (paper reference HEC-2018-034).
- 118.2018.HEC The following key points were **noted**:
- (a) A governor recruitment exercise was underway. Executive search firm, Minerva, had been appointed to assist with the search and had met with existing governors. Areas of experience that would be valuable to the Board had been noted as Higher Education, Digital and Finance. A shortlisting meeting and interviews would be held later in March.
 - (b) The outcomes of the Board evaluation exercise would be considered at the Board meeting on 12 July 2019. A summary of general findings had been circulated to governors.
 - (c) The University should develop some principles which govern when they will no longer deal with a supplier if they haven't provided assurances that they comply with the expectation to have processes in place to prevent modern slavery in their organisation and supply chain.

Report of the Finance, Staffing and Resources Committee – 25 January 2019

119.2018.HEC The Board received a report from the Chair of the Finance, Staffing & Resources Committee providing a summary of its proceedings at its meeting held on 25 January 2019 (paper reference HEC-2018-035).

- 120.2018.HEC The following key points were **noted**:
- (a) An update on the IT strategy had been presented and good progress was noted, including 90% of Wi-Fi connections being through eduroam from September 2019 and the University becoming a Microsoft Global Partner.
 - (b) The results of the Colleague Survey 2018 had been considered and it was noted that the overall outcome showed that 79.3% of colleagues were generally satisfied compared with 80.1% last year. The Committee agreed that considering the organisational changes that had taken place in the course of the year the slight decrease was not unexpected.
 - (c) Further development of the Estates Masterplan had been discussed and the Board would be provided with more detailed information about this at its Away Day in April.

Report of the Audit Committee - 08 February 2019

- 121.2018.HEC The Board received a report from the Chair of the Audit Committee providing a summary of its proceedings at its meeting held on 08 February 2019 (paper reference HEC-2018-036).
- 122.2018.HEC The following key points were **noted**:
- (a) A deep dive on cybersecurity had been presented to the Committee which had provided assurances from KPMG and the University's IT Security Manager that the University was managing the associated risks in this area well.

Part H: Items for Information

Schedule of meetings and business for 2018/19

- 123.2018.HEC The Committee received its schedule of meetings and business for 2018/19 (paper reference HEC-2018-037).

Part I: Reserved Business

- 124.2018.HEC The Board received the Annual Report of the Senior Staff Remuneration Committee 18/19 from the Chair of the Senior Staff Remuneration Committee (paper reference HEC-2018-041).

Part of minute 125.2018.HEC and minute 126.2018.HEC are exempt from publication under section 22 (Information intended for future publication) of the Freedom of Information Act 2000.

- 125.2018.HEC The Chair of the Senior Staff Remuneration Committee reported that the Committee had met on 23 November 2018 to consider the 2017/18 annual pay and performance review of individual Senior Post holder.

Minute 127.2018.HEC is exempt from publication under section 40 (Personal information) and section 22 (Information intended for future publication) of the Freedom of Information Act 2000.

Date of next meeting

128.2018.HEC The Board Away Day would be held at 09:30 on 26 April 2019 in Old Broadcasting House, City Campus

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

Signed: _____ Date: _____