



BOARD OF GOVERNORS

Minutes of the meeting held on

16th November 2016

at 1.15pm at Newton Park

<u>Present</u>	Ms J Henderson (Chair) Professor R Alexander Ms N Campbell Dr K Doern Ms T Fisk Ms L Fleming Mr M Francis	Ms K Hilton Lady T Lloyd Professor P Martin Mr T Osborne Mr D Pester Professor C Slade (Vice-Chancellor)
<u>In attendance</u>	Professor P Davies Mr C Ellicott (Clerk) Mr A Fasoulis Mr T Foot (Deputy Clerk)	Mr N Latham Professor N Sammells Mr K Wright
<u>Apologies</u>	Mr W Archer Revd E Mason	Ms R Heald

16/01 MINUTES OF THE MEETING HELD ON 29 JUNE 2016

The minutes were agreed as correct.

16/02 MATTERS ARISING

15/42 Appointment of Board Members

It was noted that a paper on this matter formed part of the agenda for this meeting. In addition to the proposed new appointment, the possibility of identifying independent experts, who would not be full members of the Board, to address identified skills gaps, was discussed.

15/43 Appointment of Student Board Members

The Board noted the update provided within the papers.

15/45iii Financial Forecasts 2016 (Paper G894)

The forecasts had been revised accordingly.

15/46 Whistleblowing Policy

An action plan was being considered by the Audit Committee alongside a paper relating to the whistleblowing policy.

15/49 Students' Union Strategy to 2020

It was confirmed that the three actions stipulated at the last meeting had been taken.

15/52 Update on progress against Academic Strategy

A paper on the NSS and DLHE surveys was included within the papers for this meeting.

15/53 Compliance with Concordat to support Research Integrity – Annual Assurance Statement to HEFCE

The Board noted these matters were for ongoing compliance.

15/54 Student Agreement

It was confirmed that a working group would be convened.

15/56: Efficiency and Frequency of Meetings

These points were for consideration following the appointment of a new Chair of the Board. It was noted that the University had already undertaken some work in preparation and that an iPad app was available for governors to access papers electronically at the present time.

16/03 CHAIR'S BUSINESS

The Chair advised the Board that Mr Osborne had represented the University at the CUC bi-annual meeting. Mr Osborne reported on an interesting event and recommended that the new Chair of the Board attend once in post.

16/04 CLERK'S BUSINESS

a. Report on attendance [Paper G907a]

A revised paper was circulated by the Clerk which included figures for the meetings of the Nominations Committee which were omitted from the paper circulated in advance.

b. Appointment of Independent members [Paper G907b]

It was reported that the independent members had agreed the reappointment of Will Archer, Nina Campbell, Lady Lloyd and Trevor Osborne. Robin Alexander and Terence Jagger had been appointed as independent members.

c. Nomination of staff, student and co-opted members [Paper G907c]

The Board discussed the co-option of a new postgraduate student member, which had been proposed and agreed by the Board at an earlier meeting. Alkiviadis Fasoulis was recommended by Professor Slade and Ms Hillon after a call to postgraduate students for expressions of interest. The Board agreed to co-opt Mr Fasoulis for a term expiring on 30 September 2017.

It was noted that Ms Doern had been nominated as a staff governor by the Academic Board, but was not required to be, and indeed was not, a member of Academic Board. Academic

Board had proposed that there be a second staff governor, who was required to be a member of Academic Board, and had nominated Kerry Curtis. The Board agreed to the appointment of a second staff governors, to be a member of Academic Board, and appointed Ms Curtis for a term of one year initially so that the terms of both members nominated by Academic Board became concurrent. Thereafter, the expectation was that both posts would be re-elected for three-year terms.

The Board agreed that Rosemary Heald be co-opted for a further three-year period.

The Board discussed the proposed appointment of two new co-opted members. Mr Pester advised the Board that Jonathan Glasspool had a balance of skills between Higher Education and business. He also has experience in digital, international and publishing. Mr Osborne reported that he had spoken to Simon Blake on the telephone and advised the Board that he has experience as CEO of the NUS. The Board felt that relations with students were increasingly important. The Board agreed to appoint both Mr Glasspool and Mr Blake as co-opted members of the Board each for a term of three years. Details of the recruitment process undertaken and the interviews conducted were provided. The Board heard that vacancies on the Board had been kept open for future candidates. The need to increase the diversity of the Board was also noted.

d. Register of interests (Governors) [Paper G907d]

The register of interests was noted.

e. Triannual review of Standing Orders [Paper G907d]

No further amendments to the Standing Orders were required.

16/05 ELECTION OF CHAIR [Paper G908]

Mr Pester proposed the election of Terence Jagger as Chair of the Board. Mr Osborne seconded this proposal. The Board appointed Mr Jagger as Chair with effect from the close of the meeting.

16/06 VICE-CHANCELLOR'S REPORT [Paper G909]

The Board received an additional paper highlighting key changes at the institution during the current Chair's term of office. The value of premises, net assets, turnover, research income and the surplus generated all showed strong growth during the period in question. Student number growth of 3% was noted and the Board heard that behind these figures the intake of international students had grown whilst the intake at partnerships with FE colleges had fallen. The DLHE results were satisfactory and, whilst the overall improvement in the NSS 'overall satisfaction' statistics was good, the recent drop was regrettable.

The recent US presidential election may impact upon the recruitment of international students. The newly appointed Director of Marketing had plans to expand the recruitment of US students once in post.

The Board heard that minor revisions had been made to the Higher Education and Research Bill. Fears of the increased privatisation of the sector were coming to fruition.

A partner of the University, BIMM, which had recently expressed its desire to become a university was withdrawn from validation by BSU.

The discussion turned to the recent audit of the University conducted by UK Visas and Immigration (UKVI). The discovery of 3 students who had been working in breach of visa requirements triggered an audit, and the recently-appointed International Compliance Manager prepared a report for auditors at short notice. Compliance processes had been slow to catch up with rapid international growth. One asylum seeker was discovered working in breach of his leave to remain and had his sponsorship withdrawn by the University. In addition, record keeping for 217 non-tier 4 students was found to be weak. The worse-case scenario was reported to be suspension of the University's licence. A team of 3 (soon to be 4) people were working on this and immigration specialist Nichola Carter had been appointed to advise.

The Board noted the comments and reasserted that the University needed to improve record keeping irrespective of the outcome of the audit.

The Board heard that "semesterisation" was due to be implemented next year for incoming first year. Following significant push back from academic staff and the Universities and College Union, Professor Sammells recommended delaying the implementation until 2018 in order to provide more time to consult with staff. It was also felt that the concession to staff and the union may help all parties to work together to improve the NSS result when next undertaken.

The Board heard reports that students were not generally aware of the "semesterisation" proposal or of the impact it may have upon them. The delayed implementation should allow the Students' Union to do more work to raise awareness.

In addition, the Board heard that staff would be given more time to consider changes to the curriculum that could be incorporated within a "semesterised" model and embed the graduate attributes within the same.

The Board questioned how the sector viewed the use of semesters and heard that, in the world, semesters are the norm although in the UK the use of semesters is more mixed. Many UK institutions were, however, moving towards this model. In the current model, academic contact declines after Easter which "semesterisation" would address by spreading contact over 2 long semesters. The use of semesters was also consistent with international practice and required for Study Abroad programmes.

The Board heard of the recent promotion of female professors. The VC thanked Professor John Strachan who had supported candidates in their applications.

16/07 STUDENT RECRUITMENT [Paper G910]

The Board heard that UCAS recruitment was better than expected last year. International recruitment had held up well and taught post-graduate recruitment had increased. Recruitment of trainee teachers was a constant battle due to the policy of that National College of Teaching and Leadership (NCTL). Arrangements for recruiting trainees this year

remain unclear. The Board heard that the University had created a new cohort to start in January 2017 to take up posts offered by NCTL as late as September 2016. Such late notification made planning extremely difficult.

The outlook for 2017/18 was reported to be challenging. The uncapped and unfettered market that came into being last year, was noted together with the improved conversion rate achieved by the higher intake from roughly the same number of applications as the previous year. It was reported that this was achieved by effective selling of the University and by academics clearly demonstrating a passion for their subject.

The demographics showed a reducing number of 18 year olds for the next few years, however. Applications to the University were reported to be below the number received at the same time last year. Increased competition has created expectations among students that they will receive an offer. Students therefore do not necessarily see any imperative to apply early. January 2017 was therefore felt to be a critical time.

Applications across the sector were reported to be down 10%. The University was down 28%. Following the meeting of the Audit Committee, Professor Slade had spoken to the new Director of Marketing who would be running a marketing campaign once in post.

16/08 TEACHING EXCELLENCE FRAMEWORK ('TEF') [Paper G911]

Professor Davies introduced the paper stating that the guidance relating to the TEF was only published in October 2016. This was felt to be particularly late in the day given the TEF had been under consideration for about 18 months.

All institutions have been issued with a set of metrics. Institutions were permitted to submit a 15-page response before being graded bronze, silver or gold. This will lead to differentiation of fees according to grading.

All metrics were finalised based on historic data by the time they were identified as being utilised for the TEF. Initial grading was therefore set in stone and the 15-page narrative represented the only opportunity to see whether there was a case to change.

As the metrics were not all publicly available it was very difficult to predict where the University would end up. However, the analysis at present suggested the University would be graded silver. Communications from the Department for Education did not contradict this.

The Board heard that the KPI's the University sets for itself were not relevant as the TEF would use HEFCE benchmarks, which the University had met.

It was asked whether the University was at greater risk of non-continuation than others? Was there a case to be made that the University did not seek to recruit students heading for highly paid employment? Professor Davies advised that the TEF metrics were not based on salary data but on skills. Some professions were classed as skills but others were not. For example, teacher training was not considered "skilled" for the purposes of TEF.

It was commented that the concept of the TEF was "unbelievably misbegotten" but that the University had to make the best of a bad job. The narrative was felt to be important, especially as some of the metrics are questionable. The narrative could be used to bring in material from other external factors, for example.

Collection of data was important as the University was only allowed to use a single method of collection. The University was not permitted to follow up the initial collection. As a consequence, collection by telephone was now the preferred method in order that any follow up questions could be asked at the same time targeting the most successful larger cohorts initially.

The Board felt the paper highlighted the importance of the NSS action plan given the critical role NSS plays in TEF. It was also noted that the initial TEF would expire in 3 years and it was therefore important not to focus on the initial interaction so much as to ignore the future iterations.

The Board heard that the financial forecasts had assumed an increase in fees to £9,250 in 2017/18 with a similar increase in the following year. There was a need to include a scenario of no increase in fees from 2018/19 in future planning.

16/09 QUALITY ASSURANCE (QA) STATEMENT TO HEFCE DECEMBER 2016 (Paper G913)

Professor Davies introduced the paper. The guidance on the new QA regime had only recently been made available by HEFCE. The paper had been written to address the confirmation required from the Board and set out in para 2.2. Due to the lateness of the guidance, there was an option to certify "partial assurance".

The Board commented that the paper was a very thorough document and gave a vote of thanks to the Head of Quality, who had prepared the paper.

The Chair and Professor Slade agreed to sign the HEFCE quality assurance statement. The Board received and discussed the paper and agreed to give complete assurance.

16/10 PREVENT DUTY - UPDATE (Paper G912)

The Clerk reported that the annual report to HEFCE (which was monitoring the sector's compliance with Prevent) was due by 1st December 2016. The report would be circulated to Board members outside of the meeting together with the risk assessment and action plan.

The key policies relating to the Prevent duty were the Events policy, which agreed by the Board and the safeguarding and mental health policies which had been agreed by the Vice-Chancellor.

The Clerk commented that there remained a need to review chaplaincy arrangements. Whilst there was no provision onsite, the University provided contact details of appropriate representatives in the city.

The Board heard that internet filtering had not really been discussed at the University which did not filter internet content generally.

The Clerk drew the Board's attention to the confirmation required of the Board and set out in para 4.3 of the paper. The Clerk agreed to circulate links for online Prevent training to Board members and the Chair was authorised to sign the declaration.

16/11 NATIONAL STUDENT SURVEY (NSS) AND DESTINATION OF LEAVERS FROM HIGHER EDUCATION (DLHE) SURVEY 2016 [Paper G914]

The Board heard of improvement in DHLE results for University student and in particular the 2020 target of 70% achieving professional or managerial roles within 6 months had been achieved. It was noted that as a small institution, the University was particularly at risk of fluctuations in the data. It was further noted that many students of the University desired jobs they enjoyed rather than professional or managerial roles or those that create larger tax receipts, for example.

The discussion turned to the NSS results and a fall of 6% in the overall satisfaction rating was noted. The Board heard that this equated to 60 students. It was noted that the entire sector statistic for overall satisfaction has remained static due to the large numbers involved.

Correlation had been noted this year between the fall in student satisfaction and the growth in student numbers (see para 7). It was felt that this could be related to the "bedding in" of CoLA. Although this correlation was noted, it was not statistically significant.

The possibility that perception around fairness of marking contributed to these results was discussed. The Board heard that students appear to perceive unfair marking is taking place. It was felt this needed to be investigated. However, there was also a need to be careful where subjects concerned have high satisfaction rates and stellar reputations. Also conscious of differing cohorts and relationships within them.

Ms Hilton reported that she was working on improving student representation so that the Vice-Chancellor gets a clear idea of students' voices. It was also commented that the Vice-Chancellor would attend the NSS task force.

The Board heard that the i-Graduate survey was underway at present which should provide an early warning of any issues with the next NSS. Notwithstanding this, the Board heard that universities cannot carry out a "mock NSS" as that would be construed as coaching of students, for which universities could be penalised.

The Board received and noted the NSS and DLHE survey.

16/12 POLICY AND RESOURCES COMMITTEE

REPORT & FINANCIAL STATEMENTS 2015/16 [Paper G915]

Mr Latham drew attention to the surplus of £9m in the financial statements. Underspend contributed to this being higher than expected. The Board noted the statements and

accepted them, subject to correction of spelling mistakes. The Board delegated authority to the Chair and the Vice-Chancellor to sign the statements and the letter of representation.

The Board appointed Grant Thornton as external auditors.

ANNUAL SUSTAINABILITY ASSURANCE REPORT NOVEMBER 2016 [Paper G916]

The report was received and accepted. The Chair was authorised to sign.

FINANCIAL STATEMENTS FOR THE UNIVERSITY'S SUBSIDIARIES [Paper G917]

It was reported that the Committee had invited a further report in Summer 2017 to review the subsidiaries further. The accounts were noted.

UNIVERSITY RISK REGISTER [Paper G918]

The risk register was presented for its twice yearly review by the Board. The Audit Committee had considered the risk management framework yesterday. The risk register had been thoroughly refreshed by VCEG with a view to broadening the approach. As a consequence, the 7 areas of risk identified in Part A are expressed more generally. It was also reported that these risks affect areas of daily work for a number of staff. In particular, risks around NSS and international need to come through in the register (and do).

It was commented that the present global uncertainty makes risk mitigation very difficult, nevertheless, it is important for the Board to understand how the University is exposed.

The Board heard that the staff survey had gone out to tender for a new supplier. Once appointed, the new supplier would conduct a refreshed survey which should provide an indication of staff morale. It was accepted that staff morale was a risk. The Board heard that some staff survey products are not suitable or sufficiently nuanced. Professor Slade and the Director of HR were considering a people strategy that asked "what makes a fulfilling life?", which was not necessarily "wellness". The new developing leaders programme had just launched and there was a need for strategy to deal with more than just psychobabble.

The updated risk register approved but the Board requested more granularity in the future, including more detail on organisational change and culture.

ESTATES STRATEGY & DEVELOPMENTS [Paper G919]

An ad hoc P&R meeting was held on 18th October to discuss the need for borrowing earlier than anticipated to finance estates developments. The sports ground had been acquired and the refurbishment costs at Locksbrook Road had increased to be more akin to new build. The Board heard that the proposal still offered value for money, however, and the budget had been approved on the basis of estimated costs.

Negotiations with [REDACTED] for the purchase of the [REDACTED] building continued whilst the detail of the operational aspects were being worked out. A final decision on the purchase

may be needed in February, by which time an update on recruitment should be available to the Board. It was likely that a decision on borrowing to finance the proposal would also be sought at that time. The report and proposal was noted.

16/13 AUDIT COMMITTEE: CONVENER'S UPDATE

The Convener reported that the external auditors had praised the finance team for their assistance with the audit. However, emerging themes surrounding record keeping and procedures were noted. It was commented that there was no lack of willingness on the part of staff but a lack of resources.

The revised whistleblowing policy had been approved by the Committee subject to a couple of changes.

It was noted that the Audit Committee did not approve the internal audit plan and that this required further work.

AUDIT COMMITTEE: ANNUAL REPORT TO THE BOARD OF GOVERNORS AND VICE-CHANCELLOR 2015/16 [Paper G920]

The report was received and noted by the Board.

AUDIT COMMITTEE: REVISED TERMS OF REFERENCE [Paper G921]

The terms of reference would be reviewed at a later date.

16/14 ITEMS FOR RECEIPT

The following minutes were received:

Academic Board 17th May and 19th July 2016

16/15 ANY OTHER URGENT BUSINESS

There being no further business, the meeting closed at 4.10pm.

Mr Tristan Foot
Deputy Clerk to the Board of Governors
November 2016

Signed as a record of confirmed minutes by:

Mr Terence Jayes
Ms Jane Henderson

Chair

Date

12th April 2017



