

Board of Governors
Chair's Open minutes of the meeting held on 24 June 2015

Present:

Mr Andrew Scarborough (Chair)
Mr Victor Agboola
Ms Helen Flach
Mrs Margaret Gardner
Mr Richard Horsley
Mrs Sylvia Hughes
Dr Ron Mendel

Mr Mark Mulcahey
Mr Martin Pettifor
Prof Nick Petford
Mr Nick Pitts-Tucker (via Telephone)
Mr Nick Robertson
Mr David Watson

Apologies: Prof David Baker

In attendance: Mr Nick Allen (Executive Officer) for items minuted as M146/15 to M148/15; Mrs Jane Bunce (Director of Student and Academic Services); Mr Murdock Cameron (Moses Cameron Williams) for item minuted as M132/15, Ms Claire Cross (*Human Resources Partner*) for items minuted as M149/15, Mr Robert Griggs (Waterside Project Director) for items minuted as M130/15 to M140/15; Mr Mark Hall (Director of Finance); Mr Richard Hannay (Land Use Consultants) for item minuted as M132/15; Miss Alice Hynes (Clerk); Mr Terry Neville (Chief Operating Officer); Mr Damian Pickard (Deputy Director of Finance) for items minuted as M141/15 to M150/15, and Mr David Prynne (Assistant Clerk);

M130/15 Welcome and Apologies

The Chair welcomed members and colleagues to the meeting. He reported to members that Mrs Jill Ainscough had resigned from the Board with immediate effect due to an unexpected change in family responsibilities requiring her to be away in Lancashire for some time. Members recorded their appreciation for her contribution to the Board and wished her well at this difficult time.

M131/15 Declarations of Interest

Standard Declarations of interest were noted as follows for members: Mrs Sylvia Hughes, as District Councillor, East Northamptonshire Council and County Councillor, Northamptonshire County Council; Prof Nick Petford, as a member of Northampton Enterprise Partnership (NEP) Board; Mr Andrew Scarborough, as Borough Councillor Wellingborough; Chair of Wellingborough Magistrates and Chair of Rowan Gate Primary School (Special Education); and for those in attendance: Mrs Jane Bunce, as member of NCC's Project Angel Group and the Cultural Quarter Programme Board, NEP Enterprise Zone Executive Group; Mr Mark Hall, as Governor at Northampton College; Mr Terry Neville, as Governor of Moulton College, member of South East Midlands Local Enterprise Partnership (SEMLEP) Board, the Northampton Heritage Gateway Strategic Project Board and the NCCs Project Angel Steering Group.

M132/15 Waterside Update - Landscaping

132.1 As part the work on the Waterside, members received a presentation lodged as Paper D1, on the landscaping designs from architects Richard Hannay (Land

Use Consultants) and Murdock Cameron (Moses Cameron Williams - MCW). The Landscape Architect explained the use of landscaping to screen and/or provide backdrops for the different buildings on campus with specific functions such as sheltering visibility of ground floor accommodation on student residences; providing natural borders to "Reception" Square and defining the boundary of the residences and academic buildings from the main campus thoroughfares. He explained that ecological features were being used to meet the requirements specified in the planning requests and for environmental sustainability. These areas would also give space for students to showcase work through displays and utilise free open space. They were supported by wifi and power outlets as well as functioning as space for outdoor exercise, recreational use and adaptive platforms for pop up activities including events such as fashion shows or links to graduations.

132.2 Members sought clarification about the availability of additional sports facilities given the Waterside development was a reduction from the current provision for sports. It was explained that the plans included a 4th generation sports field which would not degenerate from continued all weather use and that the positioning of the field on the Waterside campus meant that floodlighting, (presently limited until 10pm), could be used for longer periods, giving additional time each day for sports. It was noted that this sports field was designed to accommodate rugby as well as football. In addition it was explained that the University was to retain the Gallagher Sports Field as well as building on existing partnerships, for example with Moulton College and access to their top class sports facilities and developing new relationships with local sports clubs, such as the Northampton Rowing Club and the Nene White Water Centre.

132.3 The proposed arrangements for the relocation of current sculptures and artworks and the opportunity for new displays were showcased to members. The existing works had been allocated spaces in the landscaping design for example the University bird sculpture in the main reception zone. Members questioned if there would be opportunity for new works of art to be installed and it was explained that there were multiple spaces where they could be incorporated as well as areas that could be used for temporary displays or made into more permanent features.

132.4 The length of time for the proposed landscaping to establish itself was questioned. It was explained that there would be some variance across the campus with specific locations installed with more mature planting and some faster growing to have a high impact and look well established from opening. Other areas would take at least two years to establish themselves and appear close to the designs presented at the meeting. Once building works were completed in December 2017 the landscaping work would begin in earnest and effectively there would be spring and summer periods for the planting to begin to take shape. The Architects explained the use of old willows, red oaks, ash, paulownia and alder. There would be a balance between formality and wilder meadow and grass planting, with some water run off /swale areas with wetland plants such as irises. Some formal or stepped seating areas were highlighted including use of low walls for seating and wooden seating. Colours would align with the building palette including browns, rust reds, creams and silver greys.

132.5 The Board of Governors thanked the Architects for their outstanding work to date.

132.6 The Board of Governors resolved unanimously to confirm the landscaping designs as proposed.

Mr Richard Hannay (Land Use Consultants) and Mr Murdock Cameron (Moses Cameron Williams) left the meeting

M133/15 Full minutes of the meeting held on 20 May 2015.

133.1 The Chair presented Paper A, comprising the full minutes of the meeting held on 20 May 2015, including reserved minutes. Members proposed that sentences rather than paragraphs be held as reserved items, to enable readers to gain as much understanding as possible of Board business, without compromising the University on matters of confidentiality. It was explained that although this could be addressed in future minutes, the sections current held as reserved were required to protect the interests of the University in light of commercial in confidence discussions.

Clerk's Note: Further discussion of the item is held in Reserved Minute 133.2 given the commercial confidentiality of the material.

133.3 The Board resolved to approve the minutes and reserved minutes, as a true record of the meeting held on 20 May 2015 with the change to MR111.4

Action: Clerk

M134/15 Matters Arising

134.1 Paper B, on matters arising was received. Noting the items being considered elsewhere on the agenda, updating was provided and there was additional comment as follows.

Governor meeting with staff and students

134.2 **On M108.5/15**, it was explained that a governors meeting with students would be arranged once the new academic year had begun, when the majority of students would be back on the campus.

Recruitment of PAC external member

134.3 **On M108.7/15**, the Clerk explained that she had made positive contact with the person suggested by Professor Baker and circulated details to the Chair of PAC. He supported the approach with a view to an interview being set up. However, the ongoing challenge of finding candidates who could commit to coming to a monthly meeting remained. A slightly different modus operandi for external members was therefore being explored; it was proposed to have several external members with different expertise who could be invited to those meetings where their specific skill set could be utilised for the "deep dive" scrutiny, whilst remaining in receipt of full papers to provide input when not in attendance.

134.4 The Board approved the revised modus operandi and appointment of an External Committee Member for PAC with IT expertise, subject to confirmation from the Chair of PAC and Chair of Nominations Committee.

Action: Chair of PAC, Chair of Nominations Committee and Clerk.

University subsidiary loan

134.5 **On M113.6/15**, the Director of Finance explained work was being taken forward on the legal paper work and would be resolved in the near future.

Clerk's note:

Legal documentation revised and signed, with loan being made on 1 July 2015.

Fundraising

134.6 **On M114.4, 114.5, 114.6 and 114.8/15**, the Chair indicated he would be speaking with the Chancellor about the Chancellor's Fund and a range of other items by phone on 1 July. The Vice Chancellor indicated limited recent progress on advancement, other than the clarification of the cases for support through the Strategic Planning process.

Recruitment to senior posts

134.7 **On M114.7/15**, the Vice Chancellor explained that 5 candidates, sourced through a search consultancy were interviewed for the post of Director of Corporate Affairs, but in the event none of those seen were appointable and no offer was made. A recent meeting had been held with the search consultancy and they had advised that finding the particular combination had proved challenging. Consideration of disaggregating the role into two posts therefore might need to be undertaken; possibly splitting the two core activities of strategic marketing and advancement. Members queried the competencies of the particular people undertaking the search and the internal guidance they were given, with concern expressed at the further delay in securing high level expertise in those areas. The Executive confirmed that the search consultants used had a good reputation in the HE sector and elsewhere. It was suggested that further consideration be given to whether further search on the existing specification should be undertaken or a separation of the roles defined with a revised search commissioned for two different positions.

134.8 The Board approved a small working group of Margaret Gardner, Sylvia Hughes, Mark Mulcahey and Nick Pitts-Tucker to work with the Vice Chancellor and the Executive to offer advice on the recruitment process for additional senior staff in these areas.

Action: Vice Chancellor, COO, named Governors and Clerk.

M135/15 Strategic Plan 2015-2020

135.1 The Vice Chancellor presented Paper B1, comprising the Strategic Plan 2015-2020. The Chair thanked all those who had worked on the document and congratulated the management team on the quality and clarity of the plan. It was noted that the Plan had been distributed in its published form at the meeting of the University Court, with key messages presented by the Vice Chancellor to the broader community.

135.2 The Board received the final version of the Strategic Plan 2015-2020 following Chair's action on approval.

Action: Vice Chancellor

M136/15 Report on Clearing and Recruitment

136.1 The Director of Student and Academic Services (SAS) gave an oral update on Clearing and Recruitment. She explained that confirmed figures would not be

known until October 2015, once the students arrived on campus including completion of the International and European recruitment process.

Clerk's Note: Further discussion of the item is held in Reserved Minutes 136.2 to 136.4 given the commercial confidentiality of the material.

136.5 Members queried the impact the quality of entry scores would have on the league table statistics. It was confirmed that they would have a negative consequence and that this was an important factor of the work undertaken at Clearing to balance different sensitivities. There were daily reports to adjust position and effectively manage the financial, reputational and academic risks. Further explanation was given in that additional qualifications were often not reported through UCAS and points thus not included. As an example students with grade 8 piano would score very highly however this data might not be collected if it was not required for a particular course. Thus it could be unreported, but would significantly enhance the position of the University if it were recorded. Action was being taken to rectify this in the University data checking.

136.6 Members sought confirmation that the new strategic plan, *Transforming Lives/Inspiring Change*, was a clear statement that the University was committed to ensuring those students who had missed their targets but had sufficient potential to benefit from a University programme would be enabled to participate and supported to achieve their potential. It was explained that the work of the Clearing team would support this commitment and academic staff would be available from 8am to 8pm and beyond to ensure potential applicants received the best advice and decisions were made in their best interests to give the right opportunities to be successful at the University. The Chief Operating Officer also informed members that the marketing budget had been increased by £0.5m. Looking to the longer term, there had been UCAS guidance that student numbers were likely to increase significantly beyond 2018, with the increase in the 18 year old cohorts presently in the school system.

136.7 The Board received the oral update on Clearing and Recruitment and noted the plans from the Executive for action.

Action: Director of Student and Academic Services

M137/15 Report on post-election review

137.1 The Vice Chancellor gave an oral update on the post-election implications for the University. He explained that the higher education sector had been less affected by cuts back in earlier years, as the increase in student fees had been beneficial in maintaining income levels. The incoming Government had reported new plans to cut £450m funding within the BIS, (the main department funding Universities); some of which could impact in the current financial year. This could affect the student opportunity fund, from which source the University had received around £3m annually.

Clerk's Note: Further discussion of the item is held in Reserved Minutes 137.2 and 137.3 given the commercial confidentiality of the material.

137.4 The Board received the oral update on post-election implications.

Action: Vice Chancellor

M138/15 Update and review on league tables

- 138.1 The Vice Chancellor presented Paper C1 and C2, comprising an analysis of the Guardian and of the Complete University League Tables 2015. He explained that although the University had fallen in its position this year the overall trend remained positive. He commented on the regular changes in formula and weightings used and directed members to the changes in weighting from the previous year. These changes showed that although the University had maintained or improved performance from previous years in some areas, the new weighting resulted in the University showing a worse outcome.
- 138.2 The position of the University remained 40 places above where it had been in 2010 and in the Vice Chancellor's view the changing composition of league table weighting would always result in movement around the middle of the tables. He directed members to the analysis of the Universities key competitors which showed that all had upwards and downwards movement over the previous years. He explained that lessons could be learnt from competitors and that the data released for the composition of the tables should remain accurate and focused on the specific requirements of the guide.
- 138.3 Members sought clarification that the quality of teaching was reflective of the national student survey results and that measures were in place to address instances where specific programmes might be dragging down the University's performance. It was explained that continual monitoring of programme performance was in place. Courses failing to recruit or underperforming were formally assessed and focused upon for improvement and if necessary closed down.
- 138.4 The satisfaction of the student was explained with the results of the league tables where the University had ranked in the top 20 for satisfaction of teaching and the content of the course. He explained that this performance would be the lead on the marketing campaign for the coming year.

138.5 The Board received the Update and review on league tables.

Action: Vice Chancellor

M139/15 Update on Waterside Project - June

- 139.1 The Waterside Project Director presented Paper D2, comprising the June Update on the Waterside Project. He reported that all planning conditions with client responsibility have been discharged and that a two week delay had been incurred by Volker Fitzpatrick which was manageable within the contingency of the project plan. The Waterside Project Manager also confirmed the progress with Highways Agency had been positive with an anticipated sign off in early June 2015, the New South Bridge Road application having been formally approved by NCC. He explained further that there had been additional analysis undertaken of the decision to tender for energy services and the delivery of the combine heating and power centre. Although shown as potentially more expensive than delivering the work by the University and holding the asset on balance sheet, the scale of capital investment levels of around £5m that it would require were confirmed as being too great to easily accommodate within the currently approved parameters. Issues on the possible purchase of assets at the end of a delivery period and capacity to sell back to the national grid also affected the solution. Further work was being undertaken on the tender process and options.

PWLB Loans

139.2 The PWLB loans had been a further focus of discussion due to a rise in interest rates where the use of Chair's Action as agreed at the May Board was considered. Upon advice from governors following the PAC meeting about the current margins and the rate movements, the early drawing down of the loans, initially considered by the project team, was not now requested. Members explored the pros and cons again; contrasting the assurance of drawing down the loan now at a reasonably significant cost of carry (possibly £600k net) against holding steady and avoiding unnecessary revenue expenditure but waiting for longer on the judgement that rates were not likely to rise suddenly despite some complex financial issues facing markets on other fronts eg regarding the euro. Relative movement in the market would influence the decision to draw the loans as the March 2016 deadline approached.

139.3 The Board resolved not to make immediate draw down on the PWLB facility, and remain with its previously agreed arrangement for action should there be sudden changes in rates; seeking to avoid unnecessary cost of carry expenditure if possible.

Fundraising

139.4 The Waterside Project Director introduced Appendix 5 which focused on fundraising noting there remained a planned input of £4m from philanthropic sources to the project's funding. A specific Waterside based capital campaign was proposed. Suggestions were made in relation to the possibility of support for aspects of the landscaping, building naming, and possible approaches to commercial supporters and specific bids as well as space for smaller personal donations. The bid through the Students' Union for Heritage funds was noted. The Chair of the Advancement Committee endorsed the proposals recognising that there were thoughtful and practical proposals being made. Concerns were raised by several members that work on Waterside should connect effectively into other activity being developed on fundraising and any risk of different campaigns approaching the same organisations had to be prevented. The Waterside Project Director highlighted the time critical position and need to move forward faster. The Clerk highlighted the existing facility for both work streams in the project and structures for different campaign boards/groups under auspices of the Advancement Committee.

139.5 The Board resolved to approve the establishment of a Waterside Campaign with a work stream for the Project and Campaign group which would report also into the Advancement Committee.

Clerk's Note: Further discussion of the item is held in Reserved Minutes 139.6 to 139.8 given the commercial confidentiality of the material.

**139.9 The Board resolved to approve the Waterside update for June
Action: Chief Operating Officer, Waterside Project Director.**

M140/15 PAC minutes June

140.1 The Chair of PAC presented Paper D3, comprising the minutes of the PAC for the 16 June 2015 meeting, noting the previous discussion on Waterside had covered key points and M134.3 on PAC membership. He also highlighted the detailed discussion in PAC on internal and external communications and a useful report which would be circulated to the Board alongside the annual

summary on academic work streams. He also noted the Joint meeting with PAC and Audit Committee on 14 July when there would be a focus on internal audit reports relating to the Waterside project.

140.2 The Board received PAC Minutes of 16 June 2015.

Action: Chair of PAC and Clerk.

Mr Robert Griggs (Waterside Project Director) left the meeting and Mr Damian Pickard (Deputy Director of Finance) joined the meeting.

M141/15 Draft Budget 2015-16

141.1 The Director of Finance presented Paper E, comprising the Draft Budget for 2015-16. He explained that the budget was geared to provide the planned cash surpluses as forecast, which would contribute to the reserves required for future Waterside expenditure. It had also been constructed prudently and included a contingency to mitigate the key risk on student numbers. He explained further that all requests for academic staff posts in Computer Science had been approved and that the budget maintained academic staffing levels. In light of the current year he had also increased the vacancy factor used in defined staffing budgets.

141.2 Members asked about the research income and expenditure and it was confirmed that the targets set remained challenging but in line with the revised strategic approach in Professor Denny's "20:200:20". In light of recent success especially in Science and Technology, the proposed budget position was considered fair. Investments were also highlighted with respect to Basset Lowke halls of residence and an increased investment to provide more UNO buses and expand the range of services across further destinations. The IT investment on WiFi and a standardization of equipment including PC replacements was also secured. A Science and Technology capital project had been prioritized to secure beneficial matched funding.

141.3 The potential for funding to be directly withdrawn as a consequence of possible government budget cuts was queried. It was explained that the University received income from HEFCE via profiled instalments and that any government enforced cuts would be implemented in a phased process through future monthly payment reductions and would not affect the 2014-15 position in cash terms. More information would be known in a July Budget Statement and subsequent rebasing of the University's budget might be necessary. The Director of Finance would have further information through BUFDG meetings and maintain close attention to statements from the Department (BIS).

Clerk's Note: Further discussion of the item is held in Reserved Minute 141.4 given the commercial confidentiality of the material.

141.5 The Board of Governors voted and resolved unanimously to approve the Draft Budget 2015-16.

Action: Director of Finance

M142/15 Period 10 Management Accounts 2014/15

142.1 The Director of Finance presented Paper F, comprising the Period 10 Management Accounts 2014/15. He highlighted that the University remained on track to achieve the planned surplus for the year. He explained that there was

currently close central scrutiny of non pay items and that staffing activity in the previous month had resulted in increased non-pay spend against budget in the period 10 figures but the position should rebalance in the next period report. He still anticipated a favourable variance to budget on pay.

Clerk's Note: Further discussion of the item is held in Reserved Minute 142.2 given the commercial confidentiality of the material.

142.3 The Board of Governors resolved to approve Period 10 Management Accounts.

Action: Director of Finance

Mr Nick Allen (Executive Officer OVC) joined the meeting.

M143/15 Key Performance Indicators

143.1 The Chief Operating Officer presented Paper G, comprising the 2014-15 Key Performance Indicators. He explained that that research and enterprise targets had almost been met and that there had been significant improvement within certain Schools and work was ongoing for their practice to be shared to other Schools not yet meeting their targets.

143.2 The Board of Governors resolved to approve the 2014-15 Key Performance Indicators.

Action: Chief Operating Officer

M144/15 Risk Management

144.1 The Chief Operating Officer and the Executive Officer presented Paper H, comprising the updated Risk Management report. He explained that that following the recommendations of the Audit Committee the revised format gave the key risks alongside information on contingency and trigger points. It was also reported that the recent internal audit report on risk management had returned a "green" report.

144.2 The Chair of the Audit Committee commented that the Committee would continue to consider the full report on risks currently being managed. However by taking the "red" items of most concern to the Board, which could change over time, it would allow more focussed attention at the Board on most important areas. She also remarked that had it been received in the form of a normal internal audit report, the recent consideration of IT matters would have been a "red" report; however it was also recognised that the topic would be further scrutinize at future Board meetings.

144.3 The Board of Governors resolved to approve the revised Risk Management Report.

Action: Chief Operating Officer and Executive Officer

144.4 The Board noted that this would be the last Audit Committee that Ms Flach would report on as Chair of Audit Committee, although not yet her last Board meeting. Her considerable work and attention to an area not initially familiar to her had been admirable. The Board expressed its warm appreciation for her service as Audit Committee chair.

M145/15 Recommendations of the Honorary Awards Committee

145.1 The Chair of the Honorary Awards Committee presented Paper I, the recommendations of the Honorary Awards Committee. He explained that the recent approaches to prospective recipients of awards had all been successful. Noting the need to maintain a relationship with honorary award holders, a member also highlighted a connection to work of advancement. It was important that those individuals identified for awards were supportive of the work of the University.

145.2 The Board resolved to approve the Recommendations of the Honorary Awards Committee for and Honorary Doctorate and two Honorary Fellowships of the University, noting Senate consideration was on 1 July.

Action: Chair of Honorary Awards Committee.

Mr Nick Allen (Executive Officer OVC) and Dr Ron Mendel left the meeting. Ms Claire Cross (Human Resources Partner) joined the meeting.

M146/15 Human Resource Policies

146.1 The Human Resources Partner presented a number of papers namely:

- Paper J1, comprising the Absence Management Policy and Procedure;
- Paper J2, comprising the Adoption Leave Policy and Procedure;
- Paper J3, comprising the Time off and Special Leave Policy and Procedure;
- Paper J4, comprising the Maternity Policy and Procedure;
- Paper J5, comprising the Parental Leave Policy;
- Paper J6, comprising the Shared Parental Leave and Pay Policy and
- Paper J7, comprising the Flexible Working Policy and Procedures.

Also provided as Appendix 1 to each paper there were relevant Equality Impact Assessment for the policies/procedures.

146.2 The Human Resources partner explained that each of the documents had been through the relevant consultation procedures and external advice had been sought where necessary. She gave further explanation that the reviews were prompted by legislative changes and the updates had been made to ensure the University remained compliant and there was consistency between previous and new areas of policy. Members sought clarification that the monitoring form on the *Time off and Social leave Procedure* included as an appendix to the document included a question of how the time would be managed. It was confirmed that this question would be added to the proforma.

146.3 The Board resolved to approve

- a) the Absence Management Policy and Procedure;**
- b) the Adoption Leave Policy and Procedure;**
- c) the Time off and Special Leave Policy and Procedure, including the amendment for the monitoring form;**
- d) the Maternity Policy and Procedure;**
- e) the Parental Leave Policy;**
- f) the Shared Parental Leave and Pay Policy;**
- g) the Flexible Working Policy and Procedures.**

Action: Director of Human Resources.

Ms Claire Cross (Human Resources Partner) left the meeting

M147/15 Draft Endowments Investment Policy

147.1 The Deputy Director of Finance Presented Paper J8, comprising the Draft Endowments Investment Policy. He explained that upon advice from Brewin Dolphin a clear strategy was proposed to deal with endowment funds and the relationship with the brokers.

147.2 The Chair of the Treasury Committee confirmed his support for the policy. Members sought clarification on para 4.1 of the value of cash reserve to be held on a 12 month rolling basis. It was explained that the amount of £150k had been calculated as appropriate cover.

147.3 The Board resolved to approve the Endowments Investment Policy and thanked the Deputy Director of Finance and those preparing the policy for their work.

Action: Director of Finance and Deputy Director of Finance.

Mr Damian Pickard (Deputy Director of Finance) left the meeting.

M148/15 Draft Self-Evaluation Document for QAA Audit

148.1 The Director of Student and Academic Services as Secretary to Senate, presented Paper K, comprising the draft of the Self-Evaluation document which was being prepared for submission in July to the QAA in relation to their October Audit visit. The material in Paper K was a work in progress draft prior to final approval by Senate at its July meeting. The Clerk explained that Governors had not been circulated with the full 130 page document but just the summary and first sections. She had however provided a full copy to the HE co-opted governor, Professor Baker, who had considered it was comprehensive and read well. The final material would be presented for approval to the July Senate meeting.

148.2 The Board resolved to endorse the Draft Self-Evaluation Document - prior to approval by Senate, noting the comments from Governors.

Action: Clerk

M149/15 Student Submission to the QAA 2015

149.1 The President of the Students' Union presented Paper K2, comprising the final draft of the Student Written Submission to the QAA for the October 2015 Audit visit. He drew the attention of the Board to the key list of recommendations and explained that on the majority of the issues concerned, with current plans, action would have been taken and matters resolved before the QAA visit. The Chair commented on the mature critique of the Students' Union material and saw it as a measure of the quality of the student engagement and their understanding of the teaching and learning issues, noting the ongoing discussions and actions through the Senate

149.2 The Board received the Student Written Submission to QAA 2015 and thanked the President of the Students' Union and his colleagues and fellow students for the work undertaken to produce it and quality of interaction with the University that it displayed.

Action: President of the Students' Union

M150/15 Procurement

150.1 The Vice Chancellor presented Paper L, comprising the Leadership Foundation for Higher Education (LFHE) Getting Grips Guide for Governors on Procurement. He explained the leading role the University of Northampton had undertaken in the production of the guide with Committee of University Chairs (CUC) colleagues to address the collective power of Higher Education procurement in the sector. The significance of the area to the ongoing financial health of the University and its contribution to budget savings was also highlighted. Members were also informed that there would be further analysis in upcoming internal audit reports on procurement.

150.2 The Board received the LFHE Guide for Governors on Procurement.
Action: Vice Chancellor and Head of Procurement.

M151/15 Procurement

151.1 The Vice Chancellor presented Paper M, comprising a business guide to Governors on building in resilience again from the LFHE and CUC with input from the Environmental Association for Universities and Colleges (EAUC). A member commented on the contrast in usefulness between the EAUC guide and the document on Procurement, given the rather simplistic messages in Paper M.

151.2 The Board received the Guide to Sustainability from EAUC.
Action: Director of Finance.

M152/15 Board Effectiveness Review and CUC Update

152.1 The Clerk presented Paper N, comprising the Board Effectiveness Review and CUC Update. It was noted that work was continuing to check compliance with the CUC update, with consideration being given by various Committees and it was clear that the University was largely compliant with the Code's guidance. She explained that most work was required on the scheme of responsibility and delegation as recommended by the KPMG auditors, alongside updating to Byelaws; highlighting priority of work to be undertaken during the summer.

152.2 On Board effectiveness it was explained that further reconsideration might be helpful with respect to undertaking some Board debate and decision-making electronically rather than at meetings. Such an approach would allow more focussed agendas and support inclusive decision-making recognising there was an issue of quoracy that needed addressing.

152.3 The Board resolved to approve the Board Effectiveness Review and CUC Update 2015.
Action: Clerk.

M153/15 Minutes of Search Committee

153.1 The Chair of Search Committee presented Paper O, comprising the minutes of the Search Committee held on 20 May 2015. It was noted that recruitment was in train and a shortlisting meeting considering applications received would follow the Board meeting that day.

153.2 The Board received the minutes of the Search Committee meeting of the 20 May 2015.
Action: Chair of Search Committee.

M154/15 TRAC Submission

154.1 The Director of Finance presented Paper P, comprising comparative information collected nationally on the annual TRAC submission 2015. It provided useful context to the Budget and forecasting processes, giving HE sector wide perspectives.

154.2 The Board received the TRAC analysis 2015.

Action: Director of Finance.

M155/15 Report of 12 June Court 2015.

155.1 The Chair presented Paper Q, as tabled, comprising the Draft Proceedings of the 12 June Court Meeting. The Chair remarked on the engaging talks in the June Court by the University researchers on the history of the University of Northampton and the development of Universities and the interest and discussion it generated amongst members of the Court.

155.2 The Board received the Draft Proceedings of 12 June Court 2015.

Action: Clerk.

M156/15 Minutes of Audit Committee

156.1 The Chair of Audit Committee gave an oral update of the 17 June Audit Committee. She reported the University was in receipt of two "green" audits for strategic planning and risk management. It was explained that the Committee had recommended the IT audit be commissioned from PWC for continuity with their earlier critique. The action plan on IT within the PWC documentation would be developed into a University management plan and, as an alternative source of assurance, it would be monitored by the Audit Committee similarly to normal internal audit reports through the review of recommendations process. This would allow the internal auditors instead, to bring forward into 2015-16 an audit of student recruitment, given the risk levels identified in that area.

156.2 The Board received the oral update of the Audit Committee meeting of the 17 June 2015.

Action: Chair of Audit Committee.

Clerk's Note:

The Chair Minutes of the Audit Committee were circulated subsequently and received for the record as Paper R to the 24 June 2015 Board meeting 2015.

M157/15 Minutes of Honorary Awards Committee

157.1 The Chair of the Honorary Awards Committee presented Paper S, the minutes of the Honorary Awards Committee held on 17 June 2015.

157.2 The Board received the minutes of the Honorary Awards Committee meeting of the 17 June 2015.

Action: Chair of Honorary Awards Committee.

M158/15 Update on Calendar of Board Activity

158.1 The Clerk presented Paper T, comprising the Update on Calendar of Board Activity. She explained that, given the resignation of a Board member and unavoidable absences, it was clear that the July meeting of the Board would be inquorate. It was proposed that the issues requiring urgent decisions, namely the annual 5 year Financial Forecast for submission to HEFCE, the

recommendations of the Search Committee on the appointment of the Clerk, from Nominations Committee in relation to new Governors and other urgent business could be considered at a Board meeting prior the Joint Audit/PAC meeting on the 14th July. It was noted that the reports on the Waterside and normal Management Accounts which would have been considered at the 22 July meeting would continue to be issued and formal receipt would occur in September.

158.2 It was explained that given numbers able to be present, the Governor dinner scheduled to follow the July meeting would also be postponed and rearranged for September, with an afternoon Board and dinner similar to July. Consideration was also being given to the rescheduling of the Remuneration Committee previously planned to occur on the late morning of 22 July.

158.3 The Board received the Update on Calendar of Board Activity and approved the changes to dates for 2015-16, including the revised date for a Board meeting on 14 July 2015, cancelling the Board and Board Summer Dinner on 22 July.

Action: All members and Clerk.

Clerk's Note:

The meeting of the Remuneration Committee on 22 July was also cancelled and is being rescheduled for early September.

M159/15 Any Other Business

Chair

159.1 The Chair reported his attendance at the catwalk show at Fashion Week and gave praise to the staff and students of the University, for an inspirational event. He encouraged members to attend any future events and noted the impressive marketing brochure distributed by the University. In addition he informed members of two events he had attended / was about to attend; the first on the role of religion in Universities and the second associated with the Prevent agenda.

Vice Chancellor and Chief Operating Officer

159.2 The Vice Chancellor presented Paper U, comprising the Vice Chancellor and Chief Operating Officers' Report June 2015. He drew particular attention to the lifesaving action of two staff in the library giving first aid to a colleague having a heart attack. He also reported on the pay offer being made and that there was a potential for strike action with UCU balloting its members on a decision about possible action following the proposed 1% pay national offer for the employers.

159.3 The Board received the Vice Chancellor and Chief Operating Officers' Report June 2015 and noted the information on potential industrial action.

159.4 The Board resolved to congratulate Fiona MacLellan and Lynne York on being awarded the Workplace Hero Award from St John Ambulance.

President of the Students' Union

159.5 The President of the Students' Union reported that student participation with Union's activities had significantly risen during the year to double the numbers

of previous years. He explained that the *Planet Too* activity to empower students to become leaders in environmental change projects, creating impact in the wider community, had received an award.

159.6 The Board received the President of the Students' Union's update and congratulated the Students' Union on the awards gained and increased student engagement.

Action: President of the Students' Union

M160/15 Confirmation of Availability of Papers

The following papers were declared confidential to the Board and other key senior staff involved: Full Minutes A and Papers C, D1, D2, D3, E, F, I, N, P, the Open Minutes AO and Papers B/B2, G, H, J, K, L, M, O, Q and S were available on request

M161/15 Date and time of next meeting

The next meeting of the Board would be in the Sunley Management Centre on **Wednesday 14 July 2015** prior to the Joint Audit PAC meeting at 13.30 and the PAC itself at 14.30.


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Approved by Chair

14.7.2015
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Date