

Board of Governors Minutes of the Meeting held on 19 October 2016

Present:

Andrew Scarborough (Chair)
David Baker
Liam Bligh
Sylvia Hughes
Richard Horsley
Lee Machado
Mark Mulcahey

Nick Petford
Martin Pettifor
Nick Pitts-Tucker
Nick Robertson
John Skelton
Danjie Zhong

Apologies:

Sue Dutton, Sara Goodwin, Frank Jordan

In attendance:

Jane Bunce (Director of Student and Academic Services), Bob Griggs (Waterside Project Director) for item 152, Mark Hall (Director of Finance), Wray Irwin (Head of the University Centre for Employability and Engagement) for item 148, Miriam Lakin (Clerk), Terry Neville (Chief Operating Officer), Jacqueline Parkes (Professor in Applied Mental Health) for item 148, Damian Pickard (Deputy Director of Finance) for item 151, Ann Shelton-Mayes (Executive Dean, Student Experience), Alison Ward (Researcher, Institute of Health and Wellbeing) for item 148

144/16 Welcome, Apologies and Quorum

144.1 The Chair welcomed those present and confirmed quorum.

145/16 Declarations of Interest

145.1 No declarations of interest were received in addition to those held on file by the Clerk's Office.

146/16 Minutes of the Meeting held on 19 September 2016

146.1 The Board approved the minutes as a true record of the meeting held on 19 September 2016.

147/16 Matters Arising

147.1 The Board received and noted Paper A which set out actions arising from the previous meeting. Additional comments were made on the following:

147.2 Pensions

A request to consider placing pensions on the University risk register

would be discussed at the Audit Committee on 9th November.

147.3 Court

It is hoped to be in a position to organise an event for Court members in the new calendar year.

148/16 Changemaker Challenge Fund

148.1 The Board received and noted an update on the Changemaker Challenge Fund (Paper B). The report covered the process for making bids to the fund, including the involvement of governors in evaluating them. Those governors who had been involved commented that it was a very well run and effective process.

148.2 It was reported that the project on the Centre for People Living with Dementia and their Carers would be supported with the available funding, however, all of the projects which bid for the funding would be taken forward.

148.3 The Board received an update from the project leads about the Centre for People Living with Dementia and their Carers, and how the Changemaker Challenge Fund investment would be deployed. The project would provide post-diagnostic psycho-social support to those living with dementia and their carers, and would involve partners from the University and healthcare providers. It was reported that the first year of the project would be preparatory, with delivery expected in the second year, and if this was successful expansion could be considered.

148.4 Members noted the strategic importance of the project for the county, and gave their support and good wishes to the project leads.

148.5 On the Changemaker Challenge Fund in general, it was noted that one advantage of offering the fund had been to reveal work taking place across the University which was related to the Changemaker Challenges. Support had been put in place for those projects which were less well-developed in order to ensure that there would be a good source of further Changemaker work. Governors noted the importance of the University investing resources, which need not necessarily be financial, to enable further ideas to be tested and further projects to grow.

149/16 Management Accounts

149.1 The Board received and noted the Management Accounts for period 2 (Paper C). It was reported that the new faculties were embedded, and that this was now reflected in the accounts.

Item 149.2 is in the confidential section of these minutes.

- 149.3 Some strain on student finances due to a higher level of student loan debt was reported. Additional resource had been put into the Financial Guidance team to support students, although fewer students than expected had accessed the support and the additional resource may be re-directed.

150/16 Student Applications

- 150.1 The Board received and noted data on UCAS and international student applications (Paper D). It was reported that as it was very early in the application cycle, the figures were changing rapidly.
- 150.2 Members noted recent government announcements which may deter international applicants. It was reported that the University attempts to counter this with positive messages and individual communication with applicants. The Director of HR, Marketing and International Relations agreed to consider whether a general message from the University to international applicants expressing disappointment at the government's most recent announcement on international students would be advisable. It was reported that Universities UK was leading sector lobbying on the issue of including international students in net migration targets. The importance to the University of continuing to provide its education overseas through partnerships was noted.
- 150.3 It was reported that applicants who accepted and declined the University's offer of a place were surveyed to gauge the impact of different factors on their decision. There was no strong link between league table position and declining an offer. The University's work stressing employability was attractive to applicants.
- 150.4 The potential future importance of apprenticeships was noted, and it was reported that a working group had been established about this.
- 150.5 The continued public perception of the cost of university as a debt was noted as a factor which may discourage applicants. It was noted that there had been good work nationally to explain that the important figure was the amount that would actually be repaid by graduates, rather than the 'price tag' figure which was often reported in the press.

151/16 Annual Report and Accounts – Moving to Integrated Financial Reporting

- 151.1 The Board received a draft of the narrative section of the University's Annual Report and Accounts which had been prepared in accordance with the HE Statement of Recommended Practice (Paper E).
- 151.2 The Board agreed that they were content that the report was more transparent, showing areas for improvement as well as successes. Members welcomed the report, and agreed to send any detailed comments to the Deputy Director of Finance by email.
- 151.3 It was reported that the Public Relations team were assessing the report, and preparing reactive statements should there be any negative press locally as a result of its greater transparency. It was also noted that there had been recent requests under the Freedom of Information Act from local journalists which may be aimed at generating negative publicity.

152/16 Waterside Update

- 152.1 The Board received the minutes of the Project Assurance Committee held on 11 October 2016, and an update on the progress of the Waterside project (Paper F).

Items 152.2 – 152.7 are in the confidential section of these minutes.

- 152.8 The Board thanked and congratulated the Students' Union Vice-Presidents and their colleagues. The Students' Union had received a grant of £1,323,300 from the Heritage Lottery Fund for the restoration of the Engine Shed building on the Waterside campus.

153/16 Teaching Excellence Framework

- 153.1 The Board received a report from the Executive Dean for Student Experience on the Teaching Excellence Framework (TEF) and the University's response to it (Paper G).
- 153.2 It was reported that the three TEF assessment categories established by the government were gold, silver and bronze. The University was already judged as bronze, allowing it to charge the student tuition fee plus inflation in 2017-18. The assessment category achieved in the current year would affect the level of tuition fee that could be charged in 2018-19.
- 153.3 The University had begun an assessment of the available metrics to predict the likely outcome for 2018-19. It was reported that the

benchmark used to assess the TEF categories would be a weighted sector average, and that the details of this were to be explained at forthcoming sector-level technical meetings. It was stated that the University would be unable to achieve gold, but that silver was a possibility. It was possible to appeal, and also to resubmit every year.

- 153.4 The Board agreed that the potential impact of TEF outcomes should be included on the University's Risk Register.

Action: Chief Operating Officer

- 153.5 The Board requested financial scenarios reflecting the different possible TEF outcomes at a future meeting.

Action: Director of Finance

- 153.6 The Board thanked the Executive Dean for Student Experience for her report, and asked her to provide updates as necessary.

154/16 Report from Vice-Chancellor and Chief Operating Officer

- 154.1 The Board received a report from the Vice-Chancellor and Chief Operating Officer (Paper H).

- 154.2 The Vice-Chancellor reported that a series of staff roadshows would begin in the coming week, and would include a break out session on Waterside, giving an opportunity to gauge levels of staff engagement and their concerns.

- 154.3 An event would be held at the Tower of London on 25 October aimed at re-engaging Honorary Award holders with the work of the University.

155/16 Board Effectiveness Annual Evaluation

- 155.1 The Board received and noted the results of its annual evaluation of its effectiveness (Paper I). It was noted that as well as the effectiveness review, a review of the Chair had been carried out. This had not been circulated to the Board, but was very positive.

- 155.2 The Clerk was asked to consider how to address some of the areas for improvement as set out in the paper by convening small governor workshops.

Action: Clerk

- 155.3 On the of quoracy of Board meetings it was suggested that:
- a. The higher education co-opted governor was appointed as an independent member of the Board through a meeting of the Independent Members Appointment Committee. The Board agreed this approach.
 - b. The current recruitment round for an independent governor to fill a vacancy on the Board could be used to appoint two

independent governors. The Chair agreed to report back to the Board on this in due course.

Action: Chair/Clerk

- 155.4 The Chair asked individual Board members to prioritise Board meetings where possible, having made a commitment to do so. Where the commitment was too onerous, Board members should raise this with the Chair. It was noted that the ability to participate electronically in meetings would be very valuable, and that a tendering exercise for video-conferencing equipment for the Board room in Senate was now taking place. It was also noted that the Board had sought active professionals, and that this inevitably created time conflicts.

156/16 Pro-Chancellor

- 156.1 It was reported that the first term of office of the current Pro-Chancellor was due to expire in February 2017. Recognising the Pro-Chancellor's commitment to the University and work on its behalf, the Board agreed that the Chair should approach him about continuing for another term.

Action: Chair

157/16 Gifts and Hospitality Policy and Procedure

- 157.1 The Board received and approved an updated policy and procedure on gifts and hospitality (Paper J).

158/16 Code of Conduct for Governors, External Committee Members, Officers and Senior Post Holders

- 158.1 The Board received and approved an updated code of conduct for governors, external committee members, officers and senior post holders (Paper K).

159/16 Any Other Business

159.1 Directorships of Related Companies

Dr Ian Brooks had resigned from the boards of the University of Northampton Enterprises Ltd and Land Based Learning. The Chief Operating Officer would be proposed for appointment as the University's director of Land Based Learning.

- 159.2 It was reported that the governance of the University's subsidiary and joint venture companies would be considered at the next meeting of the Audit Committee.

159.3 Development Committee

The Development Committee had met on 13 October. The minutes would be circulated for discussion at the November Board meeting.

160/16 Confirmation of Availability of Papers

The following papers were confirmed as confidential to the meeting:

Confidential section of the minutes of the meeting on 21 September 2016

Paper B – Progress on the Changemaker Challenge Fund

Paper D – UCAS and International Applications and Decisions

Paper E – Annual Report and Accounts – Moving to Integrated Financial Reporting

Paper F – Project Assurance Committee and Waterside Update

Paper G – Teaching Excellence Framework

Paper I – Board Effectiveness Annual Evaluation

161/16 Date of Next Meeting

Wednesday 23 November at 10.30 in the Portfolio Building, Avenue Campus.

162/16 Faculty of Arts, Science and Technology

162.1 The Board received a presentation from the Dean of Arts, Science and Technology. This included an analysis of the strengths, weaknesses, opportunities and threats and performance against the balanced scorecard metrics.


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Approved by Chair

23rd November 2016
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Date