

Board of Governors

Minutes of the meeting held on 15 April 2020

Present:

Mark Mulcahey (Chair), Damilola Akhigbe, Sue Dutton, Jeff Halliwell, Matthew Hanmer, Richard Horsley, Shivani Kaushike, Gemma Lovegrove, Rayna Miller, Nick Petford, Martin Pettifor, Nick Pitts-Tucker, Ivna Reic, Nick Robertson, Jon Scott, Paul Wood

Apologies:

Lucie Armstrong-Kurn, John Skelton

In attendance:

Becky Bradshaw (Director of Estates and Campus Services), Emma Finlay (Governance Assistant), Miriam Lakin (Clerk to the Board), Terry Neville (Chief Operating Officer), Shân Wareing (Deputy Vice Chancellor)

49/20 Welcome, Apologies and Quorum

49.1 The Chair welcomed those present, noted apologies and confirmed that the meeting was quorate.

50/20 Declarations of Interest

50.1 There were no further declarations of interest in addition to those held on file by the Clerk's Office.

51/20 Chair's Introduction

51.1 The Chair stated that an additional meeting had been called in order to gain assurance about the University's response to the COVID-19 pandemic and discuss the Board's role and how it could be most effective. The Chair highlighted the primary responsibilities of the Board as set out in the University's Articles of Government. These included the effective and efficient use of resources, the solvency of the University and the safeguarding of its assets. He stated that 'assets' in this context should be interpreted broadly. He encouraged participants to speak freely. This was an appropriate response to the present high level of uncertainty, and the recognition that there were no 'right' answers. Whilst it was important to monitor commentary on the potential impacts of the pandemic across the sector, the Chair encouraged consideration of the particular impacts on the University, including its students, staff and wider community. The Chair advised the Board that its meeting in May would consider the impact of the pandemic and in particular the University's budget. At the meeting in June, there would need to firm decisions about the budget position.

52/20 Update from the Vice Chancellor

- 52.1 The Vice Chancellor provided the Board with an overview of the University's response to the COVID-19 pandemic.
- 52.2 The Vice Chancellor advised the Board that reporting into the Critical Incident Team, three action teams had been established. This structure ensured a rapid response to the impact of the pandemic. He stated that the action teams were multidisciplinary, empowered, united by a common purpose and had clear lines of accountability. He confirmed that the leadership team were continuing to monitor communications from all relevant bodies and to respond as necessary.

- 52.3 The Vice Chancellor reported that Universities UK had put forward at national level a package of measures designed to ensure the financial stability of universities as an important sector of the UK economy. The Vice Chancellor had written to the local MPs to ask for their support of this.
- 52.4 The Vice Chancellor reported that the idea of reinstating national controls on UK student numbers had arisen, and he had supported their temporary re-introduction.
- 52.5 The Vice Chancellor advised the Board that there had been calls to refund student tuition fees as a result of the closure of universities. Clarification had been received from the Department for Education that students should not expect any fee refund if they were receiving adequate online support. It was reported that international students had been amongst the most vociferous about tuition fee refunds. However, the University was maintaining a clear position that there would be no refunds because teaching continued.
- 52.6 The Vice Chancellor noted that the University had engaged strongly with its local community as part of its response to the pandemic. This was aligned to the Changemaker Challenges. The Vice Chancellor noted that the Ashoka U Exchange planned for mid-April would go ahead virtually and he would be involved in several sessions.
- 52.7 The Chair thanked the Vice Chancellor for a very comprehensive overview.

53/20 COVID-19 Immediate Impact and Actions

- 53.1 The Board received and noted Paper A, a report on the University's Response to the COVID-19 pandemic as of 15 April 2020.

- 53.2 The Director of Estates and Campus Services advised that Paper A included information that the Board had requested at its previous meeting.
- 53.3 The Director of Estates and Campus Services advised the Board about developments since the writing of Paper A. There had been further work to support the approximately 300 students who were still residing in the University halls of residence. They were currently located across three sites. The University had worked with Public Health Northamptonshire to safely relocate all students to the Waterside campus, where they would have increased facilities and support. The relocation started on 15 April 2020.
- 53.4 The University had also enhanced the information available to students renting in the private sector and was working with Northampton Borough Council on their support. Further communications had also been issued to students about the University's financial hardship fund.
- 53.5 The Director of Estates and Campus Services confirmed that there had been further developments on civic projects as follows;
- County-wide distribution of food parcels to the elderly and vulnerable went live on 9 April 2020
 - Drive through assessment centre went live week commencing 6 April 2020
 - The University had been asked to host drive through testing for COVID-19 in car parks currently not in use
 - Provision of 24 rooms to house those affected by domestic abuse.
- 53.6 It was reported that alongside daily planning, the University was focussed on business recovery. Each action team was looking at long-term plans to ensure that there could be a swift and smooth return to campus once the lockdown had been lifted.

- 53.7 A member asked about the current and eventual location of staff from the Newton Building. It was confirmed that the majority of staff from both campuses were currently working at home. It was noted that prior to the lockdown, the University had been in negotiation about office accommodation close to the Waterside campus to house the staff from the Newton building. These negotiations were currently on hold. Agile working arrangements during lockdown may have demonstrated that it would be possible to accommodate the staff from the Newton Building within the existing estate.
- 53.8 A member asked about volunteering for civic projects, and the Director of Estates and Campus Services agreed to provide a contact for this.
- 53.9 A member asked how the University was supporting students who were in University accommodation and were ill. The Director of Estates and Campus Services stated that from very early in the outbreak, students with symptoms had been asked to contact the University. They had been given daily pastoral support including food deliveries as necessary. The number of students in self or household isolation had gradually reduced, and there were currently no students in this situation. There were also no known COVID-19 cases amongst the University's on-campus students.
- 53.10 A member asked about the tracking and recording of the University's civic engagement and impact on the local community. The Vice Chancellor confirmed that the University was tracking and recording as this may be a good case study in the future.
- 53.11 A member asked about the welfare and wellbeing of the University Management Team and whether members had the support they needed and were able to cope. It was reported that whilst the pandemic had been challenging and tough, but the team were working in a collegiate and supportive way. The Vice Chancellor confirmed that there had been good

decisions early on, for example to suspend teaching. This had alleviated some pressure and given the management team time to deal with pressing issues. He confirmed that the University Management Team had dealt with the COVID-19 pandemic well and stated that wellbeing was high.

54/20 Student Impact and Support

- 54.1 The Deputy Vice Chancellor provided the Board with an update on student support. This covered the work of the Student Support action team. She confirmed that active blended learning had translated smoothly and the move to remote learning had happened quickly. Learning had been fast, enabling swift responses to student feedback. In general the University was performing well given the current circumstances.
- 54.2 The Deputy Vice Chancellor gave updates on specific areas of work. These included:
- The implementation of emergency Academic Regulations in order to safeguard academic standards. There had been positive feedback about the speed and clarity with which this had been done
 - Staff had been very impressive in revising modules. Changes in assessment were being recorded in accordance with the guidance of the Office for Students
 - There was consideration of particular groups and how they might be given additional support, for example students with special educational needs or lower digital literacy
 - Through the President Elect of the Students' Union direct lines of communication had been established with international students to help them understand the University's position on tuition fee refunds. The

message from the University was that provision had not reduced and students were still working towards their awards

- The University continued to work with partner institutions on their academic quality and standards
- There was forward planning with regards to the delivery of teaching and learning from September 2020
- A survey of the University's pastoral and academic support had been launched

54.3 A member asked about the impact of the pandemic on the granting of visas to international students entering the UK. It was reported that extensions had been granted to the visas of students currently in the UK. Travel was restricted into and out of the country, however, there was no indication at present that visas would not be granted when travel restrictions were lifted.

54.4 A member asked whether the pandemic had helped the University's transformation of its learning model. It was noted that the response to the pandemic had encouraged greater use of technology in delivering via the Active Blended Learning model. However, as all universities had been forced rapidly to adjust to the online delivery of teaching, the University's competitive advantage may be jeopardised. However, there may also be opportunity for the University in developing products or services.

54.5 A member asked about the involvement of the Students' Union in the action teams. It was confirmed that the President of the SU was part of the Student Support action team.

54.6 A member asked about the involvement of the trades unions in the action teams. It was confirmed that they were not currently represented on the action teams. The Trades Union Liaison and Joint Negotiating Committees were used for this.

- 54.7 Members requested sight of student feedback data and it was agreed that a report would be brought to the next meeting.

Action: Deputy Vice Chancellor

- 54.8 A member asked about the difficulties of delivering practical courses such as visual arts and drama remotely. The Deputy Vice Chancellor advised the Board that during lockdown these courses would focus on the theoretical. The practical elements were postponed, with no academic penalty for the students. It was noted that the University were sharing good practice with others in the sector.
- 54.9 A member congratulated the leadership team for the speed with which the emergency Academic Regulations were produced. The Deputy Vice Chancellor acknowledged the work of the Academic Registrar in this important exercise.
- 54.10 A member asked about the engagement of Professional, Statutory and Regulatory Bodies (PSRBs) which regulated awards. The Deputy Vice Chancellor acknowledged the support of Universities UK in engaging the relevant PSRBs. She confirmed that the PSRBs were working with the sector and were generally flexible and supportive.

55/20 Finance and IT

- 55.1 The Chief Operating Officer reported to the Board on the current financial position and matters with implications for the future financial position. This included impacts and measures taken in the current academic year as set out in the paper.
- 55.2 In respect of the next academic year, the Chief Operating Officer reported that student application statistics had been good prior to the beginning of lockdown, and interest continued, with 300 people having recently attended a virtual open day. Compared to the same time in the previous

year, there had been an increase in overseas applicants. Members asked about the reasons for this increase. The Chief Operating Officer reported that there were more applicants from India. This was due to the University's good relationships with Indian agents and increasing demand due to a young population. It was also reported that there had been a large growth in the other markets for example Nigeria, Malaysia and Vietnam. The University was able to build on strong overseas partnerships and word of mouth recommendations from students who had already attended and been impressed by the Waterside campus.

55.3 A member asked about the engagement of potential applicants to the University during lockdown. It was confirmed that a further virtual open day would take place during May 2020. There were also opportunities for prospective students to make contact with current students and with other prospective students. The Deputy Vice Chancellor confirmed that remote onboarding had begun to be considered by the Student Support action team.

55.4 The Chief Operating Officer reported that the University had carried out modelling based on the prediction of the Office for Students and Department for Education that September 2020 would see a 50% reduction in overseas students, and a 25% reduction in home students. This would mean a loss to the University of £17m. The University was therefore discussing a number of mitigation measures. This included bringing forward the sales of University properties, and further reductions to the pay and non-pay budgets. The Chief Operating Officer emphasised that the £17m figure was theoretical at present, and was being used as a basis for modelling. The University's short-term cash position was positive. Payments from the Student Loan Company had been changed to provide short-term relief.

55.5 The Chief Operating Officer confirmed that HM Treasury, in its capacity as guarantor of the University's bond, had been informed about the current position and understood the threat to the 1.5 Debt Service Cover Ratio (DSCR) which was part of the bond covenant. A DSCR of 1.25 was more likely.

Minutes 55.6 and 55.7 are in the confidential section of these minutes.

55.8 A member noted the risk of losing long-term opportunities by taking short-term actions. It was confirmed that the University was in a positive short-term cash position. Receipts from the sale of property had been speculatively added to projections for April 2021.

55.9 Members asked whether the frequency and the format of financial information presented to the Board should be adjusted, particularly with regards to risks, opportunities and strategy.

55.10 The Board discussed the availability of key information that would enable them to monitor the impact of the pandemic, and whether this should take the form of dedicated KPIs or a risk register. There was agreement that it was not desirable at present to request that the University's executive spent additional time on preparing documents for the Board.

55.11 The Chair noted that he was having weekly discussions with the Vice Chancellor and Chief Operating Officer and would continue to issue the Board with updates following these meetings. These would include reports from the Critical Incident Team. Further consideration would also be given to appropriate measurements or a risk-based approach. It was noted that there were certain matters on which the Board would need to be kept closely informed. These included changes to government policy and the financial position of the University.

- 55.12 It was agreed that the May Board meeting would provide a further opportunity to discuss the potential impacts of pandemic and begin budget planning, with a view to considering a draft budget for 2020/21 at the June Board meeting.
- 55.13 A member noted the threat to the technical solvency of the University from an LGPS pension scheme valuation as referenced in Paper A, and asked if external audit opinion was being sought. The Chief Operating Officer stated that a significant number of universities were experiencing the same issue, and that the impact would not be known until April 2021 when a valuation of the fund took place.
- 55.14 The Board acknowledged receipt of helpful information about learning technology usage across the University.

56/20 Any Other Business

56.1 Updates to the Board

The Board acknowledged the receipt of emails from the Chair which had updated them on the developing situation and response to the pandemic. Updates had been received on 25/03/2020, 01/04/2020 and 08/04/2020. The Board agreed to file these as Paper B for the current meeting.

56.2 Recognition of University staff during the COVID-19 pandemic

On behalf of the Board the Chair formally thanked the University Management Team for their work and contribution during the COVID-19 pandemic. He recognised the enormous effort and personal contribution that had been made. On behalf of the Board, the Chair also recognised the contribution of all staff of the University and asked the Vice Chancellor to pass on the thanks of the Board.

56.3 Recognition of University students during the COVID-19 pandemic

The Board also recognised the contribution of the University's students who had been affected by the pandemic, and formally thanked them. In particular, the Board acknowledged the contribution of final year students who had gone straight into working in the NHS. It was suggested that their contribution could be recognised on their award certificate.

56.4 Future Board Meetings

The Chair confirmed that the next Board meeting on 20 May would focus on the impact of the pandemic on the University in order to inform the receipt of a draft budget for 2020/21 in June.

57/20 Availability of Papers

57.1 The following papers was confirmed as confidential to the meeting:

- Paper A – University Response to COVID-19 – 15 April Update
- Paper B – Chair's Updates to the Board

58/20 Dates of Forthcoming Meetings

Board of Governors – Wednesday 20 May at 9.30am

Audit Committee – Wednesday 10 June at 2.00pm

Board of Governors – Wednesday 17 June at 9.30am



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Approved by Chair

20/05/2020

Date