

Board of Governors

Minutes of the meeting held on 19 September 2018

Present:

Sylvia Hughes (Chair)

David Baker

Sue Dutton

Rafael Garcia-Krailing

Frank Jordan

Richard Horsley

Edward Lord

Lee Machado

Mark Mulcahey

Nick Petford (from item 164)

Nick Robertson

Apologies:

Sara Goodwin, Jeff Halliwell, Gemma Lovegrove, Martin Pettifor, Nick Pitts-Tucker, John Skelton.

In attendance:

Emma Finlay (Governance Assistant), Miriam Lakin (Clerk).

From item 164:

Jane Bunce (Director of Student and Academic Services), Mark Hall (Director of Finance), Deborah Mattock (Director of HR, Marketing and International

Relations) to item 167.10, Terry Neville (Chief Operating Officer), Ann Shelton-Mayes (Executive Dean, Student Experience).

161/18 Welcome, Apologies and Quorum

161.1 The Chair welcomed Board members to the first Board meeting to be held at the Waterside Campus. Apologies were noted.

161.2 The Chair advised the Board that the meeting was not quorate as there was not a majority of independent members amongst those governors present. Decisions made at the meeting would therefore be approved by electronic means after the meeting.

162/18 Declarations of Interest

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

163/18 Succession Planning

163.1 The Chair asked all Board members to ensure that the points for discussion and the content of the discussion remained entirely confidential and amongst Board members only.

Minutes 163.2 -163.4 are in the confidential section of these minutes.

The Vice Chancellor, Chief Operating Officer, Director of Student and Academic Services, Director of Finance, Director of HR, Marketing and International Relations and Executive Dean, Student Experience joined the meeting.

164/18 Appointment of Chair and Deputy Chair

164.1 Subject to its inquoracy, the Board approved the appointment of Sylvia Hughes as Chair and Mark Mulcahey as Deputy Chair.

165/18 Minutes of the Meeting of 18 July 2018

165.1 Subject to its inquoracy, the Board approved the minutes of the meeting held on 18 July 2018 as a true record.

166/18 Action List and Matters Arising

166.1 The Board received Paper A on actions arising from previous meetings. Additional comments were received on the following:

166.2 Prevent Training (Minute 91.3)

The Clerk advised the Board that the online Prevent training had been completed by all Governors.

167/18 Report from the Vice Chancellor

167.1 The Vice Chancellor welcomed the Board to the new Waterside campus and thanked members for their support throughout the project.

167.2 He advised the Board that his presentation would cover the following areas;

- Analysis of the student application cycle
- National Student Survey (NSS) data
- Post Graduate Survey
- Policy backdrop
- General update

167.3 Analysis of the student application cycle

The Vice Chancellor advised the Board that there had been a three percent decline in student applications nationally and that the University had also experienced a decline in student numbers. He noted that applications to places

at the University were still over-subscribed by a factor of five. He advised the Board that there had been a significant drop in applications to Adult Nursing courses nationally due to the conversion of the bursary to a student loan, and that this had had an effect on applications to the University. He stated that working with NHS providers in the local area to provide apprenticeship programmes was a key action to address this.

167.4 National Student Survey Data 2018

The Vice Chancellor advised the Board that the National Student Survey (NSS) benchmark for overall student satisfaction was 84% nationally. He confirmed that the University had achieved an overall satisfaction rating of 82.9%. The Vice Chancellor presented NSS data from 2010 to 2018 and confirmed the following; Since 2014, the University's score in the question about overall satisfaction had declined to below the median. There was therefore an immediate challenge to improve this. Analysis of scores by course showed where there were particular issues. He noted the convergence of the score in this question sector-wide, and the difference that a movement of less than one percentage point could produce

- For the four questions which assessed student satisfaction with teaching on their courses, the results for 2018 were close to the median. The University's comparator institutions tended to score better in these questions
- The results in the area of academic support were currently in line with the median. This was especially important as the academic support and assessment and feedback categories were used to assess the University's performance in the Teaching Excellence Framework (TEF)

The results for assessment and feedback had consistently been in the upper quartile over the last 10 years and were currently in line with the University's comparators.

167.5 The Vice Chancellor discussed tariff entry points. He advised the Board that the University generally had lower tariff entry points than the sector median. This was part of the University's mission to transform lives and inspire change. However, there may also be a link between the demographics of the student population and their responses to surveys, and the University needed to be sure it understood how students were likely to respond, and that it could offer appropriate support to its students throughout their time at the University.

167.6 The Vice Chancellor noted that the University was a very high recruiter of students from BME backgrounds compared to the sector norm.

167.7 Members referred to analysis of specific course performance and asked whether the issues the University was experiencing were unique. The Vice Chancellor advised the Board of certain common trends in the HE sector, for example survey responses on courses in the arts tended to be more critical. The Vice Chancellor showed examples of the type of data that was available to Deans at faculty level, which showed courses which performed particularly well or poorly. Over time, these trends could be tracked in faculties to show the effects of improved practice. However, variability between NSS survey responses between different years was noted. There were a number of factors, for example a change of course leader could affect the relationship with students. The Vice Chancellor also noted that over half of the University's courses performed above the national average for student satisfaction as measured in the NSS.

167.8 Members asked whether the University had established threshold entry tariffs, particularly taking into account the level of over-subscription in some courses. The Director of Student and Academic Services advised the Board that each summer during confirmation and clearing the level of results were assessed against the number of available places and decisions taken to arrive at a suitable balance between entry tariff and student numbers. She advised the Board that the University was in a stronger position in the current year

compared to the previous year, and the level of oversubscription was reflected in the entry tariff.

167.9 Postgraduate Survey

The Vice Chancellor advised the Board of the results of the Postgraduate Research Student Experience Survey. He stated that the University was ranked fourth nationally in 2018 for the overall satisfaction of its research postgraduate students, and scored in the upper quartile for teaching, assessment and academic support. The Vice Chancellor advised the Board that postgraduate recruitment was a growth area in the operational plan.

167.10 Policy Backdrop

The Vice Chancellor reminded the Board about the current government review of post-18 education funding. Pending the outcome of this review, tuition fees had been frozen at £9,250, and so no inflationary uplift would be applied. The Vice Chancellor reported that the Office for National Statistics was reviewing the reporting of student finance and whether to include the student loan deficit in the national deficit. The Vice Chancellor highlighted the potential implications for tuition fees if student finance were to be included in the national deficit. This could lead to a decision to reduce student fees or cap student numbers. The Vice Chancellor advised the Board that the bond for Waterside was guaranteed by HM Treasury, providing some protection for the University. The Vice Chancellor also highlighted the importance of diversification and identifying new revenue streams to reduce reliance on the public purse.

167.11 There was a possibility of industrial action relating to the employers' pay offer of a 2% inflationary increase. Unions were balloting their members on strike action.

167.12 Academic Partnership

The Vice Chancellor advised the Board that the University had finalised a franchise agreement with the University of Babylon in Iraq, the first ever

franchise agreement between a British and an Iraqi university, which had received much publicity in Iraq. The Vice Chancellor referred to other potential academic partnerships in development.

167.13 Members asked about how the risks of overseas partnerships were managed and mitigated and due diligence was carried out. The Director of Student and Academic Services advised the Board that a rigorous process was followed before formal approval was requested.

167.14 Social Impact

The Vice Chancellor provided the Board with updates as follows:

The Executive Dean of Research, Impact and Enterprise was to retire during November 2018. Planning to ensure a smooth handover of his responsibilities was ongoing

The University had been invited to work with Lord Bird's Big Issue Foundation on a social value seminar in Northampton

The University's social value campaign had resulted in the creation of a short news piece with ITN Productions. This was shown at the Universities UK annual conference: <https://www.northampton.ac.uk/news/social-value-of-university-of-northampton-revealed-in-new-national-campaign/>

The Director of HR, Marketing and International Relations left the meeting.

168/18 Report from PAC Meeting 11 September 2018

168.1 The Board received and noted Paper B, the minutes of the PAC meeting held on 11 September 2018.

169/18 Waterside Campus Community Communications

169.1 The Board received and noted Paper C, a report on Waterside Campus Community Communications.

169.2 The Director of Student and Academic Services advised the Board that a community forum would help to address issues quickly, drawing on the experiences of opening the St Johns Halls of Residence. Members were supportive of the initiative.

170/18 Student Recruitment Update

170.1 The Board received and noted Paper D, a report on Student Recruitment for the September 2018 entry. In her absence, the Board thanked the Director of HR, Marketing and International Relations and her team for all their marketing and recruitment efforts. The Board also thanked all of those involved in a successful recruitment exercise.

170.2 The Director of Student and Academic Services advised the Board that there were 3,072 new undergraduate students with unconditional firm offers, an increase of 238 compared to the previous year. She advised the Board that there would be further confirmation of numbers as students arrived on campus.

170.3 The Director of Student and Academic Services advised the Board that the University had already enrolled some undergraduate and postgraduate students and this had allowed new systems to be tested. Around 3,000 undergraduate students were expected to arrive during Welcome Weekend from Friday 21 to Monday 24 September 2018. The Freshers' Fair would take place in the town centre this year in order to improve integration between the student body and the town. There had also been an expansion of the timetable for Welcome Week. This now included talks to set out expectations of students, skills development sessions, and meetings with personal tutors. The activities were designed to increase engagement and support student retention.

170.4 Members asked about face to face contact, and noted the impact of this on wellbeing. The Director of Student and Academic Services confirmed that each new student should have met both their personal academic tutor and their

subject group, so that there were both academic and peer support mechanisms in place. In addition, the other available sources of support would be made clear.

171/18 2018-19 Risk Management and Risk Appetite

171.1 The Board received and noted Paper E, a report on Risk Management in the University and the Risk Appetite for 2018-19. The Chief Operating Officer recommended to the Board the Risk Management Policy for approval. He explained the cycle for reporting risk to the Board.

171.2 The Chief Operating Officer referred to the risk appetite for IT, which was rated as low. He advised the Board the IT transformation project continued to present a higher level of risk than would have been liked. There was a natural risk arising from being an early adopter of some technology which was not yet used in any other institution. Risks had also been identified in terms of the CCTV, automatic number plate recognition and building maintenance systems. Whilst these had presented significant challenges, all had been addressed and should be operational by the start of term.

171.3 Subject to its inquoracy, the Board approved the University's Risk Management Policy, the Risk Appetite Statement and associated risk thresholds and the cycle of reporting relating to risk management matters for 2018/19.

172/18 Office for Students Assessment of Institutional Risk

172.1 The Board received and noted Paper F, a report on the Office for Students (OfS) Assessment of Institutional Risk. The Clerk advised the Board that Paper F was un-starred as a question had been received from a member of the Board prior to the Board meeting.

172.2 The Director of Finance advised the Board that the OfS' judgement was that the University was not at high risk. However, the University would require the approval of the OfS before increasing its financial commitments. The

Director of Finance stated that this was not especially onerous, as the University already required the agreement of HM Treasury for any further borrowing.

173/18 Annual Review of Bye-Laws and Scheme of Delegation

173.1 The Board received and noted Paper G, the Annual Review of Bye-Laws and Scheme of Delegation.

173.2 Subject to its inquoracy, the Board approved the revised Bye-Laws and Scheme of Delegation.

174/18 Minutes of the Senate Meeting held on 4 July 2018

174.1 The Board received and noted Paper H, the minutes of the Senate meeting held on 4 July 2018.

174.2 The Director of Student and Academic Services reported that the July meeting of the Senate concluded the year's academic business, and ensured that all of the necessary policies were in place for the next academic year. This included policies on the Prevent Duty and Safeguarding. She advised the Board that the policy changes had been through the required negotiation and processes.

174.3 The Director of Student and Academic Services referred to minute 76/18 regarding the amendment of the Academic Regulations and Student Code of Conduct 2018-19. She advised the Board that the amendment included river safety to reflect the University's new location.

174.4 The Director of Student and Academic Services also advised the Board that the Senate had received an update on the University's work on BME attainment and progression, ensuring that BME students were encouraged and supported.

175/18 Connected Together CIC

175.1 The Board received and noted Paper I, the Connected Together CIC Annual Report and Financial Statements.

175.2 The Board received a proposal that Kate Holt, the current Chief Executive of Connected Together CIC was appointed as a director of the Company. As the former Chair of the Northamptonshire Health and Wellbeing Board, the Chair of the Board noted an interest in this agenda item, and did not participate in the decision-making.

175.2 Subject to its inquoracy, the Board approved the appointment of the Chief Executive of Connected Together CIC as a director of that Company, subject to the approval of Voluntary Impact Northamptonshire as the 49% shareholder, and the receipt of consent to act, a declaration of interests and a fit and proper person test from Kate Holt.

176/18 Ratification of Signatures under Seal

176.1 The Board received Paper J and, subject to its inquoracy, ratified the signature of documents under seal as set out in the paper.

177/18 Management Accounts to July 2018

177.1 The Board received and noted Paper K, the Management Accounts for the period ending 31 July 2018. The Clerk advised the Board that Paper K was un-starred as a question had been received from a member of the Board prior to the Board meeting.

177.2 The Director of Finance gave further detail about in-year changes to the accounts. These included a £5.9m spend on Waterside which was not capitalized, and a revaluation of the pension scheme following a public announcement on downgraded life expectancy.

178/18 Any Other Business

178.1 Operational Plan

The Vice Chancellor advised the Board that there were hard copies of the Operational Plan available.

178.2 Change of Address

Subject to its inquoracy, the Board resolved that as of 1 August 2018, the University's address was:

The University of Northampton
University Drive
Northampton
NN1 5PH

178.3 Appointment of Directors Icon East Midlands and Icon Operations Ltd

The Clerk advised the Board that the Finance Director was the sole director of Icon East Midlands and Icon Operations Ltd. She proposed the appointment of the Deputy Director of Finance as a further director of both companies. Subject to its inquoracy, and the receipt of his consent to act, declaration of interests and fit and proper person test, the Board approved the appointment of Damian Pickard, the Deputy Director of Finance, as a director of Icon East Midlands and Icon Operations Ltd.

178.4 Appointment of Directors University of Northampton Enterprises Ltd

The Chair reported that she and the Chief Operating Officer had met a potential candidate for the appointment of director for the University of Northampton Enterprises Ltd (UNEL), and were pleased to recommend to the Board his appointment. A CV for Paul Minton was tabled and withdrawn at the end of the meeting as the applicant's personal data.

178.5 Subject to its inquoracy, the Board approved the appointment of Paul Minton as director of the University of Northampton Enterprises Ltd, subject to the receipt of an SIA licence, consent to act, and fit and proper person test.

178.6 Noting that internal representation at senior level on the Board of the University of Northampton Enterprises Ltd was important, and subject to its inquoracy, the Board approved the appointment of Terry Neville as a director, subject to the receipt of an SIA licence, consent to act, and fit and proper person test.

178.7 The Board thanked Becky Bradshaw, the University's Head of Safety, Security and Environment for her service as a director of the Company. They agreed that due to her role in the University it was more appropriate for her to report to the board of the UNEL. Subject to its inquoracy, the Board agreed to remove Becky Bradshaw as a director.

178.8 Independent Member of the Board of Governors

The Clerk advised the Board that Edward Lord had been appointed as an independent member of the Board effective as of the 1 August 2018. However, the University's Articles stated that an elected member of a local authority cannot be an independent member and was therefore co-opted. The Clerk apologised to the Board for this oversight. Subject to its inquoracy, the Board ratified the appointment of Edward Lord as a co-opted member of the Board.

178.9 Board Agenda for 2018-19

The Deputy Chair referred to the proposal to invite external speakers to working lunches with Board members to promote broader input and civic engagement. He encouraged members to provide feedback regarding the initiative.

179/18 Confirmation of Availability of Papers

179.1 The following papers were confirmed as confidential to the meeting:

Paper B – Project Assurance Committee Minutes of the Meeting held on 11 September 2018

Paper E – 2018-19 Risk Management and Risk Appetite

Paper F – Office for Students Assessment of Institutional Risk

Paper H – Minutes of Senate Meeting held on 4 July 2018

Paper I – Connected Together CIC

180/18 Dates of Forthcoming Meetings

- Development Committee, 2 October 2018
- Academic Assurance Working Group, 17 October 2018
- Board of Governors, 17 October 2018
- Nominations Committee, 17 October 2018
- Project Assurance Committee, 13 November 2018

Clerk's Note: Decisions taken by the Board at the meeting were ratified by a majority of the independent members on 1st October 2018.