

Board of Governors
Minutes of the Meeting held on 22 March 2017

Present:

Andrew Scarborough (Chair)

David Baker

Liam Bligh (to item 55)

Sue Dutton

Jeff Halliwell

Richard Horsley (to item 69)

Sylvia Hughes

Mark Mulcahey (to item 55)

Lee Machado

Nick Petford

Martin Pettifor (to item 69)

Nick Pitts-Tucker

Nick Robertson

John Skelton

Danjie Zhong (to item 69)

Apologies:

Sara Goodwin, Frank Jordan

In attendance:

Jane Bunce (Director of Student and Academic Services), Emma Finlay (Administrator, Clerk's Office), Bob Griggs (Waterside Project Director) for item 55, Mark Hall (Director of Finance), Wray Irwin (Head of the University Centre for Employability and Engagement) for items 50-54, Miriam Lakin (Clerk), Deborah Mattock (Director of HR, Marketing and International Relations), Terry Neville (Chief Operating Officer), Ann Shelton Mayes (Executive Dean of Student Experience)

50/17 Welcome, Apologies and Quorum

50.1 The Chair welcomed those present and confirmed quoracy.

51/17 Declarations of Interest

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

52/17 Minutes of Previous Meetings

52.1 The Board approved the minutes of the meeting held on 22 February 2017 as a true record.

53/17 Matters Arising

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

53.2 Court

Court members had been invited to visit the 'Waterside Street' installation on the afternoon of 26 April.

53.3 SOCIETAL Community Interest Company (CIC)

Northamptonshire County Council had agreed the creation of the new CIC. The University was considering which two representatives it should appoint to the CIC Board.

53.4 Response to Annual Provider Review Preliminary Assessment

This has been returned to HEFCE in accordance with the deadline set.

54/17 Ashoka Update and Changemaker Challenges

54.1 The Board received an update from its Deputy Chair about the recent Ashoka Exchange in Miami, including details about two projects which had been particularly impressive.

54.2 It was reported that the University's *Social Impact Report 2015-2016* had recently been distributed to all Board members. Members commended the report and recommended that it was distributed widely.

54.3 It was noted that Glasgow Caledonian University had joined the Ashoka network, but that this had no particular implications for the University.

54.4 The Board received and discussed Paper B, an update on progress on the Changemaker Challenges. The report focused particularly on education, heritage and culture and the National Collaborative Outreach Programme (NCOP). It was noted that funding for NCOP replaced HEFCE student opportunity funding, and would be used to address educational under-attainment in Northamptonshire.

54.5 Members asked if more could be done to publicise the impressive work the University was doing to address the Changemaker Challenges.

54.6 It was suggested that establishing clear KPIs for each activity under the Changemaker banner would make reporting against the original objectives easier. It was reported that, as work progressed, it was becoming easier to identify valid KPIs.

54.7 It was noted that social impact work provided considerable opportunities for the University's research, and members asked if the link could be made more clearly. It was reported that a workshop had been organised with the Research Institutes to explore what the Changemaker Challenges meant for them.

54.8 It was noted that membership of the Ashoka network potentially provided further opportunities for educational partnerships, especially as the network expanded in Asia.

54.9 Whilst it was noted that the Ashoka brand was not a particularly strong attraction for student applicants, it was recognised that the underpinning values as expressed through the Changemaker Challenges could be, and had the potential to be a clear point of differentiation. These themes were used as a basis for marketing case studies and as a talking point for open days. Members asked about the extent to which the Changemaker Challenges were, or should be, incorporated into the academic curriculum. It was reported that work to embed the Challenges into the curriculum had already begun. It was further noted that co-curricular and extra-curricular engagement with the Challenges was a matter of individual student choice.

54.10 The Board noted that the report provided substantial assurance about the amount of progress made on the Challenges over the past few months, and thanked the Head of the University Centre for Employability and Engagement and all concerned for their work.

55/17 Sports Development on the Waterside Campus

55.1 The Board received Paper K. This comprised a proposal to create accommodation for sports and Sports Science teaching at the Waterside Campus, and an analysis of the affordability of this course of action.

Items 55.2 to 55.6 are in the confidential section of these minutes.

55.7 Following its discussion, and taking into account information about the potential financial impact, the Board approved the proposal for sports facilities at Waterside as set out in Paper K.

55.8 It was noted that it would be valuable to be able to share with staff, students and applicants the plans for the development of sports facilities at Waterside as soon as possible.

56/17 Equality and Inclusion Policy and Practice

56.1 The Board received Paper C, an updated Equality and Inclusion Policy and Practice. It was reported that this update had been made to combine previously separate policies for staff and students.

56.2 The Board approved the Equality and Inclusion Policy and Practice as set out in Paper C.

57/17 Preparation of Gender Pay Gap Report

57.1 The Board received and noted Paper D which set out the approach the University would take to reporting on Equal Pay and the Gender Pay Gap. It was reported that whilst an equal pay report was already produced, reporting on the gender pay gap was a new requirement. It was confirmed that submission of a report was not required, but that the information would need to be placed on the University's website. In addition to the next steps set out in the paper, a working group had been established with representation from the University and College Union to consider gender pay gap reporting and its implications for the University.

58/17 Operating Plan Interim Review 2016-17

58.1 The Board received and discussed Paper E, an interim review of the University's progress towards its operating plan targets.

58.2 The Board noted that the target for student withdrawals from Level 4 had not been met, and discussed the reasons for this and the measures that had been taken to address it. These included investing in more personalised learner

support and analytics. The effect of the removal of the student number cap on recruitment practices in the sector and applicant choice was noted.

58.3 It was reported that whilst the target for undergraduate programmes with placements or work-based learning had not been met, there was much improvement and rapid growth in this area. The importance of placements and work-based learning as an attraction to applicants was noted.

58.4 The Board discussed the target for courses offering professional and/or employer body recognition. It was reported that a plan had been put in place so that all programme teams were required to plan for professional accreditation or make a case as to why this was not valid, and therefore this metric should start to improve.

58.5 The Board discussed staff turnover. It was noted that a level of turnover was healthy as it allowed the organisation to refresh. Members expressed concern about turnover amongst subject and course leaders. It was reported that whilst a level of turnover was expected, course redesign to ensure readiness for delivery at Waterside was well on track.

58.6 The Board noted that whilst there were issues for the University which were reflected in the interim results, they took assurance from the paper and the clear evidence that appropriate actions were being taken, and thanked the Executive for the paper and the greater detail provided in the discussion.

59/17 Risk Register

59.1 The Board received Paper F, the updated register of the University's overall risks. It was reported that the risk register had been discussed at the Audit Committee the previous week, and it had been decided that after mitigation, the risk of not recruiting sufficient students in summer 2017 remained red. The Board agreed this approach.

59.2 It was reported that a Governors' Risk Workshop had been held on 16 March to consider academic partnerships. As a result of this, a risk register addressing academic partnership risk and mitigation had been requested for the next Audit Committee so that a full discussion could be held.

59.3 It was noted that as a result of discussion at the Board Away Day, and comments from the Audit Committee, further work was necessary to ensure that systemic risks were flagged and captured appropriately.

60/17 Management Accounts

60.1 The Board received and noted Paper G, the management accounts at 28 February 2017, and noted movements since the previous period.

60.2 It was reported that debt relating to international academic partnerships had been flagged as an issue the previous year, but that an initiative to address this had worked well and led to a reduction in the current year.

60.3 It was reported that the Faculty of Business and Law was under achieving against its budget. This was due to expected income in the original budget for a partnership arrangement which had since ceased. The Faculty was addressing this.

60.4 It was reported that where funding allocated for student bursaries remained unspent, this was redirected towards other activities in support of student retention and success, for example increasing the support available from the Financial Guidance team.

61/17 Student Applications

61.1 The Board received and noted Paper H, a report on UCAS and international applications and applicant decisions as of 13 March 2017. It was reported that since the report had been circulated, there had been a favourable movement, leaving the current predicted shortfall in student numbers at 350. The unpredictability of the current market and applicant behaviour was noted.

62/17 Report from Vice Chancellor and Chief Operating Officer

62.1 The Board received and noted Paper I, a report from the Vice Chancellor and Chief Operating Officer. In particular the Board noted continuing debate in Parliament on the HE Bill. Members asked if the University would consider offering more two-year degree courses in response to the Bill. It was reported that work had been done to assess the viability of, and market for, two-year courses. Whilst it was possible to offer such courses, the gap in the market to do so was small. The Board noted the opening of the Competency Testing Centre (CTC) for nurses and other health professionals. The CTC was located in the Innovation Centre in central Northampton, and Board members were encouraged to visit.

63/17 Report from the Project Assurance Committee

63.1 The Board received and noted Paper J, the minutes of the Project Assurance Committee meeting held on 14 March 2017.

Items 63.2 – 63.4 are in the confidential section of these minutes.

64/17 Update on Academic Assurance and Annual Provider Review

64.1 The Board received and noted Paper L, an update on how the Board would deliver the additional assurance on academic quality and standards which was required by the annual accountability return to HEFCE. A working group on Academic Assurance had been set up, and would consider a range of reports on academic quality and standards.

65/17 Dates of Meetings 2017-18

65.1 The Board received and noted Paper M, the dates of Board and committee meetings for 2017-18. It was noted that PAC would be bi-monthly from

September 2017, and that the November date for the Audit Committee would change to the following week.

66/17 Ratification of Signatures under Seal

66.1 The Board ratified the signature of a document under seal as set out in Paper N.

67/17 Any Other Business

67.1 Unity Leisure

It was reported that the University was a member of Unity Leisure Ltd, a private company limited by guarantee which was established in 2011. The company held charitable status, operating under the name 'Northampton Leisure Trust' to run a number of local leisure facilities. As a member, the University's financial liability was limited to £10.

67.2 As a member, the University had received a request to sign a written resolution to confirm the appointment of the Executive Dean of Research, Impact and Enterprise, and two other individuals, as directors. This was duly signed by the Vice Chancellor in his capacity as a governor and on behalf of the Board.

67.3 Unity Leisure Ltd. had been added to the records of University-related companies held by the Finance Office and Clerk's Office to ensure that the Board received the necessary oversight.

67.4 External Audit Tender Exercise

In addition to the Chair of the Audit Committee, two or three further governors were sought to participate in a tender exercise for an external audit service. Governors were asked to make their availability on 24, 25 and 26 April known to the Clerk.

68/17 Confirmation of Availability of Papers

The following papers were confirmed as confidential to the meeting:

Confidential section of the minutes of the meeting held on 22 February 2017

Paper E – Operating Plan Interim Review 2016-17

Paper F – Risk Register

Paper H – Student Applications

Paper J– Project Assurance Committee Minutes 14 March 2017

Paper K – Sports Development at Waterside

69/17 Date of Next Meeting

Wednesday 19 April at 10.30am in the Senate Board Room, Senate Building.

Followed by lunch at the Sunley Conference Centre.

The Chief Operating Officer, Executive Dean of Student Experience, Director of HR and Marketing, and Director of Finance left the meeting.

70/17 Appointment of Chancellor

70.1 The Board received and discussed Paper O, which proposed the appointment of the Reverend Richard Coles as Chancellor of the University from such time as a public announcement could be made until 31/07/2020.

70.2 Noting the strong synergy between the candidate and the University, the Board agreed and welcomed his appointment.

70.3 The Board authorised the Chair and Clerk to approach the candidate to make a formal offer.

Action: Chair/Clerk