

## **Board of Governors**

### **Minutes of the Meeting held on 14 December 2016**

#### **Present:**

Andrew Scarborough (Chair)

Liam Bligh

Sue Dutton

Jeff Halliwell

Sylvia Hughes

Richard Horsley

Frank Jordan

Lee Machado

Mark Mulcahey

Nick Petford

Nick Pitts-Tucker

Nick Robertson

John Skelton

Danjie Zhong

#### **Apologies:**

David Baker, Sara Goodwin, Martin Pettifor

#### **In attendance:**

Nick Allen (Executive Officer), Jane Bunce (Director of Student and Academic Services) from item 202, Mark Cusiter (Deputy Dean of the Faculty of Business and Law) for item 200, Bob Griggs (Waterside Project Director) to item 208, Mark Hall (Director of Finance), Miriam Lakin (Clerk), Terry Neville (Chief Operating

Officer), David Prynn (Assistant Clerk), Ann Shelton Mayes (Executive Dean Student Experience), Mairi Watson (Dean of the Faculty of Business and Law) for item 200.

### **196/16 Welcome, Apologies and Quorum**

196.1 The Chair welcomed those present and confirmed quoracy.

### **197/16 Declarations of Interest**

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

### **198/16 Minutes of the Meeting held on 23 November 2016**

198.1 The Board approved the minutes of the meeting held on 23 November 2016 as a true record.

### **199/16 Matters Arising**

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

#### **199.2 Amendments to Court**

It was reported that work to refocus Court activity was ongoing. A Court event was planned for early in 2017.

#### **199.3 Update on UTCs**

It was reported that the Daventry University Technical College (DUTC) would close in July 2017. Members asked about the potential for reputational and financial impact upon the University. It was explained that there had been little adverse media coverage to date, and that the connection with the University had not been commented upon in the media. Negotiations about the management of the closure were taking place between the DUTC, the Department for Education and the Education Funding Agency. Members were informed that the

Silverstone University Technical College continued to be successful, and that there was a possibility to transfer some DUTC pupils there.

## **200/16 Faculty of Business and Law**

200.1 The Board received a presentation from the Dean of the Faculty of Business and Law. This included an analysis of the strengths, weaknesses, opportunities and threats to the Faculty, and its performance against key performance indicators.

200.2 Members asked for further information on the Faculty's enterprise activity. It was reported that the Faculty had generated £216k of enterprise income in the previous year, largely working with external partners to deliver accredited and non-accredited programmes and Knowledge Transfer Partnerships. The Faculty worked closely with the University's Research and Enterprise Team, and had also been successful in providing support to small and growing businesses across the county.

200.3 The Dean reported on the approach to leadership taken in the Faculty. This included engaging with staff, ensuring visibility of the senior leadership and participating in interview panels for new staff. Recognising the importance of staff engagement, the Board congratulated the Faculty's leadership on the approach that had been taken.

200.4 Members asked how Changemaker values were understood by staff and communicated to students. The Dean replied that she was confident that the vast majority of staff and students were able to articulate Changemaker values. Specific work in the Faculty had helped to support this, for example offering fee bursaries to research students working on Northamptonshire-based projects had been popular and had generated interest.

200.5 The Board welcomed the news that the Faculty continued to provide pro-bono legal clinics. Members asked how the Faculty was responding to a shortage of graduate jobs in law. It was noted that the Faculty shared concern with

regards to graduate employment in law, and was working to maintain and grow law degree provision, and to plan its response to a forthcoming national review of law degrees.

200.6 It was reported that the Project Assurance Committee had recently received a report on the conversion of academic modules to ensure that they were ready for Waterside, and that the Faculty of Business and Law appeared to be behind some other faculties in this area. It was explained that the Faculty's leadership continued to work closely with subject leaders to make progress on this, and that a good result was expected for the next report which was due on 21 February 2017.

### **201/16 Risk Register**

201.1 The Executive Officer introduced the register of the University's fundamental risks (Paper B). He explained that that Waterside-related risks had been updated since the Risk Register had been presented to the Audit Committee in November.

Item 201.2 is in the confidential section of these minutes.

201.3 The Board received and noted the risk register.

### **202/16 Progress on TEF Submission and TEF Assessment Process**

202.1 The Board received Paper C, the metrics which would be used to assess the University as part of the Teaching Excellence Framework (TEF) process. It was explained that there would be a written submission in addition to the metrics.

202.2 The Executive Dean, Student Experience explained how TEF ratings would be calculated using the metrics. She stated that overall ratings of gold, silver or bronze were possible. A gold or silver rating would allow an institution to increase fees in line with inflation. A bronze rating would allow an uplift by half

of inflation. It was reported that the measure of inflation used was the retail price index excluding mortgage interest (RPIX), which was 2.8% for the coming year.

202.3 It was reported that arriving at the final TEF rating was a three-stage process. An initial rating would be based on a comparison of each institution's metrics against a sector benchmark. Positive or negative flags were received where an institution was above or below the sector benchmark. Institutions with three or more positive flags and no negative flags would be rated as gold. Institutions with two or more negative flags would be rated as bronze. Institutions falling between this would be rated as silver. The University had received one negative flag with regards to graduate employability.

202.4 Members asked how the sector benchmarks were calculated. It was explained that they were based on a weighted average and the difference compared, and that therefore there would be no negative impact on institutions with, for example, higher numbers of students from disadvantaged backgrounds.

202.5 The Executive Dean, Student Experience went on to explain that the next part of the initial assessment of the metrics was to look at the comparative metrics in relation to particular groups of students, and again to assess the number of positive and negative flags received in relation to these 'split' metrics. It was noted that in this section, the University had not received any further negative flags.

202.6 The second stage would be an assessment of a written submission from each institution. This would be no more than 15 pages and should account for strengths where an institution was performing above the sector, and make a case for mitigation where negative flags had been received. The guidance was very clear that only evidence of impact during the three-year scope of the TEF could be used, and therefore narrative about plans beyond this would not be admissible. It would be very important for the University to make a good case to

mitigate the negative flag on graduate employability. A steering group had been formed, and was working closely with the Students' Union to ensure a collective staff-student TEF submission.

202.7 The final stage of arriving at the overall TEF assessment would be a judgement of best fit against three grade descriptors.

202.8 In response to a question on the inclusion of part time students it was explained that where 'R' appeared in the tables in Paper C, this meant that not enough data was available to make a judgement. It had been confirmed that where data was not available, this would not have a negative impact on institutions. It was also confirmed that transnational education was outside the scope, and that therefore data about students taught under 'Education with Others' arrangements would not be included.

202.9 Members asked about the action being taken to ensure a good outcome in the next National Student Survey (NSS), as this was a key factor which would influence the TEF outcome. It was reported that an NSS recovery action group had been set up. Action planning on communications, teaching and assessment across the University had begun.

202.10 In response to a question on the timescale, it was explained that the TEF rating received would be held for three years, allowing time to recover the issues where negative flags had been received. Further negative flags received after three years would be likely negatively to affect the next TEF outcome.

202.11 The likely impact of the TEF on the University was noted. The Board thanked the Executive Dean, Student Experience for her clear update and her continuing work.

### **203/16 Annual Review of Financial Regulations**

203.1 The Board received the updates to the Financial Regulations (Paper D).

203.2 It was noted that an update would be made to section 3.7.3 Members were asked to send any further updates and corrections to the Clerk for collation.

203.3 The Board welcomed the change at section 11.4 which would allow the University to seek best value rather than the lowest cost.

203.4 The Board approved the updates to the Financial Regulations as set out in the paper, subject to any corrections received by the Clerk.

### **204/16 Students' Union Constitution Change**

204.1 The Board received the proposed changes to the Students' Union constitution (Paper E). It was explained that these would allow quicker decision making.

204.2 Two corrections to the paper were reported:

- Section 93.1: Two thirds of trustees rather than 50%
- Section 98: 48 hours rather than 24

204.3 It was noted that the ability to make decisions more quickly would apply only to approvals for work to the Engine Shed building at Waterside.

204.4 The Board approved the change to the Students' Union Constitution as set out in the paper and as reported to the Board.

### **205/16 Management Accounts**

205.1 The Board received and noted the Management Accounts at 31 November 2016 (Paper Q).

205.2 It was reported that billing of student fees was not yet complete, and that therefore a clearer picture would be available next month. However, overall income was in line with budget.

205.3 It was noted that centralisation of financial services and the new finance systems were working well.

205.4 Members asked if it was likely that the University would remain ahead of budget. It was reported that additional funding had been invested in supporting the student experience, and the refurbishment of the Innovation Centre at Green Street and that these items had not originally been budgeted. These would be funded from additional surpluses generated in 15/16. These items aside, the University was expected to meet its budget forecasts for the year.

### **206/16 Revised Annual Report and Consolidated Financial Statements**

Items 206.1 to 206.5 are in the confidential section of these minutes.

### **207/16 Student Applications**

207.1 The Board received and noted an update on Student Applications (Paper F). They were informed that there had been a national decrease in applications to UCAS of around 24,000, in addition to a demographic dip. However, it was reported that attendance at the University's Open Days remained consistent with the previous year, and that analytics had shown increased engagement with applicants through social media.

207.2 It was explained that applicants were increasingly waiting to make their application until later in the recruitment cycle. However, by January, the total number of UCAS applications to the University would be known, and the Board would receive an update.

Items 207.3 – 207.6 are in the confidential section of these minutes.

207.7 It was noted that the continued development of other income streams was important to mitigate fluctuations in student numbers.



207.8 The Board agreed that the student recruitment situation would be monitored closely in the early months of January and February to ensure that an appropriate response was planned.

### **208/16 Waterside Update**

208.1 The Board received an oral update on the meeting of the Project Assurance Committee held on 6 December 2016 and an update on the progress of the Waterside project (Paper G2).

Items 208.2 – 208.4 are in the confidential section of these minutes.

208.5 The Board thanked the Waterside Project Director and the project team for the site visit that had taken place earlier that day.

### **209/16 Report from the Vice Chancellor and Chief Operating Officer**

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

209.2 In response to a question, the Vice Chancellor confirmed that the University strongly supported Universities UK's position on the removal of international students from the UK's net migration targets, and had lobbied local MPs on this issue as well as supporting national lobbying.

### **210/16 Agenda for Board Away Day**

210.1 The Board received and noted the away day agenda (Paper I).

210.2 It was agreed that the agenda timings would be adjusted to give further time on risk, and to reduce time on pensions. There was also a request to include enterprise activity.

**Action: Clerk**

### **211/16 Senate Minutes**

211.1 The Board received and noted the minutes of the Senate meeting held on 20 October 2016 (Paper J).

### **212/16 Audit Committee Minutes**

212.1 The Board received and noted the minutes of the Audit Committee meeting held on 9 November 2016 (Paper K).

212.2 All governors were encouraged to attend the Risk Workshop to be held on 16 March 2017. The topic of the workshop would be the provision of Education with Others.

### **213/16 Nominations Committee Minutes**

213.1 The Board received and noted the minutes of the Nominations Committee meeting held on 19 October 2016 (Paper L).

### **214/16 Independent Members Appointment Committee Minutes**

214.1 The Board received and noted the minutes of the IMAC Committee meeting held on 23 November 2016 (Paper M).

### **215/16 Ratification of Signatures under Seal**

215.1 The Board approved the signature of documents under seal as set out in Paper N.

### **216/16 Clerk's Probation**

216.1 The Board received Paper O, and approved the permanent appointment of Miriam Lakin as Clerk to the Board of Governors as of 1<sup>st</sup> January 2017.

### **217/16 Appointment of Company Directors**

217.1 The Board received and noted the recommendation to appoint company directors (Paper P).

217.2 The Board agreed to appoint Terry Neville as a Director of Land Based Learning with immediate effect.

217.3 The Board agreed to appoint Steve O'Brien as a Director of Connected Together CIC with immediate effect.

### **218/16 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 23 November 2016

Paper B – University Risk Register

Paper F – Student Applications Update

Paper G2 - Waterside Update

Paper K – Audit Committee Minutes

Paper L – Nominations Minutes

Paper O – Clerk's Probation

### **219/16 Date of Next Meeting**

Board of Governors Away Day at 12 and 13 January 2017 at the Marriot Hotel, Eagle Drive, Northampton, NN4 7HW. Arrivals 12:30 for a 13:00 start

Board of Governors Meeting on Wednesday 25 January at 10.30 in the Senate Board Room, Senate Building. Followed by lunch at the Sunley Conference Centre.