

**Board of Governors**  
**Minutes of the Meeting held on 17 July 2017**

**Present:**

Andrew Scarborough (Chair)

Rafael Garcia-Krailing

Sara Goodwin

Jeff Halliwell

Richard Horsley

Sylvia Hughes

Frank Jordan

Lee Machado

Nick Petford

**Apologies:**

David Baker, Sue Dutton, Mark Mulcahey, Martin Pettifor, Nick Pitts-Tucker,  
Nick Robertson, John Skelton, Danjie Zhong

**In attendance:**

Emma Finlay (Administrator, Clerk's Office), Miriam Lakin (Clerk), Nick Allen  
(Executive Officer), Jane Bunce (Director of Student and Academic Services),  
Deborah Mattock (Director of HR, Marketing and International Relations), Terry  
Neville (Chief Operating Officer), Rob Palfreman (Head of IT) for item 144, Ann  
Shelton-Mayes (Executive Dean Student Experience)

**124/17 Welcome, Apologies and Quorum**

124.1 The Chair welcomed those present and noted apologies. It was confirmed 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.

### **125/17 Declarations of Interest**

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

### **126/17 Minutes of Previous Meeting**

126.1 The Board approved the minutes of the meeting held on 21 June 2017 as a true record.

### **127/17 Matters Arising**

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

#### **127.2 Project Assurance Committee (Minute 17/118)**

As the minutes of the previous meeting of the Project Assurance Committee (PAC) were not yet ready, the Chief Operating Officer provided an update on the meeting.

127.3 Fire strategy and fire risk had been the major item on the agenda for the meeting. Independent fire consultants had been engaged, and a comprehensive report had been prepared and submitted to PAC for discussion. The relevant consultants, contractors and architects were in attendance at the meeting. Of the recommendations arising from the report, the majority related to the protection of assets and were enhancements rather than required protections. The recommendations were being considered carefully. A full minute of the Project Assurance Committee meeting would be available at the

Board meeting in September. PAC would be updated on progress in addressing the recommendations from the report.

#### **127.4 Budget Scenarios (Minute 115.4)**

This was included in the HEFCE Financial Forecast (Paper I).

#### **127.5 Governor Attendance at Clearing (Minute 117.2)**

Members asked about governor presence at clearing. The Director of HR, Marketing and International Relations advised governors that mid-morning on 17 August would be the best time to attend. Clearing would take place in the Grendon building.

### **128/17 Transport Hubs**

128.1 The Board received Paper B, a report on plans and progress towards the creation of transport hubs and park and ride facilities to service the Waterside campus. The Chief Operating Officer advised the Board that transport hubs had also discussed been at PAC and had been identified as a risk due to the time frame for delivery. The University needed to ensure that there were suitable arrangements in place by the opening of the Waterside campus in September 2018. The paper outlined a number of possible options to the west, east and north of the town.

128.2 It was reported that whilst the optimum configuration for the University was one site to the east of the town and one site to the west, the proposed site to the east was unlikely to be ready by September 2018. However, there were adequate parking spaces at two sites to the west to provide sufficient capacity by September 2018.

128.3 In terms of the financial resources, it was proposed that:

- a. As set out in the paper, a contingency of £150k revenue was set aside for the provision of a park and ride bus service from 2018 onwards should this be required

Minute 128.3b is in the confidential section of these minutes.

128.4 Members asked if the £150k revenue would be payable annually. The Chief Operating Officer stated that due to the need to provide buses and market the service, the park and ride service would require initial funding to cover its costs. Once used effectively, the service would be expected to cover its costs. He also noted that should the service be used by other partners, as was planned, it would be possible for them to subsidise it in different ways. The University had already advertised the cost of a single journey to potential applicants as £1, due to the need to make this information clear in advance.

128.5 Members asked about the possibility of a further transport hub to the south of the town. The Chief Operating Officer stated that this was not under consideration at present, and that demand from the south should be covered by the other sites.

128.6 Members asked about the staff travel information which was referenced in the paper (item 4.7). The Chief Operating Officer confirmed that all interested partners had shared staff and client travel information for a database managed by Societal Travel CIC. It was confirmed that the holding and processing of this data was compliant with the Data Protection Act.

128.7 Members asked about the governance of Societal Travel CIC (item 5.1). It was confirmed that the directors were drawn from the University and Northamptonshire County Council, but that the Chair of the Board was independent of either organisation.

128.8 Members asked if the recommended £500k for the purchase of a site to the west would include services such as charging points for electric cars or online shopping pick up. The Chief Operating Officer stated that such services were not covered by the initial purchase proposal, although it would be possible to explore options such as applying for a grant to install a charging point.

128.9 The Board approved the recommendations as set out in Paper B, and the addition of £500k to the budget for Waterside for the purchase of a car park site to the west.

### **129/17 Staff Survey**

129.1 The Board received Paper C, the results of the Staff Survey 2017. The Director of HR advised the Board that the paper outlined the actions the University would take as a result of the survey. Members noted that overall most results were very positive.

129.2 Reviewing those results which had declined since the 2015 survey, members noted that results varied significantly, and asked how far comparisons could be made between the 2015 and 2017 results. The Director of HR advised the Board that the change from six Schools to four Faculties made it difficult to compare results across the two surveys.

129.3 The Director of HR confirmed that some of the results were disappointing, for example the response to the statement that 'The University provides a safe and healthy working environment for its staff'. There had been substantial focus in this area, and the comments accompanying the survey gave no insight as to why the result had declined. The result may indicate that staff were feeling challenged during a period of transition.

129.4 Members noted that the response rate was just less than half of all employees (46%), therefore the University needed to be careful when drawing conclusions. Members asked if there was a benchmark for the sector. It was confirmed that there was no benchmark.

129.5 The Board noted the importance of ensuring that actions were taken as a result of the survey, and that communication to and with staff continued in order to ensure that the reasons for changes at the University were understood. It was noted that as more questions were answered regarding the move to Waterside, confidence would increase and uncertainty would reduce.

129.6 In terms of the key behaviours that members of staff reported themselves as displaying regularly, it was noted that the response for 'focusing on research' was lower than the others. Members asked about the potential impact of this on the University's income, and how more priority could be given to research. It was noted that both academic and professional services staff responded to the survey, and therefore this result would be expected to be lower. However, it would be expected to improve in future surveys. This was the first year that key behaviours had been included in the survey.

129.7 The Chair commented that the need for change was clearly recognised by the University and that a focussed response to this need had been made. The key message from the staff survey results was that staff understood the strategy and recognised the improvements it would bring, but that some were finding the transition challenging.

### **130/17 Longitudinal Educational Outcomes (LEO) Data**

130.1 The Board received and noted Paper D on the educational outcomes of the University's graduates five, three and one year after graduation. The data provided figures on annual earnings and whether graduates were in sustained employment or further study. The Vice Chancellor advised the Board that the Government was working with the Treasury and the data was based on PAYE returns.

130.2 The Vice Chancellor advised the Board that the threshold of graduate earnings (£20,800) was significant. Graduates earning below the threshold were not required to begin student loan repayments. There was a potential risk that the data could be used by government to compare universities. It was also reported that there may be potential for LEO data to be included in the Teaching Excellence Framework (TEF) in future years.

130.3 The Vice Chancellor highlighted page 6 of Paper D. The University was in the upper quartile for graduates in work after five years of study. However, the results were less favourable in particular subject areas, and for overall graduate earnings.

130.4 Members asked if there was a correlation between course satisfaction and employability. The Executive Dean of Student Experience stated that the analysis was not straightforward and further work needed to be completed in this area. The University had previously considered the link between graduate employability and the NSS survey outcomes. It was noted that some universities had argued strongly for a balance between the assessment of graduate earnings and of the ability of the sector to produce high quality employees in a range of fields. It was noted that graduates nationally enter a range of different careers, not all of which have high financial rewards. Therefore universities such as Northampton, with large numbers of students in subjects such as nursing and teaching would perform less well in a comparison of graduate earnings.

130.5 In addition, some societal factors were noted, such as women taking time out of careers to raise children, which affected their long term earnings, and the correlation between wage data and geographical location, as salaries were lower in some parts of the country.

### **131/17 Teaching Excellence Framework**

131.1 Further to the announcement at the previous meeting that the University had received a gold award in the Teaching Excellence Framework (TEF), the Board received and noted Paper E which set out the findings of the TEF panel. The Board congratulated the Executive Dean of Student Experience and her team for the result.

131.2 The Vice Chancellor noted that the panel's findings recognised, amongst other factors, the University's sector-leading social enterprise, which had been a focus of its work for the last five years.

131.3 The importance of marketing social enterprise effectively to potential applicants was noted. Whilst it may not be a strong attraction in itself, it could become attractive when linked to employability data.

131.4 Members asked about the relationship of the TEF award to courses run in partner institutions, and whether there was any potential for reputational damage if partners received lower TEF ratings. The Executive Dean of Student Experience stated that courses taught and assessed in other institutions did not count towards the University's TEF result, and that potential applicants would be unlikely to make a connection.

131.5 Members asked how the TEF results would be used by the compilers of league tables. It was reported that as TEF offers an alternative view, some league tables may choose not to incorporate TEF results, arguing that they were already covering the information contained in the TEF.

### **132/17 Ashoka Renewal**

132.1 The Board received and noted Paper F, a report from the Ashoka team which had visited the University to review and renew the Ashoka Changemaker Campus accreditation. The Vice Chancellor highlighted the three areas of strength outlined in the report. The Board thanked all of those involved in making the renewal visit a success.

132.2 Members stated that this was a great achievement reflecting the University's outstanding work in social enterprise. The Ashoka team's view of the University as 'well-positioned to be a thought leader or convener of peers in the network' was particularly positive.

132.3 Members asked if Changemaker Campus status was being sought by other UK universities. The Vice Chancellor stated that there had been some interest from other universities, however Ashoka were likely to admit only one university per territory.



132.4 It was noted that the visibility of Ashoka and the Changemaker campus was not as high as the University would wish, except amongst interested groups, although it provided a valuable framework for the University's work. Members asked if the Ashoka movement was taking action to become more widely known. The Vice Chancellor informed the Board that the Changemaker Campus initiative was relatively recent, and was better known in North America. It had plans to expand, particularly into Asia. Members noted the benefit for the University if the profile of Ashoka grew.

### **133/17 Risk Register**

133.1 The Board received Paper G, the University's Risk Register. The Executive Officer reported that risks categorised as red were included in the risk register for the Board. It was reported that the Audit Committee had seen the full register and were satisfied that the right risks were being considered and that there were appropriate mitigation plans in place.

### **134/17 Report from the Vice Chancellor and Chief Operating Officer**

134.1 The Board received Paper H, a report from the Vice Chancellor and Chief Operating Officer. In particular, the Vice Chancellor noted that the reported increase in student loan debt linked to the earlier report on Longitudinal Outcomes Data (LEO) through the government's interest in managing public debt. It was reported that Nicola Dandridge, the new Chief Executive of the Office for Students had been invited to visit. It was agreed that she would be invited to speak to the Board at its next away day.

**Action: Clerk**

### **135/17 HEFCE Financial Forecast**

135.1 The Board received Paper I, the financial forecast to 2019/20 for submission to HEFCE. The Chief Operating Officer confirmed that a similar forecast was prepared for the Treasury and adjusted on a monthly basis.

135.2 The key issue for the forecast was student recruitment. The current budget was for a shortfall in student numbers of 330 for 2017 entry. The national decline in applicants was noted. It was noted that Appendix C contained an analysis of the impact of a shortfall of 500 which did not recover in subsequent years. The current forecast outcome for 2016/17 was better than budget, providing some mitigation against a shortfall.

135.3 Members asked about the balance between income from students and from other sources. It was noted that the forecast was prudent, but that additional income from further sources would be a bonus.

135.4 It was agreed that there would be further consideration of student numbers for 2017/18 at the Board meeting in October 2017. This would be alongside discussion of the University's strategy and of the implications of student numbers for the budget.

135.5 Members asked whether the current resources, both human and financial, were sufficient to support the University in achieving a satisfactory student recruitment result, given the strategic importance of this. It was confirmed that the resource was sufficient. The Chief Operating Officer added that additional funding had been allocated to support the process.

135.6 The Director of HR, Marketing and International Relations drew the attention of Board members to information in the paper about the reasons applicants declined the University's offer of a place, and the University's current marketing campaign. As the most common reason for declining an offer was a preference for another town, the importance of the new campus in improving student recruitment was noted.

135.7 It was noted that the University had put in place a number of measures to maximise student recruitment, including the new campus, and the recent Gold in TEF would be a further attraction to applicants. There would be further

discussion of the strategy, student numbers and the budget during autumn 2017.

### **136/17 Management Accounts**

136.1 The Board received and noted Paper G, the management accounts to 30<sup>th</sup> June 2017. The Chief Operating Officer confirmed that there were few changes since the last iteration. A surplus of £8.5m was predicted by year end.

### **137/17 Student Recruitment**

137.1 The Board received and noted Paper K, the latest student application statistics and a report on marketing activity. The Director of HR, Marketing and International Relations reiterated the importance of the rate of conversion of applications. The University needed to recruit around 840 students through clearing.

### **138/17 Policies**

138.1 The Board received Paper L which set out revised or new policies for;

- Grievance
- Code of Conduct
- Illegal Working
- General Data Protection Regulation

The Director of HR confirmed that the policy changes had been through all of the required negotiation and processes.

138.2 In respect of the Grievance Policy, members asked whether a definition of 'Grievance Manager' should be included to make the policy clearer.

138.3 The Board approved the policies as set out in Paper L.

### **139/17 Land Based Learning**

139.1 The Board received Paper M, a proposal to write off the University's investment in Land Based Learning.

139.2 Members supported the proposal but asked for assurance that the directors appointed by the University had legal cover should the company become insolvent.

139.3 The Board approved the recommendations in Paper M.

### **140/17 Board Skills Audit and Training and Development Needs**

140.1 The Board received Paper N, a summary of the results of a recent audit of the Board's skills. The Clerk reported that the Nominations Committee had reviewed the results of the audit and had not identified any particular issues. The Board noted the importance of external committee members to augment the skills of Board members.

140.2 Prevent training had been raised by the internal auditors. It was good practice for all Board members to be aware of Prevent. Members who wished to undertake the University's staff training about Prevent should contact the Clerk's Office.

140.3 It was agreed that training and development needs would be a standing item for every Board member for annual review with the Chair of the Board.

### **141/17 Effectiveness Review**

141.1 The Board received and approved Paper O, a proposal to carry out an external Board effectiveness review over 2017/18. Members asked about sector best practice and how the scope of such reviews was decided. It was noted that the Higher Education Code of Governance was the usual starting point for a review.

### **142/17 Board Work Plan 2017/18**

142.1 The Board received and approved Paper P, a draft plan of work for the Board over 2017/18.

### **143/17 Strategy Refresh**

143.1 The Board received and approved Paper Q, a proposal to review and refresh the University's strategy by October 2017.

### **144/17 IT for Waterside Budget**

144.1 The Board received and discussed Paper R, which gave an update on the costs of the IT for Waterside work stream. It was reported that the original budget had not been met, and the paper set out the reasons for the increased costs. The paper therefore proposed an increase of £1.8m, bringing the overall cost to £17.6m. Assurance was received that this was achievable and affordable.

144.2 It was reported that the additional cost included an interest-free finance offer from the IT for Waterside partner. This required the approval of the Treasury as it was effectively a loan. Their written confirmation was awaited.

144.3 Members noted that there had been negotiation of the contract with the preferred supplier, and some value engineering. However, certain opportunities to reduce costs further had not been taken due to the risks of compromising the student experience.

144.4 Members asked if there were further decision points which could result in increased IT costs. The Head of IT stated that in terms of the interface between the IT and the building project, there were no further costs. The outstanding item was the final quotations from vendors. These would be based on the detailed and qualified quotations which had already been received.

144.5 The Board approved an increase in the budget for IT for Waterside by £1.8m as set out in the paper. The Board authorised the Vice Chancellor and Chief Operating Officer to sign a contract with Cisco which was required by the end of the week.

## **145/17 Any Other Business**

### **145.1 Professorial Development Programme**

The Chair reported on a successful event which he had attended as part of the Professorial Development Programme.

Minute 145.2 is in the confidential section of these minutes

## **146/17 Confirmation of Availability of Papers**

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

Confidential section of the minutes of the meeting held on 21 June 2017

Paper B – Transport Hubs

Paper C – Staff Survey

Paper K – Applications and Decisions

## **147/17 Date of Next Meeting**

147.1 Wednesday 20 September at 10.30am in the Board Room, Senate Building

*Clerk's Note: Decisions taken at the meeting were ratified on 24 July 2017.*