

Board of Governors

Chair's minutes of the meeting held on 25 June 2014

Present:

Mr Milan Shah (Chair)
Miss Haviour Chen
Mrs Clare Colacicchi
Mr Richard Davies
Ms Helen Flach
Ms Ann Gilbert
Mrs Sylvia Hughes
Dr Ron Mendel
Mr Mark Mulcahey
Mr Martin Pettifor
Prof Nick Petford
Mr Nick Pitts-Tucker
Mr Andrew Scarborough
Mr David Watson

Apologies:

Mr Nick Robertson

In attendance:

Mr Victor Agboola (newly elected President of the Student Union), Mrs Jane Bunce (Director of Student & Academic Services), Prof Simon Denny (Director of Enterprise, Development and Social Impact) for item minuted M133, Mr Steve Egan (Deputy Chief Executive and Director of Finance and Corporate Resources, HEFCE) for items minuted M125 - M132 and Mr Bob

Griggs (Waterside Project Manager) for items minuted M125 - M132, Miss Alice Hynes (Clerk) and Mr David Prynn (Assistant Clerk).

M125/14 Welcome

The Chair welcomed Steve Egan from HEFCE to the meeting and congratulated him on his recognition in the Queen's Birthday Honours. The Chair welcomed Victor Agboola as the incoming President of the Student Union, who introduced himself as a construction graduate currently studying toward a Masters degree in Business Management.

M126/ 14 Declarations of Interest

Standard Declarations of interest were noted for:

Mrs Sylvia Hughes, as County and Borough Councillor for East Northamptonshire and Irthlingborough respectively;

Dr Ron Mendel, as UCU Branch Secretary and part of National UCU negotiating team; Mr Terry Neville, as Governor of Moulton College, member of the Enterprise Zone Executive, the Northampton Heritage Gateway Strategic Project Board and the Project Angel Steering Group; Mr Andrew Scarborough, as Borough Councillor Wellingborough and Chair of Rowan Gate Primary School (Special Education).

Mrs Hughes's specific interest was noted regarding the PWLB Loan through the NCC.

M127 / 14 Minutes of the meeting held on 21 May 2014

127.1 The Chair presented Paper A and AR comprising the minutes and the reserved minutes respectively. He explained that as a result of feedback from members material from one minute had been moved to the reserved minutes as presented in Paper AR. In addition a typographical error on minute M106.87 would be corrected to read M106.7 to maintain the sequential numbering. The Chair also noted the circulation of Paper K marked to follow from the May Board meeting providing draft notes on the Court.

127.2 The Board resolved to agree the corrected minutes and reserved minutes as a true record of the meeting.

M128/ 14 Matters Arising

128.1 Paper B was received, comprising updates on matters arising and noting items being considered elsewhere on the agenda.

128.2 On M105.2: The Chair reported that the Chancellor had accepted the offer to extend her term of office and written acknowledgement would be issued confirming the new extension. The Board warmly noted the continuity this would offer.

Action: Chair and Clerk

128.3 On M105.4: The Director of Finance updated members on the submission to OFFA noting that final confirmation of approval from OFFA was awaited.

128.4 On M107.11: The Chair informed members that following HEFCE approval to bring residencies on balance sheet, work was underway to appoint a third team of architects with the tenders due for panel consideration week of 4th August. He confirmed that Governors would be included on the interview panel and any volunteers should contact the Clerk. For continuity he asked that any members involved with the previous appointment be given priority for inclusion on the panel.

Action: Clerk and members

128.5 On M111.5: The Chair informed members that the timetable of future Waterside major financial decisions was shown in Paper C3 appendix 1.

128.6 On M114.1: The Clerk informed members that the Foundation meeting planned to follow the Board would be postponed, due to a delay in receiving information from lawyers. A subsequent date would be arranged upon receipt of the information.

Action: Clerk

M129/14 Waterside project and HEFCE

129.1 The Chair reminded members of the HEFCE borrowing threshold letter dated the 2nd May and discussed at the May Board as Paper C. He explained that as a consequence of the conditions within the letter a representative from HEFCE would be in attendance as observer at future meetings and invited Steve Egan as the HEFCE observer to address members.

129.2 Steve Egan thanked the Board, the Vice Chancellor and the Chief Operating Officer for the open and honest discussion with HEFCE resulting in its agreement to approve the largest scale of borrowing arrangements with which the HEFCE Board had ever been involved. He explained the level of scrutiny the HEFCE Board had undertaken and the welcome responsiveness of the University's staff in providing answers to the range of information requested. He explained that HEFCE would be an observer at the Board and potentially other committee meetings, primarily though himself and, on occasion, his colleague Ed Hughes. He reaffirmed it was not for HEFCE to engage in matters that were the rightful responsibility of the governing body nor would it become involved in micromanagement of the University. The role of HEFCE in attendance was fundamentally to allow it to protect past and future public investment as well as to give due attention to the student interest. Mr Egan thanked the Board for the standing invitation to Board and Sub Committee meetings confirming HEFCE's rights on observation but also confirming that it would not necessarily be exercised on each occasion. The role of the Board was clear and whilst HEFCE were present they would not contribute unless invited to do so. Positioned to have such broad sector oversight, HEFCE colleagues had experience of lessons learned from elsewhere and could provide useful information on an informal basis where appropriate; from which the University was welcome to benefit.

129.3 Members sought clarification over attendance by HEFCE for the range of items at Board meetings. It was explained that HEFCE would expect to be invited to all of the meeting in order to provide assurance.

As an observer, the HEFCE representative would respect the confidentiality of Board materials and discussion and that witnessing full and frank exchanges at the Board would both enhance the relationship and provide assurance that challenges from the Board were appropriately discussed.

129.4 Mr Egan explained that the University would be issued as normal practice with HEFCE's risk assessment letter which would place it in an appropriate risk category in light of the borrowing arrangements. He explained this letter was currently in draft format with on-going discussion of the wording with the Executive. Recognising the timing, as they had done with other institutions, HEFCE would be happy to talk to Treasury and prospective lenders to share assurance on the University's position and the letter's meaning.

129.5 The visibility of the HEFCE risk assessment letter was questioned by members. It was explained that it was a private letter between HEFCE and the University which would not be shared without consultation and the University's approval; its contents being seen as commercial in confidence. However HEFCE and the University were subject to freedom of information requests where defence on those grounds could be subject to question. Beyond the statutory 3 year storage period, under HEFCE's policy the letter could become more public depending on the commercial in confidence nature of the content.

129.6 Mr Egan confirmed that the HEFCE Board had agreed the parameters of the University's business plan which had flexibility within its scope; with trigger points for alerts (details of which were currently under discussion) being set, should there be a risk of the parameters being breached. Such metrics would be used to enable discussion, allowing the University to operate without HEFCE engagement unless the activation of said triggers occurred. There was benefit in the parameters and mechanisms being used by the Treasury, lenders and HEFCE being aligned and work was currently in process to achieve this common position and prevent either confusion or duplication of work.

129. 7 Members sought clarification on the information regularly to be shared with HEFCE and it was explained that some material would be through the Board and some through the Executive with work in train to confirm content and timing. Mr Egan alerted the Board to the positive effect, in his experience, of the additional HEFCE scrutiny applied to the University in relation to the scale of borrowing, in that it often gave prospective lenders additional confidence, even though HEFCE itself was not providing legal forms of assurance. The Chair of Audit highlighted the role of Audit Committee and PAC and alerted the observer to the University's ongoing work on risk appetite. She explained that Audit Committee had identified key areas where appetite for flexibility was low and where risks of non-delivery would be closely monitored. She highlighted the delivery of the annual surplus as key to ensuring debt repayments were met, which was one of the most significant areas that would receive Board attention.

129.8 Members questioned the view of HEFCE in securing loans sooner, as a priority given the likelihood of increasing interest rates in the near future. It was explained that if the loans were within the agreed borrowing parameters, and sufficient challenge and discussion had taken place alongside an appropriate Board paper, the judgement on timing and value for money was the Board's to make. The impact of the risk letter on rating agencies was questioned. It was explained that due to the Treasury Guarantee being put in place, the University would not need to seek consideration through rating agencies.

129.9 Members sought clarification on the confidentiality of discussions and board papers. It was explained that the confidentiality of both would be respected by HEFCE, recognising the context that both the University and HEFCE were subject to freedom of information law. The Chair thanked Steve Egan for taking questions and requested that the gratitude of the Board be shared with the HEFCE Board for the assiduous attention and careful scrutiny it had given to the University's request and for its decision in approving the University's application.

129.10 The Board thanked the HEFCE observer for his clear and supportive explanation and looked forward to welcoming him and/or his colleague in the future.

M130/14 Waterside Update

M130.1 The Chief Operating Officer presented Paper CI with 2 appendices, comprising the Waterside update. He confirmed to members that work proceeded on planning consents and site remediation works. He reported on a positive meeting between the Vice Chancellor, himself and the Leader and the Chief Executive of the County Council, with plans to increase the regularity of contact to maintain good communications and ensure common understanding of mutual benefits were present across the organisations. He reported that the planning application for Park Campus would be presented to the Borough Council for consideration at its meeting on 29 July 2014 and if a positive decision was made, there was then a 6 week period to permit the possibility of judicial review.

130.2 Members sought clarification of Paper CI, Appendix 1 on the work of the Academic Programme Board where the possible changes to the academic year were discussed. It was explained that the opportunity to use the fourth quarter of the year to enable any student with resits to have the opportunity to take them, before progressing, had been considered in detail. The conclusion reached was that this resit opportunity could not in practice be made compulsory and made available to all students, however particular courses with modules of scale and size where this was feasible, would be able to do. This decision was further explained in that modules could be long and thin, taught over 24 weeks or with team teaching arrangements and not possible to fit into the 4th part of the year. Members also recognised that there was work to be completed in the connectivity of the information technology work with programme development. Good progress in the learning infrastructure was highlighted and the Board was also alerted to the impact of the new head of IT joining the University in early July.

Clerk's Note: The detailed questioning and discussion regarding the Waterside Update report for June is held in Reserved Minutes 130.3 to 130.4 given the commercial confidentiality of the material.

130.5 The Board resolved to approve the Waterside project update report for June.

Action: Chief Operating Officer

M131 PAC minutes

131.1 The Chair of PAC presented Paper C2, comprising the PAC minutes of the meeting held on 17 June 2014 and he noted the impact on the project from external organisations such as Western Power, Environment Agency, Highways Agency etc. The Board was informed that DTZ, as part of their follow up review on requirements for student residences, had been asked to report on the possible retention of the Bassett Lowke residences at Avenue campus. It was explained that the short, medium and long term implications would be explored with respect to Avenue campus. Tendering for a third firm of architects was in progress.

131.2 The members were informed of negotiations with other providers of space near to Waterside and the Chair explained the approach being followed for the Waterside development was not to make it the exclusive location for the University. The University would continue to operate in various smaller locations such as the Podiatry centre at the Hospital and the Innovation Centre next to the station and although these opportunities would continue, space efficiency remained an important factor in the effective use of Waterside.

Clerk's Note: The further detail of discussion regarding the PAC Minutes is held in Reserved Minutes 131.3 to 131.5 given the commercial confidentiality of the material.

131.6 The Board received PAC Minutes of 17 June, noted the risks highlighted to the Board and that following a tender process, the panel for

the identification of a 3rd firm of Architects would occur in week of 4 August with governors being invited to volunteer for the panel.
Action: Chair of PAC and Chief Operating Officer with all members.

M132 Waterside Financing Strategy

132.1 The Waterside Project Manager presented Paper C3, comprising the Waterside Financial Strategy and its appendices. A conflict of interest (see minute 126/14) was declared by Sylvia Hughes in relation to discussions regarding the PWLB loan through the County Council. In the context of the broader consideration of the complete financing strategy, it was proposed that she remain for the discussion. The Board agreed that she should remain to participate and vote in line with the University Byelaws. The Waterside Project Manager explained in more detail the different components of the strategy the time scales and the respective risks.

132.2 The Chief Operating Officer explained that Paper C3 Appendix 1 was a summary as requested of the future stages and that the Paper C1 Appendix 1 provided the continuing summary of the financing position giving a format of reporting which allowed both the Board and PAC to track movement and connect it to the regular perspective on capital expenditure shown in the management accounts. Members were directed to tabled Paper C3 Appendix 2 which provided a summary of the current adjustments to the mix of financing solutions on which approval was sought. It was explained that the approval of the proposed financing strategy would enable work to begin on finalising the Treasury Guarantee, the completion of documents for the PWLB Loans through the NBC and the NCC, the process to appoint a bond arranger and resolution of other bank arrangements on other smaller revolving borrowing facilities.

Clerk's Note: The detailed questioning and discussion regarding the financing options for Waterside is held in Reserved Minutes 132.3 to 132.7 given the commercial confidentiality of the material.

132.8 The Board voted and resolved by 12 votes in favour and 2 abstentions (one given conflicts of interest) to approve the Financing Strategy detailed in Paper C3 and C3 Appendix 2 which included

- a) securing annual surpluses for reserves; borrowing through PWLB loans and through a bond issue, reconfiguring the current debt and establish a revolving loan arrangement; with the appropriate protections for lenders through the Treasury Guarantee and
- b) the consideration of value for money, flexibility, predictability, staggered drawn down, use of Guaranteed Investment Interest Certificate (GIC), prepayment options and opportunities for social investors.

Action: Chair and Chief Operating Officer

132.9 The Board voted and resolved by 13 votes in favour and 1 abstention to approve that a tendering process be commenced to secure a bond arranger.

Action: Chair and Chief Operating Officer

Mr Bob Griggs and Mr Steve Egan left the meeting and Professor Simon Denny joined the meeting.

Clerk's Note:

There was an opportunity subsequent to the Board meeting to discuss the developing designs with the architects with material being previously circulated to members as Paper X with appendices.

M133 Social enterprise activity and University Subsidiaries

133.1 Redacted under section 42 (legal professional privilege) of the Freedom of Information Act 2000 – contains reference to information provided by the University's lawyers.

Higher Education Innovation Funding

133.2 Members sought clarification on the proportion of the HEIF grant awarded to the University compared to others in the sector. It was explained that the grant was calculated over a five year period and awarded to a maximum of £1.8m. The University had increased this

funding significantly year on year with the current grant totalling £1.2m. Members queried what restrictions were placed upon the allocation of the grant and were informed that the money could be spent at the University's discretion on the theme of innovation, noting that a bid indicating planned work had been submitted.

Subsidiaries

133.3 The Director of Finance informed members that a major tenant at the iCon facility had withdrawn due to expansion, moving to larger premises and that income had presently been lost. He explained that this was expected in the turnover of innovation tenants and work was in train to find a replacement, whilst also exploring ways to best manage the various innovation spaces. He informed members that a company secretary role was being included in the budget with each subsidiary benefiting from access to a dedicated role moving forward from the current levels of support.

Social Enterprise - legal advice

133.4 Redacted under section 42 (legal professional privilege) of the Freedom of Information Act 2000 – contains legal advice.

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Social Enterprise Update

133.6 The Director of Enterprise, Development and Social Impact presented Paper D2 comprising the Enterprise and Social Enterprise Progress report 2014. He explained that the initial phase had been to develop social enterprise through a period of over activity; experimenting and establishing the University as a centre for this activity and to develop contacts. The University was now in the second phase of development and focussed on a smaller number of significant activities. It was especially connected with the key local enterprise partnership (LEP) for Northamptonshire and with the advantage of being the only university in its county. The University had been seeking to support the development of the NEP's strategic economic plan (SEP). Members were informed that

the University was contributing heavily to both main activities in particular the joint work on the Northamptonshire Growth Hub. He explained it was developed by the university and partners, recognising business needs and without any government funding as a single contact for all businesses within the county. The University was now in a position to draw funds to support investment in the area, and nationally into the future owing to its status within the sector.

Social Enterprise metrics

133. 7 Professor Denny spoke of the detailed and important research work being undertaken to establish measures of social impact to underpin judgments on the value of social enterprise work and understand return on investment. Members sought clarification of the metrics and KPIs for use against the assurances required at Board level. The Director of Enterprise, Development and Social Impact explained that detailed operational KPIs were in use, having material he could table for consideration and from which Board material could be generated. He emphasised the importance of social impact measurement as the way to consider the achievements of the University's work across social enterprise.

133.8 Governors explained that they were seeking greater numeric analysis together with KPIs and measures at levels which would connect to the University Strategic Plan and to the educational objects, as against the broader societal aspects. Although the latter were critical for the nature of the work more broadly, they were less pertinent to the responsibilities of the Board. There was concern to have robust performance data and metrics to gauge student and staff involvement and impact on their achievements. Possible examples included a) those linked to student experience; number involved and nature eg volunteering, intern, placement etc b) financial measure of scale, growth, intellectual property aspects; c) mapping of partnerships and their development.

133.9 A strong argument was put forward that, in order to maintain its place at the leading edge of activities in social enterprise, the University should set up as a "SIFI" - Social Investment Finance Intermediary. This would both assist in expanding the funding possibilities but be defensive in preventing other Universities securing such strategic territory.

Professor Denny explained that the University had been assisting in a national group on social enterprise metrics on work led by the Rt. Hon. Hazel Blears MP, on which a report was due in the near future and that material would help provide robust proposals for suitable metrics. These considered impact on the individual, on society and on the environment. The creation of the new campus at the Waterside could be a major opportunity for social enterprise and social impact especially through the procurement and by using it as a platform for involvement. This would generate a number of applicable metrics. The extent of detailed evidence that had to be gathered gave a depth of data for broader use.

133.10 Governors highlighted their concern that metrics being prepared for the Board's use should allow it to gain assurance, in light of the legal advice, so that the enterprise and social enterprise work achieved could be shown to be successfully tied into the academic and educational purposes of the University. Members highlighted work undertaken in other universities and suggested lessons on data, structuring and governance arrangements that could be drawn from their experience. It was recognised that scope for operation under the legal framework of an HEC was different from some company structures which could be used. It was also acknowledged that new work that the University was developing needed to be protected from an intellectual property perspective as appropriate. It was reported that further work on the Intellectual Property Policy was in train. Members considered that some relevant KPIs would be process and some content based; with a key feature being the consequences for their student experience and future prospects. Measures of the impacts on our student and of the success in achieving university objectives were fundamental. Since the work was now moving to being a

core theme for the University and had critical success factor affecting the University's USP and national reputation, it legitimately required greater Board attention and suitably robust KPIs that could be monitored.

133.11 The Board resolved

- a) to thank Professor Denny and his colleagues and the Director of Finance and his colleagues for the range of work being undertaken on enterprise and social enterprise;
- b) to ask the Director of Finance to provide the information suggested by Mills and Reeve for consideration by the Board;
- c) to ask the Executive to provide proposals to the Board for further detailed information on social enterprise KPIs and metrics, for use in the new academic year based on the areas indicated.

Action: The Chief Operating Officer, the Director of Finance and Director of Enterprise, Development and Social Impact

Professor Simon Denny left the meeting.

M134/14 Draft Budget 2014-15

134.1 The Director of Finance presented Paper E and appendices, comprising the Draft Budget for 2014-15. He explained that the budget proposed would produce a surplus of £9.81 million. The decisions on borrowing for Waterside had not been incorporated and the capital budget for Waterside expenditure during 2014-15 was not included and material would be updated for the next meeting, including the updated cash flow context and drawing down of loans. He confirmed certain key assumptions such as the 2% pay award, which had already been agreed for the period. The expenditure on First Degree had been budgeted at the top level and would reduce following further negotiation. There was some growth in international student income based on students coming through from previous years with targets remaining challenging. No growth but steady state fee income from home and EU recruitment was included.

134.2 He explained that some areas have been identified for investment (redacted under section 43 (commercial interests) of the Freedom of Information Act 2000. Release would reveal University investment strategy). He reported that consideration had been given to commencing a system of payment for car parking on campus for staff to prepare for the expected systems which would be in operation once there was the move to Waterside; however that had been set aside with respect to the 2014-15 budget.

134.3 Members queried student recruitment numbers and the possible risk to the core income stream. The Director of Finance explained that individual School targets had been reviewed and, as set, were challenging but achievable. Members were informed that the predictions were based on securing students through clearing; noting the University had regular arrangements for this process. Members sought clarification on student numbers information in Senate minutes and were informed that with respect to international students there had been some rebasing of the targets; in the current market growth from new intakes was not planned. He explained that within the parameters of the budget there was a holdback of 10% on school expenditure which would be retained if the targeted student numbers were not met. He also explained that the planned attendance monitoring system using swipe cards would help with retention and space efficiencies.

134.4 Members sought clarification of the increases in the cost of staffing and he explained that this was made up of pension increases (around 2%) the pay rises and increments (around 3%) and the changes to National Insurance. He was confident that the budget was again prudent and might outperform but retained scope in contingency for the unexpected and would remain within the ranges identified in the covenants currently under discussion. The Director of Finance also highlighted his expectation of some further cost saving from effective procurement, following the arrival of a new head of IT and a new Head of Procurement. The Board also queried opportunities for further income

generation; asking to have some further visibility of splits in the research enterprise and contract income and in the "other" income to understand the likely make up. Governors were interested in understanding the sources of the surplus which was targeted. Some further detail might be found in the management accounts which could also be adjusted as necessary.

134.5 The Board resolved unanimously to approve the proposed budget for 2014-15, noting further update adjustment would also be needed in light of further decisions on the Waterside Project.

Action: The Director of Finance

M135/14 Period 10 Management Accounts

135.1 The Director of Finance presented Paper F, comprising the Period 10 Management accounts. Members sought clarification of the proportion of growth in income due to higher tuition fees. He explained that the figures were inclusive of the second year of higher tuition fees and that the continued growth of international students which had been the major contribution to the rise.

135.2 The Board resolved to approve the Period 10 Management Accounts. Action: The Director of Finance

M136/14 Key Performance Indicators

136.1 The Chief Operating Officer presented Paper G, comprising the Key Performance Indicators. The position at University level on international students was meeting target but there had been a considerable lack of achievement in the international, research and enterprise targets for several schools. The Vice Chancellor reported that measures were being taken to address the situation, explaining that he was in confidential conversation about the performance in their areas with 3 individuals, as a new approach was being taken compared to previous years. Replying to a query, he confirmed he could not provide further information until those conversations had occurred.

136.2 The Board resolved to approve the current report on Key Performance Indicators and noted the comment from the Vice Chancellor.

M137 / 14 Risk Management

137.1 The Chief Operating Officer presented Paper H, comprising the Risk Register. He explained that the Executive Officer and Deputy Director of Finance were working on the structure of the register to address suggestions from the Audit workshop and colleagues; noting the need to update the gaps in assurance material. Members sought clarification on the relative classification of risks, noting that within PAC the most significant current risks were highlights for Committee awareness. It was explained that on the University risk register each was classified as high, medium or low in each instance.

137.2 Members sought clarification on the risk of undershooting on student recruitment. It was explained that the next reliable set of data would be after clearing and that this would be shared with members; it was pointed out that security on the intake number was only available following actual enrolment.

137.3 The Board resolved to approve the updated Risk Register

M138/ 14 Revised Financial Regulations

138.1 The Director of Finance presented Paper I, on revisions to the financial regulations. The Clerk explained that the version 20a was the most up to date with the minor changes required when the Board approved the version in November 2013. The Director of Finance explained that his staff had been working on the broader range of revisions requested by the Board however, they were awaiting the arrival of the new HEFCE Memorandum of Assurance and Accountability (MoA&A) with institutions for access funding, which would require the regulations to be revisited. This document was expected in July. The Chair highlighted the expectation of seeking external advice to ensure the material was fit for purpose in relation to the delegations, capital procurement and

borrowing with a preference to wait for the HEFCE update and revise the regulations accordingly.

138.2 The Board resolved to await the HEFCE Memorandum, before revising the regulations and seeking suitable external advice.

Action: Director of Finance

M139/14 Board Brief to Architects

139.1 The Chair presented Paper J, comprising the Board Brief to Architects. He emphasised the importance of providing the architects with the information summarising the values and essence gathered since the Governor away day, noting the dictum "We shape our buildings, and afterwards, our buildings shape us." The material reconfirmed the current position on vision and mission and plan to incorporate Changemaker+ values. In relation to educational character, members sought clarification on the listing of University subjects and it was explained that the current overarching classification from the website was used encompassing the entire University's portfolio; hence the inclusion of agricultural topics offered through Moulton College. Discussion continued confirming the current commitment to transforming people and the centrality of supporting change. It was explained that that at the afternoon session with the architects there was an additional opportunity to develop this discussion and that members could discuss themes further together over lunch before the presentation.

139.2 The Board resolved to approve the Board brief to architects.

Action: Clerk

M140/14 Senate Minutes

140.1 The Vice Chancellor reported that a mock QAA style inspection had taken place over 3 days with results to be reported in detail to the next Senate meeting. He explained that initial feedback was very positive, whilst including recommendations on areas for improvements. He highlighted the positive reaction of the external visitors to work on social

enterprise and the benefit of monitoring more closely student engagement with social enterprise. He explained that there was a nationally developed activity described as the Higher Education Achievement Record (HEAR) which the University was soon to implement as a way of gathering such data. Captured over three years the HEAR would provide a portfolio of evidence and auditable trail of activity in which the student had participated. This would provide University level data which could also be reported to the Board. Members were informed that in addition the required document prepared by the Students' Union as part of the review exercise had been seen by the visitors as highly commendable for its quality and one of the best they had encountered.

140.2 The Board received Senate Minutes.

141/14 Audit Committee Meeting

The Chair of Audit informed members that the last meeting of the Audit Committee was inquorate due to there being no external member present. She explained that a reconvened meeting on the 15th July had been scheduled and full report would be made to the July Board. However in light also of recent press coverage of UKVI issue concerning the quality of English Language testing, she alerted the Board to the Committee's consideration of a report on the University's compliance with UKVI expectations and gave the Board assurance that the Committee was giving the matters it contained close attention.

M142/ 14 Nominations Committee

142.1 The Chair of Nominations Committee presented Paper L, comprising the Nominations Committee minutes of the meeting held on 20 June 2014, together with the confidential Paper LR containing information on the decisions with respect to those recently applying. Members were informed that any comments from members on the shortlisted candidates should be made to her prior to the interviews on 3 and 4 July.

142.2 The Board received the Nominations Committee Minutes and Reserved Minutes from 20 June 2014.

Action: Clerk

M143/14 Update on Board Calendar

143.1 The Clerk presented Paper N, comprising the update on the calendar of Board activity. It was noted that there was a possible need for a Board meeting in August with the 20th tentatively scheduled.

Clerk's Note: The August date had been subsequently set aside due to lack of sufficient attendance to ensure a quorate meeting.

143.2 The Board received the update on Board activity.

Action: Assistant Clerk

M144/14 Any Other Business

Students' Union President

144.1 The Students' Union President, Ms Haviour Chen, was at her last meeting. She explained her handover and welcomed Mr Victor Agboola as new President, informing members that Ms Becky Craven had been elected as Vice President Student Experience and Mr Nick Woodward as Vice President Participation and Engagement. The Board warmly thanked the Student's Union President for her contributions throughout her term of office - she had made a real difference in raising the student voice in the Board.

Chair of the Honorary Awards Committee

144.2 The Chair of the Honorary Awards Committee presented Paper O, comprising nominations for honorary awards. He explained that in addition to the Honorary Doctorates and Honorary Fellowships, awards of Honorary Bachelor of Science were again proposed for past higher diploma students that had been working in relevant leather industry practice for 1 years and who had been sponsored by the Institute of Creative Leather Technologies.

144.3 The Board voted and resolved unanimously to the award of Honorary Doctorates to the 2 names in Paper O; Honorary Fellowships to the 7 names in Paper O and Honorary Bachelor of Science to the 16 names in Paper O.

Action: The Chair of Honorary Awards Committee

Vice Chancellor

144.4 The Vice Chancellor reported that the University of Northampton Human Resources department had been highly commended at a recent Times Higher Award Ceremony.

M145 /14 Confirmation of Availability of Papers

The following papers were declared confidential to the Board and other key senior staff involved:

Paper AR Reserved minutes, Papers C1, C2 and C3 Waterside and associated Appendices, and Paper D1 Appendix 4

M146/14 Date and time of next meeting

It was confirmed that the next meeting of the Board would take place on Wednesday 23 July 2014 at 14.15 to 18:00 in the Sunley Conference Centre followed by Governors Summer Dinner at 19.00 for 19.15.

Mr Terry Neville, Mr Mark Hall and Mr David Prynne left the meeting

M147 /14 AoB -Chair of Board of Governors

The Chair of the Board spoke with governors about a confidential matter, details of which were held as M147.1 - M147.3 in Reserved Minutes.