

Board of Governors

Chair's minutes of the meeting held on 22 January 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 Martin Pettifor
Prof Nick Petford
Mr Nick Pitts-Tucker Mr Nick Robertson
Mr Andrew Scarborough Mr David Watson

Apologies:

Mr Mark Mulcahey

In attendance:

Mrs Jane Bunce (Director of Student and Academic Services) for items minuted as M6/14 and M7 /14, Mr Mark Hall (Director of Finance), Mr Ian Hardaker-Jones (Head of FM Services) for items minuted as MS/14, Ms Delia Heneghan (Director of Advancement) for items M11/14 and M12/14, Miss Alice Hynes (Clerk), Mrs Deborah Mattock (Director of Human Resources) for items minuted as M14/14 and MIS/14, Mr Terry Neville (Chief Operating Officer) and Mr David Prynn (Assistant Clerk).

M1/14 Welcome and Apologies

The Chair welcomed members and colleagues to the meeting. Due timing factors and some distribution errors a number of items were tabled for the meeting namely:

- Paper D2 the PAC Minutes January,
- Paper D3 on Waterside budget 2013-14 in addition to information in Paper F,
- An Appendix 3 to Paper H providing detail of the net contributors to the proposed investment opportunity,
- Paper Land Appendix 1 on Occupational Health,
- Appendix 2 to Paper M being data on TRAC proposed for submission to HEFCE
- and there were no Papers E or G.

M2/14 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, UCU Branch Secretary;

Mr Terry Neville, as Governor of Moulton College, member of the Enterprise Zone Executive and the Northampton Heritage Gateway Strategic Project Board,

Prof Nick Petford, as Board member of Northampton Enterprise Partnership (NEP) and South East Midlands Local Enterprise Partnership (SEMLEP);

Mr Andrew Scarborough, as Borough Councillor Wellingborough;

Mr Milan Shah, as Board member of Northampton Enterprise Partnership (NEP). Specific Declaration was noted for:

Ms Helen Flach with a family connection to a firm of Architects under consideration.

M3/14 Minutes of the meeting held on 18 December 2013

The minutes and the reserved minutes of the meeting held on 18 December 2013 (Paper A and AR) were approved as a true record of the meeting.

M4/14 Matters Arising

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

Margaret Gardner

4.2 On M236, the Chair informed members that the Independent Members Appointment Committee (IMAC) at its meeting earlier in the day had approved the appointment of Margaret Gardner to the Board of Governors from the 1st August 2014. The Chair confirmed that Mrs Gardner would bring expertise in international activities, fundraising, large scale operational management and social media interaction.

Julie Morosco

4.3 On M236, the Chair informed members that in light of recommendation from the Chair of Nominations Committee and support from its members, he has taken Chair's Action on the appointment of Julie Morosco to the Remuneration Committee. He confirmed Ms Morosco would bring particular expertise in compensation and benefits as well as her considerable experience in organisation change management, including a current project with Fortnum and Mason.

Mr Ian Hardaker-Jones (Head of Facilities Management Services) joined the meeting.

M5/14 Estates and Facilities

Estates Strategy-Non Waterside

5.1 The Director of Finance presented Paper CI and Appendix 1 and 2. In particular he provided members with an overview, from its incorporation

in September 2012 to date, of the transfer of work to 1st Degree Facilities Management organisation, (as a wholly owned University subsidiary company within University of Northampton Enterprises). Following the move across of University employees under a new management team, 1st Degree and University managers had worked closely to develop a clear understanding of expectations, and monitored activity through agreed KPIs and SLAs. A better help desk was in place, a more systematic approach with an increased service ethos, and good working relationships were now developing, following the initial period of adjustment and changes in staff. Mr Hardaker-Jones explained progress on the implementation of the SLA highlighting data in Appendix 1 showing a gradual improvement in service performance and Appendix 2 showing delivery on work issues raised. The focus was on improving student and staff experience as well as ensuring timely response to reported items. On 1st Degree performance to date, members observed a peak in October 2013 and subsequent fall. It was explained that this spike was due to the volume of reports logged in September and that the helpdesk facility and staffing adjustments made would achieve ongoing improvements.

5.2 In relation to student residences, members sought clarification on a critical draft report on Student Residences issued by KPMG to management and due for Audit Committee consideration in March.

Members were informed that this particular issue was due to failings in the administrative records of PAT testing that had been carried out. Mr Hardaker-Jones explained that since this had been identified 1st Degree had rechecked relevant equipment across all the University residences and introduced a random spot check to ensure compliance. In addition, the company undertaking the PAT tests had been called to task and reconsideration of future arrangements was taking place. Staff governors reported their own experience of a positive change in culture with the arrival of 1st Degree. There was concern about loss of key expertise with staff who had departed. The Director Finance confirmed that recruitment was in train and agency support had been used for interim cover. The

Board recognised the value of the continuing improvement of the services.

5.3 The Board received the report on progress in the Estates and Facilities areas, thanked the staff concerned and resolved that a further information paper reporting on progress be submitted to the Board in three month's time.

Action: Director Finance and Head of FM Services

5.4 The position of parts of the estate remaining prior to and post the move to Waterside was raised. The limited ongoing expenditure on maintenance was confirmed, with priority being given to student facing areas and with staff areas to be attended to also from School budgets. It was explained that little had been spent to date in the current year, with no major expenditure anticipated. The COO also highlighted that although a loss of a boiler could be the largest possible future cost, with recent renewals, the current stock ought to outlast the planned occupancy period. If there was a major estates issue, insurance cover would potentially come into play. The containment of capital and revenue expenditure on the existing estate underpinned the financial strategy. Further consideration was also being given to the best future for the Newton Building.

Update on current Estates Projects

5.4 The Director of Finance presented Paper C2 comprising an update on progress on current Estates Projects. Members sought clarification over student occupancy of St John Halls, since the building works were not fully completed yet; how this was affecting the student experience and the context of compliance with health and safety regulations. It was explained that only one of the five blocks was receiving students, with about 30 just moved in and approximately 30 in total for this period. Members were assured that health and safety checks had been carried out prior to occupation with appropriate handover although there was continuing work on other parts of the premises and snagging occurring.

Students moving in at present were on a reduced rent for the period to completion of building works in light of inconvenience experienced.

Topic Data and KPIs

5.6 The Director of Finance presented Paper C3, comprising the University's data from the national return to HESA of the Estates Management Statistics (EMS) and the annual analysis of EMS data by the Association of University Directors of Estates (AUDE) which provided useful benchmarking information. Members asked about the University's comparable position and the consequences of moving to Waterside. The COO explained that plotting the outcomes of the UoN Waterside project against the data would result in a particularly favourable performance across the criteria on environmental sustainability, reduction in maintenance and improved space utilisation. Members discussed the increased efficiency expected from the proposed move to Waterside and, in particular the University's ability to fit current provision into the proposed footprint. The Board was informed that this was possible, due to the current duplication of certain services such libraries and incorporating flexible learning space. Members agreed that plotting projected performance would be beneficial for future planning, specifically sharing this data with the proposed second architects for suggestions to the Waterside plan.

5.3.2 The Board asked for the expected outcome position of the University Estate following completion of the current estates plan including Waterside Project, to be projected against AUDE data for comparison and analysis.

Action: Chief Operating Officer and Director of Finance

Mr Ian Hardaker-Jones (Head of Facilities Management Services) left the meeting and Mrs Jane Bunce (Director of SAS) joined the meeting.

M6/14 Waterside

Waterside Project Update

6.1 The Chief Operating Officer presented Paper D, comprising an update on the Waterside programme of activities with work undertaken since December 2013, together with future key dates and academic work streams. Members were updated about ongoing discussions with the Treasury, Lloyds Bank and Moody's, together with the progress in preparing material for submission to the HEFCE Board for its March meeting. Detailed discussion occurred concerning the borrowing options and timing and the COO reported the positive support from the Treasury in the areas it was prepared to exert its loan guarantee.

6.2 Members discussed the approach to be taken in the material for HEFCE in the context of the borrowing thresholds for which approval was sought. Members were reminded that the HEFCE position had been that borrowing levels below 4% needed no authorisation, between 4% and 7% could be approved by HEFCE officers, and above 7% was for consideration by the Board. On advice the base case would be submitted with a supplemental case which supported the argument for retaining student residence on balance sheet and increasing the level of borrowing accordingly. The potential consequences of the HEFCE decision were also considered. Members discussed the support from the Treasury and its impact on a HEFCE decision. The Chief Operating Officer confirmed that HEFCE had appointed the accountants BDO to undertake due diligence and report on the University's proposals.

6.3 The Board resolved:

- to approve the Waterside Project update report;
- to note the positive support from the Treasury and the range of pricing indicated by Lloyds Bank on the borrowing options;
- to note that the work in progress as reported on the business plan and the preparation of material for submission to HEFCE in week of 3 February for consideration at their 13 March Board;
- to endorse the approach to the funding of Student Residences;
- and to endorse the action taken on expenditure of circa £46k as detailed in para 2.6 of the report. Action: The Chief Operating Officer

6.4 The Chief Operating Officer presented Paper D1, proposing the arrangements for submitting material to HEFCE given that it needed to be completed before the next meetings of PAC on 18 February and the next Board on 26 February. The Chief Operating Officer asked the Board that the final document to be approved on the Board's behalf by the Chair with the support of the Vice Chancellor recommending the final material that was in production by the Chief Operating Officer and the Project team. The material would be sent to the HEFCE in the week of 3 February, provided to the Board members in the week of 10 February, discussed at PAC on 18 February and at the Board on 26 February. This would allow the Board to consider the final position and formally endorse the Chair's Action prior to the HEFCE Board on 13 March and any further nuances could be resolved if necessary before the HEFCE Board's discussion. Mrs Colacicchi left the meeting for a brief period and was absent during the vote.

6.5 The Board voted and resolved unanimously to authorise the Chair on advice from the Vice Chancellor to approve the material to be submitted to HEFCE in the form of a base case for the core Waterside Project and a supplemental case including student residences.

Action Chair and Vice Chancellor

Clerk's Note:

The detailed presentation, questioning and discussion on the papers is held in Reserved Minutes 6.6 to 6.13, given the commercial confidentiality of the material including consideration of items minuted as 6.14 to 6.20 below.

Waterside Capital Budget

6.14 The Director of Finance presented a tabled Paper D3, which added to the financial information shown in Paper F on the Period 5 Management Accounts. This material showed the year to date and the overall expenditure, as well as confirming the Waterside Budget for the year to July 2014. The 2013-14 budget presently remained £11m and Paper D3

gave further break down of the component parts; on fees as well as works being undertaken. The COO highlighted, however, that were decisions made as discussed earlier on the borrowing, actions would be taken which would require capital budget increases in the 2013-14 year. This would also include the consequences of the formal confirmation to enter next phases of the project, such as writing back into the books amounts previously written off.

6.15 The Board voted and resolved unanimously to confirm the Waterside Budget for the year to July 2014 of £11m noting the position was likely to change following decisions in March and that more detailed breakdown and forecast would be provided to the next meeting.

Action: Chief Operating Officer

Appointment of Second Firm of Architects

6.16 The Board recognised the possible conflict raised by Ms Helen Flach, given her prospective son-in-law's connection to one of the firms tendering, but it was considered insufficiently material to prevent her participating in the discussion and the decision.

6.17 The COO informed members of the involvement of four Board members, (the Chair, the Deputy Chair, the Chair of Audit Committee and the Chair of the PAC) in the panel which scrutinized tender submissions. Additional questions were put to those concerned to resolve remaining concerns. The responses and further discussion with the existing master planning architect had produced a preferred organisation.

6.18 The Board voted and resolved unanimously to appoint Atkins as the firm of second architects for the University on the project team for the Waterside.

Action: Chief Operating Officer and Director of Finance

Project Assurance Committee Minutes

6.19 The Chair of PAC presented Paper D2, comprising the Project Assurance Committee Minutes of 14 January 2014. Noting material

already covered, the Chair of PAC had highlighted suggestions on the use of the Newton Building.

6.20 The Board received the Project Assurance Committee minutes of 14 January 2014.

M7 /14 Removal of Student Number Cap

7.1 The Vice Chancellor gave an oral report, explaining the significant change to the market context resulting from the unexpected announcement by the Chancellor, George Osborne, in his Autumn Statement changing the 2014 intake and removing the cap on student numbers from the 2015-16 intake onwards. He informed members that an additional 30,000 student places would be available next year but the criteria and mode of distribution had not been clarified; it was assumed that a pro rata system would apply. The consequences of a more open market for the University were explored. The Director of Student and Academic Services indicated to members that on current student applications, numbers were comparable to last year at January. The Vice Chancellor informed the Board that a task and finish group had been established to look into the consequences of the change.

Clerk's Note:

The detail of questioning and discussion is held in Reserved Minute 7.2 and 7.3, given the commercial confidentiality of the material relating to student markets and the University's competitive position.

7.4 The Board noted the oral update and requested further full report at a future meeting together with analysis of applicants and market position.

Action: Vice Chancellor and Director of Student and Academic Services

M8/14 Risk Management

8.1 The Chief Operating Officer gave an oral report, explaining that the removal of the Student Number Cap was a significant and surprising new risk for the University. It would be added to the formal risk registers and

considered in the meeting of the Risk Management Group in February. In addition he forewarned the Board of the possible removal of funding supporting widening participation across the HE sector. This income was at risk in terms of the cuts BIS was expected to deliver. Through HEFCE the University had provided evidence and arguments for the continuation of widening participation funding. As indicated in M21/14, this was part of the reason for delay in BIS providing HEFCE with its annual funding letter. Across the sector this could be a cut of over £300m, and was significant for the University, providing annual income of £3.1m. The COO confirmed that the Board would normally consider risk management following review by the Audit Committee. He also reminded members of the planned work on Risk Appetite for the Audit Workshop in March.

8.2 The Board received the oral update, noted the new aspects on key risks and that it would receive further update at future meetings.

Action: The Chief Operating Officer

Mrs Jane Bunce (Director of SAS) left the meeting.

M9/14 Period 5 Management Accounts

9.1 The Director of Finance presented Paper F, comprising the Period 5 Management Accounts. He explained that there was a favourable cash flow position, showing a surplus against budget as a consequence of effective control on expenditure and some increase in income. He noted that an improvement warning had been issued to a number of the Deans concerning their achievement on income and in several cases an in year budget reduction had been implemented with a proposal for cost reduction requested.

9.2 The Board resolved to approve the Period 5 Management Accounts.

Action: The Director of Finance

Mrs Delia Heneghan (Director of Advancement) joined the meeting.

M10/14 Investment Opportunity in Social Enterprise

10.1 The Vice Chancellor presented Paper H, comprising proposals for an investment opportunity with details in Appendix 1 on Impact Ventures UK with Berenberg, Appendix 2 on financial advantages and disadvantages and a tabled Appendix 3 on other current investors. He explained to members the proposed £105,000 investment opportunity as detailed in Paper H, which was put forward on its merits in terms of the social enterprise potential, given any financial returns were uncertain and longer term. In light of more recent contractual information the Vice Chancellor was proposing option C not option B, with the advantage of furthering the social enterprise work of the University. An Appendix 3 was tabled, detailing the other contributors to this fund, which gave members a sense of the potential connections to be made, assurance on company being kept and reaffirmed the potential benefits to the University. Members discussed the extent of European engagement in the work and the opportunity for possible development of work on Social Impact measures and associated research links. The investment value was recognised as marginal, it being several years before a return would be achieved. It was suggested that this would be treated as a form of expenditure and would be likely to be written off in accounting terms in the initial year, and written back once a financial return was secured.

10.2 Members did not support either a change to the Treasury Management Policy nor a waiver of it; options a and b. It was explained that such an investment project was new to the sector and that the University was taking the lead in such a project. Given that the advantage was strategic members were concerned to ensure that over time the indicated beneficial outcomes in the Social Enterprise area were secured and that the Board had opportunity to monitor progress on their achievement.

10.3 The Board voted and resolved with one abstention to approve the establishment of a new limited Social Investment Fund Separated in the University's accounts, that would enable its social enterprise work, with

the amount of budget allocated to this fund in 2013-14 being 125,000 euros, and to use that fund to make the minimum investment in the Impact Ventures UK Fund through Berenberg based on the anticipated benefits for the University's Social Enterprise work detailed in paras 5.1.1- 5.1.8 in Paper H and to include the consideration of such outcome within other reports to the Board on the achievements and KPIs for Social Enterprise.

Action: The Vice Chancellor, the Director of Finance and the Director of Enterprise, Development and Social Impact

M11/14 Philanthropy and Fundraising

11.1 The Director of Advancement presented Paper I, comprising a proposed governance structure, Appendix 1 showing connections and Appendix 2 being proposed terms of reference. The proposal permitted a revised oversight of the activity anchored into the Board and the Executive. It allowed for a Campaign Board which would focus currently on the significant targets for the Waterside. Members expressed slight concern at the addition of further committees, groups and sub groups in the context of the Board strategy of their removal. It was explained that the formation of the Advancement Group would bring greater control to the Board and in effect was a re-envisioned Foundation, with the expectation being that the person currently chairing the Foundation would Chair the Advancement Group, with the Campaign Board providing focus and drive for specific philanthropic effort.

11.2 Members were informed orally that advice was being taken from Shoosmiths on the legal processes and mechanisms for change concerning the Foundation as an entity in its present form, and that there was a recommendation to retain the Foundation in a dormant state, with potential future use as a mechanism for receipt of funds. The Board was reminded by the Chair that while recognising this year would be a transition period, in the context of the Woolf report the Board had resolved to close the Foundation and establish revised arrangements

more directly under its own control. Members concurred that this structure was an appropriate addition to the report lines into the Board, given its responsibilities. There was significant concern that all matters in the transition, with the completion of the work of the Foundation and movement to the action on Advancement and the Campaign Board were handled with greater care and sensitivity, appreciating the longstanding involvement and importance for the future of key individuals.

11.3 Members discussed the detail of the terms of reference in Paper I, Appendix 2 and asked for adjustments to the quorum to include a Governor member being present, had certain unease at the powers proposed and noted that some aspects of the updated terms of reference structure were missing. Members appreciated the need for urgent action in order to take the University forward.

11.4 The Board voted and resolved to approve the proposed governance structure; to approve the establishment of an Advancement Group and a Campaign Board and to receive the draft terms of reference for the Advancement, noting the amendment of quorum to three members inclusive of a Governor and action on other convergence with standard terms of reference.

Action: The Clerk and the Director of Advancement

11.5 The Chair asked for a volunteer to join the Advancement Group as the second Governor member and, acknowledging the expertise of others soon to join the Board, Nick Pitts-Tucker put his name forward to serve for the rest of the 2013-14 academic year.

11.6 The Board unanimously approved the appointment of Nick Pitts-Tucker as one of the Governor members of the Advancement Group.

Action: The Clerk and the Director of Advancement

Mrs Delia Heneghan (Director of Advancement) left the meeting.

M12/14 Honorary Awards - Leather Diplomates

12.1 The Chair of Honorary Awards Committee presented Paper J, comprising recommendations for Honorary Bachelor of Science awards to 16 individuals in light of discussion at the Honorary Awards Committee and the establishment of a mechanism to clarify achievement in the Leather Industry.

12.2 The Board resolved to approve the recommendations for Honorary Bachelor of Science awards as proposed.

Action: Chair of Senate

Mrs Deborah Mattock (Director of Human Resources) joined the meeting.

M13/14 Policies and Procedures - Human Resources

Whistleblowing

13.1 The Director of Human Resources presented Paper KI, comprising the Whistleblowing Policy and Appendix 1, an Equality Impact Assessment. A member queried an error in the layout on the final bullet of para 5.3.

13.2 The Board resolved to approve the Whistleblowing Policy and Procedure with the proposed amendment.

Action: The Director of Human Resources

Prevention of Illegal Working

13.3 The Director of Human Resources presented Paper K2, comprising the Prevention of Illegal Working Policy and Appendix 1, an Equality Impact Assessment. It was noted that comment add been received from Penningtons on the proposed arrangements.

13.4 The Board resolved to approve the Prevention of Illegal Working Policy.

Action: The Director of Human Resources

Time off and Special Leave

13.5 The Director of Human Resources presented Paper K3, comprising the Time off and Special Leave Policy and Appendix 1, an Equality Impact Assessment.

13.6 The Board resolved to approve the Time off and Special Leave Policy and Procedure.

Action: The Director of Human Resources

Disciplinary

13. 7 The Director of Human Resources presented Paper K4, comprising the Disciplinary Policy and Appendix 1an Equality Impact Assessment. A member queried the omission of a qualifying "normally" but this was not taken forward as a change.

13.8 The Board resolved to approve the Disciplinary Policy and Procedure.

Action: The Director of Human Resources

M14/14 Occupational Health Report 2012-2013

14.1 The Director of Human Resources presented Paper L, comprising the Annual Occupational Health Report 2012-2013 including as Appendix 1, detailed information from Medigold the service supplier, which was tabled. Members discussed the report commenting on positive experience of staff of the support provided by Medigold.

14.2 The Board resolved to approve the Annual Occupational Health Report 2012-2013 and note the ongoing improvements delivered through the service from Medigold.

Action: The Director of Human Resources

Mrs Deborah Mattock (Director of Human Resources) left the meeting.

M15/14 TRAC Submission

15.1 The Director of Finance introduced Paper M, comprising the TRAC Submission methodology, Appendix 1 reasonableness review and the 2012-13 accompanying figures as tabled Appendix 2. Members were

informed that the report had been completed with a compliance rate of over 70% before finalising the submission. It was also confirmed that the recommendations from Internal Audit on the TRAC arrangements had been undertaken and that this was the final year under the somewhat onerous current process, as the University would be opting for the new lighter touch system, given the limited scale of its research council funding.

15.2 The Board voted and resolved to approve the TRAC Submission 2012-13.

Action: The Director of Finance

M16/14 Terms of Reference

16.1 The Clerk presented Paper N, comprising proposals for terms of reference for The Court, the Search Committee and the Special Committee. Appendix 1 provided for the Court and Appendix 2 for the Search Committee but due to a distribution error the Appendix 4 new TOR for the Special Committee had been omitted and the consideration was deferred to a future meeting. The material on the Court completed the earlier review process and the paper followed on from the work on Byelaws. The Clerk confirmed that the Search and the Special Committee were in effect Task and Fish Groups rather than standing committees meeting regularly during the year. There were questions from some members as to the need or value in having what were in effect template terms of reference prior to the need to set them up. The Clerk explained the convenience of having a pre-agreed structure while recognising that the named individuals would be confirmed by the Board on each occasion in the context of the task concerned. The example of the arrangement for the Pro Chancellor recruitment was noted.

16.2 The Board a) voted and resolved to approve the terms of reference of The University Court;

b) voted and resolved with one abstention to approve the terms of reference of the Search Committee for use as template on the

- understanding that it would operate as a Task and Finish Group the membership confirmed accordingly for each designated Task;
- c) to note the material on the Special Committee and defer discussion to the next meeting.

Action: The Clerk

M17 /14 Governors Procedures

17.1 The Clerk presented Paper 0, including Appendix 1 on completion of work replacing the previous University Constitution/Guidance documents and towards the Governance Handbook, Appendix 2 comprising a proposed procedure for processing material by electronic means and Appendix 3 on Code of Conduct for Governors. Concern had been expressed on the authority within the Byelaws to undertake such electronic processing and it was reported that an enquiry was in train with Mills and Reeve to clarify the position. The Clerk explained that she was seeking a mechanism to help process material that required Board approval but might not need to take up valuable discussion time in the meetings. It was queried whether some items were necessary to come before the Board and the Chair confirmed that there were items, previously delegated to committees now closed, which presently had to be dealt with by the Board. Differing views were expressed on the value of having the opportunity to comment and it was noted that a process which created frequent email traffic could also be unhelpful to some. The Chair emphasised that there were existing mechanisms to evaluate and review Board practice to which Governors could contribute, ranging from 1to1 conversations with the Chair through to an annual Board evaluation process and a quinquennial Board effectiveness review (due this year). There was insufficient appetite for change to progress electronic processing at this time.

17.2 The Board noted the progress on the procedures and handbook and resolved not to progress with the proposed procedure in Appendix 2 for

processing material by electronic means, noting the existing arrangement for Chair's Action.

Action: The Clerk

Clerk's Note:

Due to time constraints the Board did not discuss the work in progress on Code of Conduct for Governors, which would come forward to a future meeting. Members are therefore encouraged to let the Clerk have any comment or views as soon as possible to inform the development of such material for future approval.

M18/14 Senate Minutes

18.1 The Vice Chancellor presented Paper P, comprising the Senate minutes. Members recognised the linkage of the material to work undertaken at the Away day.

18.2 The Board received the Senate Minutes.

M19/14 Annual Monitoring Statement

19.1 The Vice Chancellor presented Paper Q, comprising the Annual Monitoring Statement (AMS). It was confirmed that this was not for approval as it was issued to HEFCE under the Vice Chancellor's authority but was deemed informative for the Board.

19.2 The Board received the Annual Monitoring Statement for information.

Clerk's Note;

Giving the Board sight of the AMS, had been suggested as good practice during the HEFCE Assurance visit on 9 January.

M20/14 Annual Health and Safety Report

20.1 The Director of Finance presented Paper R, comprising the Annual Health and Safety Report.

20.2 The Board received the Annual Health and Safety Report in light of the recommendation from the Audit Committee.

Action: The Director of Finance

M21 Funding letter from BIS to HEFCE.

The Director of Finance informed members that the letter had not yet been received.

M22/14 Away Day Action Points

22.1 The Clerk presented Paper T which was tabled. Members were informed that feedback was being requested and these were draft action points on which comment was welcome.

22.2 The Board noted the draft action points

Action: All members and the Clerk

M23/14 Update on Governors Calendar

23.1 The Chair highlighted Paper S, comprising the updated Governors Calendar 2014.

23.2 The Board received the Update on Governors Calendar.

Action: The Clerk

M24/14 Any Other Business - Mrs Margaret Pratt

The Chair reported to the Board with a sense of absolute shock and immense sadness, the tragic news in the media, of the attack on Roger and Margaret Pratt while berthed in St Lucia, which resulted in Roger's death while defending his wife. Margaret Pratt had been a much valued governor of the University and for some years the Chair of the Audit Committee. The many governors and staff, who knew Mrs Pratt, expressed their concern for her, asking that the Board's deep condolences at her loss, and thoughts and support be passed to her at this most difficult of times. In due course the University would be able to consider an appropriate way to convey everyone's sentiments to Margaret and find ways to help give support once she was able to return home.

M25/14 Confirmation of Availability of Papers

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

- Paper AR - Reserved minutes,
- Paper CI and C2 on Estates,
- Papers D, DI, D2 and D3 on Waterside,
- Paper J on Honorary Awards,
- Paper T on draft Away Day material.

M26/14 Date and time of next meeting

It was confirmed that the next meeting of the Board would take place on Wednesday 26 February 2014 at 10.15 to 13:00 in the Sunley Conference Centre followed by lunch.