

## **Board of Governors**

### **Minutes of the meeting held on 23 May 2018**

#### **Present:**

Andrew Scarborough (Chair)

Sue Dutton

Rafael Garcia-Krailing

Sara Goodwin

Jeff Halliwell

Richard Horsley

Sylvia Hughes

Frank Jordan

Lee Machado

Mark Mulcahey

Nick Petford

Martin Pettifor (from item 94.6)

Nick Pitts-Tucker

Nick Robertson

John Skelton

Danjie Zhong

#### **Apologies:**

David Baker

#### **In attendance:**

Nick Allen (Executive Officer), Becky Bradshaw (Head of Safety, Security and Environment) (for item 87/18), Jane Bunce (Director of Student and Academic Services), Simon Edens, Chief Constable, Northamptonshire Police (for item 87/18), Emma Finlay (Governance Assistant), Mark Hall (Director of Finance), Ross Hoey (Graduate Intern) (Kathryn Kendon (Deputy Director of Student and Academic Services) (for item 94/18 – 95/18), Miriam Lakin (Clerk), Deborah Mattock (Director of HR, Marketing and International Relations) (to item 93/18), Terry Neville (Chief Operating Officer), Ann Shelton-Mayes (Executive Dean Student Experience), Chief Superintendent Mick Stamper, Operational Policing Commander, Northamptonshire Police (for item 87/18)

### **87/18 Safety, Security and Policing at the Waterside Campus**

87.1 The Board received Paper A, a report on a safety, security and policing project at the Waterside Campus which would involve University and security staff and Northamptonshire Police.

87.2 The Chief Constable opened discussions by informing the Board of recent demands and challenges faced by Northamptonshire Police, as well as the ever changing environment which meant that the Police were tackling new types of crime alongside traditional crime, with reduced resources.

87.3 The Chief Superintendent outlined the plans contained in the report through which Northamptonshire Police would work alongside the University through information sharing and the development of capabilities in order to improve safety on campus.

87.4 The Board thanked the Chief Constable and Chief Superintendent for a clear and interesting report.

87.5 The results of a short survey carried out in 2016 about student perceptions of their safety on campus were noted. A member queried what was viewed as a satisfactory result in such a survey. The Head of Safety, Security and

Environment commented that there was no comparative data with other universities, however, she would expect to see a significant improvement in student perceptions of their safety on campus once the plans outlined in the paper were put in place.

87.6 A member asked about the University's plans for ensuring the safety of students and staff off campus. The Chief Superintendent acknowledged that building support and relationships with students and the wider community would provide people with the confidence to report issues off site, and ensure that safety and security measures were in place across the town, not just within the boundaries of the campus. It was noted that a positive impact of the project should be a beneficial impact outside the campus.

87.7 The Board enquired as to the legal position of the University's security staff when they encounter crime. The Chief Superintendent and Chief Constable stated that security staff had the same common law powers as other citizens in their use of force and arrest. Security staff would always be encouraged to contact the Police onsite team for support. The onsite Police team would work alongside security staff to improve their skills and knowledge. This would begin with an analysis of the skills gap. Over time, working alongside the Police would build the confidence and competence of the security team. However, there was no intention of replacing the work of the Police with private security.

87.8 Members asked how security measures on campus would look and feel to students. The Chief Superintendent stated that the Police team would work to understand the needs of students and develop an appropriate policing style for the situation. The Head of Safety, Security and Environment stated that there would be proactive messages to students, including a series of drop in sessions and student safety forums.

87.9 Members asked about the time frame for the engagement process between the University and Police. The Chief Superintendent advised that the next step

would be community consultation, and following this he would be in a position to supply an exact date. He also stated that a benchmarking survey had been suggested, and stated that he agreed that the operation should be subject to scrutiny.

87.10 The Board queried how the level of resource invested in the project was decided relative to the perception of threat. The Chief Superintendent confirmed that this was based on judgement and previous experience, especially around shift patterns. A member asked about the decision on peak times for the supply of the service. It was confirmed that peak times had been planned for, including term times and certain nights of the week when there were student events. The Head of Safety, Security and Environment stated that flexibility would be possible, and that dates could be revised in future.

87.11 Members noted that the student body was diverse and asked if the composition of the Police team would reflect this. It was reported that team diversity was a key consideration, and that suitable officers were being proactively approached.

87.12 There was discussion of the safety of pedestrian routes on to the Waterside Campus. The Head of Safety, Security and Environment advised that the University had funded improvements to the public footpaths from Delapre Abbey and Becket's Park, including additional lighting and CCTV. She agreed to check on the status of any additional pedestrian routes into the campus.

87.13 The President of the Students' Union commented that with regards to the Students' Union nightclub venue, the Platform, in the town centre, the support provided by the Police and their interaction with the student community had been very positive.

87.14 Noting that part of the work with the Police was the transfer of skills to the security team, members recommended that training was recorded in order

to ensure that skills could continue to be passed on whenever there were personnel changes in the security team.

87.15 The Chair asked for assurances on what was being done to reduce serious and organised crime in the county. The Chief Superintendent stated that following a recent inspection, and before the publication of the inspector's report, plans had been put in place and significant improvements made, including improving information flow and intelligence, with the use of specialists when required.

87.16 A member asked how feedback would be supplied to the Board about how well the project was working. It was agreed that the Project Assurance Committee would continue to monitor developments until it closed in winter 2018. Following this, there should be an annual report to the Board, with consideration by Audit Committee as and when necessary as a potential significant risk.

Action: Clerk

87.17 The Board confirmed that it had received considerable assurance about safety and security at Waterside, and gave its full support to the project as set out in Paper A. The Board thanked the Chief Constable and Chief Superintendent for attending. The Chief Constable thanked the Head of Safety, Security and Environment and Chief Superintendent for the work they had done to date on the project.

### **88/18 Welcome, Apologies and Quorum**

88.1 The Chair welcomed those present, noted apologies and confirmed that the meeting was quorate.

### **89/18 Declarations of Interest**

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

### **90/18 Minutes of Previous Meeting**

90.1 The Board approved the minutes of the meeting held on 18 April 2018 as a true record of that meeting.

### **91/18 Action List and Matters Arising**

91.1 The Board received Paper B, on actions arising from previous meetings. Additional comments were received on the following:

91.2 Prevent Annual Report Response and Training (Minute 66)

The Director of Student and Academic Services advised the Board that she had received a letter from the OfS (Office for Students) regarding HEFCE's qualified judgement in relation to the University's Annual Report on Prevent. The letter stated that the University now demonstrated due regard to the Prevent duty. The decision was subject to the University updating the OfS to confirm that it had delivered initial training for all remaining key staff by the end of July 2018.

91.3 The Board resolved that all governors would complete online training in Prevent as soon as possible.

Action: All governors

91.4 The Chair recommended that all Board members received some mandatory training. Reference was made to the following courses:

General Data Protection Regulations

Equality and Diversity

Prevent (legal requirement)

Fraud and Bribery

The Chair asked the Clerk to bring a paper to the Board regarding mandatory training for governors.

Action: Clerk

## **92/18 Human Resources Annual Report**

92.1 The Board received Paper D, Human Resources Annual report.

92.2 The Director of HR, Marketing and International Relations presented the annual report and noted the key areas of interest for the Board, before concluding that overall organisational health was good. The Board thanked the Director of HR, Marketing and International Relations for a detailed and clear report.

92.3 Members asked for further information regarding the process for exit interviews. It was reported that the employee could choose to have an exit interview with their line manager or a member of HR. A standard template was used. Reports from exit interviews were referred to HR Business Partners who were therefore in a position to identify themes by faculty, department or line manager, and raise these with Deans or Directors if necessary.

92.4 A member asked whether the number of staff under performance improvement measures could be tracked. The Director of HR stated that performance was tracked by line managers through the Performance Development Review (PDR) process and the achievement of objectives in the PDR. There was no central record. It was also noted that information on performance improvement plans was kept at faculty level, and that HR expected to have a role when a process became formal. The increase in disciplinary proceedings reported could be seen as positive as it showed that use was being made of the disciplinary procedure. The Director of HR confirmed that there was also a staff capability procedure and that use was made of this. The Director of HR agreed to investigate whether any high-level aggregate data about performance management could be included in the next iteration of the report.

Action: Director of HR

92.5 Members noted the results of the staff survey, and in particular the number of staff who had indicated that they did not think they were being treated fairly. The Director of HR stated that this result had been examined in detail, for example through the comments staff made as part of the survey, and through the relevant faculty forums. However, the reason for the result had not become clearer, and it was therefore difficult to try to address it through action.

Martin Pettifor joined the meeting.

92.6 Members expressed concern that the number of professors and associate professors may be low compared to other institutions, asked if comparative data was available, and whether low numbers should be a concern. The Director of HR stated that there was no benchmark in place to measure professoriate numbers against the sector. She noted that the Executive Dean of Research, Impact and Enterprise had overseen a review of research in the University and that the results were due to be presented shortly. It was noted that the development of the Associate Professor scheme was encouraging in that it had become a development programme which was building a pipeline of candidates for the title of professor.

### **93/18 UCAS Applications and Decisions**

93.1 The Board received and noted Paper J, a report on UCAS Applications and Decisions.

93.2 The Director of HR advised the Board that across the sector, UCAS applications were down. She highlighted the contributing factors to the decline:

- Falling number of mature applicants
- Changes in funding for NHS applicants



Fall in applicants for teaching through NCTL (National College of Teaching and Leadership).

If applications to NHS and NCTL programmes were excluded, the University had seen an increase of over five percent in applications compared to 2017.

93.3 The Director of HR advised the Board that the University was still waiting for decisions from 252 applicants who had received an unconditional offer and circa 500 applicants who had received a conditional offer.

93.4 The Director of HR advised the Board that 2603 applicants had selected the University as their firm choice compared to 2197 in 2017. She highlighted the following reasons for the increase:

- The University had made more unconditional offers
- The student benefits package was attractive and compared well to competitors
- The appeal of the new campus.

93.5 The Director of Student and Academic Services advised the Board that the final number of undergraduate home students for 2018/19 was dependent on the number secured through clearing, and acknowledged the potential that applicants holding offers did not secure the required grades, or used better than expected grades to apply elsewhere in clearing.

93.6 Members discussed the growing trend across the sector of making unconditional offers. The Director of HR advised the Board that across the sector there were 274,000 unconditional offers made for 2018/19, equating to around 10% of offers.

93.7 Members asked whether the high number of unconditional offers would affect student retention rates. The Board was advised that this could not be measured until the end of the academic year.

93.8 Members asked if the number of unconditional offers across the sector meant that students were deliberately choosing not to engage with their A-level and equivalent qualifications, an issue that had been raised nationally. It was also noted that qualifications on entry was a measure used by the league tables, which may be affected by applicants choosing not to take those qualifications. The Director of HR advised the Board that this did not seem to be the case and the vast majority of applicants completed their qualifications for entry to University.

93.9 Members noted the UCAS projections made by the Director of HR.

The Director of HR left the meeting and the Deputy Director of Student and Academic Services joined the meeting.

#### **94/18 Student Welfare and Wellbeing**

94.1 The Board received and noted Paper E1, a report on Student Welfare and Support.

94.2 The Deputy Director of Student and Academic Services advised the Board that the theme of the report was non-academic support available to students at the University and the level of students' use of the support. She stated that the University was experiencing challenges in producing statistics on utilisation. A CRM (Customer Relationship Management) project was in progress and would allow more accurate tracking. She advised the Board that she was therefore planning to provide more detailed statistics in next year's report.

94.3 The Chair congratulated the Deputy Director of Student and Academic Services on the recent BCA (Basic Compliance Assessment) of the University's VISA sponsorship license. The Home Office had assessed the University as a low risk sponsor of international students and the results put the University in the top twenty five percent of universities.

94.4 Members referred to section 4.2 of the report on an audit of the University's DSA (Disabled Student Allowance) funded provision. The University achieved 87.76%. Members asked how this result compared with other universities. The Deputy Director of Student and Academic Services advised the Board that it was the first audit across the sector and that no data was yet available.

94.5 Members asked about the implementation of KPIs to measure the effectiveness of non-academic support services. The Deputy Director of Student and Academic Services advised the Board that the University were waiting for the CRM system to go live before producing a Business Plan for Student and Academic Services which would include KPIs. Members advised that the KPIs should be based on an assessment of why a particular service was offered, and measured based on what the desired outcome of the service was.

94.6 The Executive Dean of Student Experience advised the Board of the complex interaction between different categories of student support, for example links between financial support and mental health. It could be difficult to establish causes and impacts. The reasons given by students for early departure from their courses were gathered and analysed.

94.7 Members asked about support for students with mental health issues and how good practice was shared. The Director of Student and Academic Services advised the Board that University staff networked with professionals in other universities offering similar services, and attended relevant conferences and events where best practice was shared.

94.8 The Director of Student and Academic Services advised the Board that students were relying more heavily on the University's mental health counselling team, in part due to the lack of NHS resources. She advised the Board that the campus GP practice would relocate to Waterside. The University had a very positive relationship with the GP practice, and worked closely alongside them on supporting students.

94.9 The Chair stressed the importance of finding a balance between the University's duty of care for its students and the responsibilities of other bodies such as the police and health services.

### **95/18 Annual Report on Student Appeals and Complaints**

95.1 The Board received and noted Paper E2, an Annual Report on Student Appeals and Complaints.

95.2 The Deputy Director of Student and Academic Services advised the Board that there had been relatively few formal complaints for the period 2016/17. She advised the Board that there had been an increase in academic misconduct and academic appeals, especially in partner institutions.

95.3 Members asked about the role of the OIA (Office of Independent Adjudicator). The Deputy Director of Student and Academic Services advised the Board that the OIA were requesting more data regarding complaints and there were more justified complaints than previously. The Board noted that the OIA may be seeking to extend their mission.

95.4 Members asked about sexual harassment complaints. The Deputy Director of Student and Academic Services advised the Board that cases regarding harassment could fall under the student complaints process or the student or staff disciplinary processes. She advised the Board that data regarding staff disciplinary cases was not captured in the report. She stated that current data gathering did not allow the disaggregation of different types of harassment, so that there was no data on sexual harassment cases. She reported that the ability to disaggregate would be introduced for future reports.

95.5 It was reported that the Students' Union also provided support to students through independent advisors. The Deputy Director of Student and Academic Services advised the Board that Student and Academic Services also offered support to those students seeking help and advice who then decided not to

pursue a formal complaint. She confirmed that the University always encouraged students to report cases of harassment and to make formal complaints so that they could be thoroughly investigated and action taken if necessary.

The Deputy Director of Student and Academic Services left the meeting.

### **96/18 Operational Plan Interim Review**

96.1 The Board received and noted Paper C, an interim review of progress against the Key Performance Indicators (KPIs) contained in the operational plan.

96.2 It was noted that all KPIs monitored at Board level were green or amber. The Board also noted those two areas where the performance anticipated in 2017/18 would be greater than 10% below target.

### **97/18 Budget for 2018-19**

97.1 The Board received and discussed Paper F, the proposed budget for 2018/19. Updated appendices 1 and 6 were tabled.

97.2 The Director of Finance introduced the proposed budget and recommended it to the Board. He stated that the budget was realistic, with appropriate levels of contingency. He noted that projected student numbers for 2018/19 were 3,000 at the time of preparing the budget. The projection had since been reduced. He also noted the following:

- Provision was made for vacant lets, 77% occupancy was anticipated at Park Campus
- Any increases in staff costs were related to the lack of large lecture theatres and the need to deliver in smaller groups
- £6m of depreciation related to the new campus, £1m to IT equipment

- A schedule of increases to operational expenses was provided. This included an additional £700k for security costs. However, it was expected that efficiency savings would be seen more clearly once the new campus was occupied
- Income was lower due to the cap on fees
- Cuts had been made to some budgets, for example Education, as there were reduced student numbers
- The budget fulfilled the debt covenant with HM Treasury which was 1.5 times cash over total serviceable debt.

97.2 Members noted that by February 2019, the University's cash balance would be £18m. The Director of Finance's preferred working cash balance was 60 days cash cover, which was over £20m. The Director of Finance stated that cash flow would be a critical issue over 2018/19, and that his team would maintain a strong focus on this area.

Sara Goodwin and Sue Dutton left the meeting.

97.3 The Director of Finance stated that there was a general contingency of £1m, and an additional specific contingency of £1m related to student numbers. This was based on around 2850 students on campus, although the faculties had targets which would deliver over this number. It was also noted that there would be additional income from overseas student fees. The Director of Finance confirmed that any additional cost for IT at Waterside would need to be met from the general contingency fund unless efficiencies could be found elsewhere.

Minute 97.4 is in the confidential section of these minutes.

97.5 The Board approved the budget for 2018-19 as set out in the paper. The Board congratulated the Director of Finance and his team on their work in preparing the budget.

### **98/18 Office for Students Registration**

98.1 The Director of Student and Academic Services reported that the University's application for registration with the Office for Students had been submitted the previous day.

### **99/18 Report from Vice Chancellor and Chief Operating Officer**

99.1 The Board received and noted Paper G, a report from the Vice Chancellor and Chief Operating Officer.

99.2 The Vice Chancellor reported that Northampton Borough Council had established a scrutiny panel to look into the relocation of the University.

99.3 The Vice Chancellor noted that a government review of post-18 education and funding was ongoing. He advised that the University should begin planning the potential implications of the review for its financial position and sustainability, for example if the undergraduate fee were to be reduced, as had been suggested by some commentators. The overall results of the review were expected to be published in early 2019.

99.4 The Vice Chancellor reported on the Livery Dinner of the Worshipful Company of Cordwainers held the previous week, at which the Chancellor had spoken.

99.5 The Vice Chancellor reported that Lexington, a public affairs company, had been recruited to work with the University and other campaigners on the social value for money of universities.

Martin Pettifor left the meeting.

### **100/18 Report from Chair**

100.1 The Chair reported on the Committee of University Chairs (CUC) Spring Plenary and the HEPI Annual Policy Briefing which he had attended.

100.2 He reported that the potential insecurity of future funding was discussed, although there was little early intelligence on the findings of the current post-18 funding review.

100.3 The Chair also reported that the CUC had discussed remuneration committees and senior staff pay. Nicola Dandridge of the Office for Students (OfS) had indicated that the OfS would become more interested in senior post holders, as defined by their level of earnings. Furthermore, the recent CUC draft Remuneration Code would be accepted with few changes. This would mean that Vice Chancellors would no longer be members of remuneration committees, and possibly that it would be good practice for remuneration committees to have independent chairs.

Nick Robertson left the meeting.

### **101/18 Minutes of the Project Assurance Committee held on 15 May 2018**

101.1 The Board received and noted Paper H, the minutes of the Project Assurance Committee (PAC) held on 15 May 2018.

Minute 101.2 is in the confidential section of these minutes.

Rafael Garcia-Krailing and Danjie Zhong left the meeting.

### **102/18 Minutes of the Treasury Committee meeting held on 18 April 2018**



102.1 The Board received and noted Paper I, the minutes of the Treasury Committee meeting held on 18 April 2018. The Chair reported that the main focus of the meeting had been on how to service the University's debt, and that the Committee would work with the internal Finance team on how to build up financial reserves.

### **103/18 Management Accounts**

103.1 The Board received and noted Paper K, Management Accounts for the period ending 31 April 2018.

### **104/18 Ratification of Signatures under Seal**

104.1 The Board received Paper L and ratified the signature of documents under seal as set out in the paper.

### **105/18 Any Other Business**

#### **105.1 University of Northampton Enterprises Limited**

The Board ratified a decision to replace the sole director of the University of Northampton Enterprises Limited. The Clerk gave assurance that work continued to recruit appropriate directors and build a robust board for the Company.

#### **105.2 Poster Competition for PhD Research Candidates**

The Deputy Chair reported that she had visited and presented prizes at a poster competition for PhD research candidates. The event had been extremely interesting and successful.

### **106/18 Confirmation of Availability of Papers**

The following papers were confirmed as confidential to the meeting:

- Confidential section of the minutes of the meeting held on 18 April 2018

- Paper A – Safety, Security and Policing at the Waterside Campus
- Paper C – Operational Plan Interim Review
- Paper E1 – Student Welfare and Support
- Paper E2 – Annual Report on Student Appeals and Complaints 2016/17
- Paper H – Minutes of the Project Assurance Committee held on 15 May 2018
- Paper I – Minutes of the Treasury Committee held on 18 April 2018
- Paper J – UCAS Applications and Decisions

### **107/18 Dates of Forthcoming Meetings**

- Court Event, 6<sup>th</sup> June 2018
- Development Committee, 12<sup>th</sup> June 2018
- Audit Committee, 13<sup>th</sup> June 2018
- Board of Governors, 20<sup>th</sup> June 2018
- Nominations Committee, 20<sup>th</sup> June 2018