

Board of Governors

Minutes of the meeting held on 23 March 2022

Present

Mark Mulcahey (Chair), Dayo Adedapo to item 25, Lucie Armstrong-Kurn, Sue Dutton, Beth Garrett, Matthew Hanmer, Shiv Kaushike from item 26, Nick Petford, Martin Pettifor, Nick Pitts-Tucker, Ivna Reic, Jon Scott, Paul Wood

Apologies

Damilola Akhigbe, John Skelton, Richard Horsley

In Attendance

Kay Faulkner (Associate Director Research, Innovation and Education, University Hospitals of Northamptonshire NHS Group) to item 22, Brendan Fawcett (Head of Planning) for item 30, Emma Finlay (Governance Assistant), Miriam Lakin (Clerk to the Board), Terry Neville (Chief Operating Officer), Sammy Massiah (Chief Information Officer) for item 28, Deborah Mattock (Executive Director of HR, Marketing and International Relations) for item 26, Hastings McKenzie (Dean of Academic Partnerships) for item 29, Jacob Saranga (Dean of Health, Education and Society) to item 23, Shân Wareing (Deputy Vice Chancellor), Simon Weldon (Group Chief Executive, University Hospitals of Northamptonshire NHS Group) to item 22

20/22 Welcome, Apologies and Quorum

20.1 The Chair welcomed those present, and in particular welcomed Simon Weldon and Kay Faulkner from the University Hospitals of Northamptonshire

NHS Group. He noted apologies and confirmed that the meeting was quorate.

21/22 Declarations of Interest

21.1 There were no declarations of interest in addition to those already held on record by the Clerk.

22/22 Health and Academic Development

22.1 Simon Weldon (SW), Chief Executive of the University Hospitals of Northamptonshire NHS Group thanked the Board for the opportunity to present at the meeting. He reported that he would cover:

- the University Hospitals of Northamptonshire NHS Group and the challenges faced
- The strategy and policy of the NHS more generally
- The partnership with the University and how the two organisations could work more closely.

22.2 SW reported that the Group, as with all hospitals, was facing three critical challenges which had been accelerated by the pandemic. These were service, financial and workforce sustainability.

22.3 SW reported on the three main areas the government had asked the NHS to during 2022. These were reduction of ambulance handover times, keeping waiting list times stable and maintaining cancer performance. It was noted that Northamptonshire had the best performance in the region.

22.4 The Associate Director of Research, Innovation and Education (KF) provided the Board with an overview of the academic strategy for the Group and noted the following points:

- A research active hospital had positive impacts on patient mortality and patient care. There was an aim to grow the number of clinical trials and grow research that was relevant to Northamptonshire
- There was investment in academic posts at the hospitals, as well as PhD studentships, and a growth in clinical placements
- These developments would create opportunities for career enrichment which would improve staff retention and attract talent
- There was also development of opportunities for graduates in clinical and professional services, and of the links with the University. The Group could support the programmes offered by the University for example through joint teaching and sharing resources.

22.5 The Chair thanked SW and KF for an interesting and informative presentation.

22.6 A member asked about the priorities for the partnership with the University. SW stated that he regarded the partnership with the University as essential and noted the following points:

- The workforce agenda, for example more integration between types of training and training settings to ensure that nurses could work across multiple settings and in different institutions. There should be encouragement for students who trained in Northamptonshire to find work locally
- Research opportunities were an important differentiator in terms of retaining staff. The ability for the two organisations to partner on health and care research would be critical
- Estates and geographical opportunities, for example accommodation, childcare and parking.

- 22.7 SW confirmed that the University Hospitals of Northamptonshire NHS Group had been formally designated as a University teaching hospital. This now needed to be developed by deepening partnerships. He reported that the group was currently recruiting seven clinical academic posts and this was a statement of commitment to the academic strategy.
- 22.8 A member asked about initiatives to leverage technology to reduce reliance on staff. SW reported on investment in an integrated patient record system and plans to digitise the outpatient journey. It was noted that both parties were keen to partner on digital innovation.
- 22.9 It was noted that the University could offer a neutral space to bring together good practice and that this would be welcomed.
- 22.10 A member noted opportunities for research on healthcare management systems. The Dean of Health, Education and Society reported on the development of MBA in Health and Social Care Management which would be introduced in 2023.
- 22.11 A member suggested a memorandum of understanding between the two organisations to formalise the relationship. SW confirmed that he was fully supportive of the proposal. The Dean of Health, Education and Society agreed to draft an MoU.

Action: Dean of Health, Education and Society

SW and LF left the meeting.

23/22 Update on Flagship Programmes

- 23.1 The Board received and discussed Paper A, an update on the Flagships Development Project.

- 23.2 The Deputy Vice-Chancellor (DVC) introduced the paper and reported that the initial proposal had been approved by UMT and had been allocated a budget. She reported on current work and that there would be work with consultants to gain expertise, insight and objectivity. The DVC offered Board members the opportunity to speak to the consultants. One member reported that he had already had a meeting and supported the appointment of the consultants
- 23.3 A member asked whether there was sufficient engagement with key academic stakeholders during the setup stage of the project. The Dean of Health, Education and Society confirmed that he had had a detailed discussion with the consultants. The DVC confirmed that internal discussion of and familiarisation with the project was in progress.
- 23.4 The DVC reported that she had spoken to the new VC about the project, and had built in a review point in order to minimise the risk posed by leadership transition.
- 23.5 A member suggested that the flagship programmes should be assessed on their contribution to the TEF (Teaching Excellence Framework), REF (Research Excellence Framework) and KEF (Knowledge Exchange Framework).

The Dean of Health, Education and Society left the meeting.

24/22 Minutes of the meetings of 16 and 23 February 2022

- 24.1 The Board approved the minutes and confidential minutes of the meetings held on 16 February and 23 February 2022 as true records of those meetings.

25/22 Action list and matters arising

- 25.1 The Board received and noted Paper B on actions arising from previous meetings.
- 25.2 The DVC reported that she would give an update on Project Clover in June and October 2022, when more accurate student recruitment data was available. The Chair requested that data presented was clear, concise and comparable over time, with a RAG rating.
- 25.3 The COO reported on action 21/190 which related to the Students' Union Articles of Association. He stated that the agreed solution was to revert to the wording originally used in clause 22.4, which was: 'One trustee nominated by the VC from the senior staff'. The Board approved this and therefore ratified the SU's Articles of Association as presented on 23/02/2022 with the amendment to clause 22.4
- 25.4 The COO reported that the new CIO would therefore join the SU Board as the VC's nominee. The CIO had carried out this role previously in another organisation.
- 25.5 The DVC confirmed that a response to the OfS consultation on TEF had been submitted. This had suggested an extended timeline. A response to the recent Government proposals in relation to the Augar review was due in May and would be reported to the Board on 18 May.

Dayo Adedapo left the meeting, the Executive Director of HR, Marketing and International Relations and Shiv Kaushike joined the meeting.

26/22 Marketing Changemaker

- 26.1 The Board received and discussed Paper C, a report on the marketing of Changemaker, which included approach, impact and future plans. The

Executive Director of HR, Marketing and International Relations (EDHRMIR) introduced the paper.

- 26.2 A member asked when the process of about student engagement with Changemaker started. It was reported that engagement typically began after arrival at the University. Students tended not to choose the University because of it, but to buy-in later. Data showed that the number one reason for choosing the University was the course, and Changemaker did not appear in the list of reasons. It was noted that there was a University KPI which monitored student engagement with Changemaker.
- 26.3 Those present stated that the Changemaker concept could be unclear and could be interpreted differently by different people. This could make the concept challenging to market. The marketing campaign attempted to simplify and individualise it.
- 26.4 A member congratulated the EDHRMIR on an outstanding marketing campaign. It was noted that Changemaker was central to the campaign, which was an approach that the Board had encouraged.
- 26.5 A member asked how embedded Changemaker was within the faculties and how this could be accelerated. The VC reported that all programmes had outcomes related to Changemaker. The University had been recognised amongst Ashoka U institutions for the level to which the concept had been embedded. The EDHRMIR reported on an Ashoka U institution that united the university behind a single social issue to work on, and suggested that this may be a more impactful approach.
- 26.6 It was suggested that the imminent development of a revised strategy for the University would be a good point to assess the value, strategic alignment and continuing relevance of Changemaker.

- 26.7 A member noted that some universities had adopted the UN Sustainable Development Goals and explicitly stated how their programmes addressed specific goals. The EDHRMIR confirmed that explicit links to Changemaker were required as part of the validation process for academic programmes.
- 26.9 It was noted that the Students' Union also had a role in promoting and embedding Changemaker.

The Executive Director of HR, Marketing and International Relations left the meeting.

27/22 KPI Interim Assessment

- 27.1 The Board received and discussed Paper E, a half year interim review of the key performance indicators.
- 27.2 The COO introduced the paper and stated that it was difficult to carry out an interim review due to the lack of data for certain areas. He suggested that the Board reviewed the monitoring of KPIs for the next academic year.
- 27.3 A member noted that the Office for Students had recently carried out consultation on its use of student outcome and experience indicators and suggested that University KPIs should more closely follow the benchmarks to be used by the OfS.
- 27.4 It was noted that there had previously been discussion of creating a dashboard, but that the availability of regular data had caused an issue. The Chair stated that for the Board, the ability to review a dashboard and see the overall direction of travel would be very valuable. The COO reported that data from student analytics systems was updated regularly to show levels of engagement with courses, and this could be monitored.

27.5 A member highlighted the need to review the KPIs, especially in the light of OfS regulatory changes, and asked how this would be taken forward. The DVC stated that a provisional set of KPIs had been developed with the 10-year Operational Plan, however, these had not yet been presented to the Board due to the transition of leadership.

28/22 Report from Chief Information Officer

28.1 The Chair welcomed the new Chief Information Officer (CIO) Sammy Massiah to the University and the Board.

28.2 The CIO gave an overview of his career to date and his first impressions since joining the University on 14/03/2022. He stated that:

- The campus had excellent facilities which placed the University in a strong position to compete successfully in a competitive market
- Colleagues had been supportive and eager to engage
- The University possessed a very comprehensive technology stack. However, there needed to be changes to the architecture to make the equipment more reliable
- IT resources could support innovation, such as virtual reality and augmented reality to enhance teaching
- There was a need to evaluate whether the IT team were using smart practices, and the correct structure was in place

28.3 The CIO outlined his priorities for the first few months, these included ensuring that the cyber-breach response was robust and proportionate, work on the Student Records System project, assessing the extent to which the investment in IT was being utilised and how it could better support the student experience.

28.4 A member asked how the University could stay competitive with the sector. The CIO stated that it was important to ensure that basic services functioned effectively and offer a first-class customer service. By getting the basics right, an organisation could focus on research and development. He noted that there needed to be good engagement between the central teams and the academic areas to support development. There also needed to be strong connections with the sector to monitor innovations.

Ivna Reic left the meeting.

28.4 The Chair of the Audit Committee welcomed the CIO's report. She asked to review the IT risk register and controls with the CIO from a strategic perspective.

The CIO left the meeting. The Dean of Academic Partnerships joined the meeting.

29/22 UON Online Joint Venture

29.1 The Board received and discussed Paper D, a recommendation to approve or approve in principle the formation of a joint venture, UON Online.

29.2 The Dean of Academic Partnerships (DAP) reported that he had discussed the proposal with the new VC who was supportive. The new VC had asked for the inclusion of the following in the agreement:

- Further exclusivity to prevent competitive recruitment
- A link tutor to ensure that the faculties were tied into the activities of the joint venture.

29.3 A member asked for further information about the role of a link tutor. It was reported that the link tutor arrangement was usual in an academic partnership. The link tutor would check that the academic quality and standards of the courses were comparable to those of the University.

- 29.4 A member noted the business model that had been presented as part of the papers, and asked whether the return was adequate. The DAP reported that the projections were cautious. The member suggested extending the business plan to 5 years.
- 29.5 A member congratulated the DAP for providing a detailed response to the Board's questions. This had provided a clear picture of the risks.
- 29.6 A member asked about next steps. The DAP reported that the timeline as given in the paper was achievable. It would also be necessary to confirm whether the approval of HMT/UKIB was needed.

Clerk's note: The Executive Director of Finance confirmed after the meeting that he did not believe HMT/UKIB permission was required to proceed.

- 29.7 The Board approved in principle a joint venture to create UON Online. The Board authorised the Director of Academic Partnerships to continue to work on the formation of the joint venture and looked forward to further updates.

Action: Dean of Academic Partnerships

- 29.8 The Board did not approve the recommendation made in the paper that Board members should liaise directly with the joint venture partner, as this would be outside their powers. However, Board members would be available to support and lend their expertise.

The Dean of Academic Partnerships left the meeting.

30/22 Update on Risk Management

- 30.1 The Board received and discussed Paper F, an update on risk management. This included an outline of next steps in the development of the reporting of risk and the revised Risk Appetite Statement. The paper also included an update on the situation in the Ukraine and the University's response to this.

30.2 The COO advised the Board that the Executive Director of Finance was in the process of updating the budget for the current year and 2022/23 to reflect rising costs.

The Head of Planning joined the meeting.

30.3 The Board noted the risk related to compliance with the OfS' regulatory requirements, and particularly of performance compared to benchmarks, given that revised and new requirements were imminent.

The Head of Planning left the meeting.

31/22 Update on National Student Survey/Student Experience Improvement Plan

31.1 The Board received and discussed Paper G, an update from the DVC on the National Student Survey (NSS)/Student Experience Improvement Plan.

31.2 The DVC noted that the next Teaching Excellence Framework (TEF) exercise would take place in 2022/23, and the 2022 National Student Survey (NSS) results would contribute significantly to the data used in the TEF exercise.

31.3 The DVC confirmed that the Plan was in progress and some actions had been completed. More detail was given in the paper.

31.4 A member asked whether a change in the TEF rating would have an impact on the recruitment of international students. It was reported that all TEF ratings were out of date and therefore the University, in common with the rest of the sector, had not used its TEF rating in marketing recently. This did not appear to have had an impact on international student recruitment.

32/22 Staff Pay Agreement

- 32.1 The Vice-Chancellor reported that an inflationary pay award of 3% for 2022/23 had been recommended through the national-level negotiations via UCEA. The Board therefore approved a 3% inflationary increase. It was reported that this would be part of the University's budget to be presented to the Board in June and July. The VC reported that 3% would fall short of the amount requested by the University and College Union. He reported that industrial action was currently taking place.
- 32.2 The VC gave more information on how the national inflationary award was reached, and reported that the University was not obliged to be part of the national settlement.
- 32.3 The VC also reported that staff in pay bands received automatic incremental increases until they reached the top of their pay band. This applied to over half of the staff and equated to around a further 2.5% for those staff.
- 32.4 It was noted that it was currently difficult to recruit to positions in the University, partly because pay was not competitive.
- 32.5 It was noted that whilst the position was complex to resolve, there was an opportunity to be bold in devising reward structures. A member stated that current staffing structures did not allow staff to be bold.

33/22 Equality, Diversity and Inclusion Policy

- 33.1 The Board received and approved Paper H, an updated Equality, Diversity and Inclusion Policy.

34/22 Freedom of Expression

34.1 The Board received and noted Paper I, a report on the Higher Education (Freedom of Speech) Bill and the potential implications of this for the University.

35/22 Recommendations for Honorary Awards

35.1 The Board received Paper J which gave recommendations for Honorary Awards. The Board approved these recommendations.

36/22 Annual Financial Return to the OfS

36.1 The Board received Paper K, the Annual Financial Return to the OfS. The Board ratified the submission of this return to the OfS by the Executive Director of Finance.

37/22 Management Accounts

37.1 The Board received and noted Paper L, the management accounts for the period ending 28 February 2022.

38/22 Recent Government proposals (Augar response)

38.1 The Board received and noted Paper M, which set out the government's response to the Augar review both in terms of confirmed policies and ongoing consultations. The paper set out the impacts and potential impacts on the University.

39/22 Minutes of the Senate 02/02/2022

39.1 The Board received and noted Paper N, the minutes of the Senate meeting held on 2 February 2022.

40/22 Minutes of the Audit Committee 29/09/21

40.1 The Board received and noted Paper O, the minutes of the Audit Committee meeting held on 29 September 2021.

41/22 Minutes of the Academic Assurance Committee 13/10/21

41.1 The Board received and noted Paper P, the minutes of the Academic Assurance Committee meeting held on 13 October 2021.

42/22 Appointment of Investigator for Students' Union Complaint

42.1 The Board received Paper Q. In accordance with recommendations made in the paper, the Board

- Approved the appointment of Executive Director of Estates and Campus Services as the independent person to investigate a complaint against the Students' Union which had reached its final internal stage
- Nominated the Chair of the Board to consider any recommendations made by the independent investigation.

Action: Exec Director of ECS/Chair of the Board

43/22 Transparent Approach to Costing Compliance for 2020-21 return

43.1 The Board received Paper R which set out how the University had complied with Transparent Approach to Costing (TRAC) requirements for 2020-21, and the annual TRAC return for 2020-21. The Board confirmed compliance with the TRAC requirements for 2020-21.

43/22 Review of the Meeting

43.1 A member stated that the presentation from the University Hospitals of Northamptonshire NHS Group was an excellent way to start the meeting. The Chair suggested that the Board could invite other partners to present.

44/22 Any Other Business

Board Development Workshop 28 April

44.1 The Chair encouraged members to attend the Board Development Workshop on 28 April from 6pm. It was noted that this was the opportunity for the Board to drive change and develop a structure that works for the Board.

Clerk's Note: The date was subsequently changed to 4 May.

Governance Research

44.2 The Chair advised the Board that Stuart Farquhar, Senior Lecturer in Governance and Finance intended to carry out research about the move online during the pandemic and would like the University's governors to participate.

Chair Involvement in Seminars

44.4 The Chair reported that he had delivered a seminar to business students on market entry strategies. He encouraged Board members to seek opportunities to offer their industry experience to lecturers.

Results of the Students' Union Elections for 2022/23

44.5 The Chair congratulated Beth Garrett on being elected President of the SU and Zoe Boyer on being elected Vice President Welfare of the SU.

45/22 Confirmation of Availability of Papers

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

Confidential Section of the minutes of the meeting held on 23 February 2022

Paper C – Marketing Changemaker

Paper D – UON Online Joint Venture

Paper E – KPI Interim Assessment

Paper I – Freedom of Expression

Paper J – Recommendation for Honorary Awards

Paper K - Annual Financial Return to the OfS

Paper N - Minutes of the Senate 02/02/2022

Paper O - Minutes of the Audit Committee 29/09/21

Paper P - Minutes of the Academic Assurance Committee 13/10/21

Paper Q - Appointment of Investigator for SU Complaint

46/22 Dates of Forthcoming Meetings

Board Workshop – 4 May at 6pm

Board of Governors – 18 May at 9am, 22 June at 9am

Independent Governors – 18 May at 1 – 2.30pm

Remuneration Committee – 18 May at 3pm

Academic Assurance Committee – 25 May at 11am



Approved by Chair

18/05/2022

Date