

## **Board of Governors**

### **Minutes of the meeting held on 25 January 2023**

#### **Present**

Sue Dutton (Chair), Dayo Adedapo, Zoe Boyer to item 14, Beth Garrett, Matthew Hanmer, Richard Horsley, Harriet Jones, Shiv Kaushike to item 9.5, Anne-Marie Kilday to item 13.1, Deborah Parker, Ivna Reic, Jon Scott, Michelle Teo, Vikramaaditya to item 8.13, Suzy Wallace, Paul Wood

#### **Apologies**

Damilola Akhigbe

#### **In Attendance**

Becky Bradshaw (Chief Operating Officer), Brendan Fawcett (Head of Planning) for item 05/23, Emma Finlay (Governance Assistant), Suzanne Forster (Chief Financial Officer) Miriam Lakin (Clerk to the Board), Sammy Massiah (Chief Information Officer), John Sinclair (Dean of FAST), Shân Wareing (Deputy Vice Chancellor), Roger Weston (Chief Executive Officer of Students' Union) for item 06/23

#### **01/23 Welcome, Apologies and Quorum**

01.1 The Chair welcomed those present, noted apologies and confirmed that the meeting was quorate. In particular, the Chair welcomed Becky Bradshaw to her first meeting in her new role as COO, and welcomed the CIO and Dean of

FAST as guest members of the University Leadership Team in attendance throughout the meeting.

### **02/23 Declarations of Interest**

02.1 There were no declarations of interest in addition to those held on record.

### **03/23 Minutes of the meeting held on 30 November 2022**

03.1 The Board approved the minutes of the meeting held on 30 November 2022 as a true record of that meeting.

### **04/23 Matters Arising from the Minutes**

04.1 The Board received Paper A, the actions arising from previous meetings.

04.2 In respect of minute 22/149.4, the Chair suggested drop-in sessions for staff and students on the same date as the next two Board meetings. She noted that it would be useful to have some questions to provide structure. A member suggested having a theme for the sessions.

Minute 04.3 was in the confidential section of these minutes.

04.4 The Board approved an amendment to the list of members in the Nominations and Governance Committee Terms of Reference.

The Head of Planning joined the meeting.

### **05/23 University League Tables**

05.1 The Board received and discussed Paper B, a briefing on university league tables.

05.2 The Head of Planning (HP) introduced the paper and gave a presentation on how the different league tables were compiled and the challenges to improving league table positions.

05.3 The VC reported that this item had been included on the Board's agenda:

- To give the Board with a transparent view of the University's current league table position
- To show that league table positions were an output, and it was therefore important to focus on the inputs.

05.4 A member asked about the lag in National Student Survey (NSS) reporting in league tables. The HP reported that this was the least lagging factor, as the current NSS results would be included in next year's league tables.

05.5 A member asked to what extent the University considered international league tables. The HP stated that the University considered the World Impact Ranking. He noted that most other international league tables had research as a key driver, and the University did not have the required depth of research to appear in these.

05.6 A member asked about the reasons for the decline in the University's league table position from 2015 to 2023, during a period when the University had relocated to a new campus. A number of reasons were reported, including:

- The significant focus on the Waterside development may have affected attention given to the student experience and academic delivery
- Relocation to the new campus was a period of uncertainty for academic staff, for example the introduction of active blended learning and new technology. The attitude and engagement of programme teams were an important influence on the student experience and therefore NSS results

- The changing profile of students had had an impact on continuation and progression rates
- The HE sector had begun to focus more on continuation and graduate outcomes. Other institutions had performed better than the University on these.

05.7 Members commented that setting a league table position goal may not be productive, that league table information could be useful in influencing strategy, understanding the University's position compared to others, and delivering positive outcomes.

The Head of Planning left the meeting. The Chief Executive Officer of the Students' Union joined the meeting.

### **06/23 Students' Union role and future plans**

06.1 The Board received and discussed Paper C, a report on the role and future plans of the Students' Union.

06.2 The CEO of the Students' Union introduced the paper and provided an overview of the Students' Union's existing challenges, priorities for the current academic year and future plans.

Minutes 06.3 to 06.4 were in the confidential section of these minutes.

06.5 A member asked about the constraints on the SU's strategic plan given its financial position. The CEO of the SU stated that the current reserves were low and should be built up to support the SU's strategy. There would need to be further conversation with the University about this.

- 06.6 A member asked about the availability of the SU's accounts. The CEO of the SU stated that the SU's consolidated accounts for 2021/22 would be available to the Board by February 2023 following approval by the relevant SU boards.
- 06.7 A member asked whether there was any potential liability for the University in ensuring that the SU remained solvent. The CEO of the SU stated that he did not anticipate the need for additional financial support from the University for 2022/23 but noted that the finances were tight. Regular meetings were scheduled with the University finance team.
- 06.8 A member asked how the results of the National Student Survey would inform the SU's strategic plan. The CEO of the SU reported that consultation on the development of the SU's new strategy was ongoing. This would include consideration of the NSS and also postgraduate surveys and the SU's own survey.
- 06.9 A member asked about performance measurement of the new strategy. The CEO of the SU confirmed that performance indicators would be included. He suggested that the objectives should be part of a service level agreement with the University, to provide accountability.

The Chief Executive Officer of the Students' Union left the meeting.

### **07/23 Vice-Chancellor's Report**

- 07.1 The Board received and discussed Paper D, the VC's report. In addition to the paper, the VC reported that
- Suzanne Forster had accepted the offer of the role of Chief Financial Officer, and the Board congratulated her

- UCU had confirmed 18 days of strike action over the course of the semester which would be followed by a marking and assessment boycott.

Minute 07.2 was in the confidential section of these minutes.

- 07.3 A member asked when the balance of payment would be received for the sale of the Newton Building. The COO confirmed that the payment would be received on 31 January 2023.
- 07.4 A member asked about the relationship with Moulton College. The VC reported that there had been a request for a new governor from the University to sit on Moulton College's board.
- 07.5 A member suggested that all governors should participate in the Festival of Waterside, running from May to July 2023. It was noted that this may be a convenient time for the Board to run staff and student drop-in sessions.
- 07.6 A member referred to press coverage of a proposal to reduce the post-study work visa for international students from 2 years to 6 months, and to reduce the number of dependents international students could bring to the UK. The VC reported that she had met with local MP Andrew Lewer and had raised the issue of restrictions on international students. She had also written to all local MPs emphasising the benefits of international students. The VC noted that scenario planning for international student recruitment would need to take place to check whether the current modelling was accurate.
- 07.7 A member asked for further details about the strike action. The VC stated that there was no specific detail, such as whether staff would strike for the full 18 days or the action would be on rotation. She noted that previous

strike action had affected some programmes more than others. The VC reported that the University Leadership Team were planning how to mitigate the effects of the strike, but there was still a risk that some students would request a refund.

- 07.8 A member asked whether the University's academic regulations allowed for awarding degrees with incomplete marks, as this could mitigate the impact of strike action on final year students. The DVC and VC stated that possible mitigations would be reviewed.
- 07.9 A member asked about the plan for degree apprenticeships. The VC confirmed that there was ongoing discussion with local FE providers. The University had agreed that degree apprenticeships should be developed but this was safer and more appropriate through FE partners. A member noted that there was hesitation from employers and there may be an opportunity for the University to use its networks to influence positively.
- 07.10 The VC gave an update on the development of the University's strategy. There would be a broad consultation with staff and students over February and March. This would include a town hall event, focus groups and a survey. The consultation would be used to develop an ambition and the means of achieving this. A green paper would be prepared and circulated for feedback. A white paper would then be produced.
- 07.11 It was reported that SUMS Consulting would like to have a session with the Board and ULT as part of the consultation process. The Board agreed that this would take place on 8 March 2023, from 4.00 to 7.00pm.
- 07.12 A member commented that the objective of the strategy was key and should be set by the Board. The VC stated that the strategy was being developed through co-creation with staff and students, and this would produce a

suggested strategic intent which would be set out in the green paper for discussion by the Board at its next meeting.

### **08/23 Partnerships update**

08.1 The Board received and discussed Paper J which gave an update on the partnership review.

Minutes 08.2 to 08.13 were in the confidential section of these minutes.

Vikramaaditya left the meeting.

### **09/23 Preparation of Annual Accounts**

09.1 The Chief Financial Officer (CFO) reported that the completion of the annual accounts was delayed as the external audit work had not yet been concluded. The CFO gave further details of the reason for the delay.

Minutes 09.2 to 09.5 were in the confidential section of these minutes.

Shiv Kaushike left the meeting.

Minute 09.6 was in the confidential section of these minutes.

### **10/23 UKIB Visit**

10.1 The Board received a verbal report from the CFO about the visit from UKIB representatives on 25 January 2023.

Minute 10.2 was in the confidential section of these minutes.

### **11/23 Status of new student records system (SITS) project**

- 11.1 The DVC and CFO gave a verbal update on project to install a new student records system using SITS software.
- 11.2 The DVC reported that the project aimed to automate services and improve efficiency and outlined its current governance structure.
- 11.3 It was reported that concerns had been raised about the ability to deliver the project by September 2023. Therefore, an external company had been contracted to evaluate and report by mid-February on what could be implemented by September and what would need to wait until the following year. This may result in additional cost. The CFO confirmed that the costs for the delivery of the project were in the 2022/23 budget, with a contingency of £1m for work after September 2023. If further work was needed in 2023/24, it would need to be reflected in the updated financial forecast.
- 11.4 A member asked why the project was in this position. It was reported that the system was initially considered to be a replacement product which could be implemented out of the box. This had meant that the initial evaluation necessary for the implementation of a new piece of software had not been carried out. There were issues with implementation and concerns about the integrity of data in existing systems. The appointment of the new CIO had provided visibility of the issues, and wider project governance had been established.
- 11.5 A member asked if any further projects of this nature had been identified. It was confirmed that they had not.

## **12/23 Academic Quality and Standards**

- 12.1 The Board received and discussed Paper E, a report on how academic quality and standards were guaranteed and maintained at the University, and how the University complied with the OfS conditions of registration on quality and standards.
- 12.2 The Clerk introduced the paper and noted that there was further work to do to ensure that reporting to the Board and its committees was robust and supported the Board to engage and challenge.
- 12.3 A member asked generally what role the Board should be taking, and what was the role of the Board's committees. For example, the People, Culture, Quality and Standards Committee had oversight of academic quality and standards. It was reported that each Committee received and interrogated more detailed information than the Board received. Each Committee would flag to the Board any risks it had identified and any areas on which it had not received assurance. Therefore, transparency of reporting to the committees, and from the committees to the Board was key.
- 12.4 A member commented that he was unclear about the interrelationship of the Board and the Senate. It was noted that two Board members had taken up the opportunity to attend a Senate meeting and would now receive all of the Senate papers.
- 12.5 A member commented that the paper provided a great deal of assurance. However, there was a risk of breach of regulatory requirements and therefore loss of degree awarding powers. The member stated that he was not clear how problems were identified, reported and escalated, for example in relation to the B3 conditions of registration on student outcomes. The VC

provided assurance that there was constant monitoring of the key mechanisms as a matter of course, through a series of reports. Problems were escalated through the appropriate academic governance committees to Senate and ultimately to the VC. In addition, the Teaching Excellence Framework was a mechanism for monitoring and evaluation. The OfS would also monitor certain data and would write to the VC in the event that it fell below expectations.

### **13/23 Report from the Dean of FAST**

- 13.1 The Board received Paper F, a report on the key successes and challenges for the Faculty of Arts, Science and Technology (FAST). The Board received a presentation on this from the Dean of FAST.

The VC left the meeting.

Minutes 13.2 to 13.3 were in the confidential section of these minutes.

Zoe Boyer left the meeting

### **14/23 Report from Chief Information Officer**

- 14.1 The Board received Paper G, a report on the key successes and challenges for Information and Technology Services. The Board received a presentation on this from the Chief Information Officer.
- 14.2 A member asked whether recruitment of IT staff was challenging. The Chief Information Officer (CIO) reported that the pandemic had increased opportunities for IT staff to work remotely. He confirmed that the University was still able to attract skilled staff, but this was more challenging than previously.

- 14.3 A member asked about the appropriate balance of risks and rewards in relation to cybersecurity. The CIO noted that universities seemed particularly vulnerable to hacking, which may indicate that hackers were able to find and exploit weaknesses. He confirmed that the IT team needed to ensure that cybersecurity was robust and proportionate to risk.
- 14.4 A member asked about the use of outsourcing. The CIO reported that decisions on outsourcing were driven by consideration of the level of service versus the cost, and that some services were therefore outsourced.
- 14.5 The academic staff governor was supportive of the approach outlined in Paper G and acknowledged that positive improvements were being seen by the staff.

### **15/23 Search Committee Update**

- 15.1 The Board received and discussed Paper H, an update on the recruitment of the new Chair of the Board of Governors.
- 15.2 The Clerk confirmed that Thursday 9 March 2023 was the interview date for the Chair. She requested two more volunteers for the interview panel and asked members to email her if they could participate.
- 15.3 The Chair of the Search Committee reported that a weekly update was being received from the search consultants and there were several potential candidates.
- 15.4 The Chair of the Board asked for comments about the recruitment process for the new Chair
- 15.5 A member stated that the evaluation process at the end of the probationary period needed to be robust and effective. It was reported that the

Nominations and Governance Committee had approved a Performance Evaluation and Performance Management policy for the Chair of the Board.

- 15.6 A member noted that the Chair was appointed for a three-year term of office, with the possibility to renew once. However, the member queried if six years was too long to serve as Chair.
- 15.7 A member asked if the role of the Deputy Chair and their interaction with the Chair was clearly defined. It was reported that the Nominations and Governance Committee had discussed this and was reviewing the role description for the Deputy Chair to ensure it was clear and had discrete responsibilities.

### **16/23 Reappointment of Governors**

- 16.1 The Chair confirmed that performance evaluations had been completed for the following governors:

- Damilola Akhigbe
- Shivani Kaushike

The Chair recommended that both governors were reappointed for a further 3-year term of office.

- 16.2 The Board approved the reappointment of Damilola Akhigbe and Shivani Kaushike for a term of office from 1 January to 2023 to 31 December 2026.

### **17/23 Review of the meeting**

- 17.1 A member suggested that presentations from ULT members should be scheduled earlier in the meeting.

### **18/22 Board Agenda Plan**

- 18.1 The Board received and discussed Paper I, the forward agenda plan.

18.2 Members noted the following:

- Academic partnerships should be a standing item
- The Board should receive the updated financial forecast once this had been discussed by the Infrastructure and Resources Committee
- The Board meeting on 24 May could be an opportunity for the Board to be involved in the Festival of Waterside.

Minute 18.3 was in the confidential section of these minutes.

### **19/23 Confirmation of Availability of Papers**

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

Paper A – Action List and Matters Arising

Paper B – University League Tables

Paper D – Vice Chancellor's Report

### **20/23 Dates of Forthcoming Meetings**

People, Culture, Quality and Standards – 9 February 2023, 3.30-5pm, Senate 404

Infrastructure and Resources – 22 February 2023, 3.30-5.30pm, Senate 405

Audit and Risk – 16 March 2023, 3-5pm, Senate 405

Board meeting – 29 March 2023, 4-7pm, T-Pod A



Approved by Chair

29 March 2023

Date